



**MELEWAR INDUSTRIAL GROUP BERHAD**  
(Reg. No. 196901000102 (8444-W))  
(Incorporated in Malaysia)

Dear Valued Shareholders of Melewar Industrial Group Berhad (“MIG” or “the Company”),

**NOTIFICATION TO SHAREHOLDERS OF A FULLY VIRTUAL FIFTY-FIRST (“51ST”) ANNUAL GENERAL MEETING (“AGM”)**

We refer to MIG’s announcement dated 28 October 2020 in relation to the Notice of the 51st AGM of the Company to be held on Monday, 30 November 2020 at the Crystal Function Room, 4th Floor, Mutiara Complex, 3 ½ Miles, Jalan Ipoh, 51200 Kuala Lumpur at 11.30 a.m.

On 7 November 2020, the Government of Malaysia announced the enforcement of the Conditional Movement Control Order effective from 9 November 2020 to 6 December 2020 to curb the spread of the Covid-19 in Malaysia.

In view of the Covid-19 outbreak and as part of the safety measures, the Board of Directors of MIG wishes to inform that the Company’s 51st AGM shall be held fully virtual through live streaming from the Broadcast Venue (as set out in the revised Administrative Guide) and via remote participation and voting (“RPV”) facilities on 30 November 2020, as scheduled. For the avoidance of doubt, a physical AGM will no longer be applicable.

Hence, **No Shareholder/Proxy** from the public should be physically present nor admitted at the Broadcast Venue on the day of the 51st AGM.

All details of the 51st AGM to be held on **Monday, 30 November 2020 at 11.30 a.m.** shall remain unchanged and valid, save for the Broadcast Venue as set out in the said revised Administrative Guide; hence, a revised Notice will not be issued.

To attend the 51st AGM remotely, all shareholders and proxies will have to register your request to participate with Trace Management Services Sdn Bhd via [www.tracemanagement.com.my](http://www.tracemanagement.com.my) latest by **Saturday, 28 November 2020 at 11.30 a.m.** Kindly refer to the revised Administrative Guide for more information on registration process enclosed with this Notification or at the Bursa Securities’ website at [www.bursamalaysia.com](http://www.bursamalaysia.com), Share Registrars’ website at [www.tracemanagement.com.my](http://www.tracemanagement.com.my) or the Company’s website at [www.melewar-mig.com](http://www.melewar-mig.com).

Should you require any assistance on the above, kindly contact our Share Registrar, Trace Management Services Sdn Bhd at 03-6252 8880 or [www.tracemanagement.com.my](http://www.tracemanagement.com.my).

We thank you for your continuous support to the Company.

By Order of the Board  
**MELEWAR INDUSTRIAL GROUP BERHAD**

Lily Yin Kam May (MAICSA 0878038)  
Company Secretary

Kuala Lumpur  
11 November 2020



**MELEWAR INDUSTRIAL GROUP BERHAD**  
(Reg. No. 196901000102 (8444-W))  
(Incorporated in Malaysia)

**REVISED ADMINISTRATIVE GUIDE TO SHAREHOLDERS FOR THE FIFTY-FIRST (“51ST”) ANNUAL GENERAL MEETING (“AGM”)**

Day, Date : Monday, 30 November 2020  
Time : 11:30 a.m.  
Broadcast Venue : Astana Meeting Room,  
15th Floor, No. 566 Jalan Ipoh,  
51200 Kuala Lumpur.

**REMOTE PARTICIPATION AND VOTING (“RPV”) FACILITIES**

1. Please note that the RPV Facilities is available to:

- |   |   |                        |
|---|---|------------------------|
| <ul style="list-style-type: none"><li>(i) Individual members;</li><li>(ii) Proxy holders;</li><li>(iii) Corporate shareholders;</li><li>(iv) Authorised Nominees; and</li><li>(v) Exempt Authorised Nominees.</li></ul> | } | (“The Participant(s)”) |
|---|---|------------------------|

2. The 51st AGM will be conducted through live streaming and online remote voting. The Participant(s) is/are encouraged to attend the 51st AGM by using the RPV Facilities. With the RPV Facilities, you may exercise your rights as a shareholder of the Company to participate (including to pose questions to the Board) and vote remotely at the AGM.
3. Shareholders who are not able to participate in the 51st AGM are encouraged to appoint the Chairman of the Meeting to vote on your behalf at the 51st AGM by completing and indicating the voting instruction in the Proxy Form which is available at [www.tracemanagement.com.my](http://www.tracemanagement.com.my).
4. Proxies or Corporate representatives/Authorised Nominees/Exempt Authorised Nominees who wishes to use the RPV Facilities at the 51st AGM, please ensure the duly executed Proxy Forms or the original certificate of appointment of its corporate representative are to be submitted to Trace Management Services Sdn Bhd not later than Saturday, 28 November 2020 at 11.30 a.m.
5. The Participant(s) is/are encouraged to send in their questions before the meeting via email at [lily@crestcorp.com.my](mailto:lily@crestcorp.com.my) or [shazalyusuf@gmail.com](mailto:shazalyusuf@gmail.com) in relation to the agenda items for the 51st AGM.
6. The Participant(s) is/are to read and follow the procedures for the RPV Facilities as summarised below:-

|     | Procedures                        | Action   |
|-----|-----------------------------------|--|
|     | <b>Before the day of 51st AGM</b> |  |
| (i) | Register as a user                | <ul style="list-style-type: none"><li>➤ Access website <a href="http://www.tracemanagement.com.my">www.tracemanagement.com.my</a></li><li>➤ Click &lt;&lt;Login&gt;&gt; and click &lt;&lt;Register&gt;&gt; to sign up as a user.</li><li>➤ Complete registration and upload softcopy of MyKAD (front and back) or Passport.</li><li>➤ Read and agree to the terms &amp; condition and thereafter submit your request.</li><li>➤ Please enter a valid email address and wait for Trace Management email verification.</li><li>➤ Your registration will be verified and approved and an email notification will be provided.</li></ul> |

|       | Procedures  | Action   |
|-------|---|--|
|       | <b>On the day of 51st AGM</b>   |  |
| (ii)  | Login to <a href="http://www.tracemanagement.com.my">www.tracemanagement.com.my</a> | Login with your user ID and password for remote participation at the 51st AGM at any time from 11.00 a.m. i.e. 30 minutes before the commencement of 51st AGM on Monday, 30 November 2020 at 11.30 a.m.  |
| (iii) | Participate through Live Streaming  | <ul style="list-style-type: none"> <li>➤ Select the “Virtual Meeting” from main menu.</li> <li>➤ Click the “Join Meeting” located next to the event.</li> <li>➤ Kindly click the video link and insert the password given to you in your email notification in order to join the live video streaming.</li> <li>➤ If you have any question for the Chairman/ Board, you may use the Q&amp;A platform to transmit your question. The Chairman/Board will try to respond to all questions submitted by remote participants during the 51st AGM. If time is a constraint, the responses will be emailed to you at the earliest possible time after the meeting ended.</li> <li>➤ Take note that the quality of the live streaming is dependent on the bandwidth and stability of the internet connection at the location of the remote participants.</li> </ul> |
| (iv)  | Online remote voting  | <ul style="list-style-type: none"> <li>➤ Select Voting located next to the “Join Meeting” and indicate your votes for the resolutions that are tabled for voting.</li> <li>➤ Voting session will commence once the Chairman of the Meeting declare that the voting platform is activated and will announce the completion of the voting session of the AGM.</li> <li>➤ Cast your vote on all resolutions as appeared on the screen and submit your votes. Once submitted, your votes will be final and cannot be changed.</li> </ul>   |
| (v)   | End of RPV Facilities   | <ul style="list-style-type: none"> <li>➤ The RPV Facilities will end and the Messaging window will be disabled the moment the Chairman of the Meeting announces the closure of the 51st AGM.</li> </ul>  |

### **GENERAL MEETING RECORD OF DEPOSITORS**

For the purpose of determining a member who shall be entitled to attend the 51st AGM, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd in accordance with Clause 72(4)(a), 72(4)(b) and 72(4)(c) of the Company’s Constitution and Section 34(1) of the Securities Industry (Central Depositories) Act, 1991 to issue a General Meeting Record of Depositors as at 20 November 2020. Only a depositor whose name appears on the Record of Depositors as at 20 November 2020 shall be entitled to attend the said meeting remotely or appoint proxies to attend and vote on his/her behalf.

### **PROXY**

Since the 51st AGM will be conducted via a virtual meeting, a Shareholder can appoint the Chairman of the Meeting as proxy to vote on your behalf at the 51st AGM by completing and indicating the voting instruction in the Proxy Form which is available at [www.tracemanagement.com.my](http://www.tracemanagement.com.my).

You may submit your Proxy Form to the Share Registrar, Trace Management Services Sdn Bhd (“Trace”) by fax at 03-6252 8080 or e-mail to [prabu@crestcorp.com.my](mailto:prabu@crestcorp.com.my). However, please ensure that the Original Proxy Form is deposited at Trace’s office at Suite 11.05, 11th Floor, No. 566, Jalan Ipoh, 51200 Kuala Lumpur, not less than forty-eight (48) hours before the time appointed for holding the 51st AGM or any adjournment thereof, otherwise the Proxy Form shall not be treated as valid.

## **POLL VOTING**

Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in the Notice of the 51st AGM of the Company shall be put to vote by way of a poll. The Company has appointed Propoll Solutions Sdn Bhd as Poll Administrator to conduct the poll by way of electronic means and Symphony Merchant Sdn Bhd as Independent Scrutineers to verify the poll results.

Shareholders can proceed to vote on the resolution before the end of the voting session which will be announced by the Chairman of the meeting. Kindly refer to item (iv) of the above Procedures section for guidance on how to vote remotely from the Share Registrar website at [www.tracemanagement.com.my](http://www.tracemanagement.com.my).

The Independent Scrutineers will verify the poll results followed by the Chairman's announcement and declaration on whether the resolution is duly passed.

## **RESULTS OF THE VOTING**

The results of the voting for all resolutions will be announced at the 51st AGM and on Bursa Malaysia website at [www.bursamalaysia.com](http://www.bursamalaysia.com).

## **RECORDING OR PHOTOGRAPHY**

Strictly **NO** unauthorised recording or photography of the proceedings of the 51st AGM is allowed.

## **ENQUIRY**

If you have any enquiry prior to the virtual meeting, please contact Mr Prabu during office hours:

### **Trace Management Services Sdn Bhd**

Suite 11.05, 11th Floor,

No. 566 Jalan Ipoh,

51200 Kuala Lumpur.

Telephone Number : 03-6252 8880

Fax Number : 03-6252 8080

Email : [lily@crestcorp.com.my](mailto:lily@crestcorp.com.my) or [prabu@crestcorp.com.my](mailto:prabu@crestcorp.com.my)



**MELEWAR INDUSTRIAL GROUP BERHAD**  
(Reg. No. 196901000102 (8444-W))

**FORM OF PROXY**

(please refer to the notes below)

|                                    |
|------------------------------------|
| <b>No. of ordinary shares held</b> |
|                                    |

I/We ..... NRIC No./Reg. No./CDS No.: .....  
(Full Name in block letters)

of .....  
(Full address)

being a member/members of **MELEWAR INDUSTRIAL GROUP BERHAD** hereby appoint \*Chairman of the meeting or

|                |  |                              |  |
|----------------|--|------------------------------|--|
| Name of proxy: |  | Full Address:                |  |
| NRIC No.:      |  | Contact No. & email address: |  |

or failing him/her

|                |  |                              |  |
|----------------|--|------------------------------|--|
| Name of proxy: |  | Full Address:                |  |
| NRIC No.:      |  | Contact No. & email address: |  |

as \*my/our proxy to vote for \*me/us and on \*my/our behalf at the **51st Annual General Meeting (“AGM”)** of the Company to be conducted **fully virtual** at the Broadcast Venue at **Astana Meeting Room, 15th Floor, No. 566, Jalan Ipoh, 51200 Kuala Lumpur on Monday, 30 November 2020 at 11.30 a.m. (through live streaming and online remote voting)** or at any adjournment thereof on the following resolutions referred to in the Notice of the 51st AGM. My/our proxy is to vote as indicated below:-

| Resolution                | Ordinary Business  | FIRST PROXY |         | SECOND PROXY |         |
|---------------------------|--|-------------|---------|--------------|---------|
|                           |  | For         | Against | For          | Against |
| 1                         | To approve the payment of Directors’ fees amounting to RM308,400.00 for the period from 1 January 2021 to 31 December 2021 to be payable quarterly in arrears to the Non-Executive Directors of the Company. |             |         |              |         |
| 2                         | To approve an amount of up to RM110,000.00 as benefits payable to the Non-Executive Directors of the Company for the period from 1 December 2020 to 31 December 2021.  |             |         |              |         |
|                           | To re-elect the following Directors of the Company who are retiring in accordance with Article 96(1) of the Company’s Constitution :-  |             |         |              |         |
| 3                         | (i) Tunku Dato’ Yaacob Khyra   |             |         |              |         |
| 4                         | (ii) Tunku Yahaya @ Yahya bin Tunku Tan Sri Abdullah   |             |         |              |         |
| 5                         | To re-appoint Messrs PricewaterhouseCoopers PLT as Auditors of the Company and to authorise the Directors to fix their remuneration.   |             |         |              |         |
| <b>Special Business</b>   |  |             |         |              |         |
| 6                         | Approval for En Shazal Yusuf bin Mohamed Zain to continue in office as an Independent Non-Executive Director.  |             |         |              |         |
| 7                         | To approve the Proposed Renewal of Share Buy-Back Authority.   |             |         |              |         |
| 8                         | To approve the Proposed Renewal of Shareholders’ Mandate for Recurrent Related Party Transactions with Trace Management Services Sdn Bhd.  |             |         |              |         |
| 9                         | To approve the Proposed Renewal of Shareholders’ Mandate for Recurrent Related Party Transactions.   |             |         |              |         |
| 10                        | Authority to issue and allot shares pursuant to Sections 75 and 76 of the Companies Act 2016.  |             |         |              |         |
| <b>Special Resolution</b> |  |             |         |              |         |
| 1                         | Proposed Amendments to the Constitution of the Company.  |             |         |              |         |

(Please indicate with a “✓” or “X” in the spaces provided above on how you wish your vote to be cast. If no specific direction as to voting is given, the proxy/proxies will vote or abstain at his/her discretion).

The proportion of my holdings to be represented by my \*proxy/proxies are as follows:

|              | Number of Shares | Percentage  |
|--------------|------------------|-------------|
| First proxy  |                  | %           |
| Second proxy |                  | %           |
| <b>Total</b> |                  | <b>100%</b> |

Dated this ..... day of ..... 2020

.....  
Signature of Shareholder(s) / Common Seal

**NOTES:-**

1. *Applicable to shares held through a nominee account.*
2. *A member entitled to attend, speak and vote at a meeting of the Company is entitled to appoint more than one (1) proxy to attend, speak and vote in his/her stead. A proxy may but need not be a member of the Company.*
3. *Where a member appoints more than one (1) proxy, the appointment shall be invalid unless he/she specifies the proportion of his/her shareholdings to be presented by each proxy.*
4. *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.*
5. *The instrument appointing a proxy, shall be in writing under the hand of the appointer or his attorney duly authorised in writing, and in the case of a corporation, either under seal or under hand of an officer or attorney duly authorised.*
6. *The instrument appointing a proxy must be deposited at the Company's Registered Office, Suite 11.05, 11<sup>th</sup> Floor, No. 566, Jalan Ipoh, 51200 Kuala Lumpur, not less than forty-eight (48) hours before the time appointed for holding the meeting or any adjournment thereof.*
7. *Any alteration in the form of proxy must be initialled.*
8. *Form of proxy sent through facsimile transmission shall not be accepted.*
9. *For the purpose of determining a member who shall be entitled to attend this 51st AGM, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd in accordance with Articles 72(4)(a), 72(4)(b) and 72(4)(c) of the Company's Constitution and Section 34(1) of the Securities Industry (Central Depositories) Act, 1991 to issue a General Meeting Record of Depositors as at 20 November 2020. Only a depositor whose name appears on the Record of Depositors as at 20 November 2020 shall be entitled to attend, speak and vote at the said meeting or appoint proxy(ies) to attend, speak and/or vote on his/her behalf.*
10. *Pursuant to Paragraph 8.29A of Bursa Malaysia Securities Berhad Main Market Listing Requirements, all resolutions set out in the Notice of 51st AGM will be put to vote on a poll.*
11. *The members are advised to refer to the revised Administrative Guide for the AGM on the registration process for the meeting.*

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*\* Please strike out whichever is not desired. (Unless otherwise instructed, the proxy may vote as he/she thinks fit).*

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**STAMP**

The Secretary  
**MELEWAR INDUSTRIAL GROUP BERHAD**  
Suite 11.05, 11<sup>th</sup> Floor  
No. 566, Jalan Ipoh  
51200 Kuala Lumpur

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**NOTICE**

There will be no distribution of door gifts nor meal vouchers.