

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT an Extraordinary General Meeting ("**EGM**") of IRIS Corporation Berhad ("**IRIS**" or the "**Company**") will be held at the Auditorium, 1st floor, Lot 8 & 9, IRIS Smart Technology Complex, Technology Park Malaysia, Bukit Jalil, 57000 Kuala Lumpur on Wednesday, 20 September 2023 at 12.00 p.m. or after the conclusion or adjournment (as the case may be) of the 29th Annual General Meeting of IRIS scheduled to be held on the same day, same venue at 11.00 a.m., whichever is later for the purpose of considering and, if thought fit, passing the following resolutions by way of poll:

SPECIAL RESOLUTION 1

PROPOSED REDUCTION OF THE ISSUED SHARE CAPITAL OF IRIS PURSUANT TO SECTION 116 OF THE COMPANIES ACT, 2016 ("ACT") ("PROPOSED CAPITAL REDUCTION")

"**THAT** subject to the passing of Special Resolution 2 and the confirmation by the High Court of Malaya ("**Court**") pursuant to the Section 116 of the Act, the Board of Directors of IRIS ("**Board**") be and is hereby given the authority and approval to reduce the issued share capital of the Company via the cancellation of the issued share capital of RM430,000,000 and that the credit arising from such share capital reduction to be utilised to set-off against the accumulated losses of the Company and the remaining balance, if any, will be credited to the retained earnings of the Company which shall then be utilised in a manner to be determined by the Board at a later date and in the best interest of the Company as permitted by the relevant and applicable laws, the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad and the Company's Constitution;

AND THAT the Board be and is hereby empowered and authorised to do all acts, deeds and things and to execute, sign, deliver and cause to be delivered on behalf of the Company all such documents and/or arrangements (including without limitations, the affixation of the Company's Common Seal in accordance with the Company's Constitution) as may be necessary or expedient in order to implement, finalise, give effect and complete the Proposed Capital Reduction with full powers to assent to any condition, modification, variation and/or amendment in any manner as may be required or imposed by the relevant authorities, the Court or as the Board may deem necessary or expedient in the best interest of the Company."

SPECIAL RESOLUTION 2

PROPOSED CONSOLIDATION OF EVERY 4 EXISTING ORDINARY SHARES IN IRIS ("IRIS SHARE(S)") INTO 1 IRIS SHARE ("CONSOLIDATED SHARE(S)") UPON COMPLETION OF THE PROPOSED CAPITAL REDUCTION ("PROPOSED SHARE CONSOLIDATION")

"**THAT** subject to the passing of the Special Resolution 1 and approvals of all the relevant authorities, approval be given to the Directors of the Company to consolidate every existing 4 IRIS Shares held by the registered shareholders of the Company, whose names appear in the Record of Depositors of IRIS as at the close of business on an entitlement date to be determined and announced later, into 1 Consolidated Share;

THAT such Consolidated Shares shall rank equally in all respects with each other and the rights of the Consolidated Shares shall remain unchanged from the rights of the IRIS Shares;

THAT the Directors of the Company be empowered and authorised to deal with such fractional entitlements arising from the Proposed Share Consolidation, if any, in such manner as the Directors of the Company shall in their absolute discretion deem fit and expedient in order to minimise the incidence of odd lots and in the best interest of the Company;

AND THAT the Board be and is hereby empowered and authorised to do all acts, deeds and things and to execute, sign, deliver and cause to be delivered on behalf of the Company all such documents and/or arrangements (including without limitations, the affixation of the Company's Common Seal in accordance with the Company's Constitution) as may be necessary or expedient in order to implement, finalise, give effect and complete the Proposed Share Consolidation with full powers to assent to any condition, modification, variation and/or amendment in any manner as may be required or imposed by the relevant authorities or as the Board may deem necessary or expedient in the best interest of the Company."

**BY ORDER OF THE BOARD
IRIS CORPORATION BERHAD**

MS WONG YOUN KIM (MAICSA 7018778)
SSM Practising Certificate No. 201908000410

Company Secretary
Kuala Lumpur
29 August 2023

Notes:

1. A member of the Company entitled to be present and vote at the meeting is entitled to appoint a proxy/proxies, to attend, participate, speak and vote instead of him. A proxy may but need not be a member of the Company and need not be an advocate, an approved company auditor or a person appointed by the Registrar of Companies.
2. A member shall be entitled to appoint not more than 2 proxies to attend, participate, speak and vote at the same meeting.
3. Where a member appoints more than 1 proxy, the appointments shall be invalid unless he specifies the proportions of his holdings to be represented by each proxy.
4. If the appointer is a corporation, the Form of Proxy must be executed under its Common Seal or under the hand of an officer or attorney duly authorised.
5. Where a member is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one securities account ("**omnibus account**"), as defined under the Securities Industry (Central Depositories) Act, 1991 there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds.
6. A proxy appointed to attend, participate, speak and vote in a meeting of the Company shall have the same rights as the member to attend, participate, speak and vote at the meeting.
7. The duly completed Form of Proxy must be deposited at the registered office of the Company at Acclime Corporate Services Sdn Bhd, Level 5, Tower 8, Avenue 5, Horizon 2, Bangsar South City, 59200 Kuala Lumpur not less than 24 hours before the time for holding the meeting or any adjournment thereof. Provided that in the event the member(s) duly executes the form of proxy but does not name any proxy, such member(s) shall be deemed to have appointed the Chairman of the meeting as his/their proxy.
8. **General Meeting Record of Depositors**
For the purpose of determining who shall be entitled to attend, participate, speak and vote at this meeting, the Company shall be requesting the Bursa Malaysia Depository Sdn Bhd in accordance with Clause 62 of the Company's Constitution and Section 34(1) of the Securities Industry (Central Depositories) Act 1991, to issue a General Meeting Record of Depositors as at 14 September 2023. Only a depositor whose name appears on the Record of Depositors as at 14 September 2023 shall be entitled to attend, participate, speak and vote at this meeting or appoint proxy/proxies to attend, participate and speak and/or vote in his stead.