

Arris Holdings Berhad

(formerly known as I Synergy Holdings Berhad)

Company No: 201501013383 (1138715-H) ARBN 606 426 831

39, Jalan Kenari 17C, Bandar Puchong Jaya,

47100 Puchong, Selangor, Malaysia

Tel: +603-80763063 Fax: +603-80731232

Email: contact@arris.com.my



NOTICE OF GENERAL MEETING

Notice is hereby given that a General Meeting of Members of Arris Holdings Berhad (formerly known as I Synergy Holdings Berhad) Company No: 201501013383 (1138715-H) ARBN 606 426 831 (the "Company") will be held as follows:

Date: 12 October 2020

Time: 10.30 am (Kuala Lumpur)

Venue: No. 39C, 3 rd Floor, Jalan Kenari 17C, Bandar Puchong Jaya, 47100 Puchong, Selangor, Malaysia

AGENDA

Resolution 1: Proposed Change of Auditors

1. INTRODUCTION

Messrs. Crowe Malaysia PLT (AF1018) has expressed their intention to resign as auditors of the Company. The Resignation will only take effect on the appointment of new auditors by the shareholders of the Company at a general meeting. The board has proposed the appointment of Messrs A. D. Chun & Co. (AF0099) as auditors of the Company in place of the resigning auditors. The Proposed Change of Auditors is subject to the approval of the shareholders of the Company at the General Meeting to be held on Monday, 12 October 2020.

2. PURPOSE OF THE GENERAL MEETING

The purpose of this General Meeting is to proposed the change of auditors and to seek your approval on the ordinary resolution pertaining to the same to be table at the forthcoming General Meeting as particularly set out in the this Notice of General Meeting.

3. DETAILS AND RATIONALE FOR THE PROPOSED CHANGE OF AUDITORS

Messrs. Crowe Malaysia PLT (AF1018) were re-appointed as the auditors of the Company at the Fifth Annual General Meeting of the Company held on 27 May 2020 to hold office until the conclusion of the next Annual General Meeting of the Company. Messrs. Crowe Malaysia PLT (AF1018) had expressed its intention to voluntary resigned as the Company auditor as the Company need to release its Audit Reviewed Half Year Report urgently. The nomination of Messrs A. D. Chun & Co (AF0099) as the auditors of the Company is to fill the vacancy in the office of auditors following the intended resignation of Messrs. Crowe Malaysia PLT (AF1018). Messrs A. D. Chun & Co (AF0099) have been the auditors of Arris Group of Companies comprising Arris Consulting Sdn. Bhd., Arris Project Advisory Sdn. Bhd., Arris Venture Sdn. Bhd., Arris Venture Management Sdn. Bhd., Arris MSC Sdn. Bhd. and Arris Risk Planning Sdn. Bhd. for the past few years. The Board, having considered Messrs A. D. Chun & Co (AF0099) credential, are of the opinion that Messrs A. D. Chun & Co (AF0099) will be able to meet the audit obligations of the Company.

4. EFFECTS OF THE PROPOSED CHANGE OF AUDITORS

The Proposed Change of Auditors will not have any effect on the issued and paid-up share capital, net assets per share, earnings per share, gearing and Substantial Shareholders' shareholding of the Company.

5. INTERESTS OF DIRECTORS, MAJOR SHAREHOLDERS AND/OR PERSONS CONNECTED TO A. D. Chun & Co (AF0099)

None of the Directors or Major Shareholders of the Company and/or persons connected to A. D. Chun & Co (AF0099) has any interest, direct or indirect, in the Proposed Change of Auditors.

6. APPROVAL REQUIRED

Save for the approval of the shareholders of the Company at the forthcoming General Meeting, there is no other approvals required for the Proposed Change of Auditors.

For further information, please contact Arris Holdings Berhad :

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7. DIRECTORS' RECOMMENDATION

The Board, having considered the Proposed Change of Auditors, is of the opinion that it is in the best interest of the Company and accordingly, recommends that you vote in favour of the ordinary resolution pertaining to the Proposed Change of Auditors to be tabled at the forthcoming General Meeting.

8. General Meeting

The General Meeting, will be held at No. 39C, 3rd Floor, Jalan Kenari 17C, Bandar Puchong Jaya, 47100 Puchong, Selangor, Malaysia on Monday, 12 October 2020 at 10.30 a.m. for the purpose of considering and if thought fit, passing the ordinary resolution so as to give effect to the Proposed Change of Auditors. If you are unable to attend and vote in person at the General Meeting, you are requested to complete, sign and return the Form of Proxy in accordance with the instructions printed therein as soon as possible so as to arrive at the registered office of the Company at Suite 39.1.6, First Floor, Jalan Kenari 17C, Bandar Puchong Jaya, 47100 Puchong, Selangor Darul Ehsan, Malaysia not later than forty-eight (48) hours before the time set for the General Meeting or any adjournment thereof. The completion and return of Form of Proxy will not preclude you from attending and voting in person at the General Meeting should you subsequently wish to do so.

Yours faithfully

Arris Holdings Berhad

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NOTES :

3. With regards to deposited securities, only members whose names appear in the Record of Depositors as at 5 October 2020 shall be eligible to attend and vote at the Meeting.
4. A member entitled to attend and vote at the above meeting is entitled to appoint a proxy to attend and vote in his/her stead.
5. The instrument appointing a proxy must be in writing and signed by the appointor or the appointor's attorney duly authorised in writing, or, if the appointor is a body corporate, by its corporate representative or at least 2 of its officers.
6. The instrument appointing a proxy and the original power of attorney (if any) under which it is signed or a certified copy of the power of attorney must be received by the Company at least 48 hours before the meeting by delivery to the Company's office, by facsimile received at the Company's office or at any other place, fax number or electronic address specified for the purpose in the notice of meeting.
7. Every instrument of proxy must specify the Member's name and address, the Company's name, the proxy's name or the name of the office held by the proxy and the meetings at which the proxy may be used.
8. The instrument of proxy may be worded so that a proxy is directed to vote either for or against each of the resolutions to be proposed. Any instrument of proxy deposited in which the name of the appointee is not filled will be deemed to be given in favour of the chairman of the meeting to which it relates. The instrument of proxy may specify the proportion or number of votes that the proxy may exercise.
9. The meeting may be held via teleconferencing and or video conferencing and such other technology driven methods using any type of instantaneous telecommunications devices, pursuant to Article 79 of the Constitution of the Company. Individual and Corporate Shareholders are strongly advised to participate and vote remotely at the General Meeting via videoconferencing. Individual and Corporate Shareholders who wish to participate and vote remotely at the General Meeting must contact the Company Secretary Representatives at irm@arris.com.my or contact@arris.com.my. Shareholders will be required to provide the following documents to the Company Secretary Representatives no later than 12 p.m. on 5 October 2020: Individual Shareholders a) Copy of Passport; and b) Hand-phone number. Corporate Shareholders a) Original certificate of appointment of its Corporate Representative under the seal of the corporation; b) Copy of the Corporate Representative's Passport and National Registration Identity Card of Malaysia (front and back) (for Malaysian only); and c) Corporate Representative's e-mail address and hand-phone number. Upon receipt of such documents, the Company Secretary Representatives will respond to your remote participation request.

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