



SMIS Corporation Berhad

[199901016957 (491857-V)]
(Incorporated in Malaysia)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the Twenty-First ("21st") Annual General Meeting ("AGM") of the Company will be held at Bukit Kiara Equestrian & Country Resort, Jalan Bukit Kiara, Off Jalan Damansara, 60000 Kuala Lumpur on Monday, 24 August 2020 at 10.00 a.m. to transact the following businesses:-

AGENDA

As Ordinary Business

- To receive the Audited Financial Statements for the financial year ended 31 December 2019 together with the Directors' and Auditors' Reports thereon.
(Please refer to Note 1 of the Explanatory Notes)
- To approve the Non-Executive Directors' Fees of RM136,167.00 in respect of the financial year ended 31 December 2019 and Benefits Payable up to an aggregate amount of RM20,500.00 to the Non-Executive Directors for the period from this AGM until the next AGM of the Company in year 2021 and payments thereof.
Ordinary Resolution 1
- To re-elect Mr Ng Wai Kee who is retiring under Clause 96 of the Company's Constitution.
Ordinary Resolution 2
- To re-elect Mr Tan Hock Soon who is retiring under Clause 103 of the Company's Constitution.
Ordinary Resolution 3
- To re-appoint Baker Tilly Monteiro Heng PLT as Auditors of the Company and to authorise the Directors to fix their remuneration.
Ordinary Resolution 4

As Special Business

To consider and, if thought fit, to pass the following resolutions:-

- Proposed Renewal of Authority under Sections 75 and 76 of the Companies Act 2016 ("the Act") for the Directors to allot and issue shares**

"THAT pursuant to Sections 75 and 76 of the Act, the Directors be and are hereby authorised to allot and issue shares in the Company at any time and from time to time until the conclusion of the next AGM upon such terms and conditions and for such purposes as the Directors may, in their absolute discretion, deem fit provided that the aggregate number of shares to be issued does not exceed ten per centum (10%) of the total number of issued shares of the Company (excluding treasury shares) for the time being, subject always to the approval of all relevant regulatory bodies being obtained for such allotment and issue."
Ordinary Resolution 5

- Proposed Renewal of Existing Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature ("Proposed Shareholders' Mandate")**

"THAT, pursuant to Paragraph 10.09 of the Main Market Listing Requirements ("MMLR") of Bursa Malaysia Securities Berhad ("Bursa Securities"), the Company and its subsidiaries ("SMIS Group") be and are hereby authorised to enter into any of the recurrent transactions of a revenue or trading nature as set out under Section 2.4 of Part A of the Circular to Shareholders dated 24 July 2020 with the related parties mentioned therein which are necessary for the SMIS Group's day-to-day operations, subject further to the following:-

- the transactions are in the ordinary course of business on normal commercial terms which are not more favourable to the related parties than those generally available to the public and are not to the detriment of the minority shareholders of the Company; and
- disclosure of the aggregate value of the transactions of the Proposed Shareholders' Mandate conducted during the financial year will be disclosed in the Annual Report for the said financial year,

THAT such approval will continue to be in force until:-

- the conclusion of the next AGM of the Company following the forthcoming AGM at which the Proposed Shareholders Mandate is approved, at which time it will lapse, unless by a resolution passed at the Meeting, the authority is renewed;
- the expiration of the period within which the next AGM of the Company is required to be held pursuant to Section 340(2) of the Act (but must not extend to such extensions as may be allowed pursuant to Section 340(4) of the Act); or
- revoked or varied by resolution passed by the shareholders of the Company in general meeting, whichever is earlier;

AND THAT the Directors of the Company be and are hereby authorised to complete and do all such acts and things as they may consider expedient or necessary to give effect to the Proposed Shareholders' Mandate."
Ordinary Resolution 6

- Proposed Renewal of Authority for the Company to Purchase its own Ordinary Shares of up to 10% of the total number of issued shares ("Proposed Renewal of Share Buy-Back Mandate")**

"THAT subject to the Act, the Constitution of the Company, the MMLR of Bursa Securities and the approvals of all relevant governmental and/or regulatory authorities (if any), the Company be and is hereby authorised to utilise an amount not exceeding the audited retained profits as at 31 December 2019 of RM31.54 million to purchase such amount of ordinary shares in the Company ("Proposed Share Buy-Back") as may be determined by the Directors of the Company from time to time through Bursa Securities upon such terms and conditions as the Directors may deem fit and expedient in the interest of the Company provided that the aggregate number of shares purchased and/or held pursuant to this resolution does not exceed ten per centum (10%) of the total number of issued shares of the Company;

THAT an amount not exceeding the Company's retained profits account be allocated by the Company for the Proposed Share Buy-Back;

THAT authority be and is hereby given to the Directors of the Company to decide at their absolute discretion to either cancel and/or retain the shares so purchased as treasury shares to deal with such treasury shares in the manner as set out in Section 127(7) of the Act.

THAT the authority conferred by this resolution will be effective immediately upon the passing of this resolution and will expire at:

- the conclusion of the next AGM of the Company [being the Twenty-Second ("22nd") AGM of the Company], at which time the said authority will lapse unless by an ordinary resolution passed at a general meeting of the Company, the authority is renewed, either unconditionally or subject to conditions;
- the expiration of the period within which the 22nd AGM of the Company is required by law to be held; or
- revoked or varied by an ordinary resolution passed by the shareholders in a general meeting; whichever occurs first but not so as to prejudice the completion of the purchase(s) by the Company before the aforesaid expiry date and in any event, in accordance with the provisions of the guidelines issued by Bursa Securities and/or any other relevant governmental and/or regulatory authorities (if any);

AND THAT the Directors of the Company be authorised to take all steps necessary to implement, complete and do all such acts and things (including executing all such documents as may be required) as they may consider expedient or necessary to give effect to the Proposed Share Buy-Back as may be agreed or allowed by any relevant governmental and/or regulatory authority."
Ordinary Resolution 7

- To transact any other business of which due notice shall have been given in accordance with the Company's Constitution and the Act.

BY ORDER OF THE BOARD

TAI YIT CHAN (SSM PC No. 202008001023) (MAICSA 7009143)
WONG SIEW YEEN (SSM PC No. 202008001471) (MAICSA 7018749)
Secretaries

Selangor Darul Ehsan
Date: 24 July 2020

NOTES:

- A member (other than an exempt authorised nominee as defined under the Securities Industry (Central Depositories) Act, 1991) entitled to attend and vote at the meeting is entitled to appoint a maximum of two (2) proxies to attend, participate, speak and vote on his (her) behalf. A proxy may but need not be a member of the Company. There shall be no restriction as to the qualification of the proxy. A proxy appointed to attend, participate, speak and vote at the meeting of the Company shall have the same rights as the members to speak at the meeting.
- Where a member appoints two (2) proxies, the appointments shall be invalid unless he (she) specifies the proportion of his (her) holdings to be represented by each proxy.
- Where a member is an exempt authorised nominee which holds shares in the Company for multiple beneficial owners in one securities account ("omnibus account") as defined under the Securities Industry (Central Depositories) Act, 1991, 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 Proxy Form shall be signed by the appointer of his (her) attorney duly authorised in writing or, if the member is a corporation, must be executed under its Common Seal or by its duly authorised attorney or officer.
- The instrument appointing a proxy, with the power of attorney or other authority, if any, under which it is signed or a notorially certified or office copy of such power or authority, must be deposited at the Share Registrar's Office of the Company, Boardroom Share Registrar Sdn. Bhd. at 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, alternatively the same may also be submitted via electronic means ("e-Proxy") through the Boardroom Share Registrar's smart investor portal at <https://boardroomlimited.my> by logging in and selecting "E-PROXY LODGEMENT" (please refer to the Annexure to the Proxy Form for further information on submission via e-Proxy), not less than forty-eight (48) hours before the time set for holding the AGM or any adjournment thereof, otherwise the instrument of proxy should not be treated as valid.
- In respect of deposited securities, only members whose names appear on the Record of Depositors on 14 August 2020 (General Meeting Record of Depositors) shall be eligible to attend the meeting or appoint proxy(ies) to attend, speak and/or vote on his/her behalf.
- Pursuant to Paragraph 8.29A(1) of the MMLR of Bursa Securities, all the resolutions set out in the Notice of the AGM will be put to vote by way of poll. Poll Administrator and Independent Scrutineers will be appointed to conduct the polling process and verify the results of the poll respectively.
- The 21st AGM of the Company will be conducted in compliance with the General Standard Operating Procedures to Government and Private Sector ("General SOP") issued by Malaysian National Security Council on 16 June 2020 and revised on 24 June 2020. The attendance of members/proxies and invited guest may be denied if failure to fulfil the requirements of participants in accordance with the SOP.
- Pursuant to the Guidance and Frequently Asked Questions on the Conduct of General Meetings for Listed Issuers, issued by the Securities Commission Malaysia on 18 April 2020 and revised on 24 June 2020, members, proxies and corporate representatives ("Participants") who will be attending the AGM in person are required to pre-register themselves with the Company by providing their name, NRIC/Passport No. and CDS account no. to the Company via email at robert@smis.com.my not later than **Saturday, 22 August 2020 at 10.00 a.m.**, otherwise the attendance of Participants in person will be denied. Participants will be notified via email once your registration is successful. Participants are required to download MySejahtera application and scan the QR code during the registration process.
- The Board wishes to highlight that the 21st AGM may be re-scheduled and/or postponed in view of the current COVID-19 pandemic and the Malaysian Government's announcements or guidelines made from time to time. Rest assured, all members/proxies including attendees shall be kept informed of any unexpected changes.

EXPLANATORY NOTES ON SPECIAL BUSINESS

1. To receive the Audited Financial Statements

Agenda item no. 1 is meant for discussion only as the provision of Section 340(1)(a) of the Act does not require a formal approval of shareholders for the Audited Financial Statements. Hence, this item on the Agenda is **not put forward for voting**.

2. Ordinary Resolution No. 5 - Proposed Renewal of Authority under Sections 75 and 76 of the Act for the Directors to allot and issue shares

The Company had, during its 20th AGM held on 21 May 2019, obtained its shareholders' approval for the general mandate for issuance of shares pursuant to Sections 75 and 76 of the Act. As at the date of this notice, the Company did not issue any shares pursuant to this mandate obtained.

Ordinary Resolution 5 proposed under item 6 of the Agenda is a renewal of the general mandate for issuance of shares by the Company under Sections 75 and 76 of the Act. The mandate, if passed, will provide flexibility for the Company and empower the Directors to allot and issue new shares speedily in the Company up to an amount not exceeding in total 10% of the total number of issued shares (excluding treasury shares) of the Company for such purposes as the Directors consider would be in the interest of the Company. This would eliminate any delay arising from and cost involved in convening a general meeting to obtain approval of the shareholders for such issuance of shares. This authority, unless revoked or varied by the Company at a general meeting, will expire at the next AGM.

The authority will provide flexibility to the Company for any possible fund raising activities, including but not limited to further placing of shares, for purpose of funding investment project(s), working capital and/or acquisitions.

3. Ordinary Resolution No. 6 - Proposed Renewal of Existing Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature ("Proposed Shareholders' Mandate")

Ordinary Resolution 6 proposed under item 7 of the Agenda, if passed, will allow the Company and its subsidiaries to enter into recurrent related party transactions in accordance with Paragraph 10.09 of the MMLR of Bursa Securities and the necessity to convene separate general meetings from time to time to seek shareholders' approval as and when such recurrent related party transactions occur would not arise. This would reduce substantial administrative time and expenses associated with the convening of such meetings without compromising the corporate objectives of the SMIS Group or affecting the business opportunities available to the SMIS Group. The shareholders' mandate is subject to renewal on an annual basis.

Further information on the Proposed Shareholders' Mandate is set out in the Circular of the Proposed Shareholders' Mandate of the Company dated 24 July 2020.

4. Ordinary Resolution No. 7 - Proposed Renewal of Share Buy-Back Mandate

The proposed Ordinary Resolution 7, if passed, will give the Directors of the Company authority to take all such steps as are necessary or expedient to implement, finalise, complete and/or to effect the purchase(s) of Shares by the Company as the Directors may deem fit and expedient in the best interest of the Company. The authority will, unless revoked or varied by the Company in a general meeting, continue to be in force until the conclusion of the next AGM of the Company or the expiry of the period within which the next AGM of the Company following the 22nd AGM is required by law to be held.

Further information on the Proposed Renewal of Share Buy-Back is set out in the Share Buy-Back Statement of the Company dated 24 July 2020.

Personal data privacy:

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the AGM and/or any adjournment thereof, a member of the Company (I) consents to the collection, use and disclosure of the member's personal data by the Company (or its agents) for the purpose of the processing and administration by the Company (or its agents) of proxies and representatives appointed for the AGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the AGM (including any adjournment thereof), and in order for the Company (or its agents) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "Purposes"), (ii) warrants that where the member discloses the personal data of the member's proxy(ies) and/or representative(s) to the Company (or its agents), the member has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, and (iii) agrees that the member will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member's breach of warranty.

PROXY FORM
SMIS CORPORATION BERHAD [199901016957 (491857-V)]
(Incorporated in Malaysia)

Number of shares held	CDS Account No.

I/We, _____ NRIC/Passport/Company No. _____ of
(NAME IN FULL AND IN BLOCK LETTERS) _____ and Telephone
(FULL ADDRESS)

no./Email address _____ being a member/members of **SMIS CORPORATION BERHAD**
("Company"), hereby appoint _____ NRIC/Passport No. _____ of
(NAME IN FULL AND IN BLOCK LETTERS)

(FULL ADDRESS)
and/or failing him/her, _____ NRIC/Passport. _____ of
(NAME IN FULL AND IN BLOCK LETTERS)

(FULL ADDRESS)

or failing him/her, ***THE CHAIRMAN OF THE MEETING** as my/our proxy/proxies to vote for me/us and on my/our behalf at the Twenty-First ("**21st**") Annual General Meeting ("**AGM**") of the Company, to be held at Bukit Kiara Equestrian & Country Resort, Jalan Bukit Kiara, Off Jalan Damansara, 60000 Kuala Lumpur on Monday, 24 August 2020 at 10.00 a.m. and at any adjournment thereof.

** Please delete the words "THE CHAIRMAN OF THE MEETING" if you wish to appoint some other person to be your proxy.*

My/our proxy is to vote as indicated below:

No.	Resolution	For	Against
Ordinary Resolution 1	Approval of the payment of Non-Executive Directors' Fees for the financial year ended 31 December 2019 and Benefits Payable to the Non-Executive Directors for the period from this AGM until the next AGM of the Company in year 2021		
Ordinary Resolution 2	Re-election of Mr Ng Wai Kee as Director (Clause 96 of the Company's Constitution)		
Ordinary Resolution 3	Re-election of Mr Tan Hock Soon as Director (Clause 103 of the Company's Constitution)		
Ordinary Resolution 4	Re-appointment of Baker Tilly Monteiro Heng PLT as Auditors		
Ordinary Resolution 5	Proposed Renewal of Authority under Sections 75 and 76 of the Companies Act 2016 for the Directors to allot and issue shares		
Ordinary Resolution 6	Proposed Renewal of Existing Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature		
Ordinary Resolution 7	Proposed Renewal of Authority for the Company to Purchase its own Ordinary Shares of up to 10% of the total number of issued shares		

(Please indicate with an "X" in the spaces provided whether you wish your votes to be cast for or against the resolutions. In the absence of specific directions, your proxy will vote or abstain as he/she thinks fit.)

Signed thisday of 2020

The proportions of my/our holding to be represented by my/our proxies are as follows:

1st proxy %
2nd proxy %
TOTAL 100 %

.....
Signature of Shareholder or
Common Seal of Shareholder

NOTES:

1. A member (other than an exempt authorised nominee as defined under the Securities Industry (Central Depositories) Act, 1991) entitled to attend and vote at the meeting is entitled to appoint a maximum of two (2) proxies to attend, participate, speak and vote on his (her) behalf. A proxy may but need not be a member of the Company. There shall be no restriction as to the qualification of the proxy. A proxy appointed to attend, participate, speak and vote at the meeting of the Company shall have the same rights as the members to speak at the meeting.
2. Where a member appoints two (2) proxies, the appointments shall be invalid unless he (she) specifies the proportion of his (her) holdings to be represented by each proxy.
3. Where a member is an exempt authorised nominee which holds shares in the Company for multiple beneficial owners in one securities account ("**omnibus account**") as defined under the Securities Industry (Central Depositories) Act, 1991, there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds.
4. The Proxy Form shall be signed by the appointer of his (her) attorney duly authorised in writing or, if the member is a corporation, must be executed under its Common Seal or by its duly authorised attorney or officer.
5. The instrument appointing a proxy, with the power of attorney or other authority, if any, under which it is signed or a notarially certified or office copy of such power or authority, must be deposited at the Share Registrar's Office of the Company, Boardroom Share Registrar Sdn. Bhd. at 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, alternatively the same may also be submitted via electronic means ("**e-Proxy**") through the Boardroom Share Registrar's smart investor portal at <https://boardroomlimited.my> by logging in and selecting "E-PROXY LODGEMENT" (please refer to the Annexure to the Proxy Form for further information on submission via e-Proxy), not less than forty-eight (48) hours before the time set for holding the AGM or any adjournment thereof, otherwise the instrument of proxy should not be treated as valid.
6. In respect of deposited securities, only members whose names appear on the Record of Depositors on 14 August 2020 (General Meeting Record of Depositors) shall be eligible to attend the meeting or appoint proxy(ies) to attend, speak and/or vote on his/her behalf.

7. Pursuant to Paragraph 8.29A(1) of the MMLR of Bursa Securities, all the resolutions set out in the Notice of the AGM will be put to vote by way of poll. Poll Administrator and Independent Scrutineers will be appointed to conduct the polling process and verify the results of the poll respectively.
8. The 21st AGM of the Company will be conducted in compliance with the General Standard Operating Procedures to Government and Private Sector (“**General SOP**”) issued by Malaysian National Security Council on 16 June 2020 and revised on 24 June 2020. The attendance of members/proxies and invited guest may be denied if failure to fulfil the requirements of participants in accordance with the SOP.
9. Pursuant to the Guidance and Frequently Asked Questions on the Conduct of General Meetings for Listed Issuers, issued by the Securities Commission Malaysia on 18 April 2020 and revised on 24 June 2020, members, proxies and corporate representatives (“**Participants**”) who will be attending the AGM in person are required to pre-register themselves with the Company by providing their name, NRIC/Passport No. and CDS account no. to the Company via email at robert@smis.com.my not later than **Saturday, 22 August 2020 at 10.00 a.m.**, otherwise the attendance of Participants in person will be denied. Participants will be notified via email once your registration is successful. Participants are required to download **MySejahtera** application and scan the QR code during the registration process.
10. The Board wishes to highlight that the 21st AGM may be re-scheduled and/or postponed in view of the current COVID-19 pandemic and the Malaysian Government’s announcements or guidelines made from time to time. Rest assured, all members/proxies including attendees shall be kept informed of any unexpected changes.

Personal Data Privacy:

By submitting an instrument appointing a proxy(ies) and /or representative(s), the member accepts and agrees to the personal data privacy terms set out in the Notice of Annual General Meeting dated 24 July 2020.

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STAMP

BOARDROOM SHARE REGISTRARS SDN. BHD.

[Registration No. 199601006647 (378993-D)]

11TH FLOOR, MENARA SYMPHONY
NO. 5, JALAN PROF. KHOO KAY KIM
SEKSYEN 13
46200 PETALING JAYA
SELANGOR DARUL EHSAN
MALAYSIA

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ANNEXURE TO THE PROXY FORM

Dear Shareholders,

We are pleased to inform you that as a Shareholder, you have the option to submit your Proxy Form via electronic means (e-Proxy) in paperless form. Once you have successfully submitted your e-Proxy form, you are no longer required to complete and submit the physical Proxy Form to the office of the Share Registrar of the Company.

To assist you on how to engage with e-Proxy, kindly read and follow the guidance notes which are detailed below:

ELECTRONIC LODGEMENT OF PROXY FORM OF THE 21st AGM (E-PROXY LODGEMENT)

Step 1 – Register online with Boardroom Smart Investor Portal (for first time registration only)

[Note: If you have already signed up with Boardroom Smart Investor Portal, you are not required to register again. You may proceed to Step 2 below for e-Proxy lodgement.]

- a. Access Boardroom's website at <https://boardroomlimited.my>
- b. Click <<Login>> and click <<Register>> to sign up as a user. Registration is free.
- c. Complete registration and upload a softcopy of your MYKAD (for Malaysian) front and back or your Passport (for non-Malaysian).
- d. Please enter a valid e-mail address and wait for Boardroom's e-mail verification.
- e. Your registration will be verified and approved within one (1) business day and an e-mail notification will be provided.

Step 2 – e-Proxy lodgement

- a. Access Boardroom's website at <https://boardroomlimited.my>
- b. Login with your user ID (i.e. e-mail address) and password.
- c. Go to "E-PROXY LODGEMENT" and browse the Meeting List for "SMIS Corporation Berhad 21st AGM" and click "APPLY".
- d. Read the terms and conditions and confirm the declaration.
- e. Enter the CDS account number and indicate the number of securities for your Proxy to vote on your behalf.
- f. Appoint the Chairman of the Meeting as your Proxy and enter the required particulars.
- g. Indicate your voting instructions – FOR or AGAINST, otherwise your Proxy will decide your vote.
- h. Review and confirm your Proxy appointment.
- i. Click submit.
- j. Download or print the e-Proxy form acknowledgement.



SMIS CORPORATION BERHAD

(Registration No. 199901016957 (491857-V))

(Incorporated in Malaysia)

ADMINISTRATIVE GUIDE OF TWENTY-FIRST ANNUAL GENERAL MEETING ("21st AGM") FOR THE SHAREHOLDERS OF SMIS CORPORATION BERHAD

Date : Monday, 24 August 2020

Time : 10.00 a.m.

Venue : Bukit Kiara Equestrian & Country Resort, Jalan Bukit Kiara, Off Jalan Damansara, 60000 Kuala Lumpur

Dear Valued Shareholders,

In view of the COVID-19 pandemic, your safety remains our utmost priority. The 21st AGM of the Company will be conducted in accordance with the General Standard Operating Procedures to Government and Private Sector ("**General SOP**") issued by Malaysian National Security Council on 16 June 2020 and revised on 24 June 2020 as well as Guidance Note and Frequently Ask Questions on the Conduct of General Meetings for Listed Issuers, issued by the Securities Commission Malaysia on 18 April 2020 and revised on 24 June 2020 ("**SC Guidance Note & FAQs**").

This Administrative Guide is necessary to introduce safety measures and controls to be undertaken by the Company to safeguard the well-being of our shareholders/proxies during the 21st AGM as well as to comply with the Government and/or authorities' directives and guidelines on public gatherings and events which may be issued from time to time.

The Company wishes to highlight that the 21st AGM may be re-scheduled and/or postponed in view of the current COVID-19 pandemic and the Malaysian Government's announcements or guidelines made from time to time. Rest assured, all members/proxies including attendees shall be kept informed of any unexpected changes.

SAFEGUARD MEASURES DUE TO COVID-19 PANDEMIC

1. In light of the COVID-19 pandemic, shareholders/proxies are encouraged to take all the necessary precautions and preventive measures issued and directed by the Malaysia Government, the Ministry of Health, the Malaysian National Security Council and other relevant authorities before attending the 21st AGM.
2. If you have travelled overseas to the affected countries in the past 14 days or if you are unwell with **sore throat/ flu /fever/ cough/ aches and pains/ nasal congestion/ runny nose/ diarrhea/ shortness of breath**, you are required to comply with the directives issued by the Malaysia Government to self-quarantine or seek medical advices and strongly encouraged not to attend the 21st AGM.

SMIS CORPORATION BERHAD (Registration No. 199901016957 (491857-V))

Administrative Guide of 21st AGM

3. If you are under high risk group which is **above age of 60**, you are hereby strongly advised and encouraged to appoint the Chairman as your proxy or proxy(ies) between the ages of 18 to 60 years to attend the 21st AGM.
4. To safeguard the health and safety of shareholders, proxies and invited guests who may be attending the 21st AGM in person, the Company will also implement the following precautionary measures for the 21st AGM:-
 - (a) The Company will limit the number of attendees including invited guests to be physically present at the venue of the 21st AGM to **120** based on the size of the venue. Hence, the total **shareholders present in person or by proxy or attorney or authorised representative shall preferably be limited to 90 only or lesser** after taking into consideration of the attendance of the Directors, Group Head of Finance, Company Secretary, Poll Administrator, Scrutineers and Auditors. The registration for the 21st AGM shall on *first-come-first-serve basis*.
 - (b) Shareholders, proxies and corporate representatives (“**Participants**”) will have to go through a compulsory body temperature screening and will be required to provide his/her health declaration via **MySejahtera** application during the registration process, specifically to facilitate the Company in preventing any potential spread of COVID-19. Any person with a body temperature of above 37.5°C or is experiencing any symptoms of being unwell above, you will **NOT** be allowed to enter the venue of the 21st AGM.
 - (c) Wearing a face mask in advance and throughout the 21st AGM proceedings is highly encouraged. Please be informed that the Company will not be providing face masks.
 - (d) We strongly advise you to frequently wash your hands and use the hand sanitiser before and after the 21st AGM. Hand sanitiser will be provided by the Company.
 - (e) The Company reserves the right to reject entrance of any attendee who does not meet the health standard operating procedures as mentioned above.
5. Shareholders are encouraged to keep abreast with the latest news released by the authorities regarding travelling, self-quarantine, other health and safety precautions from time to time.
6. Shareholders whom are unable to join the meeting are encouraged to appoint the Chairman of the Meeting or their proxy to vote on their behalf.

PRE-REGISTRATION TO ATTEND THE 21ST AGM

1. Pursuant to SC Guidance Note & FAQs, the Participants who will be attending the 21st AGM in person are required to pre-register themselves with the Company by providing their name, NRIC/Passport No. and CDS account no. to the Company via email at robert@smis.com.my not later than **Saturday, 22 August 2020 at 10.00 a.m.**, otherwise the attendance of Participants in person will be denied. Participants will be notified via email once the registration is successful. This is to allow the Company to make necessary arrangements for the 21st AGM.
2. The Company is abiding with the General SOP issued by Malaysian National Security Council in conducting the 21st AGM.

SMIS CORPORATION BERHAD (Registration No. 199901016957 (491857-V))

Administrative Guide of 21st AGM

REGISTRATION AT THE MEETING VENUE

1. Registration will start at **8.00 a.m.** on **Monday, 24 August 2020** outside the hall of **Dewan Berjaya**.
2. Please present your original MyKad or Passport to the registration staff for verification. Upon verification, you are required to write your name and sign the attendance list on the registration table.
3. Please download the **MySejahtera** application in advance and upon verification and body temperature screening, scan the QR code for health declaration during the registration process. Please be mindful of one metre social distancing.
4. You will be given:
 - (a) An identification wristband;
 - (b) Door Gift;
 - (c) Refreshment Pack; and
 - (d) Polling Slip.
5. Please be reminded that you will not be allowed to enter the 21st AGM meeting hall without wearing the identification wristband. There will be no replacement in the event you lose or misplace the identification wristband and the door gift.
6. If you are attending the meeting as a shareholder as well as a proxy, you will be registered once and will be given only one identification wristband to enter the meeting hall.
7. No person will be allowed to register on behalf of another person even with his/her original MyKad or Passport.
8. For precautionary and safety measures, the meeting hall will be closed sharp at 10.00 a.m. All attendees are encouraged to be punctual.

DOOR GIFT AND FOOD

Upon successful registration, shareholders/proxies will be given door gift and refreshment pack, in the following manner:

Attending as shareholder	One (1) door gift and One (1) refreshment pack.
Attending as shareholder and also a proxy	One (1) door gift and One (1) refreshment pack, of the number of shareholders represented.
Attending as proxy	One (1) door gift and One (1) refreshment pack, irrespective of the number of shareholders represented.
In the case where a shareholder appoints two (2) proxies	One (1) door gift and One (1) refreshment pack will be given, and these will be given to the first named proxy (Proxy 1) who registers.

- (a) The door gift and the refreshment pack will be given upon registration to the shareholder or to the first named proxy (Proxy 1) who registers.

SMIS CORPORATION BERHAD (Registration No. 199901016957 (491857-V))

Administrative Guide of 21st AGM

- (b) If the proxy has obtained the door gift and refreshment pack earlier, the shareholder who decides to attend the meeting will not be given any door gift and refreshment pack.

ANNUAL REPORT 2019

The Annual Report 2019 is available on Bursa Malaysia Berhad's website at www.bursamalaysia.com under Company Announcements and also at the SMIS Corporation Berhad's website at www.smis.com.my. If you wish to request for printed copy of the Annual Report 2019, please forward your request by completing the Request Form provided by us.

GENERAL MEETING ARRANGEMENTS

Due to the constant evolving COVID-19 situation in Malaysia, the Company reserves the right to change the meeting arrangements of 21st AGM in accordance to the latest directives to be issued by relevant authorities related to the COVID-19 including to impose limitation to the number of attendees as set by the authorities, if any, to be physically present at the meeting venue. Kindly check the Company's website or announcement from time to time for the latest updates on the status or changes to the 21st AGM arrangement.

ENTITLEMENTS TO ATTEND, SPEAK AND VOTE

Only a depositor whose name appears in the Record of Depositors as at 14 August 2020 is entitled to attend, speak and vote at the said meeting or appoint proxies to attend, speak and vote on his/her behalf in respect of the number of shares registered in his/her name at that time.

PROXY

1. For the health and safety of shareholders, the Company would like to encourage shareholders to exercise their right to vote at the 21st AGM by appointing the Chairman of the 21st AGM as their proxy and indicate the voting instructions in the Proxy Form instead of attending the 21st AGM in person.
2. If a shareholder is unable to attend the 21st AGM on Monday, 24 August 2020, he/she can appoint the Chairman of the meeting as his/her proxy to attend, speak and vote in his/her stead. Please submit your Proxy Form to the Share Registrar's Office of the Company, Boardroom Share Registrar Sdn. Bhd. at 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan by **Saturday, 22 August 2020 at 10.00 a.m.**

You may also submit the Proxy Form via electronic means ("**e-Proxy**") through the Boardroom Share Registrar's smart investor portal at <https://boardroomlimited.my> by logging in and selecting "E-PROXY LODGEMENT" (please refer to the Annexure to the Proxy Form for further information on submission via e-Proxy) no later than the aforementioned date and time.

3. If you wish to raise any questions in relation to the Resolutions at the 21st AGM, you may email your questions to robert@smis.com.my before Friday, 20 August 2020 at 10.00 a.m. and the Company would attend to your queries during the 21st AGM.

CORPORATE MEMBER

Any corporate member who wishes to appoint a representative instead of a proxy to attend the meeting should submit the original certificate of appointment under the seal of the corporation to the office of the Share Registrar at any time before the time appointed for holding the meeting or to the registration staff on the meeting day for the Company's records.

VOTING PROCEDURE

1. Pursuant to Paragraph 8.29A of the Main Market Listing Requirements, all resolutions tabled at the AGM will be voted by poll instead of by show of hands. For this purpose, the Company has appointed Boardroom Share Registrars Sdn. Bhd. to conduct the poll voting and Boardroom Corporate Services Sdn. Bhd. as scrutineers to verify the poll results.
2. You may proceed to vote once the Chairman of the meeting instructs to cast the votes.

ENQUIRY

If you have general queries prior to the meeting, please contact the following person during office hours from Mondays to Fridays, 8.30 a.m. to 5.30 p.m. (except on public holidays):-

(a) SMIS Corporation Berhad

General Line : 603-9221 9898
Fax Number : 603-9221 7878
Email : robert@smis.com.my

**(b) Boardroom Share Registrars Sdn. Bhd.
(Share Registrar)**

General Line : 603-7890 4700
Fax Number : 603-7890 4670
Email : bsr.helpdesk@boardroomlimited.com