



Notice of Annual General Meeting

NOTICE IS HEREBY GIVEN THAT the Sixteenth Annual General Meeting ("16th AGM" or "the Meeting") of M N C WIRELESS BERHAD ("MNC" or "the Company") will be held on fully virtual basis and entirely via remote participation and voting at the Broadcast Venue: Conference Room of M N C Wireless Berhad, 100-3.011, Block J, 129 Offices, Jaya One, No. 72A, Jalan Universiti, 46200 Petaling Jaya, Selangor Darul Ehsan on Friday, 25 September 2020 at 10:00 a.m. to transact the following businesses:

AGENDA

AS ORDINARY BUSINESS:

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| 1. To receive the Audited Financial Statements for the financial year ended 30 April 2020 together with the Reports of the Directors and Auditors thereon. | Please refer to Explanatory Note 1 |
| 2. To approve the payment of Directors' fees and benefits of up to RM335,000.00 for the period from 1 May 2020 until the next Annual General Meeting ("AGM") of the Company. | Ordinary Resolution 1 |
| 3. To re-elect the following Directors who retire by rotation in accordance with Clause 91 of the Company's Constitution:- | |
| i. Mr. Wong Kok Seong; and | Ordinary Resolution 2 |
| ii. Mr. Thu Soon Shien | Ordinary Resolution 3 |
| 4. To re-elect the following Directors who retire in accordance with Clause 98 of the Company's Constitution:- | |
| i. Mr. Robbie Hari Krishnan Tatparanandam; and | Ordinary Resolution 4 |
| ii. Dato' Muhammad Shuib Bin Md Hashim | Ordinary Resolution 5 |
| 5. To appoint Messrs. Ong & Wong Chartered Accountants as Auditors of the Company until the conclusion of the next Annual General Meeting ("AGM") and to authorise the Directors to fix their remuneration. | Ordinary Resolution 6 |

AS SPECIAL BUSINESS:

To consider and if thought fit, pass with or without any modifications, the following resolutions:-

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| 6. GENERAL AUTHORITY FOR THE DIRECTORS TO ALLOT AND ISSUE SHARES PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT 2016 | Ordinary Resolution 7 |
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"THAT subject always to the Constitution of the Company, the Companies Act 2016 ("Act"), the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities") and the approvals of the relevant governmental/ regulatory authorities, where required, the Directors of the Company, be and are hereby authorised and empowered pursuant to Sections 75 and 76 of the Act, to issue and allot shares in the Company to such persons, at any time, and 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 twenty per centum (20%) of the total number of issued shares of the Company (excluding treasury shares) at any point of time AND THAT the Directors be and also empowered to obtain the approval for the listing of and quotation for the additional shares so issued on Bursa Securities AND THAT such authority shall continue in force until the conclusion of the next AGM."

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| 7. PROPOSED AMENDMENTS TO THE CONSTITUTION OF THE COMPANY | Special Resolution |
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"THAT the proposed amendments to the Constitution of the Company as set out in the "Appendix A", be approved and adopted with immediate effect AND THAT the Directors and/or Secretary of the Company be authorised to take all steps as are necessary and expedient in order to implement, finalise and give full effect to the said proposed amendments for and on behalf of the Company."

8. To transact any other business of which due notice shall have been given.

By order of the Board

TEA SOR HUA (MACS 01324)
(SSM PC No.: 201908001272)
Company Secretary

Petaling Jaya, Selangor Darul Ehsan
27 August 2020

Notes:

- A member who is entitled to attend and vote at the Meeting shall be entitled to appoint more than one (1) proxy to attend and vote at the Meeting in his/ her stead. Where a member appoints more than one (1) proxy, he/she shall specify the proportion of his/her shareholdings to be represented by each proxy.
- A proxy may but need not be a member of the Company. A proxy appointed to attend and vote at the Meeting shall have the same rights as the member to speak at the Meeting.
- The instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney duly authorised in writing or, if the appointor is a corporation, either under the seal or under the hand of an officer or attorney duly authorised.
- Where a member of the Company is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991, it may appoint one (1) proxy in respect of each securities account it holds with ordinary shares of the Company standing to the credit of the said securities account.
- Where a member of the Company is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one (1) 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. The appointment of multiple proxies shall not be valid unless the proportion of its shareholdings represented by each proxy is specified.
- The instrument appointing a proxy must be deposited at the office of the Share Registrar Office of the Company situated at Level 7, Menara Milenium, Jalan Damania, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, Wilayah Persekutuan or submitted electronically via Securities Services e-Portal at <https://www.sshsb.net.my/>, not less than forty-eight (48) hours before the time for holding the Meeting.
- For the purpose of determining a member who shall be entitled to attend the Meeting, the Company will be requesting Bursa Malaysia Depository Sdn. Bhd. in accordance with Clause 67(b) of the Company's Constitution to issue a General Meeting Record of Depositors as at 17 September 2020. Only members whose names appear in the General Meeting Record of Depositors as at 17 September 2020 shall be regarded as members and entitled to attend, speak and vote at the Meeting.
- All the resolutions set out in this Notice of the Meeting will be put to vote by poll.
- The 16th AGM will be conducted on fully virtual basis at the Broadcast Venue, the members are advised to refer to the Administrative Notes on the registration and voting process for the 16th AGM.

ii) Recording/Photography

By participating in this 16th AGM, you agree that no part of this 16th AGM proceedings may be recorded, photographed, stored in any retrieval systems, reproduced, transmitted or uploaded in any form, platform or social media or by any means whether it is mechanical, electrical, photocopying, recording or otherwise without the prior written consent of the Company. The Company reserves the rights to take appropriate legal actions against anyone who violates this rule.

EXPLANATORY NOTES TO SPECIAL BUSINESS

1. **Item 1 of the Agenda – Audited Financial Statements for the financial year ended 30 April 2020**

This Agenda 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 Agenda is not put forward for voting.

2. Item 2 of the Agenda – Directors' Fees and Benefits

The estimated Directors' fees and benefits are calculated based on the current Board size and number of scheduled Board and Committee meetings to be held. This resolution is to facilitate payment of Directors' fees and benefits for the period from 1 May 2020 until the next AGM of the Company. In the event the proposed amount is insufficient due to more meetings or enlarged Board size, approval will be sought at the next AGM for such shortfall.

3. Item 6 of the Agenda – General Authority for the Directors to Allot and Issue Shares pursuant to Sections 75 and 76 of the Act

The Company had at its Fifteenth AGM held on 20 September 2019 ("15th AGM"), obtained a general mandate pursuant to Sections 75 and 76 of the Act from its shareholders, to empower the Directors to issue and allot shares in the Company to such persons, at any time, and 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 10% of the total number of issued shares of the Company (excluding treasury shares) at any point of time ("10% General Mandate"). This 10% General Mandate will expire at the conclusion of this 16th AGM.

As at the date of this Notice, no new ordinary shares were issued and allotted by the Company via private placement pursuant to the 10% General Mandate granted to the Directors at the 16th AGM.

The Ordinary Resolution 7 proposed under item 6 of the Agenda, is to seek a general mandate to empower the Directors of the Company pursuant to Sections 75 and 76 of the Act, to issue and allot ordinary shares at any time to such persons in their absolute discretion without convening a general meeting provided that the aggregate number of the shares issued does not exceed 20% of the total number of issued shares of the Company (excluding treasury shares) at any point of time ("20% General Mandate"). This 20% General Mandate, unless revoked or varied at general meeting, will expire at the next AGM.

In view of the challenging time due to the COVID-19 pandemic, Bursa Securities had on 16 April 2020 introduced this 20% General Mandate as an interim relief measure to allow a listed issuer to seek a higher general mandate under Rule 6.04 of the Listing Requirements of Bursa Securities of not more than twenty per centum (20%) of the total number of issued shares (excluding treasury shares) for issue of new securities.

The Board of Directors' Statement

The Board of Directors of MNC ("Board"), after due consideration, is of the opinion that in the face of unprecedented challenges brought by COVID-19, this 20% General Mandate is the most appropriate avenue of fund raising at this juncture. This 20% General Mandate will enable the Company to raise funds expeditiously without having to incur interest costs as compared to bank borrowings, thereby allowing the Company to preserve its cash flow. The funds raised will be used to finance the day-to-day operational expenses, working capital for the on-going projects or future projects/ investments to ensure the long-term sustainability of the Company.

The Board, having considered the current and prospective financial position, needs and capacity of the Company, is of the opinion that the 20% General Mandate is in the best interest of the Company and its shareholders.

4. Item 7 of the Agenda – Proposed Amendments to the Constitution of the Company

The Special Resolution proposed under item 7 of the Agenda if approved, will provide more flexibility for the Company and its shareholders on the manner of holding meeting of its members and lodgement of proxy forms as well as to provide clarity on the objects of the Company and the provisions of the Third Schedule of the Act. The proposed amendments to the Constitution of the Company shall take effect once the special resolution has been passed by a majority of not less than seventy-five per centum (75%) of such members who are entitled to vote and do vote in person or by proxy at the Meeting.

APPENDIX A

PROPOSED AMENDMENTS

TO THE CONSTITUTION OF M N C WIRELESS BERHAD (“THE COMPANY”)

This is the Appendix A referred to in Agenda 7 of the Notice of Sixteenth Annual General Meeting (“16th AGM”) of the Company dated 27 August 2020.

Day, Date and time of 16 th AGM	:	Friday, 25 September 2020 at 10.00 a.m.
Broadcast Venue of the 16 th AGM	:	Conference Room of M N C Wireless Berhad, 100-3.011, Block J, 129 Offices, Jaya One, No. 72A, Jalan Universiti, 46200 Petaling Jaya, Selangor Darul Ehsan.

Clause No.	Existing Clause	Clause No.	Proposed Clause
4	<p>Subject to the provisions of the Act, this Constitution and any other written law, the Company has:-</p> <p>(a) Full capacity to carry on or undertake any business or activity, do any act or enter into any transaction; and</p> <p>(b) For the purposes of Clause 4(a) above, full rights, powers and privileges.</p>	4	<p>Subject to the provisions of the Act, this Constitution and any other written law, the objects for which the Company is established are:-</p> <p>(a) To carry on the business of an investment holding company and for that purpose to promote or form or assist in promotion of any company or the subsidiary of the Company or otherwise and to acquire and hold for investment shares, stocks, debentures, debenture stocks, bonds, obligations and securities issued or guaranteed by any company or private undertaking; and</p> <p>(b) To carry on or undertake any business activity, to do any act or enter into any transaction or to do all such other things as are incidental or conducive to the attainment of the above objects.</p> <p>Section 21 of the Act shall apply to the Company and the Company shall be capable of exercising all the functions of a body corporate and have the full capacity to carry on or undertake any business or any activity the Directors consider advantageous to the Company and that are not prohibited under any law for the time being enforced in Malaysia.</p>

APPENDIX A

PROPOSED AMENDMENTS

TO THE CONSTITUTION OF M N C WIRELESS BERHAD (“THE COMPANY”)

(CONT’D)

65	<p>The meeting of its Members may be held at more than one venue using any technology or method that allows the Members of the Company to participate and to exercise their rights to speak and vote at the meeting, and using any available technology to provide notice, conduct and record or facilitate voting at that meeting or any adjournment of that meeting of members subject to rules, regulations and laws prevailing. The main venue of the meeting shall be in Malaysia and the Chairman shall be present at the main venue of the meeting.</p>	65	<p>The meeting of its Members may be held by fully virtual or hybrid at more than one venue using any technology or method that allows the Members of the Company to participate and to exercise their rights to speak and vote at the meeting, and using any available technology to provide notice, conduct and record or facilitate voting at that meeting or any adjournment of that meeting of members subject to rules, regulations and laws prevailing. The main venue of the meeting shall be in Malaysia and subject to Clause 69, the Chairman shall be present at the main venue of the meeting. For fully virtual general meeting, the broadcast venue shall be the main venue of the meeting and all the provisions of this Constitution as to meetings of Members shall also apply to such fully virtual general meeting.</p>
66	<p>Every notice convening meetings shall be in writing and shall be given to the Members either in hard copy, or in electronic form, or partly in hard copy and partly in electronic form specify the venue, the date and the time of the meeting and the general nature of the business of the meeting and shall be given to all Members at least fourteen (14) days before the meeting or at least twenty-one (21) days before the meeting where any special resolution is to be proposed or where it is an annual general meeting. Any notice of a meeting called to consider special business shall be accompanied by a statement regarding the effect of any proposed resolution in respect of such special business; PROVIDED that a meeting of the Company shall, notwithstanding that it is called by a shorter notice than that specified in this Constitution, be deemed to have been duly called if it is so agreed:-</p> <p>(i) in the case of an annual general meeting, by all the members entitled to attend and vote thereat; and</p> <p>(ii) in the case of any other meeting, by a majority in number of the members having a right to attend and vote thereat, together holding not less than ninety-five per cent (95%) of the issued shares giving that right.</p>	66	<p>Every notice convening meetings shall be in writing and shall be given to the Members either in hard copy, publication on the Company’s website or in electronic form, or partly in hard copy and partly in electronic form specify the venue, the date and the time of the meeting and the general nature of the business of the meeting and shall be given to all Members at least fourteen (14) days before the meeting or at least twenty-one (21) days before the meeting where any special resolution is to be proposed or where it is an annual general meeting. Any notice of a meeting called to consider special business shall be accompanied by a statement regarding the effect of any proposed resolution in respect of such special business; PROVIDED that a meeting of the Company shall, notwithstanding that it is called by a shorter notice than that specified in this Constitution, be deemed to have been duly called if it is so agreed:-</p> <p>(i) in the case of an annual general meeting, by all the members entitled to attend and vote thereat; and</p> <p>(ii) in the case of any other meeting, by a majority in number of the Members having a right to attend and vote thereat, together holding not less than ninety-five per cent (95%) of the issued shares giving that right.</p>

APPENDIX A

PROPOSED AMENDMENTS
TO THE CONSTITUTION OF M N C WIRELESS BERHAD (“THE COMPANY”)
(CONT’D)

	NOTWITHSTANDING the foregoing at least fourteen (14) days’ notice or twenty-one (21) days’ notice in the case where any special resolution is proposed or where it is an annual general meeting, of every such general meeting shall also be given by advertisement in at least one (1) nationally circulated Bahasa Malaysia or English daily newspaper.		NOTWITHSTANDING the foregoing at least fourteen (14) days’ notice or twenty-one (21) days’ notice in the case where any special resolution is proposed or where it is an annual general meeting, of every such general meeting shall also be given by advertisement in at least one (1) nationally circulated Bahasa Malaysia or English daily newspaper.
85	The instrument appointing a proxy and 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 Office or at such other place within Malaysia as is specified for that purpose in the notice convening the meeting, not less than forty eight (48) hours before the time appointed for holding the meeting or adjourned meeting as the case may be, or in the case of a poll, not less than twenty-four (24) hours before the time appointed for taking the poll, which the person named in the instrument proposes to vote and in default, the instrument of proxy shall not be treated as valid. In the event the member(s) duly executes the proxy form but does not name any proxy, such member(s) shall be deemed to have appointed the Chairman of the meeting as his/her/their proxy, PROVIDED ALWAYS that the rest of the proxy form, other than the particulars of the proxy have been duly completed by the Member.	85	The instrument appointing a proxy and 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 Office or at such other place within Malaysia or by way of electronic means or in such other manner as is specified for that purpose in the notice convening the meeting, not less than forty eight (48) hours before the time appointed for holding the meeting or adjourned meeting as the case may be, or in the case of a poll, not less than twenty-four (24) hours before the time appointed for taking the poll, which the person named in the instrument proposes to vote and in default, the instrument of proxy shall not be treated as valid. In the event the member(s) duly executes the proxy form but does not name any proxy, such member(s) shall be deemed to have appointed the Chairman of the meeting as his/her/their proxy, PROVIDED ALWAYS that the rest of the proxy form, other than the particulars of the proxy have been duly completed by the Member.
114A	New provision	114A	The provisions of the Third Schedule of the Act shall not apply to the Company except where the same is repeated or contained in this Constitution.



wireless

M N C WIRELESS BERHAD

200301033463 (635884-T)

(Incorporated in Malaysia)

ADMINISTRATIVE NOTES FOR THE FULLY VIRTUAL SIXTEENTH ANNUAL GENERAL MEETING (“16TH AGM” or “THE AGM”)

Day/Date : Friday, 25 September 2020
Time : 10:00 a.m.
Broadcast : Conference Room of M N C Wireless Berhad,
Venue : 100-3.011, Block J, 129 Offices, Jaya One,
No. 72A, Jalan Universiti, 46200 Petaling Jaya,
Selangor Darul Ehsan

REMOTE PARTICIPATION AND VOTING (“RPV”) PROCEDURES AT THE FULLY VIRTUAL 16TH AGM OF M N C WIRELESS BERHAD (“MNC” OR “THE COMPANY”)

No shareholder should be physically present at the Broadcast Venue. Shareholders who wish to attend the fully virtual 16th AGM will have to register and attend remotely.

Kindly refer to the following information on RPV procedures for remote participation in the 16th AGM through live streaming and online remote voting:

Procedures		Actions
Before the 16th AGM		
1.	Register as a user of Securities Services e-Portal (At least two (2) working days before the closing date for proxy form submission i.e., latest by Monday, 21 September 2020 as the e-Portal requires one (1) working day to process user registrations)	Step 1: Visit https://sshb.net.my/ to register as a user (registration is free). Please click on ‘ REGISTER NOW ’ to begin. You will be prompted to fill in and submit your details as well as to upload a copy of your MyKad (front and back separately) or passport. Step 2: A notification email will be sent to you within one (1) working day. Please verify your user account within seven (7) days of the notification email and login. Notes: a) This is a ONE-TIME registration. If you are already a registered user of Securities Services e-Portal, you need not register again. b) Your email address is your User ID. c) All users must register at least two (2) working days before the closing of proxy form submission or registration for remote participation at meeting online via eLive and eVoting i.e., latest by Monday, 21 September 2020 as one (1) working day is required to process all portal user registrations.
2a.	Where you wish to participate remotely at the meeting:	Step 1: Log in to https://sshb.net.my/ with your registered email address (User ID) and password. Step 2: Look for M N C Wireless Berhad under Company Name and 16th AGM on 25 September 2020 at 10:00

	<p>Registration for remote participation at meeting online</p> <p>(No later than 48 hours prior to the 16th AGM i.e. latest by 10:00 a.m. on Wednesday, 23 September 2020)</p>	<p>a.m. – Registration for Remote Participation under Corporate Exercise / Event tab and click “>” to register for remote participation (online participation) at the AGM.</p> <p>Step 3: Select whether you are participating as:</p> <ul style="list-style-type: none"> • Individual shareholder; or • Corporate or authorised representative of a body corporate. <p><i>For body corporates, the appointed corporate/authorised representative has to upload the evidence of authority (e.g. Certificate of Appointment of Corporate Representative, Power of Attorney, Letter of Authority or other documents proving authority). All documents that are not in English or Bahasa Malaysia have to be accompanied by a certified translation in English in one (1) file. The original evidence of authority and translation thereof, if required, have to be submitted to SS E Solutions Sdn. Bhd. at Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, Wilayah Persekutuan for verification before the registration closing date and time i.e., latest by 10:00 a.m. on Wednesday, 23 September 2020.</i></p> <p>Step 4: Enter your CDS account number or the body corporate’s CDS account number and click “Submit”.</p> <p>Notes:</p> <ol style="list-style-type: none"> a) A copy of your e-Registration for remote (online) participation can be accessed via My Records tab (refer to the left navigation panel). b) Kindly register for remote participation for every CDS account(s) registered under your name and those which you represent. c) As the meeting will be conducted on a fully virtual basis and only the Chairman is required to be present at the broadcast venue, we highly encourage all shareholders to remotely participate and vote at the meeting, failing which, please appoint the Chairman of the meeting as your proxy.
2b.	<p>Where you wish to <u>appoint proxy(ies)</u> to participate remotely on your behalf:</p> <p>Submission of e-Proxy Form online</p> <p>(No later than 48 hours prior to the 16th AGM i.e. latest by 10:00 a.m. on Wednesday, 23 September 2020)</p>	<p>Step 1: Log in to https://sshbsb.net.my/ with your registered email address (User ID) and password.</p> <p>Step 2: Look for M N C Wireless Berhad under Company Name and 16th AGM on 25 September 2020 at 10:00 a.m. – Submission of Proxy Form under Corporate Exercise / Event tab and click “>” to submit your proxy forms online for the AGM by the submission closing date and time.</p> <p>Step 3: Check if you are submitting the proxy form as:</p> <ul style="list-style-type: none"> • Individual shareholder; or • Corporate or authorised representative of a body corporate. <p><i>For body corporates, the appointed corporate/authorised representative has to upload the evidence of authority (e.g. Certificate of Appointment of Corporate Representative, Power of Attorney, Letter of</i></p>

		<p><i>Authority or other documents proving authority). All documents that are not in English or Bahasa Malaysia have to be accompanied by a certified translation in English in one (1) file. The original evidence of authority and translation thereof, if required, have to be submitted to SS E Solutions Sdn. Bhd. at Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, Wilayah Persekutuan for verification before the proxy form submission closing date and time i.e., latest by 10:00 a.m. on Wednesday, 23 September 2020.</i></p> <p>Step 4: Enter your CDS account number or the body corporate's CDS account number and corresponding number of securities. Thereafter, to enter the information of your proxy(ies) and the securities to be represented by your proxy(ies).</p> <p><i>You are strongly encouraged to appoint the Chairman of the meeting as your proxy where you are not able to participate remotely.</i></p> <p>Step 5: Proceed to indicate how your votes are to be casted against each resolution.</p> <p>Step 6: Review and confirm your proxy form details before submission.</p> <p>Notes:</p> <ul style="list-style-type: none"> a) A copy of your submitted e-Proxy Form can be accessed via My Records tab (refer to the left navigation panel). b) Kindly submit your e-Proxy Form for every CDS account(s) registered under your name and those which you represent. c) All appointed proxies need not register for remote participation under 2(a) above but are required to register as users of Securities Services e-Portal by Monday, 21 September 2020. d) Upon processing the proxy forms, remote participation access will be granted to the proxy instead of the shareholder, provided the proxy must be a registered user of the e-Portal, failing which, the proxy will not be able to participate at the 16th AGM. e) Upon verification by the Share Registrar with the General Meeting Record of Depositors as at 17 September 2020, you will receive an email advising you if your remote participation/ e-Proxy Form was approved or rejected.
On the day of the 16th AGM		
3.	Joining the Live Stream Meeting (eLive)	<p>Step 1: Kindly log on to https://sshsb.net.my/ with your registered email address (User ID) and password.</p> <p>Step 2: Look for M N C Wireless Berhad under Company Name and 16th AGM on 25 September 2020 at 10:00 a.m. – Live Stream Meeting under the Corporate Exercise / Event tab and click ">" to join the AGM.</p> <p>Notes:</p> <ul style="list-style-type: none"> a) Access to the live stream meeting will open on Friday, 25 September 2020 at 9:30 a.m.

		<p>b) If you have any questions that you wish to raise, you may use the text box to convey your question. The Chairman of the meeting/ Board members will endeavour to respond to your question(s) during the meeting. Do take note that the quality of the live streaming is dependent on the stability of the Internet connection at the location of the user.</p>
4.	Remote Online Voting during the meeting (eVoting)	<p>Step 1: Kindly log on to https://sshsb.net.my/ with your registered email address (User ID) and password.</p> <p>Step 2: Look for M N C Wireless Berhad under Company Name and 16th AGM on 25 September 2020 at 10:00 a.m. – Remote Voting under the Corporate Exercise / Event tab and click ">" to remotely cast and submit your votes online.</p> <p>Step 3: Cast your votes by clicking on the radio buttons for the respective eVoting agenda.</p> <p>Step 4: Review the votes that you have casted and confirm and submit the votes.</p> <p>Notes:</p> <p>a) Access to eVoting will open on Friday, 25 September 2020 at 10:00 a.m.</p> <p>b) The votes casted by you will apply throughout all the CDS accounts that you represent as an individual shareholder, corporate / authorised representative and proxy. Where you are attending as a proxy, and the shareholder who appointed you has indicated how the votes are to be casted, we will take the shareholder's indicated votes as stated in the proxy form.</p> <p>c) Access to eVoting will be closed when the Chairman announces the closure of all voting.</p> <p>d) A copy of your submitted eVoting can be accessed via My Records tab (refer to the left navigation panel).</p>

RECORD OF DEPOSITORS FOR THE 16th AGM

The date of Record of Depositors for the 16th AGM is 17 September 2020. As such, only members whose name appears in the Record of Depositors of MNC as at 17 September 2020 shall be entitled to attend the 16th AGM and to participate, speak and vote thereat.

POLL VOTING

The voting at the 16th AGM will be conducted by poll in accordance with Rule 8.31A of ACE Market Listing Requirements of Bursa Malaysia Securities Berhad. The Company has appointed SS E Solutions Sdn. Bhd. as Poll Administrator to conduct the poll by way of electronic voting and Commercial Quest Sdn. Bhd. as Scrutineers to verify the poll results.

The voting module has been made accessible to all shareholders and proxies to submit your votes from the commencement of the meeting and shall close upon the closure of the voting session to be announced by the Chairman of the meeting. Upon completion of the voting session for the meeting, the Scrutineers will verify and announce the poll results followed by the Chairman's declaration whether the resolutions are duly passed.

RECORDING OR PHOTOGRAPHY

STRICTLY NO unauthorised recording or photography of the 16th AGM proceedings is allowed. MNC reserves the rights to take appropriate legal actions against anyone who violates this rule.

ENQUIRY

If you have any general queries prior to the 16th AGM, please contact the Poll Administrator during office hours from 8:30 a.m. to 5:30 p.m. (Monday to Friday):

SS E Solutions Sdn. Bhd.

Contact Person : Mr. Wong Piang Yoong / Mr. Jerry Tan Hor Seng / Ms. Lee Pei Yeng / Ms. Rachel Ou

Tel No : (603) 2084 9000 (General Line)

(603) 2084 9168 (DID)

(603) 2084 9165 (DID)

(603) 2084 9169 (DID)

(603) 2084 9145 (DID)

Email : eservices@sshshb.com.my