



NOTICE OF THE 59TH ANNUAL GENERAL MEETING (FULLY VIRTUAL MEETING)

LPI Capital Bhd (LPI) had on 26 February 2020 issued the Notice for its 59th Annual General Meeting (AGM) to be held at Sabah Room, Basement II, Shangri-La Hotel Kuala Lumpur, 11 Jalan Sultan Ismail, 50250 Kuala Lumpur, Malaysia on Thursday, 26 March 2020 at 11.00 a.m.

The Prime Minister, YAB Tan Sri Dato' Haji Muhyiddin bin Haji Mohd. Yassin had on 16 March 2020 announced that a Movement Control Order (MCO) be imposed to curb the spread of COVID-19. As such, the Board of Directors (the Board) of LPI had on 17 March 2020 announced that the 59th AGM of the Company be postponed to a later date.

In view of the above unprecedented circumstances and to ensure the safety of LPI's shareholders from COVID-19 outbreak, the Board resolved that the 59th AGM of the Company be postponed to the date, time and place as set out below as a **FULLY VIRTUAL MEETING*** :

DATE :	TIME :	MAIN VENUE (BROADCAST VENUE) :
Wednesday, 17 June 2020	11.00 a.m.	Tricor Leadership Room, Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8 Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia

* The 59th AGM will be convened as a fully virtual meeting, and will be carried out in the manner as guided by the Securities Commission Malaysia Guidance on the Conduct of General Meetings for Listed Issuers dated 18 April 2020 (revised on 14 May 2020) (SC Guidance). Pursuant to the SC Guidance and Section 327(2) of the Companies Act, 2016, the Chairman of the Meeting shall be present at the main venue of the 59th AGM to chair it. Shareholders will NOT be physically present at the broadcast venue on the day of the 59th AGM. Instead, shareholders shall register their attendance for the 59th AGM remotely by using the Remote Participation and Voting (RPV) facilities.

The 59th AGM will be held for the following purposes :-

AGENDA

As Ordinary Business

- To lay before the meeting the Audited Financial Statements for the financial year ended 31 December 2019 and the Reports of the Directors and Auditors thereon. *(Please refer to Explanatory Note 1)*
- To re-elect the following Directors who retire by rotation in accordance with Clause 94 of the Company's Constitution and who being eligible offer themselves for re-election:
 - Mr. Tan Kok Guan Ordinary Resolution 1
 - Mr. Quah Poh Keat Ordinary Resolution 2
- To approve the payment of Directors' Fees of RM1,085,000 for the financial year ended 31 December 2019. Ordinary Resolution 3
- To approve the payment of Directors' Benefit on Allowances for Directors amounting to RM286,500 for the financial year ended 31 December 2019. Ordinary Resolution 4
(Please refer to Explanatory Note 2)
- To approve the Directors' Benefit on insurance coverage for Non-Executive Directors from 59th AGM to 60th AGM of the Company. Ordinary Resolution 5
(Please refer to Explanatory Note 3)
- To re-appoint Messrs. KPMG PLT as Auditors of the Company for the financial year ending 31 December 2020 and to authorise the Directors to fix the Auditors' remuneration. Ordinary Resolution 6

By Order of the Board

KONG THIAN MEE
(MAICSA 7024050)/ SSM PC NO.: 202008001185
Company Secretary

Kuala Lumpur
19 May 2020

NOTES:

- Only depositors whose names appear in the Record of Depositors as at 9 June 2020 be regarded as members and entitled to attend, speak (questions posted to the Board via real time submission of typed texts) and vote (collectively, "participate") at the meeting via RPV facilities. Please follow the Procedures for RPV in item 3 of the Administrative Notes.
- A member entitled to attend and vote at the meeting is entitled to appoint not more than two (2) proxies (or in the case of a corporation, a duly authorised representative) to attend and vote in his stead. A proxy may but need not be a member of the Company.
- Where a member of the Company is an authorised nominee as defined in the Securities Industry (Central Depositories) Act, 1991, it may appoint not more than two (2) proxies in respect of each securities account it holds in ordinary shares of the Company standing to the credit of the said securities account.
- Where a member appoints two (2) proxies, the appointment shall be invalid unless he specifies the proportion of his shareholdings to be represented by each proxy.
- Where a member of the Company is an exempt authorised nominee which holds ordinary shares in the Company for 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. An exempt authorised nominee refers to an authorised nominee defined under the Securities Industry (Central Depositories) Act, 1991 which is exempted from compliance with the provisions of subsection 25A(1) of the said Act.
- The instrument appointing a proxy shall be in writing under the hand of the appointer or his attorney duly authorised in writing or, if the appointer is a corporation, either under its common seal or under the hand of an officer or attorney duly authorised.
- The instrument appointing a proxy must be deposited at the office of the Share Registrar, Tricor Investor & Issuing House Services Sdn Bhd at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or alternatively, Tricor Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia no later than 16 June 2020 at 11.00 a.m. You can also have the option to submit the proxy appointment electronically via Tricor's TIH Online website at <https://tih.online> no later than 16 June 2020 at 11.00 a.m. For further information on the electronic submission of Proxy Form, kindly refer to item 5 in the Administrative Notes.
- A member who has appointed a proxy or attorney or authorised representative to participate at this 59th AGM via RPV facilities must request his/her proxy or attorney or authorised representative to register himself/herself for RPV facilities at TIH Online website at <https://tih.online>. Please follow the Procedures for RPV in item 3 of the Administrative Notes.
- 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 Meeting will be put to vote by poll.

EXPLANATORY NOTES:

- The Audited Financial Statements are for discussion only as they do not require shareholders' approval pursuant to the provision of Sections 248(2) and 340(1)(a) of the Companies Act 2016. Hence, this matter will not be put for voting.
- The breakdown of the proposed payment of Directors' Allowances amounting to RM286,500 for the financial year ended 31 December 2019 is as set out below :
 - Meeting Attendance Allowances
 - Board of Directors' Meeting Attendance Allowance of RM1,500 per meeting;
 - Audit Committee (AC) Meeting Attendance Allowance of RM1,500 per meeting; and
 - Risk Management Committee Meeting Attendance Allowance of RM1,500 per meeting.
 - AC Allowance of RM3,000 per month.
- Directors' Benefit on insurance coverage for Non-Executive Directors is as per following:

<u>Insurance</u>	<u>Premium</u>
(i) Hospitalisation and Surgical Insurance	RM8,683
(ii) Personal Accident Insurance	RM858
(iii) Travel Insurance	RM773



LPI CAPITAL BHD
196201000175 (4688-D)

**59TH ANNUAL GENERAL MEETING (AGM)
(FULLY VIRTUAL MEETING)
ADMINISTRATIVE NOTES**

Date : Wednesday, 17 June 2020
Time : 11.00 a.m.
Main Venue : Tricor Leadership Room, Unit 32-01, Level 32, Tower A, Vertical Business
(Broadcast Venue) Suite, Avenue 3, Bangsar South, No. 8 Jalan Kerinchi, 59200 Kuala Lumpur,
Malaysia

1. COVID-19 OUTBREAK AND SAFETY MEASURES

- The Companies Commission of Malaysia (CCM) in its media statement on 16 March 2020 in relation to the Covid-19 outbreak, had encouraged companies to consider conducting their AGMs electronically as provided under Section 327 of the Companies Act 2016. At the same time, companies are to observe and exercise all necessary precautions to protect the well-being of the public, whilst complying with their regulatory obligations.
- Having regard to the well-being and the safety of the shareholders, the Company advises shareholders to attend the 59th AGM remotely using the Remote Participation and Voting (RPV) facilities.
- With the RPV facilities, you may exercise your right as a shareholder of the Company to participate (including to pose questions to the Board/ Management of the Company) and vote at the 59th AGM, at the comfort of your home.
- Shareholders are advised that certain administrative details provided in the Administrative Notes issued on 26 February 2020 may not be applicable to the postponed 59th AGM to be held on 17 June 2020.
- The changes in the administrative details are necessary to introduce safety measures and control for the well-being of the shareholders as well as to enable the Company to comply with the Government and/or relevant authorities' directives and guidelines on public gatherings or events which may be issued from time to time. On this note, the Company would like to advise its shareholders that no doorgift or food vouchers since the 59th AGM is being conducted as a fully virtual meeting and shareholders **WILL NOT BE ALLOWED** to attend the 59th AGM in person at the Broadcast Venue on the day of the meeting.

2. POLL VOTING

- The voting at the 59th AGM will be conducted by poll in accordance with Paragraph 8.29A of Bursa Malaysia Securities Berhad Main Market Listing Requirements. The Company has appointed Tricor Investor & Issuing House Services Sdn. Bhd. (“Tricor”) as Poll Administrator to conduct the poll voting via its TIIH Online website at <https://tiih.online> and Deloitte Risk Advisory Sdn Bhd as Scrutineers to verify the poll results.
- Shareholders/proxies/corporate representatives/attorneys can proceed to vote on the resolutions and submit your votes at any time from the commencement of the 59th AGM at 11.00 a.m. and before the end of the voting session which will be announced by the Chairman of the meeting. Upon completion of the voting session for the 59th AGM, the Scrutineers will verify and announce the poll results followed by the Chairman’s declaration whether the resolutions are duly passed.

3. REMOTE PARTICIPATION AND VOTING (RPV)

- Shareholders are to attend, speak (questions posted to the Board via real time submission of typed texts) and vote (collectively, “participate”) remotely at the 59th AGM using RPV provided by Tricor via its TIIH Online website at <https://tiih.online>.
- Shareholders who appoint proxies to participate via RPV in the 59th AGM must ensure that the duly executed proxy forms are deposited in a hard copy form or by electronic means to Tricor no later than Tuesday, 16 June 2020 at 11.00 a.m.
- Corporate representatives of corporate members must deposit their original certificate of appointment of corporate representative to Tricor not later than Tuesday, 16 June 2020 at 11.00 a.m. to participate via RPV in the 59th AGM.
- Attorneys appointed by power of attorney are to deposit their power of attorney with Tricor not later than Tuesday, 16 June 2020 at 11.00 a.m. to participate via RPV in the 59th AGM.
- As the 59th AGM is a fully virtual AGM, members who are unable to participate in this 59th AGM may appoint the Chairman of the meeting as his/her proxy and indicate the voting instructions in the proxy form.
- A shareholder who has appointed a proxy or attorney or authorised representative to participate at this 59th AGM via RPV must request his/her proxy to register himself/herself for RPV at TIIH Online website at <https://tiih.online>

4. PROCEDURES FOR RPV

Shareholders/proxies/corporate representatives/attorneys who wish to participate the 59th AGM remotely using the RPV facilities are to follow the requirements and procedures as summarised below :-

	Procedure	Action
BEFORE THE 59TH AGM DAY		
(a)	Register as a user with TIIH Online	<ul style="list-style-type: none"> ● Using your computer, access the website at https://tiih.online. Register as a user under the “e-Services”. Refer to the tutorial guide posted on the homepage for assistance. ● If you are already a user with TIIH Online, you are not required to register again. You will receive an e-mail to notify you that the remote participation is available for registration at TIIH Online.
(b)	Submit your request	<ul style="list-style-type: none"> ● Registration is open from 11.00 a.m. Tuesday, 19 May 2020 up to 11.00 a.m. Tuesday, 16 June 2020. ● Login in with your user ID and password and select the corporate event: “(REGISTRATION) LPI CAPITAL BHD 59TH AGM”. ● Read and agree to the Terms & Conditions and confirm the Declaration. ● Select “Register for Remote Participation and Voting”. ● Review your registration and proceed to register. ● System will send an e-mail to notify that your registration for remote participation is received and will be verified. ● After verification of your registration against the General Meeting ROD as at 9 June 2020, the system will send you an e-mail to approve or reject your registration for remote participation.
ON THE 59TH AGM DAY		
(c)	Login to TIIH Online	<ul style="list-style-type: none"> ● Login with your user ID and password for remote participation at the 59th AGM at any time from 10.40 a.m. i.e. 20 minutes before the commencement of meeting at 11.00 a.m. on Wednesday, 17 June 2020.
(d)	Participate through Live Streaming	<ul style="list-style-type: none"> ● Select the corporate event: “(LIVE STREAMING MEETING) LPI CAPITAL BHD 59TH AGM” to engage in the proceedings of the 59th AGM remotely.

		<ul style="list-style-type: none"> ● If you have any question for the Chairman/ Board, you may use the query box to transmit your question. The Chairman/ Board will endeavor to respond to questions submitted by remote participants during the 59th AGM. If there is time constraint, the responses will be e-mailed to you at the earliest possible, after the meeting.
(e)	Online Remote Voting	<ul style="list-style-type: none"> ● Voting session commences from 11.00 a.m. on Wednesday, 17 June 2020 until a time when the Chairman announces the completion of the voting session of the 59th AGM. ● Select the corporate event: “(REMOTE VOTING) LPI CAPITAL BHD 59TH AGM”. ● Read and agree to the Terms & Conditions and confirm the Declaration. ● Select the CDS account that represents your shareholdings. ● Indicate your votes for the resolutions that are tabled for voting. ● Confirm and submit your votes.
(f)	End of remote participation	Upon the announcement by the Chairman on the closure of the 59th AGM, the Live Streaming will end.

Note to users of the RPV :-

1. Should your application to join the 59th AGM be approved we will make available to you the rights to join the live streamed meeting and to vote remotely. Your login to TIIH Online on the day of meeting will indicate your presence at the virtual meeting.
2. The quality of your connection to the live broadcast is dependent on the bandwidth and stability of the internet at your location and the device you use.
3. In the event you encounter any issues with logging-in, connection to the live streamed meeting or online voting, kindly call Tricor Help Line at 011-40805616 / 011-40803168 / 011-40803169 / 011-40803170 for assistance or e-mail to tiih.online@my.tricorglobal.com for assistance.

5. ELECTRONIC SUBMISSION OF PROXY FORM

The procedures to submit your proxy form electronically via Tricor's TIIH Online website are summarised below :-

	Procedure	Action
(a)	Register as a User with TIIH Online	<ul style="list-style-type: none">• Using your computer, please access the website at https://tiih.online. Register as a user under the "e-Services". Please do refer to the tutorial guide posted on the homepage for assistance.• If you are already a user with TIIH Online, you are not required to register again.
(b)	Proceed with submission of Proxy Form	<ul style="list-style-type: none">• After the release of the Notice of Meeting by the Company, login with your user name (i.e. email address) and password.• Select the corporate event: "Submission of Proxy Form".• Read and agree to the Terms & Conditions and confirm the Declaration.• Insert your CDS account number and indicate the number of shares for your proxy(s) to vote on your behalf.• Appoint your proxy(s) and insert the required details of your proxy(s) or appoint Chairman as your proxy.• Indicate your voting instructions – FOR or AGAINST, otherwise your proxy will decide your vote.• Review and confirm your proxy(s) appointment.• Print proxy form for your record.

6. PRE-MEETING SUBMISSION OF QUESTION TO THE BOARD OF DIRECTORS

Shareholders may submit questions for the Board in advance of the 59th AGM via Tricor's TIIH Online website at <https://tiih.online> by selecting "e-Services" to login, pose questions and submit electronically no later than **11.00 a.m. Tuesday, 16 June 2020**. The Board will endeavor to answer the questions received at the AGM.

7. DOOR GIFT/FOOD VOUCHER

- There will be NO distribution of door gifts or food vouchers for the 59th AGM.
- LPI Capital Bhd would like to thank all its shareholders for their kind co-operation and understanding in these challenging times.

8. ENQUIRY

- If you have any enquiries on the above, please contact the following persons during office hours on Mondays to Fridays from 9.00 a.m. to 5.30 p.m. (except on public holidays):

Tricor Investor & Issuing House Services Sdn. Bhd.

General Line :+603-2783 9299

Fax Number :+603-2783 9222

Email :is.enquiry@my.tricorglobal.com

Contact persons :Mr. Eric Low

+603-2783 9267 (Eric.Low@my.tricorglobal.com)

En. Sazali Husin

+603-2783 9280 (Sazali@my.tricorglobal.com)

The Company may at its discretion make any changes to the above arrangements in the event of unforeseen circumstances.



PROXY FORM

I/ We _____ NRIC (New)/ Company No. : _____

(INSERT FULL NAME IN BLOCK CAPITAL)

of _____

(FULL ADDRESS)

being a member/ members of **LPI CAPITAL BHD**, hereby appoint* _____

(INSERT FULL NAME IN BLOCK CAPITAL)

NRIC (New) No. : _____ of _____

(FULL ADDRESS)

and _____ NRIC (New) No. : _____

(INSERT FULL NAME IN BLOCK CAPITAL)

of _____

(FULL ADDRESS)

or failing him, the Chairman of the Meeting as *my/ our proxy/ proxies to attend and vote for *me/ us on *my/ our behalf, at the Fifty-Ninth Annual General Meeting (Fully Virtual Meeting) of the Company to be held at the Broadcast Venue at Tricor Leadership Room, Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8 Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia on Wednesday, 17 June 2020 at 11.00 a.m., or any adjournment thereof, to vote as indicated below :-

NO.	RESOLUTION	FOR	AGAINST
Ordinary Business			
1.	Re-election of Mr. Tan Kok Guan as Director.		
2.	Re-election of Mr. Quah Poh Keat as Director.		
3.	Approval of payment of Directors' Fees.		
4.	Approval of payment of Directors' Allowances.		
5.	Approval of insurance coverage for Non-Executive Directors.		
6.	Re-appointment of Messrs. KPMG PLT as Auditors of the Company and authority to the Directors to fix the Auditors' remuneration.		

(Please indicate with an "X" in the space provided above on how you wish your vote to be cast. If you do not do so, the Proxy(ies) will vote or abstain from voting at his discretion.)

Dated this _____ day of _____ 2020

Signature of Member / Common Seal

No. of ordinary shares held	:	
CDS Account No.	:	
Proportion of shareholdings to be represented by proxies	:	First Proxy : _____% Second Proxy : _____%
Contact No.	:	

Notes:

1. Only depositors whose names appear in the Record of Depositors as at 9 June 2020 be regarded as members and entitled to attend, speak (questions posted to the Board via real time submission of typed texts) and vote (collectively, "participate") at the meeting via RPV facilities. Please follow the Procedures for RPV in item 3 of the Administrative Notes.
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3. Where a member of the Company is an authorised nominee as defined in the Securities Industry (Central Depositories) Act, 1991, it may appoint not more than two (2) proxies in respect of each securities account it holds in ordinary shares of the Company standing to the credit of the said securities account.
4. Where a member appoints two (2) proxies, the appointment shall be invalid unless he specifies the proportion of his shareholdings to be represented by each proxy.
5. Where a member of the Company is an exempt authorised nominee which holds ordinary shares in the Company for 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. An exempt authorised nominee refers to an authorised nominee defined under the Securities Industry (Central Depositories) Act, 1991 which is exempted from compliance with the provisions of subsection 25A(1) of the said Act.
6. The instrument appointing a proxy shall be in writing under the hand of the appointer or his attorney duly authorised in writing or, if the appointer is a corporation, either under its common seal or under the hand of an officer or attorney duly authorised.
7. The instrument appointing a proxy must be deposited at the office of the Share Registrar, Tricor Investor & Issuing House Services Sdn Bhd at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or alternatively, Tricor Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia no later than 16 June 2020 at 11.00 a.m. You can also have the option to submit the proxy appointment electronically via Tricor's TIIH Online website at <https://tiih.online> no later than 16 June 2020 at 11.00 a.m. For further information on the electronic submission of Proxy Form, kindly refer to item 5 in the Administrative Notes.
8. A member who has appointed a proxy or attorney or authorised representative to participate at this 59th AGM via RPV facilities must request his/her proxy or attorney or authorised representative to register himself/herself for RPV facilities at TIIH Online website at <https://tiih.online>. Please follow the Procedures for RPV in item 3 of the Administrative Notes.
9. 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 Meeting will be put to vote by poll.