

		NOTICE OF TWENTY-FIFTH (VIRT	UAL)	ANNUAL GENERAL N	
		THAT the Twenty-Fifth ("25 th ") Annual General Meeting ("AGM") of VSTECS BERHAD ("VSTECS" or "the Company") will be held on a fully virtual basis vide tal on Tuesday, 18 May 2021 at 10:30 a.m. or at any adjournment thereof for the following purposes:-		Order of the Board	
Da Me Me	y, Date and Time eeting Platform eeting Title badcast Venue	Tuesday, 18 May 2021 at 10:30 a.m. Securities Services e-Portal at https://sshsb.net.my/login.aspx VSTECS BERNAD 25" VIRTUAL AGM Training Room, VSTECS Berhad, Lot 3, Jalan Teknologi 3/5, Taman Sains Selangor, Kota Damansara, 47810 Petaling Jaya, Selangor Darul Ehsan	CHL CHE Com Kua		777689) (SSM PC No. 201908002648) 22514) (SSM PC No. 202008000730)
	ide of mmunication	[For broadcasting of AGM only. This is NOT a physical meeting venue for attendance in person by members and/or proxy] Prior to the AGM- (1) Submit questions to the Board prior to the AGM by writing/emailing to secretariat@vstecs.com.my, no later than 10:30 a.m. on Sunday, 16 May 2021. During the AGM- Primary Mode of Communication (2) Pose questions to the Board vide real-time submission of typed texts at https://sshsb.net.my/login.aspx during the live streaming of the 25th Virtual AGM. Afternative Mode of Communication (3) In the event of any technical glitch affecting the Primary Mode of Communication, Members and/or proxies may email their questions to eservices@ sshsb.com.my stable.com.my	Not (A) 1.	tes:- Information for Shareho As a precautionary measu Participation and Voting ('') The Broadcast Venue is stri present at the main venue of Shareholders WILL NOT BE By utilising the RPV facilitie Board Via real time submiss of Notes (2) to (9) below	re amid the outbreak of Coronavirus Disease ("COVID-19") pandemic, VSTECS shall conduct the 25 th AGM as a fully virtual general meeting via the Remote RPV") facilities provided by SS E Solutions Sán. Bhd. via its Securities Services -Portal at <u>https://www.sshsb.net.my/login.aspx</u> . icity for the purpose of complying with Clause 18.4 of the Company's Constitution and Section 327(2) of the Act, which requires the Chairman of the meeting to be of the Meeting. EALLOWED to attend the 25 th AGM in person at the Broadcast Venue on the day of the Meeting. Es at Securities Services -Portal (prior registration as a User is required), shareholders are to remotely attend, participate, speak (by way of posing questions to the sion of typed texts) and cast their voltes at the 25 th AGM. Please refer to the Administrative Guide for procedures to utilise the RPV facilities and take note in order to participate remotely via RPV facilities.
1. 2. 3. 4.	To re-elect the followi (a) Mr. Soong Jan H (b) Mr. Wong Heng To approve the payme December 2020.		2. 3. 4.	via RPV facilities. A member (including autho to the extent permitted by appoints more than one (1) A proxy may but does not n as his/her proxy to attend a at the AGM via RPV facilitie As guided by the Securities limited to verbal communic. AGM via real time submissi event of any technical glidt	urities, only members whose names appear in the Record of Depositors on 11 May 2021 ("General Meeting Record of Depositors") shall be eligible to attend the AGM orised nominee) entitled to attend and vote at the Meeting via RPV facilities, may appoint more than one (1) proxy to attend and vote at the AGM via RPV facilities, the Act, Securities Industry (Central Depositories) Act, 1991, Main LR of Bursa Securities, and the Rules of Bursa Malaysia Depository Sdn. Bhd. Where a member) proxy, the appointments shall be invalid unless he specifies the proportions of his shareholdings to be represented by each proxy. ended to be a member of the Company and notwithstanding this, a member entitled to attend and vote at the AGM via RPV facilities is entitled to attend and vote at the AGM via RPV facilities is entitled to attend and vote at the AGM via RPV facilities is entitled to attend and vote at the AGM without limitation. There shall be no restriction as to the qualification of the proxy. A proxy appointed to attend and vote as shall have the same rights as the member to attend, participate, speak and vote at the AGM. S commission Malaysia's Guidance Note and Frequently Aked Questions on the Conduct of General Meetings for Listed Issuers as revised, the right to speak is not cation only but includes other modes of expression. Therefore, all members, provies and/or corporate representatives shall communication. In the on of typed texts through a text box within Securities Services e-Porta's platform during the live Streaming of the AGM as the primary mode of communication. In the Forks expression, therefore, all members, proxies and/or corporate representatives may emosil the right of the AGM as the primary mode of order order to reprosentatives may email their quescions to <u>services@asshsb.com.mr</u> during the AGM. rks submitted by the members, proxies and/or corporate representatives will be broadcasted and responded by the Chairman, Board of Directors and/or Management rks submitted by the members, proxie
		fit, with or without any modification, to pass the following resolutions:-	5.	5 5	nember, the instrument appointina a proxy must be either under its common seal or under the hand of its officer or attorney duly authorised.
5.	ORDINARY RESOLUT	ION NO. 1 (Resolution 5) INDEPENDENT NON-EXECUTIVE DIRECTOR	6. 7	Where a member is an exer the number of proxies of wh	mpt authorised nominee who holds ordinary shares in the Company for multiple beneficial owners in one securite oracount ("omnibus account"), there is no limit to hich the exempt authorised nominee may appoint in respect of each omnibus account it holds. Inted a proxy or attorney or authorised representative to attend, participate, speak and vote at the AGM via RPV facilities must request his/her proxy to register
6.	August 2021 be and is ORDINARY RESOLUT - PAYMENT OF B	ENEFITS PAYABLE TO THE DIRECTORS UNDER SECTION 230 OF THE COMPANES ACT 2016	8.	himself/herself for RPV faci facilities. <u>Publication of Notice of 2</u>	nice a proxy or atomicy or durinised representative to atena, participate, speak and vide at the Administrative Guides insist reguest insister party to register littles at Securities Services e-Portal at <u>https://www.sshsb.net.my/login.aspx</u> . Please refer to the Administrative Guide for procedures to utilise the RPV <u>25th AGM and Proxy Form on corporate website</u>) of the Act, a copy of this Notice together with the Proxy Form are available at the corporate website of VSTECS Berhad at https://vstecs.listedcompany.com/
7.	next Annual General A ORDINARY RESOLUT - AUTHORITY TO	ayable to the Directors up to an amount of RM123,000/- (Ringgit Malaysia: One Hundred and Twenty Three Thousand) only for the period from 1 June 2021 to the Meeting of the Company pursuant to Section 230(1)(b) of the Companies Act 2016 be and is hereby approved for payment." ION NO. 3 ISSUE SHARES PURSUANT TO THE COMPANIES ACT 2016 to the Companies Act 2016 ("the Act"), the Constitution of the Company and the approvals from Bursa Malaysia Securities Berhad ("Bursa Securities") and any Act 2016 ("the Act"), the Constitution of the Company and the approvals from Bursa Malaysia Securities Berhad ("Bursa Securities") and any ISSUE SHARES PURSUANT TO THE COMPANIES ACT 2016	9.	The appointment of proxy(i	m in either hard copy form or electronic form ies) may now be made either in hard copy form or by electronic form, and, shall be deposited with the Company's Poll Administrator, namely, SS E Solutions Sdn. Bhd., free as stated below or vide Securities Services e-Portal, not less than forty-eight (48) hours before the time appointed for holding the AGM or adjournment thereof 6 May 2021 at 10:30 a.m.)-
	other relevant governi time to time at such provided always that the time being; AND THAT the Director	mental and/or regulatory authorities, the Directors be and are hereby empowered pursuant to the Act, to issue and allot shares in the capital of the Company from price and upon such terms and conditions, for such purposes and to such person or persons whomsoever the Directors may in their absolute discretion deem fit the aggregate number of shares issued pursuant to this resolution does not exceed ten per centum (10%) of the total number of issued shares of the Company for ors be and are so empowered to obtain the approval for the listing of and quotation for the additional shares so issued on Bursa Securities;			Designated Address SS E Solutions Sán. Bhd., Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, Wilayah Persekutuan Fax: 03-2094 9940 and/or 03-2095 0292 Email: (inf@esshsb.com.my Securities Services e-Portal (Weblink: <u>https://www.sshsb.net.my/login.aspx)</u>
8.	of the Company." ORDINARY RESOLUT - PROPOSED REI "THAT subject to Sect regulations and guide purchase such number and expedient in the i (i) the aggregate n shares of the Co (ii) the maximum fi	such authority shall commence immediately upon the passing of this resolution and continue to be in force until the conclusion of the next Annual General Meeting ION NO. 4 (Resolution 8) NEWAL OF AUTHORITY FOR THE COMPANY TO PURCHASE ITS OWN SHARES ("PROPOSED RENEWAL OF SHARE BUY-BACK") Toin 127 of the Act, the Constitution of the Company, Main Market Listing Requirements ("Main LR") of Buras Securities and all other applicable laws, rules and lines for the time being in force and the approvable of all relevant and/or regulatory authority, approval be and is hereby given to the Company, to r of ordinary shares in the Company as may be determined by the Directors of the Company from time to time through Bursa Securities as the Directors may deem fit interest of the Company, provided that:- umber of ordinary shares to be purchased ("Purchased Shares") and/or held by the Company does not exceed ten per centum (10%) of the total number of issued impany as quoted on Bursa Securities as at the point of purchase; and indicated by the Company for the purpose of purchasing its own shares shall not exceed the aggregate of the retained profits of the Company based on ed financial statements and/or the latest management accounts of the Company (where applicable) available at the time of the purchase.	(B) (C)	This Agenda item is meant Therefore, this Agenda item Re-election of Directors In determining the eligibilit the criteria as stated in the ("Mr. Wong"), for re-elect satisfied with the performa 25 th AGM of the Company u Governance Overview State.	ments for the financial year ended 31 December 2020 for discussion only, as the provision of Section 340(1)(a) of the Act does not require a formal approval for the Audited Financial Statements from the shareholders. is not put forward for voting. ty of the Directors to stand for re-lection at the forthcoming 25 th AGM, the Nominating Committee ("NC"), guided by the Directors' Assessment Policy has considered scald Policy as well as the requirements of Paragraph 2:20A of the Main IR of Bursa Securities and recommended Mr. Soong Jan Hsung and Mr. Wong Heng Chong tion as Directors pursuant to Clause 21.6 of the Constitution of the Company ("Retiring Directors"). The Board has conducted a separate assessment and being ance/contribution of the Heiring Directors. Therefore, the Board would like to recommend the same be tabled to the shareholders for approval at the forthcoming under Resolutions 1 and 2 respectively. The evaluation criteria adopted as well as the process of assessment by the Board have been duly elaborated in the Corporate ement of the Annual Report 2020 of the Company. ave consented to their re-election, and abstained from deliberation and voting in relation to their individual re-election at the NC and Board of Directors' meetings,
	THAT upon completion following manner:- (i) cancel all the sh (iii) retain the share (iiii) retain part there (iv) distribute the sh (v) resell the shares	commands statements and/or the latest management accounts of the Company (where applicable) available at the time of the purchase. In of the purchase by the Company of its own shares, the Directors of the Company be authorised to deal with the shares purchased in their absolute discretion in the nares so purchased; and/or s so purchased; in treasury and/or resell on the market of Bursa Securities; and/or eof as treasury shares and cancel the remainder; and/or hares as dividend to shareholders, such dividend is to be known as "share dividends"; and/or s or any of the shares in accordance with the relevant rules of the stock exchange; and/or res, or any of the shares as purchase consideration; and/or		The Resolution 3, if approve <u>Re-appointment of Audi</u> The Audit Committee ("AC" the Company for the finame approval at the forthcomine elaborated in the Corporate Janatory Notes to Special B	for the financial year ended 31 December 2020 was RM437,368/- (2019: RM417,113/-). ed, will authorise the payment of Directors' Fees pursuant to Clause 21.4 of the Constitution of the Company. itors itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor itor ito
	 (vii) cancel the share (viii) sell, transfer or or in any other manner a time being in force an THAT such authority c (a) the conclusion or meeting, the au (b) the expiration o (c) revoked or varie whichever occurs first. AND THAT the Direct to the Proposed Renew 	es or any of the shares; and/or otherwise use the shares for such other purposes as the Minister may by order prescribe; and/or as prescribed by the Act, the applicable laws, regulations and guidelines applied from time to time by Bursa Securities and/or any other relevant authority for the d that the authority to deal with the Purchased Shares shall continue to be valid until all the Purchased Shares have been dealt with by the Directors. conferred by this resolution shall commence upon the passing of this resolution and shall continue to be in force until:- of the next AGM of the Company following this AGM at which such resolution was passed, at which time it will lapse, unless by an ordinary resolution passed at that thority is renewed, either unconditionally or subject to conditions; or the period within which the next AGM of the Company after that date is required by law to be held; or ed by an ordinary resolution passed by the shareholders of the Company at a general meeting;	(G)	August 2021. The Board thi others, the following justifi Company under Resolution i. Mr. Wong has been v the Group. iii. Drawing on his prior attended all of the m iv. Mr. Wong has exercis Payment of Benefits Pay. Under proposed Resolution	ed as Independent Non-Executive Director of the Company on 8 August 2012 and will be serving the Board for a cumulative term of more than nine (9) years on 8 rough the NC of the Company, after having assessed the collective skills, experience and independence of Mr. Wong, regarded him to be independent based amongst rations and recommends that Mr. Wong be retained as an Independent Non-Executive Director of the Company, subject to the approval from the shareholders of the 5, see independent guidelines set out in Chapter 1 of Main LR of Bursa Securities. With the Company for eleven (11) years therefore understands the business operations of the Company and appreciates the emerging trends and challenges faced by receitings held for the Board and Committees meetings. He has diligently veetings held for the Board and Board Committees for the final year ended 31 December 2020. Seed due care and diligence during his tenure as an Independent Non-Executive Director of the Company.
9.	ORDINARY RESOLUT - PROPOSED REI SHAREHOLDER "THAT subject to the p a revenue or trading n operations of the Com with which such recur	(Resolution 9) Newal of Shareholders' Mandate for recurrent related party transactions of a revenue or trading nature ("Proposed renewal of	(11)	The Company wishes to rer authority will, unless revoke The Company had been grau The Previous Mandate gran The purpose to seek the Ger meeting as it would be bot The proceeds raised from th	by pursuant to the Authority to issue shares pursuant to the Act at the 25 th AGM of the Company (hereinafter referred to as the "General Mandate"). This ed or varied by the Company at a general meeting, shall continue to be in full force until the conclusion of the next AGM of the Company. Inted a general mandate by its shareholders at the Twenty-Fourth AGM of the Company held on 16 June 2020 (hereinafter referred to as the "Previous Mandate"). Inted a general mandate by its shareholders at the Twenty-Fourth AGM of the Company held on 16 June 2020 (hereinafter referred to as the "Previous Mandate"). Inted by the shareholders had not been utilised and hence no proceed was raised thereform. Interal Mandate is to enable the Directors of the Company to issue and allot shares at any time to such persons in their absolute discretion without convening a general th time and cost-consuming to organise a general meeting. This authority unless revoked or varied by the Company in general meeting, will expire at the next AGM. General Mandate will provide flexibility to the Company for any possible fund raising activities, including but not limited to further placing of shares, for purpose of project(s), working capital and/or acquisitions.

- (i)
- the conclusion of the next Annual General Meeting ("AGM") of the Company following the general meeting at which the Proposed Renewal of Shareholders' Mandate was passed, at which time it will lapse, unless by a resolution passed at the AGM whereby the authority is renewed; or (ii) 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 Companies Act 2016 (but must not extend to such
- extension as may be allowed pursuant to Section 340(4) of the Companies Act 2016); or

(iii) revoked or varied by resolution passed by the shareholders in general meeting,

whichever is the earlier.

AND THAT the Directors of the Company be and are hereby authorised to 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 Renewal of Shareholders' Mandate." 10. To transact any other business of which due notice shall have been given.

The proposed Resolution 9, if passed, will renew the authority given to the Company and/or its subsidiaries a mandate to enter into recurrent related party transactions of a revenue or trading nature with the Related Parties in compliance with the Main LR of Bursa Securities. The mandate, unless revoked or varied by the Company at a general meeting, will expire at the next AGM of the Company.

Proposed Renewal of Share Buy-Back

Proposed Renewal of Shareholders' Mandate

(I)

(J)

Further details are set out in the Part B of the Circular/Statement to Shareholders dated 19 April 2021 circulated together with this Annual Report.

Further details are set out in the Part A of the Circular/Statement to Shareholders dated 19 April 2021 circulated together with this Annual Report.

The proposed Resolution 8, if passed, will renew the authority given to the Company to purchase its own shares of up to ten per centum (10%) of the total number of issued shares of the company at any time within the time period stipulated in the Main LR of Bursa Securities (hereinafter referred to as the "Share Buy-Back"). This authority will, unless revoked or varied by the Company at a general meeting, shall continue to be in full force until the conclusion of the next AGM of the Company.

ADMINISTRATIVE GUIDE



WHAT IS Securities Services e-Portal?

Securities Services e-Portal is an online platform that will allow both individual shareholders and body corporate shareholders through their appointed representatives, to -

- Submit proxy form electronically paperless submission
- Register for remote participation and voting at meetings
- Participate in meetings remotely via live streaming
- Vote online remotely on resolution(s) tabled at meetings

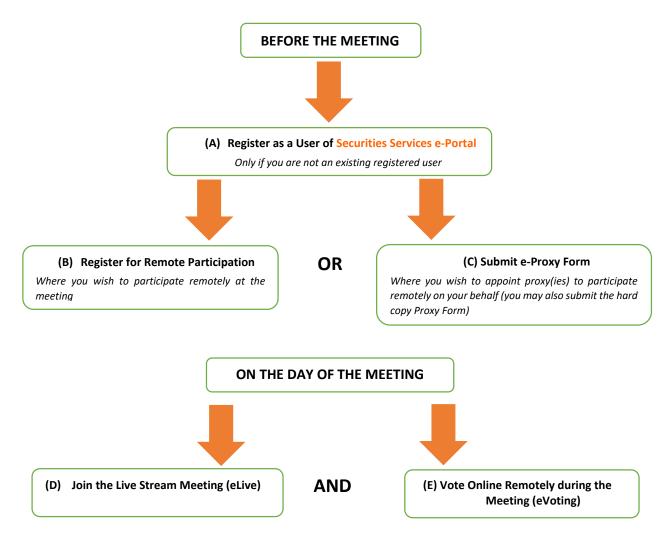
(referred to as "e-Services")

The usage of the e-Portal is dependent on the engagement of the relevant e-Services by VSTECS Berhad and is by no means a guarantee of availability of use, unless we are so engaged to provide. All users are to read, agree and abide to all the Terms and Conditions of Use and Privacy Policy as required throughout the e-Portal.

Please note that the e-Portal is best viewed on the latest versions of Chrome, Firefox, Edge and Safari.

REQUIRE ASSISTANCE?

Please contact Mr. Wong Piang Yoong (DID: +603 2084 9168) or Ms. Lee Pei Yeng (DID: +603 2084 9169) or Mr. Saravanan A/L Gupal (DID: +603 2084 9120) at or our general line (DID: +603 2084 9000) to request for e-Services Assistance during our office hours on Monday to Friday from 8:30 a.m. to 12:15 p.m. and from 1:15 p.m. to 5:30 p.m. Alternatively, you may email us at <u>eservices@sshsb.com.my</u>.



BEFORE THE MEETING

(A) Sign up a user account at Securities Services e-Portal		
Step 1 Step 2 Step 3 Step 4	Visit <u>https://sshsb.net.my/login.aspx</u> Sign up for a user account Wait for our notification email that will be sent within one (1) working day Verify your user account within seven (7) days of the notification email and log in	 We require 1 working day to process all user sign-ups. If you do not have a user account with the e-Portal, you will need to sign up for a user account by the deadlines stipulated below. Your registered email address is your User ID.
	ALL SHAREHOLDERS MUST REGIST	ER AS A USER BY <u>11 MAY 2021</u>
	(B) Register for Rer	note Participation
	Meeting Date and Time	Registration for Remote Participation Closing Date and Time
	Tuesday, 18 May 2021 at 10:30 a.m.	Sunday, 16 May 2021 at 10:30 a.m.
Step 1 Step 2	(e.g. Certificate of Appointment of Corporate Repr documents proving authority). All documents that ar by a certified translation in English in 1 file. The <u>origi</u> have to be submitted to SS E Solutions Sdn Bhd at Damansara, Damansara Heights, 50490 Kuala Lumpu closing date and time above. Submit your registration.	rporate prised representative has to upload the evidence of authority resentative, Power of Attorney, letter of authority or other re not in English or Bahasa Malaysia have to be accompanied <u>inal</u> evidence of authority and translation thereof, if required, Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Ir, Wilayah Persekutuan for verification before the registration
 A copy of your e-Registration for remote participation can be accessed via My Records (refer to the left navigation panel). Your registration will apply to all the CDS account(s) of each individual shareholder / body corporate shareholder that you represent. If you are both an individual shareholder and representative of body corporate(s), you need to register as an individual and also as a representative for each body corporate. As the meeting will be conducted on a fully virtual basis and only the Chairman and other essential individuals will 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 proxy or your own proxy(ies) to represent you. 		

	(C) Submit e-Proxy Form		
Meeting Date and Time Proxy Form Submission Closing Date and Tim			
	Tuesday, 18 May 2021 at 10:30 a.m.	Sunday, 16 May 2021 at 10:30 a.m.	
AA	Log in to <u>https://sshsb.net.my/login.aspx</u> with your registered email and password Look for <u>VSTECS Berhad</u> under Company Name and <u>25th AGM on 18 May 2021 at 10:30 a.m. – Submission of Prox <u>Form</u> under Corporate Exercise / Event and click ">" to submit your proxy forms online for the meeting by the submissio closing date and time above.</u>		
Step 1	 Check if you are submitting the proxy form as – Individual shareholder Corporate or authorised representative of a body corporate For body corporates, the appointed corporate/authorised representative is 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 1 file. The <u>original</u> 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 above. 		
Step 2	 Enter your CDS account number or the body corporate's CDS account number and corresponding number of securities. Then enter the information of your proxy(ies) and the securities to be represented by your proxy(ies). You are strongly encouraged to appoint the Chairman of the meeting as your proxy where you are not able to participate remotely. 		
Step 3			
Step 4	tep 4 Review and confirm your proxy form details before submission.		
	copy of your submitted e-Proxy Form can be accessed via M ou need to submit your e-Proxy Form for <u>every CDS account(</u>		
	PROXIE	2	

PROXIES

All appointed proxies need not register for remote participation under (B) above but if they are not registered Users of the e-Portal, they will need to register as Users of the e-Portal under (A) above by <u>11 May 2021</u>. PLEASE NOTIFY YOUR PROXY(IES) ACCORDINGLY. Upon processing the proxy forms, we will grant the proxy access to remote participation at the meeting to which he/she is appointed for instead of the shareholder, <u>provided the proxy must be a registered user of the e-Portal</u>, failing which, the proxy will not be able to participate at the meeting as the meeting will be conducted on a fully virtual basis.

ON THE DAY OF THE MEETING

	Log in to <u>https://sshsb.net.my/login.aspx</u> wit	h your registered email and password		
	(D) Join the Live Stream Meeting (eLive)			
Meeting Date and Time eLive Access Date and Time		eLive Access Date and Time		
	Tuesday, 18 May 2021 at 10:30 a.m.	Tuesday, 18 May 2021 at 10:00 a.m.		
	ook for <u>VSTECS Berhad</u> under Company Name and <u>25th AGM</u> orporate Exercise / Event and click ">" to join the meeting.	on 18 May 2021 at 10:30 a.m. – Live Stream Meeting unde		
 The access to the live stream meeting will open on the abovementioned date and time. If you have any questions to raise, you may use the text box to transmit your question. The Chairman/Board/ Management/relevant adviser(s) will endeavour to broadcast your question and their answer 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. 				
	(E) Vote Online Remotely du	ring the Meeting (eVoting)		
Meeting Date and Time eVoting Access Date and Time				
	Tuesday, 18 May 2021 at 10:30 a.m.	Tuesday, 18 May 2021 at 10:30 a.m.		
	If you are already accessing the Live Stream Meeting, click Proceed to Vote under the live stream player. OR			
	If you are not accessing from the Live Stream Meeting and have just logged in to the e-Portal, look for <u>VSTECS Berhad</u> under Company Name and <u>25th AGM on 18 May 2021 at 10:30 a.m. – Remote Voting</u> under Corporate Exercise / Even and click ">" to remotely cast and submit the votes online for the resolutions tabled at the meeting.			
Step 1 Step 2				
•	The access to eVoting will open on the abovementioned date and time. Your votes casted will apply throughout <u>all</u> the CDS accounts you represent as an individual shareholder, corporate authorised representative and proxy. Where you are attending as a proxy, and the shareholder who appointed you ha indicated how the votes are to be casted, we will take the shareholder's indicated votes in the proxy form. The access to eVoting will close as directed by the Chairman of the meeting. A copy of your submitted eVoting can be accessed via My Records (refer to the left navigation panel).			





No. of Shares Held	CDS Account No.

I/We			
	(name of shareholder as per NRIC,	, in capital letters)	
NRIC No./ID No./Company No		(New)	(Old)
of			
	(full address)		
being a Member/Members of VST	ECS Berhad, hereby appoint	(name of proxy as per NRIC, in capital letters)	
NRIC No.	(New)	(Old) of	
		Contact No	
	(full address)		
and/or failing him/her			
	ailing him/her		
NRIC No.	(New)	(Old) of	
		Contact No	

(full address)

or failing him/her, the Chairman of the Meeting as my/our proxy to vote on my/our behalf at the Twenty-Fifth Annual General Meeting ("**AGM**") of the Company to be held on a fully virtual basis with the Broadcast Venue located at Training Room, VSTECS Berhad, Lot 3, Jalan Teknologi 3/5, Taman Sains Selangor, Kota Damansara, 47810 Petaling Jaya, Selangor Darul Ehsan on Tuesday, 18 May 2021 at 10:30 a.m. and at any adjournment thereof.

The proportion of *my/our holdings to be represented by *my/our proxy(ies) are as follows:-

First Proxy % Second Proxy % _____100%

In the case of a vote by a show of hands, my proxy ______ (one only) shall vote on *my/our behalf.

Please indicate with an "X" in the spaces provided below how you wish your votes to be casted. If no specific direction as to voting is given, the proxy will vote or abstain from voting at his/her discretion.

Resolutions		For	Against
Resolution 1	Re-election of Mr. Soong Jan Hsung as Director		
Resolution 2	Re-election of Mr. Wong Heng Chong as Director		
Resolution 3	Payment of Directors' Fees		
Resolution 4	Re-appointment of KPMG PLT as Auditors and to fix their remuneration		
Resolution 5	Ordinary Resolution No. 1 – Retention of Mr. Wong Heng Chong as Independent Non-Executive Director		
Resolution 6	Ordinary Resolution No. 2 – Payment of Benefits Payable to the Directors		
Resolution 7	Ordinary Resolution No. 3 – Authority to Issue Shares		
Resolution 8	Ordinary Resolution No. 4 – Proposed Renewal of Share Buy-Back		
Resolution 9	Ordinary Resolution No. 5 – Proposed Renewal of Shareholders' Mandate		

Dated this _____ day _____ 2021.

Shareholder's Contact Number

AFFIX STAMP

The Poll Administrator

SS E Solutions Sdn. Bhd.

[Registration No. 202001010461 (1366781-T)]

Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, Wilayah Persekutuan

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(A) Information for Shareholders/Proxies

 As a precautionary measure amid the outbreak of Coronavirus Disease ("COVID-19") pandemic, VSTECS shall conduct the 25th AGM as a fully virtual general meeting via the Remote Participation and Voting ("RPV") facilities provided by SS E Solutions Sdn. Bhd. via its Securities Services e-Portal at <u>https://www.sshsb.net.my/login.aspx</u>.

The Broadcast Venue is strictly for the purpose of complying with Clause 18.4 of the Company's Constitution and Section 327(2) of the Act, which requires the Chairman of the meeting to be present at the main venue of the Meeting.

Shareholders WILL NOT BE ALLOWED to attend the 25th AGM in person at the Broadcast Venue on the day of the Meeting.

By utilising the RPV facilities at Securities Services e-Portal (prior registration as a User is required), shareholders are to remotely attend, participate, speak (by way of posing questions to the Board via real time submission of typed texts) and cast their votes at the 25th AGM. **Please refer to the Administrative Guide for procedures to utilise the RPV facilities and take note of Notes (2) to (9) below in order to participate remotely via RPV facilities.**

- 2. In respect of deposited securities, only members whose names appear in the Record of Depositors on 11 May 2021 ("General Meeting Record of Depositors") shall be eligible to attend the AGM via RPV facilities.
- 3. A member (including authorised nominee) entitled to attend and vote at the Meeting via RPV facilities, may appoint more than one (1) proxy to attend and vote at the AGM via RPV facilities, to the extent permitted by the Act, Securities Industry (Central Depositories) Act, 1991, Main LR of Bursa Securities, and the Rules of Bursa Malaysia Depository Sdn. Bhd. Where a member appoints more than one (1) proxy, the appointments shall be invalid unless he specifies the proportions of his shareholdings to be represented by each proxy.
- 4. A proxy may but does not need to be a member of the Company and notwithstanding this, a member entitled to attend and vote at the AGM via RPV facilities is entitled to appoint any person as his/her proxy to attend and vote instead of the member at the AGM without limitation. There shall be no restriction as to the qualification of the proxy. A proxy appointed to attend and vote at the AGM via RPV facilities shall have the same rights as the member to attend, participate, speak and vote at the AGM.

As guided by the Securities Commission Malaysia's Guidance Note and Frequently Asked Questions on the Conduct of General Meetings for Listed Issuers as revised, the right to speak is not limited to verbal communication only but includes other modes of expression. Therefore, all members, proxies and/or corporate representatives shall communicate with the main venue of the AGM via real time submission of typed texts through a text box within Securities Services e-Portal's platform during the live streaming of the AGM as the primary mode of communication. In the event of any technical glitch in this primary mode of communication, members, proxies or corporate representatives may email their questions to <u>eservices@sshsb.com.my</u> during the AGM. The questions and/or remarks submitted by the members, proxies and/or corporate representatives will be broadcasted and responded by the Chairman, Board of Directors and/or Management during the Meeting.

- 5. In the case of a corporate member, the instrument appointing a proxy must be either under its common seal or under the hand of its officer or attorney duly authorised.
- 6. Where a member is an exempt authorised nominee who 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 of which the exempt authorised nominee may appoint in respect of each omnibus account it holds.
- 7. A member who has appointed a proxy or attorney or authorised representative to attend, participate, speak and vote at the AGM via RPV facilities must request his/her proxy to register himself/herself for RPV facilities at Securities Services e-Portal at <u>https://www.sshsb.net.my/login.aspx</u>. Please refer to the Administrative Guide for procedures to utilise the RPV facilities.

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8. Publication of Notice of 25th AGM and Proxy Form on corporate website

Pursuant to Section 320(2) of the Act, a copy of this Notice together with the Proxy Form are available at the corporate website of VSTECS Berhad at https://vstecs.listedcompany.com/ar 2020.html

9. Submission of Proxy Form in either hard copy form or electronic form

The appointment of proxy(ies) may now be made either in hard copy form or by electronic form, and, shall be deposited with the Company's Poll Administrator, namely, SS E Solutions Sdn. Bhd., either at the designated office as stated below or vide Securities Services e-Portal, not less than forty-eight (48) hours before the time appointed for holding the AGM or adjournment thereof (i.e. on or before Sunday, 16 May 2021 at 10:30 a.m.):-

Mode of Submission	Designated Address
Hard copy	SS E Solutions Sdn. Bhd. Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, Wilayah Persekutuan Fax: 03-2094 9940 and/or 03-2095 0292 Email: info@sshsb.com.my
Electronic appointment	Securities Services e-Portal Weblink: <u>https://www.sshsb.net.my/login.aspx</u>

(B) Audited Financial Statements for the financial year ended 31 December 2020

This Agenda item is meant for discussion only, as the provision of Section 340(1)(a) of the Companies Act 2016 does not require a formal approval for the Audited Financial Statements from the shareholders. Therefore, this Agenda item is not put forward for voting.