



**ASTRAL ASIA BERHAD**  
(Registration No. 199601002254 (374600-X))  
(Incorporated in Malaysia)

## **NOTICE OF EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that an Extraordinary General Meeting (“EGM”) of Astral Asia Berhad (“AAB” or the “Company”) will be conducted entirely on a virtual basis at the Conference Room, Level 12, Menara TSR, No. 12, Jalan PJU 7/3, Mutiara Damansara, 47810 Petaling Jaya, Selangor Darul Ehsan, Malaysia (“Broadcast Venue”) on Friday, 18 December 2020 at 11.00 a.m. for the purpose of considering and, if thought fit, passing the following resolution, with or without modifications:

### **ORDINARY RESOLUTION**

#### **PROPOSED DIVERSIFICATION OF THE EXISTING BUSINESSES OF ASTRAL ASIA BERHAD AND ITS SUBSIDIARIES TO INCLUDE E-COMMERCE BUSINESS AND RELATED ACTIVITIES (“PROPOSED DIVERSIFICATION”)**

“**THAT**, subject to the approvals of the relevant authorities and/or parties being obtained, approval be and is hereby given to the Company and its subsidiaries to diversify its existing businesses to include e-commerce business and related activities;

**AND THAT** the Board of Directors (“Board”) be and is hereby authorised to sign and execute all documents, do all things and acts as may be required to give effect to the Proposed Diversification with full power to assent to any conditions, variations, modifications, and/or amendments in any manner as may be required or permitted by any relevant authorities and to deal with all matter relating thereto and to take all such steps to do all acts and things in any manner as they may deem necessary or expedient to implement, finalise and give full effect to the Proposed Diversification.”

#### **BY ORDER OF THE BOARD OF ASTRAL ASIA BERHAD**

**CHUA HOON PING, MAICSA 7044386 (202008003258)**  
**HOON HUI KIT, MIA 6180 (202008002720)**

#### **Company Secretaries**

Selangor Darul Ehsan  
3 December 2020

#### **Notes:**

- In view of the COVID-19 outbreak and the CMCO extension by the Government of Malaysia (“GOM”), the Board has decided to conduct the EGM on a fully virtual basis through live streaming from the Broadcast Venue and online remote voting using the Remote Participation and Voting Facilities (“RPV”). This is in line with the Guidance Note on the Conduct of General Meetings for Listed Issuers issued by the Securities Commission Malaysia on 13 October 2020, including any amendment that may be made from time to time. Please follow the procedures set out in the CMCO Notification and Administrative Guide which is enclosed with the Circular to register, participate, speak (in the form of real time submission of typed texts) and vote remotely via the RPV.*
- The Broadcast Venue is strictly for the purpose of complying with Section 327(2) of the Companies Act 2016 which requires the Chairman of the meeting to be present at the main venue of the meeting. Member(s)/proxy(ies)/authorised representative(s)/attorney(s) **WILL NOT BE ALLOWED** to attend the EGM in person at the Broadcast Venue on the day of the meeting.*
- Only members whose names appear in the Record of Depositors as at 11 December 2020 (“General Meeting Record of Depositors”) shall be entitled to participate and vote remotely at the EGM or appoint proxy to participate and vote on his/her behalf.*
- A member entitled to participate and vote at the meeting is entitled to appoint a proxy or more (subject to a maximum of two (2) proxies) to participate and vote in his stead. A proxy may but need not be a member of the Company.*
- Where a member appoints more than one (1) proxy, the appointment shall be invalid unless he specifies the proportion of his shareholding 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 authorized nominee may appoint in respect of each omnibus account it holds.*
- The instrument appointing a proxy shall be in writing under the hand of the appointor or his attorney duly authorised in writing or, if the appointor is a corporation, either under Seal or under the hand of an officer or attorney duly authorised.*
- The instrument appointing a proxy/proxies 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 must be deposited at the registered office of the Company at Level 12, Menara TSR, No. 12, Jalan PJU 7/3, Mutiara Damansara, 47810 Petaling Jaya, Selangor Darul Ehsan, Malaysia not less than 48 hours before the time for holding the meeting or adjourned meeting.*



## CMCO NOTIFICATION AND ADMINISTRATIVE GUIDE

# ASTRAL ASIA BERHAD

(Registration No. 199601002254 (374600-X))  
(Incorporated in Malaysia)

## EXTRAORDINARY GENERAL MEETING (“EGM”)

Date	:	18 December 2020 (Friday)
Time	:	11:00 a.m.
Broadcast Venue	:	Conference Room, Level 12, Menara TSR, No. 12, Jalan PJU 7/3, Mutiara Damansara, 47810 Petaling Jaya, Selangor Darul Ehsan, Malaysia
Meeting Platform	:	Dvote Online website at <a href="https://Dvote.my">https://Dvote.my</a>

### MODE OF EGM DURING CONDITIONAL MOVEMENT CONTROL ORDER (“CMCO”)

In view of the COVID-19 outbreak and the CMCO extension by the Government of Malaysia (“GOM”), the Board of Directors of Astral Asia Berhad has decided the mode of the EGM is to be conducted on a fully virtual basis through live streaming from the Broadcast Venue and online remote voting using the Remote Participation and Voting Facilities (“RPV”). This is in line with the Guidance Note on the Conduct of General Meetings for Listed Issuers issued by the Securities Commission Malaysia on 13 October 2020, including any amendment that may be made from time to time.

The Broadcast Venue is strictly for the purpose of complying with Section 327(2) of the Companies Act 2016 which requires the Chairman of the meeting to be present at the main venue of the meeting. Member(s)/proxy(ies)/authorised representative(s)/attorney(s) **WILL NOT BE ALLOWED** to attend the EGM in person at the Broadcast Venue on the day of the meeting.

Due to the constantly evolving COVID-19 situation in Malaysia, we may be required to change the arrangements of our EGM at short notice. Kindly check the Company’s website or announcements for the latest updates on the status of the EGM. The Company will continue to observe the guidelines issued by the Ministry of Health and will take all relevant precautionary measures as advised.

Yours faithfully,  
**ASTRAL ASIA BERHAD**

**DATO’ HAJI ARPAN SHAH BIN SATU**  
Independent Non-Executive Chairman  
3 December 2020

## ADMINISTRATIVE GUIDE FOR THE EGM

### 1. REMOTE PARTICIPATION AND VOTING FACILITIES

Members are to participate, speak (in the form of real time submission of typed texts) and vote (collectively, “participate”) remotely at the EGM using RPV provided by Dvote Services Sdn. Bhd. (“Dvote”) via its **Dvote Online** website at <https://Dvote.my>. Please refer to Procedures for RPV below.

Only members whose names appear in the **Record of Depositors as at 11 December 2020** shall be entitled to participate and vote remotely at the EGM or appoint proxy to participate and vote on his/her behalf.

As the EGM is a fully virtual EGM, members who are unable to participate in this EGM may appoint the Chairman of the meeting as his/her proxy and indicate the voting instructions in the proxy form.

### 2. PROCEDURES FOR RPV

Member(s)/proxy(ies)/corporate representative(s)/attorney(s) who wish to participate in the EGM remotely using the RPV are to follow the requirements and procedures as summarised below:

<b>BEFORE MEETING DAY</b>		
<b>A. USER REGISTRATION</b>		
	<b>Procedure</b>	<b>Action</b>
(a)	Sign up as a user with <b>Dvote Online</b>	<p><i>Note: If you are already a user with Dvote Online, you are not required to sign-up again. You may proceed to sign-in using your email address and password.</i></p> <ul style="list-style-type: none"><li>• Access the website at <a href="https://Dvote.my">https://Dvote.my</a>.</li><li>• Click on [<b>Sign up</b>] to register as a new user with Dvote Online.</li><li>• Complete registration and upload softcopy of MyKad/Identification card or passport.</li></ul> <p>You will be notified via email once your user registration is accepted/rejected by Dvote Online.</p>
(b)	Register Meeting with <b>Dvote Online</b>	<ul style="list-style-type: none"><li>• Registration for Remote Participation will remain open from <b>15 December 2020</b> until the commencement of the polling during the EGM.</li><li>• Login to <a href="https://Dvote.my/user-login">https://Dvote.my/user-login</a> with your user ID (i.e: email address) and password.</li><li>• Select event: “<b>Astral Asia Berhad – Extraordinary General Meeting</b>” and click [<b>Register</b>].</li><li>• You will receive an email notifying on your registration for the remote participation and verification.</li><li>• Once your registration has been verified against the Record of Depositors as at <b>11 December 2020</b>, you will be notified via email whether your request for remote participation is approved/rejected.</li><li>• If approved, you will receive an invitation email, <i>Join Meeting</i>.</li></ul>

ON THE DAY OF EGM		
	Procedure	Action
(a)	Join the Live Stream Meeting	<ul style="list-style-type: none"> <li>Click on "Join Meeting" link in the invitation email and you will be directed to the live streaming room.</li> <li>You are advised to log in early, at least 20 minutes, before the Meeting time.</li> </ul>
(b)	Post Questions during Live Streaming	<ul style="list-style-type: none"> <li>If you have any question for the Board of Directors, you may use the "Post Question" box to transmit your question.</li> </ul>
(c)	Online Voting during Live Streaming	<ul style="list-style-type: none"> <li>Click on [<b>Proceed to Vote</b>], to cast your votes for the resolution.</li> <li>Review your casted votes, confirm and submit your votes.</li> </ul>

**Notes:-**

- The quality of the live streaming is highly dependent on the bandwidth and stability of the internet connection at the location of the user and the device of the user.*
- Users are advised to afford themselves ample time to complete the log in process in advance of the meeting.*
- In the event you encounter any issues with logging-in, connection to live streamed meeting or online voting on the meeting day, kindly call 03-22766138 and email to [Dvoteservice@gmail.com](mailto:Dvoteservice@gmail.com) for assistance.*

**3. APPOINTMENT OF PROXY(IES)/CORPORATE REPRESENTATIVE(S)/ATTORNEY(S)**

Shareholders who appoint proxy(ies) to participate via RPV at the EGM must ensure that the duly executed proxy form(s) are deposited in a hard copy form with the registered office of the Company at Level 12, Menara TSR, No. 12, Jalan PJU 7/3, Mutiara Damansara, 47810 Petaling Jaya, Selangor Darul Ehsan, no later than Wednesday, 16 December 2020 at 11.00 a.m.

Corporate members who wish to appoint corporate representatives are required to deposit their **ORIGINAL** certificate of appointment of corporate representative at the registered office as provided above not later than Wednesday, 16 December 2020 at 11.00 a.m. to participate via RPV in the EGM.

Attorneys appointed by power of attorney are to deposit their power of attorney at the registered office as provided above not later than Wednesday, 16 December 2020 at 11.00 a.m. to participate via RPV in the EGM.

A member who has appointed a proxy(ies)/authorised representative(s)/attorney(s) to participate in the EGM via RPV must request his/her proxy(ies)/authorised representative(s)/attorney(s) to register himself/herself for RPV via Dvote Online website at <https://Dvote.my>.

**4. POLL VOTING**

The voting at the EGM will be conducted by poll in accordance with Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad. The Company has appointed Dvote Services Sdn. Bhd. as the Poll Administrator to conduct the poll by way of electronic voting and Ms Koh Pei Ling as the Scrutineer to verify the poll results.

5. **NO DOOR GIFTS OR FOOD VOUCHERS**  
There will be no distribution of food vouchers or door gifts during the EGM as the meeting is conducted on a fully virtual basis.
6. **NO RECORDING OR PHOTOGRAPHY**  
No recording or photography of the EGM proceedings is allowed.
7. **ENQUIRY**  
If you have any enquiry prior to the EGM, please contact our Poll Administrator below during office hours from Mondays to Fridays from 9.00 a.m. to 5.00 p.m. (except on public holidays):-

**DVOTE SERVICES SDN. BHD.**  
201701006322 (1220487-P)  
Lot 9-7 Menara Sentral Vista  
No. 150 Jalan Sultan Abdul Samad Brickfield  
50470 Kuala Lumpur  
Malaysia

Tel : 03-2276 6138  
Email : Dvoteservice@gmail.com  
Contact Person: Ms. Sangetha/Mr Hugo