



**ADDENDUM TO THE NOTICE OF THE THIRTY-NINTH ANNUAL GENERAL MEETING (“39TH AGM”)
FOR INCLUSION OF ADDITIONAL ORDINARY RESOLUTIONS UNDER ORDINARY BUSINESS**

Date : 21 June 2018

TO THE SHAREHOLDERS OF CUSCAPI BERHAD

Dear Sir/Madam,

Further to the appointment of Datuk Mat Noor Bin Nawi and Datuk Jayakumar A/L Panneer Selvam as the Directors of Cuscapi Berhad on 24 May 2018 and 4 June 2018, respectively, which took place after the dispatch of the Notice of the AGM 2018 on 30 April 2018, NOTICE IS HEREBY GIVEN by way of an Addendum to the Notice of 39th AGM for the inclusion of the following additional Resolution 10 and 11 under Ordinary Business of the said 39th AGM of the Company to be held on Friday, 22 June 2018 at 11:00 a.m. for the following purposes:

1. NOTICE OF ANNUAL GENERAL MEETING

AS ORDINARY BUSINESS

To insert the following Ordinary Resolutions as additional agenda of the Notice of the Thirty Ninth (39th) Annual General Meeting of the Company to be held at Topas Room, The Saujana Hotel Kuala Lumpur, 2km, Off Sultan Abdul Aziz Shah Airport Highway, Saujana, 47200 Subang, Selangor Darul Ehsan on Friday, 22 June 2018 at 11:00 a.m. to transact the following business:

NO.	Agenda	
10.	To re-elect the Director, Datuk Jayakumar A/L Panneer Selvam who retires pursuant to Article 96 of the Company’s Constitution and who has offered himself for re-election.	(Resolution 10)
11.	To re-elect the Director, Datuk Mat Noor Bin Nawi who retires pursuant to Article 96 of the Company’s Constitution and who has offered himself for re-election.	(Resolution 11)

2. PROFILES OF DIRECTORS

To insert the following Directors’ Profile in the Notice of 39th AGM.

“DATUK JAYAKUMAR A/L PANNEER SELVAM

Executive Chairman

Datuk Jayakumar A/L Panneer Selvam, a Malaysian nationality, aged 52, is appointed as an Executive Chairman of the Company with effect from 4 June 2018.

Datuk Jayakumar started his career with Kumpulan Wang Simpanan Pekerja in 1989 and subsequently moved to Arab Malaysia Finance Bank in 1990 for about two (2) years. His career in IT began with PDX Teknologi Sdn. Bhd. as the Major Accounts Executive in 1992. He was subsequently appointed as the Executive Director of PDX.com Sdn. Bhd. in 2004 and was instrumental in PDX.com Sdn. Bhd. securing the MSC Electronic Government Flagship Application (eServices Project) and being appointed the official Gateway Provider of the Government in 2000. In 2009, he was appointed as a Chief Executive Officer/Executive Director of PDX.com Sdn. Bhd. He has leveraged on his long experience in the IT industry and has ventured into investing in IT related companies.

Datuk Jayakumar was appointed as the Managing Director of MY E.G Integrated Networks Sdn. Bhd. (MINT) in 2009, was integral in the development and operation strategies of MINT. His experience includes the development of its suite of electronic cash register (ECR) while working with Point of Sales solution vendors. These solutions include, among others, a comprehensive suite of online GST accounting tools, tax declaration and electronic information systems (EIS).

Datuk Jayakumar does not hold any directorships in any other public companies. He does not have any family relationship with any director and/or major shareholder of the Company. He has not been convicted of any offence (other than traffic offences) within the past five (5) years and has not been imposed any public sanction or penalty imposed by the relevant regulatory bodies during the financial year ended 31 December 2017.

“DATUK MAT NOOR BIN NAWI

Independent Non-Executive Director

Datuk Mat Noor Bin Nawawi, a Malaysian nationality, aged 63, is appointed as an Independent Non-Executive Director of the Company with effect from 24 May 2018.

Datuk Mat Noor bin Nawawi had served with the Government of Malaysia for over 30 years where he started his career in the Malaysian civil service in 1981 as an Agriculture Economist at the Federal Agriculture Marketing Authority (FAMA) before joining Economic Planning Unit (EPU) in 1983. He had since continued to serve the EPU in various capacities and his last position was the Deputy Director General I, EPU, Prime Ministers Department prior to joining Ministry of Finance (MOF) in October 2011.

He was the Deputy Secretary General, Treasury (Systems & Controls) in MOF and later became the Deputy Secretary General, Treasury (Policy) at the MOF, a position he held since 16 November 2012. He then retired from the Malaysian civil service on 6 June 2015.

On 1 October 2015, Datuk Mat Noor was appointed as Chairman of Export-Import Bank of Malaysia Berhad (EXIM Bank). Currently, he is also the Chairman of Carrier International Sdn Bhd, GETS Global Berhad (formerly known as KBES Berhad) and Miramas Holding. He also sits on the Board of University Tun Hussien Onn Malaysia, Felcra Training & Consultancy Sdn Bhd, PDX.com Sdn Bhd, Institut Penyelidikan Perhutanan Malaysia (FRIM) and FRIM Incorporated Sdn Bhd (FRIM Inc.).

Datuk Mat Noor holds directorships in GETS Global Berhad (formerly known as KBES Berhad) and Export-Import Bank of Malaysia Berhad. He does not have any family relationship with any director and/or major shareholder of the Company. He has not been convicted of any offence (other than traffic offences) within the past five (5) years and has not been imposed any public sanction or penalty imposed by the relevant regulatory bodies during the financial year ended 31 December 2017.

3. PROXY FORM

To insert the following Ordinary Resolutions as additional agenda of the Notice of the Thirty Ninth (39th) Annual General Meeting of the Company to be held at Topas Room, The Saujana Hotel Kuala Lumpur, 2km, Off Sultan Abdul Aziz Shah Airport Highway, Saujana, 47200 Subang, Selangor Darul Ehsan on Friday, 22 June 2018 at 11:00 a.m. to transact the following business:

NO.	Agenda	
10.	To re-elect Datuk Jayakumar A/L Panneer Selvam as Director.	(Resolution 10)
11.	To re-elect Datuk Mat Noor Bin Nawi as Director.	(Resolution 11)

By Order of the Board,

TAN TONG LANG
(MAICSA 7045482)
Company Secretary

NOTES:

1. *In regard of deposited securities, only members whose names appear in the Record of Depositors as at 13 June 2018 ("General Meeting Record of Depositors") shall be eligible to attend, speak and vote at the meeting.*
2. *A member entitled to attend and vote at the meeting is entitled to appoint a proxy or proxies to attend and vote in his stead. A proxy need not be a member of the Company. There shall be no restriction as to the qualification of the proxy.*
3. *Where a member appoints two (2) or more proxies, the appointments shall be invalid unless he/she specifies the proportion of his/her shareholdings to be represented by each proxy.*
4. *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 Securities Industry (Central Depositories) Act 1991 of Malaysia, there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds.*
5. *The instrument appointing a proxy shall be in writing under the hand of the appointer or of his attorney duly authorised in writing or, if the appointer is a corporation under its common seal, or under the hand of its attorney duly authorised.*
6. *The instrument appointing a proxy together with the power of attorney, if any, must be deposited with the Company's Registered Office at Level 1, Block B, Dataran PHB, Saujana Resort, Seksyen U2, 40150 Shah Alam, Selangor Darul Ehsan at least forty-eight (48) hours before the time appointed for holding the meeting or at any adjournment thereof.*
7. *Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in this Notice of this AGM will be put to vote by poll.*

Additional Notes to the Addendum :-

- (a) *A copy of the Additional Proxy Form is attached herewith for the Shareholders who are entitled to attend and vote at the 39th AGM of the Company who wish to appoint a proxy to attend and vote in his place.*
- (b) *The Additional Proxy Form does not invalidate the Proxy Form which was circulated together with the Notice of the Thirty Ninth (39th) Annual General Meeting dated 30 April 2018 ("Original Proxy Form").*
- (c) *In the event that the Company does not receive the duly executed Additional Proxy Form, the Shareholder is deemed to have appointed and authorised his proxy under the Original Proxy Form to vote at the proxy's discretion.*

**ADDITIONAL PROXY FORM
CUSCAPI BERHAD (43190-H)**

*I/We _____ CDS Account No. _____

of _____

being a *member/members of **CUSCAPI BERHAD** hereby appoint Mr/Mrs/Madam/Miss _____ of _____

or failing *him/her, _____

of _____

or failing *him/her, the Chairman of the meeting as *my/our proxy to vote for *me/us on *my/our behalf at the **Thirty Ninth Annual General Meeting** of the Company to be held at **Topas Room, The Saujana Hotel Kuala Lumpur, 2km, Off Sultan Abdul Aziz Shah Airport Highway, Saujana, 47200 Subang, Selangor Darul Ehsan on Friday, 22 June 2018 at 11:00 a.m.** or at any adjournment thereof.

My/Our proxy(ies) is/are to vote as indicated below:-

NO.	AGENDA	FOR	AGAINST
Ordinary Business			
10.	To re-elect Datuk Jayakumar A/L Panneer Selvam as Director.		
11	To re-elect Datuk Mat Noor Bin Nawi as Director.		

(Please indicate with an 'X' in the space provided, how you wish your vote to be cast. In the absence of specific directions, the proxy may vote or abstain at his/her discretion)

(Where two (2) proxies are appointed, please indicate below the proportion of your shareholdings to be represented by each proxy.)

First named proxy _____ %
 Second named proxy _____ %
 _____ %

As witness my/our hand(s) this _____ day of _____, 2018

No. of shares held

Signature of Member(s)

NOTES:

- In regard of deposited securities, only members whose names appear in the Record of Depositors as at 13 June 2018 ('General Meeting Record of Depositors') shall be eligible to attend, speak and vote at the meeting.*
- A member entitled to attend and vote at the meeting is entitled to appoint a proxy or proxies to attend and vote in his stead. A proxy need not be a member of the Company. There shall be no restriction as to the qualification of the proxy.*
- Where a member appoints two (2) or more proxies, the appointments shall be invalid unless he/she specifies the proportion of his/her shareholdings to be represented by each proxy.*
- 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 Securities Industry (Central Depositories) Act 1991 of Malaysia, there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds.*
- The instrument appointing a proxy shall be in writing under the hand of the appointer or of his attorney duly authorised in writing or, if the appointer is a corporation under its common seal, or under the hand of its attorney duly authorised.*
- The instrument appointing a proxy together with the power of attorney, if any, must be deposited with the Company's Registered Office at Level 1, Block B, Dataran PHB, Saujana Resort, Seksyen U2, 40150 Shah Alam, Selangor Darul Ehsan at least forty-eight (48) hours before the time appointed for holding the meeting or at any adjournment thereof.*
- Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in this Notice of this AGM will be put to vote by poll.*

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AFFIX
STAMP

The Company Secretary

CUSCAPI BERHAD (43190-H)
Level 1, Block B
Dataran PHB, Saujana Resort
Seksyen U2
40105 Shah Alam
Selangor Darul Ehsan, Malaysia

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