

**THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.**

If you are in any doubt as to the course of action that you should take, you should consult your stockbroker, bank manager, solicitor, accountant, or other professional advisers immediately.

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Furthermore, Bursa Malaysia Securities Berhad has not perused the Circular prior to its issuance as it falls under the category of an Exempt Circular.



**MCT BERHAD**

(Registration No.: 200901038653 (881786-X))

(Incorporated in Malaysia)

**CIRCULAR TO SHAREHOLDERS IN RELATION TO THE  
PROPOSED CHANGE OF NAME OF THE COMPANY  
FROM MCT BERHAD TO AVALAND BERHAD**

The Notice of the Extraordinary General Meeting (“EGM”) of MCT Berhad, which will be held at Sheraton 1-5, Level 3C, Sheraton Petaling Jaya Hotel, Jalan Utara C, 46200 Petaling Jaya, Selangor on Monday, 26 June 2023 at 3:30 p.m. or immediately after the conclusion or adjournment of the 14<sup>th</sup> Annual General Meeting or at any adjournment thereof, for the purpose of considering the Proposed Change of Name.

A member entitled to attend and vote at the Company’s EGM is entitled to appoint a proxy or proxies to attend participate, speak, and vote on their behalf. If you wish to do so, kindly complete the Proxy Form in accordance with the instructions therein and deposit it at the Company’s Registered Office at *Level 5, Tower 8, Avenue 5, Horizon 2, Bangsar South City, 59200 Kuala Lumpur, Wilayah Persekutuan*, not later than 24 hours before the time fixed for convening the EGM or any adjournment thereof. The lodging of the Proxy Form will not preclude you from attending and voting in person at the meeting should you subsequently wish to do so.

Last day and time for lodging the Proxy Form	:	Sunday, 25 June 2023 at 3.30 p.m.
Date and time of the EGM	:	Monday, 26 June 2023 at 3.30 p.m.

This Circular is dated 26 May 2023

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## DEFINITIONS

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Except where the context otherwise requires, the following definitions shall apply throughout this Circular:

Act	:	The Companies Act 2016 as amended from time to time and any re-enactment thereof
Board	:	Board of Directors of the Company
Bursa Securities	:	Bursa Malaysia Securities Berhad
CCM	:	Companies Commission of Malaysia
Circular	:	This circular dated 26 May 2023 in relation to the Proposed Change of Name
Director	:	Has the meaning given in Section 2 of the Act and Section 2(1) of the Capital Markets and Services Act 2007
EGM	:	Extraordinary General Meeting
Group	:	MCT Berhad and its subsidiaries, collectively
MCT or Company	:	MCT Berhad
Special Resolution	:	Special Resolution as set out in the Notice of the EGM

In this Circular, words importing the singular shall, where applicable, include the plural and vice versa and words importing the masculine gender shall, where applicable, include the feminine and neutral gender and *vice versa*. Reference to persons shall include corporations, unless otherwise specified.

Any reference to any enactment in this Circular is a reference to that enactment as for the time being amended or re-enacted. Any reference to a time of day in this Circular is a reference to Malaysian time, unless otherwise specified.

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**MCT BERHAD**

(Registration No.: 200901038653 (881786-X))  
(Incorporated in Malaysia)

**Registered Office:**

Level 5, Tower 8,  
Avenue 5, Horizon 2,  
Bangsar South City, 59200  
Kuala Lumpur,  
Wilayah Persekutuan,  
Malaysia  
26 May 2023

**Board of Directors:**

Tan Sri Dato' Sri Abi Musa Asa' Ari Bin Mohamed Nor (*Independent Non-Executive Chairman*)  
Mr. Lao Chok Keang (*Independent Non-Executive Director*)  
Datin Chong Lee Hui (*Independent Non-Executive Director*)  
Mr. Teh Heng Chong (*Executive Director and Chief Executive Officer*)  
Mr. Bernard Vincent Olmedo Dy (*Non-Independent Non-Executive Director*)  
Mr. Dante Dominic Macaraeg Abando (*Non-Independent Non-Executive Director*)  
Mr. Robert Sy Lao (*Non-Independent Non-Executive Director*)  
Ms. Ma Divina Yee Lopez (*Non-Independent Non-Executive Director*)  
Mr. Apollo Bello Tanco (*Non-Independent Non-Executive Director*)

**To: The Shareholders of MCT Berhad,**

Dear Sir/Madam,

**PROPOSED CHANGE OF NAME OF THE COMPANY FROM “MCT BERHAD” TO  
“AVALAND BERHAD”  
 (“PROPOSED CHANGE OF NAME”)**

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**1. INTRODUCTION**

On 24 May 2023, the Board announced to Bursa Securities that the Company proposed to change its name from MCT Berhad to Avaland Berhad.

**THE PURPOSE OF THIS CIRCULAR IS TO PROVIDE YOU WITH THE RELEVANT INFORMATION ON THE PROPOSED CHANGE OF NAME AND TO SEEK YOUR APPROVAL FOR THE SPECIAL RESOLUTION PERTAINING TO THE PROPOSED CHANGE OF NAME TO BE TABLED AT THE FORTHCOMING EGM.**

**YOU ARE ADVISED TO READ AND CONSIDER CAREFULLY THE CONTENTS OF THIS CIRCULAR TOGETHER WITH THE APPENDIX CONTAINED HEREIN BEFORE VOTING ON THE SPECIAL RESOLUTION PERTAINING TO THE PROPOSED CHANGE OF NAME TO BE TABLED AT THE EGM.**

**2. DETAILS OF THE PROPOSED CHANGE OF NAME**

The reservation of the proposed name was approved by the CCM on 17 April 2023 and the reservation for the use of the proposed name was valid for a period of 30 days from 17 April 2023 which was further extended to 16 July 2023. Subsequently, and if so required, the Company will continue to extend the reservation of name with CCM.

The Proposed Change of Name, if approved by the shareholders of the Company, will take effect from the date of issuance of the Notice of Registration of New Name by the CCM, in accordance with the Act.

**3. RATIONALE FOR THE PROPOSED CHANGE OF NAME**

The Proposed Change of Name is in line with the Company's rebranding exercise to better reflect the Company's updated corporate identity and purpose:

- (i) which is more aligned with the Company's current core business and values;
- (ii) to improve the public's confidence in the Company; and
- (iii) to enhance stakeholder engagement.

**4. EFFECTS OF THE PROPOSED CHANGE OF NAME**

The Proposed Change of Name will not have any effect on the Company's issued share capital and substantial shareholders' shareholdings, as well as the Group's net assets, gearing level, and earnings per share.

**5. INTERESTS OF DIRECTORS, MAJOR SHAREHOLDERS AND/OR PERSONS CONNECTED WITH THEM**

None of the Directors and/or major shareholders and/or persons connected with them has any interest, direct or indirect, in the Proposed Change of Name.

**6. APPROVAL REQUIRED**

The Proposed Change of Name is subject to the approval of the shareholders of the Company being obtained by way of a special resolution at the forthcoming EGM.

In conjunction with the Proposed Change of Name, the Constitution of the Company will be amended accordingly to reflect the Proposed Change of Name whereby all references in the Constitution to the name of MCT Berhad, wherever the same may appear, shall be substituted with the name of Avaland Berhad.

**7. DIRECTORS' RECOMMENDATION**

The Board, having considered all aspects of the Proposed Change of Name, is of the opinion that the Proposed Change of Name is in the best interest of the Company. Accordingly, the Directors recommend that the shareholders of MCT vote in favour of the special resolution in respect of the Proposed Change of Name to be tabled at the forthcoming EGM.

**8. EGM**

The EGM of the Company will be held on Monday, 26 June 2023 at 3:30 p.m. or immediately after the conclusion or adjournment of the 14<sup>th</sup> Annual General Meeting (and any adjournment thereof) at Sheraton 1-5, Level 3C, Sheraton Petaling Jaya Hotel, Jalan Utara C, 46200 Petaling Jaya, Selangor, for the purpose of, inter alia, considering and, if thought fit, approving the special resolution on the Proposed Change of Name as set out in the Notice of EGM. An extract of the said resolution is enclosed in this Circular.

**9. FURTHER INFORMATION**

Shareholders of the Company are advised to refer to the appendix for further information.

Yours truly  
For and on behalf of the Board of Directors  
**MCT BERHAD**

**TAN SRI DATO' SRI ABI MUSA ASA' ARI BIN MOHAMED NOR**  
Independent Non-Executive Chairman

**FURTHER INFORMATION****1. DIRECTORS' RESPONSIBILITY STATEMENT**

This Circular has been seen and approved by the Directors of the Company and they collectively and individually accept full responsibility for the accuracy of the information contained herein and confirm that after making all reasonable enquiries and to the best of their knowledge and belief, there are no other material facts the omission of which would make any statement in this Circular misleading.

**2. MATERIAL LITIGATION, CONTINGENT LIABILITIES AND ARBITRATION**

As at the latest practicable date, neither the Company nor its subsidiaries are engaged in any material litigation, claims or arbitration either as plaintiff or defendant and the Board is not aware of any proceedings pending or threatened against the Company and/or its subsidiaries or any facts likely to give rise to any proceedings which may materially and adversely affect the position and/or business of the Group.

**3. DOCUMENTS FOR INSPECTION**

The following documents (or copies thereof) are available for inspection at the Registered Office of the Company at Level 5, Tower 8, Avenue 5, Horizon 2, Bangsar South City, 59200 Kuala Lumpur during normal business hours from 9.00 am to 5.00 pm from Monday to Friday (excluding public holidays) for the period commencing from the date of this Circular up to and including the date of the EGM:

- (i) the Constitution; and
- (ii) Audited Financial Statements of the Company for the past two (2) financial years ended 31 December 2021 and 31 December 2022.