

**NOTICE OF EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN THAT** an Extraordinary General Meeting of Digistar Corporation Berhad ("Digistar" or the "Company") ("EGM") will be held at Platinum Hall, Level 3, Imperial Heritage Hotel Melaka, No 1, Jalan Merdeka 1, Taman Melaka Raya, 75000 Melaka, Malaysia on Thursday, 12 March 2020 at 11.00 a.m., or immediately after the conclusion or adjournment (as the case may be) of the 17th Annual General Meeting of the Company to be held at the same venue on the same day at 10.00 a.m., whichever is later, or at any adjournment thereof, for the purpose of considering and if thought fit, passing with or without modifications the following resolutions:

**ORDINARY RESOLUTION 1****PROPOSED PRIVATE PLACEMENT OF UP TO 20% OF THE TOTAL NUMBER OF ISSUED SHARES OF DIGISTAR ("PROPOSED PRIVATE PLACEMENT")**

**"THAT** subject to the approvals of all relevant authorities being obtained, approval be and is hereby given to the Board of Directors of the Company ("**Board**") to allot and issue up to 20% of the total number of issued shares of Digistar ("**Placement Shares**").

**THAT** approval be and is hereby given to the Board to determine the issue price for the Placement Shares at a later date based on not more than 10% discount to the five (5)-day volume weighted average market price ("**VWAP**") of the ordinary shares in Digistar ("**Digistar Shares**") immediately preceding the price-fixing date.

**THAT** the Placement Shares will, upon allotment and issuance, rank equally in all respects with the then existing Digistar Shares, save and except that the Placement Shares will not be entitled to any dividends, rights, allotments and/ or any other forms of distribution that may be declared, made or paid for which the entitlement date precedes the date of allotment and issuance of the Placement Shares.

**THAT** the proceeds of the Proposed Private Placement be utilised for the purpose as set out in the circular to shareholders dated 26 February 2020 ("**Circular**"), and the Board be and is hereby authorised with full power to vary the manner and/ or purpose of utilisation of such proceeds in such manner as the Board deem fit, necessary and/ or expedient or in the best interest of the Company, subject to the approval of the relevant authorities, where required.

**AND THAT** the Board be and is hereby authorised to sign and execute all documents, do all things and acts as may be required to give effect to the Proposed Private Placement with full power to assent to any conditions, variations, modifications and/ or amendments in any manner as may be required or permitted by any relevant authorities and to deal with all matters relating thereto and to take all such steps to enter into all such agreement, arrangement, undertaking, indemnities, transfer, assignment and guarantee with any party or parties and to do all acts and things in any manner as they may deem necessary or expedient to implement, finalise and give full effect to the Proposed Private Placement."

**ORDINARY RESOLUTION 2****PROPOSED ALLOCATION OF UP TO 73,236,346 PLACEMENT SHARES, REPRESENTING UP TO 10% OF THE TOTAL NUMBER OF ENLARGED ISSUED SHARES OF DIGISTAR, TO MEJAR (K) DATUK WIRA LEE WAH CHONG AND/ OR NOMINEE(S) ("PROPOSED ALLOCATION")**

**"THAT**, subject to the passing of Ordinary Resolution 1, and approvals being obtained from all relevant authorities and/ or parties (where required), approval and authority are hereby given to the Board (save for the interested Directors) at any time and from time to time to allot and issue up to 73,236,346 Placement Shares, representing 10% of the total number of enlarged issued shares of Digistar to Mejar (K) Datuk Wira Lee Wah Chong, being the Group Managing Director of Digistar, and/ or his appointed nominee(s), at an issue price of not more than 10% discount to the five (5)-day VWAP of Digistar Shares immediately preceding the price-fixing date.

**By Order of the Board****WONG YOUN KIM (MAICSA 7018778)**

Company Secretary

Kuala Lumpur  
26 February 2020**Notes:**

1. Only a depositor whose name appears on the Record of Depositors as at 6 March 2020 shall be entitled to attend, participate, speak and vote at the said meeting as well as for appointment of proxy(ies) to attend, participate, speak and vote on his/ her stead.
2. A member entitled to attend, participate, speak and vote at the meeting is entitled to appoint up to two (2) proxies to attend, participate, speak and vote in his/ her stead. If a member appoints two (2) proxies, the appointment shall be invalid unless he/ she specifies the proportions of his/ her holdings to be represented by each proxy. There shall be no restriction as to the qualification of the proxy.
3. Where a member is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991, it may appoint at least one proxy in respect of each securities account it holds with ordinary shares of the Company standing to the credit of the said securities account.
4. Where a member of the Company is an exempt authorised nominee which holds ordinary shares in the Company for the multiple beneficial owners in one securities account ("omnibus account"), 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. Where a member or the authorised nominee or an exempt authorised nominee appoints two (2) or more proxies, the proportion of the shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies.
6. The instrument appointing a proxy or the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority shall be deposited at the registered office of the Company at Level 2, Tower 1, Avenue 5, Bangsar South City, 59200 Kuala Lumpur, not less than forty-eight (48) hours before the time appointed for holding the meeting or adjourned meeting at which the person named in the instrument proposed to vote and in default the instrument of proxy shall not be treated as valid.
7. If the appointer is a corporation, the Form of Proxy shall be executed under its common seal or under the hand of its officer or attorney duly authorised.
8. If this Form of Proxy is signed under the hands of an officer duly authorised, it should be accompanied by a statement reading "signed as authorised officer under Authorisation Document which is still in force, no notice of revocation having been received". If this Form of Proxy is signed under the attorney duly appointed under a power of attorney, it should be accompanied by a statement reading "signed under Power of Attorney which is still in force, no notice of revocation having been received". A copy of the Authorisation Document or the Power of Attorney, which should be valid in accordance with the laws of the jurisdiction in which it was created and is exercised, should be enclosed in the Form of Proxy.