

DFCITY GROUP BERHAD

(Formerly known as Hock Heng Stone Industries Bhd.)
200801038692 (840040-H)

NOTIFICATION TO SHAREHOLDERS OF A POSTPONED TWELFTH ANNUAL GENERAL MEETING

Dear valued shareholders,

We refer to the announcement made on 28 April 2021 in relation to the Notice of the Twelfth Annual General Meeting (“**12th AGM**”) of the Company and the announcement made on 18 June 2021 in relation to the postponement and extension of time to hold the 12th AGM to a later date.

According to the Guidance Note and Frequently Asked Questions (“**FAQs**”) on the Conduct of General Meetings for Listed Issuers revised by the Securities Commission Malaysia on 16 July 2021 (“**Guidance Note and FAQs**”), an online meeting platform can be recognised as the meeting venue or place under Section 327(2) of the Companies Act 2016 provided that the online platform is registered with MyNIC Berhad or hosted in Malaysia.

Shareholders **WILL NOT BE ALLOWED** to attend the AGM in person at the meeting venue on the day of the Meeting.

In line with the National Recovery Plan and restriction on movement control, and as part of the safety measures taken by DFCITY Group Berhad (“**DFCITY**”), the Board of Directors of DFCITY, after having due consideration to the above, has decided that the Postponed 12th AGM of the Company will be conducted fully virtual through live streaming via Remote Participation and Voting facilities (“**RPV**”) which made available on <https://www.agm.virtualeagm.com.my>, details are as follows:

Date : **Tuesday, 21 September 2021**
Time : **10:30 a.m.**
URL : **Via <https://www.agm.virtualeagm.com.my>**

Kindly refer to the Administrative Guide (download link below) for further details in relation to the conduct of the fully virtual Meeting and the deposit of the online Form of Proxy should you wish to appoint proxy(ies) to participate in the Meeting on your behalf.

As part of our commitment to reducing its environmental footprint, the following documents are available to be downloaded from the Company’s website at www.dfcitygroup.com.my.

1. Notice of Postponed 12th AGM;
2. Revised Proxy Form; and
3. Administrative Guide.

Shareholders are advised to check the Company’s website at www.dfcitygroup.com.my and announcements from time to time for any changes to the administration of this Postponed 12th AGM that may be necessitated by the changes to the directive safety and precautionary requirements and guidelines prescribed by the Government of Malaysia, the Ministry of Health, the Malaysia National Security Council, Securities Commission Malaysia and/ or other relevant authorities.

Should you have any queries on the foregoing, please do not hesitate to contact Mr. Billy Tan Ju Siang or Ms. You Chen Kei at their general line (+606 317 2028) or send your email to billytan@hockheng.com.my or youmica@hockheng.com.my.

Yours faithfully,
For and on behalf of the Board of

DFCITY GROUP BERHAD
(formerly known as Hock Heng Stone Industries Bhd.)

PETER YONG KUEN FOOK
Senior Independent Non-Executive Chairman

DFCITY GROUP BERHAD

(formerly known as Hock Heng Stone Industries Bhd.)

[Registration No. 200801038692 (840040-H)]

(Incorporated in Malaysia)

NOTICE OF POSTPONED TWELFTH ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Postponed Twelfth (“**12th**”) Annual General Meeting (“**AGM**”) of the Company will be held on a fully virtual basis through the online meeting platform of <https://www.agm.virtualeagm.com.my> on Tuesday, 21 September 2021 at 10:30 a.m. for the following purposes:-

AGENDA

1. To receive the Audited Financial Statements for the financial year ended 31 December 2020 together with the Reports of the Directors and the Auditors thereon. **(Please refer to Note (c))**
2. To approve the payment of Directors’ fees amounting to RM470,000 for the financial year ending 31 December 2021. (Resolution 1)
3. To approve the payment of Directors’ fees amounting to RM245,000 for the financial period from 1 January 2022 to 30 June 2022. (Resolution 2)
4. To approve the payment of Directors’ benefits payable up to an amount of RM41,000 from 1 July 2021 to 30 June 2022. (Resolution 3)
5. To re-elect the following Directors who are retiring in accordance to Clause 118 of the Company’s Constitution and being eligible, have offered themselves for re-election:-
 - (a) Mr. Peter Yong Kuen Fook; (Resolution 4)
 - (b) Mr. Chong Peng Khang; and (Resolution 5)
 - (c) Dr. Suntoro Tjoe. (Resolution 6)
6. To re-appoint Ecovis Malaysia PLT as Auditors of the Company until the conclusion of the next AGM and to authorise the Directors to fix their remuneration. (Resolution 7)

As Special Business

To consider and, if thought fit, with or without any modifications, to pass the following resolutions as Ordinary Resolutions:

7. **Ordinary Resolution** (Resolution 8)
Authority to Issue Shares Pursuant to the Companies Act 2016

“**THAT**, subject always to the Companies Act 2016 (“**Act**”), the Constitution of the Company and the approvals from Bursa Malaysia Securities Berhad (“**Bursa Securities**”) and any other relevant governmental 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 time to time at such 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, provided always that the aggregate number of shares issued pursuant to this Resolution does not exceed twenty per centum (20%) of the total number of issued shares of the Company for the time being to be utilised until 31 December 2021 as empowered by Bursa Securities pursuant to Bursa Malaysia Berhad’s letter dated 16

April 2020 to grant additional temporary relief measures to listed issuers and thereafter ten per centum (10%) of the total number of issued shares of the Company for the time being as stipulated under Paragraph 6.03(1) of the Bursa Securities Main Market Listing Requirements (hereinafter referred to as the "**General Mandate**");

AND THAT the Directors be and are also empowered to obtain the approval for the listing of and quotation for the additional shares so issued on Bursa Securities;

AND FURTHER THAT 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 of the Company."

8. **Ordinary Resolution**
Proposed Retention of Mr. Peter Yong Kuen Fook as Independent Non-Executive Director (Resolution 9)

THAT subject to the passing of Resolution 4, approval be and is hereby given to Mr. Peter Yong Kuen Fook, who has served as Independent Non-Executive Directors for a cumulative term of more than nine (9) years since 21 October 2009, to continue to act as an Independent Non-Executive Director of the Company.

9. **Ordinary Resolution**
Proposed Retention of Mr. Chong Peng Khang as Independent Non-Executive Director (Resolution 10)

THAT subject to the passing of Resolution 5, approval be and is hereby given to Mr. Chong Peng Khang, who has served as an Independent Non-Executive Director for a cumulative term of more than nine (9) years since 21 October 2009, to continue to act as an Independent Non-Executive Director of the Company.

10. **Ordinary Resolution**
Proposed Retention of Mr. Yap Koon Roy as Independent Non-Executive Director (Resolution 11)

THAT approval be and is hereby given to Mr. Yap Koon Roy, who has served as an Independent Non-Executive Director for a cumulative term of more than nine (9) years since 21 October 2009, to continue to act as Independent Non-Executive Director of the Company.

11. **Ordinary Resolution**
Proposed Renewal of Existing Shareholders' Mandate for Existing Recurrent Related Party Transactions of a Revenue or Trading Nature (Resolution 12)

THAT subject to the provisions of the Main Market Listing Requirements of Bursa Securities, approval be and is hereby given for the Proposed Renewal of Shareholders' Mandate for Existing Recurrent Related Party Transactions of a Revenue or Trading Nature for the Company and/or its subsidiaries to enter into and give effect to the recurrent related party transactions of a revenue or trading nature from time to time with the Related Party as specified in Section 2.3 of the Circular to Shareholders dated 30 April 2021 provided that such transactions are:-

- (i) recurrent transactions of a revenue or trading nature;
- (ii) necessary for the Company's day-to-day operations;

- (iii) carried out in the ordinary course of business on normal commercial terms which are not more favourable to the Related Parties than those generally available to the public; and
- (iv) not to the detriment of minority shareholders

("Proposed Renewal of Existing Shareholders' Mandate").

THAT the authority for the Proposed Renewal of Existing Shareholders' Mandate shall continue to be in force until the earlier of: -

- (i) the conclusion of the next AGM of the Company at which time it will lapse unless the authority is renewed by a resolution passed at the next AGM;
- (ii) the expiration of the period within which the next AGM is to be held pursuant to Section 340(2) of the Act but must not extend to such extension as may be allowed pursuant to Section 340(4) of the Act; or
- (iii) is revoked or varied by resolution passed by the shareholders in a general meeting before the next AGM;

AND THAT the Directors of the Company be authorised to complete and do 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 Existing Shareholders' Mandate.

12. **Ordinary Resolution**

(Resolution 13)

Proposed Renewal of Authority for Share Buy-Back

THAT, subject to the Act, the Constitution of the Company, Main Market Listing Requirements of Bursa Securities and all other applicable laws, rules and regulations and guidelines for the time being in force and the approvals of all relevant governmental and/or regulatory authority, approval be and is hereby given to the Company, to purchase such number 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, necessary and expedient in the interest of the Company ("**Proposed Renewal of Share Buy-Back Authority**"), provided that:

- (i) the aggregate number of ordinary shares to be purchased and/or held by the Company pursuant to this resolution shall not exceed ten per centum (10%) of the total number of issued shares of the Company as quoted on Bursa Securities as at the point of purchase; and
- (ii) the maximum funds to be allocated 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 the latest audited financial statements and/or the latest unaudited financial statements (where applicable) available at the time of the purchase.

THAT upon completion of the purchase by the Company of its own shares, the Directors of the Company be and are hereby authorised to deal with the ordinary shares purchased in their absolute discretion in the following manner:

- (i) cancel all the shares so purchased; and/or
- (ii) retain the ordinary shares so purchased as treasury shares for distribution as dividend to the shareholders and/or resell on the market of Bursa Securities and/or transfer under an employees' share scheme and/or transfer as purchase consideration; and/or
- (iii) retain part thereof as treasury shares and cancel the remainder; or
- (iv) in any other manner as prescribed by the Act, rules, regulations and orders made pursuant to the Act and the requirements of Bursa Securities and any other relevant authority for the time being in force.

THAT such authority conferred by this resolution shall commence upon the passing of this resolution and shall continue to be in force until: -

- (a) the conclusion 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 meeting, the authority is renewed, either unconditionally or subject to conditions; or
- (b) the expiration of the period within which the next AGM of the Company after that date is required by law to be held; or
- (c) the authority is revoked or varied by an ordinary resolution passed by the shareholders of the Company at a general meeting;

whichever occurs first.

AND THAT the Directors of the Company be and are hereby authorised to do all acts, deeds and things as they may consider expedient or necessary in the best interest of the Company to give full effect to the Proposed Renewal of Share Buy-Back Authority with full powers to assent to any conditions, modifications, variations and/or amendments as may be imposed by the relevant authorities and to take all such steps, and do all such acts and things as the Board may deem fit and expedient in the best interest of the Company.

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

By Order of the Board

CHUA SIEW CHUAN (MAICSA 0777689)/ SSM PC NO.: 201908002648
YAU JYE YEE (MAICSA 7059233)/ SSM PC NO.: 20208000733
Company Secretaries

Melaka

Dated: 23 August 2021

Notes:

(a) Important Notice

According to the Guidance Note and Frequently Asked Questions ("**FAQs**") on the Conduct of General Meetings for Listed Issuers revised by the Securities Commission Malaysia on 16 July 2021 ("**Guidance Note and FAQs**"), an online meeting platform can be recognised as the meeting venue or place under Section 327(2) of the Act provided that the online platform is registered with MyNIC Berhad or hosted in Malaysia.

Shareholders **WILL NOT BE ALLOWED** to attend the AGM in person at the meeting venue on the day of the Meeting.

As such, the venue of the Postponed 12th AGM shall be changed from the Boardroom of Ornaresort Berhad, Batu 16, Jalan Gapam, Ladang Gapam, Bemban, 77200 Melaka to the online meeting platform, <https://www.agm.virtualeagm.com.my>.

Members are to remotely participate, speak (*by way of posting questions to the Board via real time submission of typed texts*) and cast their votes at the Postponed 12th AGM of the Company by using the Remote Participation and Voting Facilities ("**RPV**") provided by AI Smartual Learning Sdn. Bhd. at <https://www.agm.virtualeagm.com.my>.

Please refer to the Procedures to Remote Participation and Voting via RPV in the Administrative Guide for the Postponed 12th AGM in order to participate remotely via RPV.

(b) Appointment of Proxy

1. In respect of deposited securities, only members whose names appear in the Record of Depositors on **14 September 2021** ("**General Meeting Record of Depositors**") shall be eligible to participate, speak and vote at the Meeting.
2. A member entitled to participate and vote at the Meeting shall be entitled to appoint more than one (1) proxy to participate, speak and vote in his stead. Where a member appoints more than one (1) proxy, he shall specify the proportions of his shareholdings to be represented by each proxy, failing which the appointments shall be invalid.
3. A proxy may but need not be a member of the Company and a member may appoint any person to be his proxy without limitation. There shall be no restriction as to the qualification of the proxy. A proxy appointed to participate, speak and vote at the Meeting of the Company shall have the same rights as the member to speak at the Meeting.
4. The instrument appointing a proxy shall be in writing under the hand of the member/ appointer or his attorney duly authorised in writing or, if the appointer is a corporation, either under its common seal or under the hand of its officer or attorney duly authorised.
5. Where a member of the Company is an exempt authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991 ("**SICDA**") 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 authorised nominee may appoint in respect of each omnibus account it holds. Where a shareholder is an authorised nominee as defined under SICDA, it may appoint at least 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.
6. The instrument appointing a proxy and the power of attorney or other authority (if any), under which it is signed or a duly notarised certified copy of that power or authority, may be made in hard copy form or by electronic means in the following manner and must be received by the Company not less than forty-eight (48) hours before the time for holding the Meeting or at any adjournment thereof:-

In hard copy form

In the case of an appointment made in hard copy form, the proxy form shall be deposited at the Registered Office of the Company at No. 60-1, Jalan Lagenda 5, Taman 1 Lagenda, 75400 Melaka.

By electronic form

In the case of an appointment made via electronic mean, the proxy form can be electronically submitted via email to enquiry@virtualeagm.com.

Additional Notes:

- The Revised Proxy Form **DOES NOT INVALIDATE** the Proxy Form which was circulated together with the Notice of 12th AGM dated 28 April 2021 ("**Original Proxy Form**"). All Original Proxy Form deposited at the Registered Officer of the Company prior to this Notice shall remain valid and acceptable.
 - If the Company receives both the Original Proxy Form and the Revised Proxy Form from same shareholders, the **LATTER SHALL SUPERSEDE THE FORMER PROXY FORM.**
7. Please ensure **ALL** the particulars as required in the proxy form are completed, signed and dated accordingly. The last date and time for lodging the proxy form is **Sunday, 19 September 2021 at 10:30 a.m.**
8. Shareholders are advised to check the Company's website at www.dfcitygroup.com.my and announcements from time to time for any changes to the administration of this Postponed 12th AGM that may be necessitated by the changes to the directive safety and precautionary requirements and guidelines prescribed by the Government of Malaysia, the Ministry of Health, the Malaysia National Security Council, Securities Commission Malaysia and/ or other relevant authorities.
9. Pursuant to Paragraph 8.29A of the Main Market Listing Requirements of Bursa Securities, all resolutions set out in this Notice will be put to vote on a poll.

(c) Audited Financial Statement for the financial year ended 31 December 2020

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

Explanatory Notes to Special Business:-

(i) Resolutions 1, 2 and 3 – Payment of Directors' fees and benefits

Section 230(1) of the Companies Act 2016 provides amongst others, that the fees of the Directors and any benefits payable to the Directors of a listed company shall be approved at a general meeting.

In this respect, the Board wishes to seek shareholders' approval at the Postponed 12th AGM on the three (3) separate resolutions as below: -

- ***Resolutions 1 and 2 on payment of Directors' fees for the financial year ending 31 December 2021 and for the period from 1 January 2022 to 30 June 2022.***

This is to facilitate payment of Directors on the current year financial year basis and to be payable on a monthly basis in arrears after each month of completed service of the Directors. In the event the Directors' fees proposed is insufficient due to the enlarged Board size, approval will be sought at the next AGM for additional fees to meet the shortfall.

- ***Resolution 3 on payment of Directors' benefits in respect of the meeting and special allowance payable for attendance of Board and/or Board Committee meetings by the Non-Executive Directors of the Company for the period from 1 July 2021 to 30 June 2022.***

(ii) Resolution 8 – Authority to issue shares pursuant to Companies Act 2016

The Company wishes to renew the mandate on the authority to issue shares pursuant to the Companies Act 2016 at the Postponed 12th AGM of the Company (hereinafter referred to as the "**General Mandate**").

The Company had been granted a general mandate by its shareholders at the Eleventh AGM of the Company held on 24 August 2020 ("**Previous Mandate**"). As at to-date, the Previous Mandate has not been utilised by the Company and therefore no proceeds have been raised therefrom.

As part of the initiative from Bursa Securities to aid and facilitate listed issuers in sustaining their business or easing their compliance with Bursa Securities' rules, amid the unprecedented uncertainty surrounding the recovery of the COVID-19 outbreak and Movement Control Order imposed by the Government, Bursa Securities has via its letter dated 16 April 2020 granted several additional relief measures to listed issuers, amongst others, listed issuers are allowed to seek a higher general mandate under Paragraph 6.03 of Main Market Listing Requirements of not more than 20% of the total number of issued shares for issuance of new securities ("**20% General Mandate**").

This 20% General Mandate may be utilised by listed issuer to issue new securities until 31 December 2021 and thereafter, the 10% general mandate will be reinstated.

The Board believes that the Company requires a flexible and readily available method of raising capital, to allow the Company to capture suitable prospective investment opportunities in a timely manner.

The Board, having considered the current economic climate arising from the global COVID-19 pandemic and future financial needs of the Group to sustain the business, is of the opinion that this 20% General Mandate is in the best interests of the Company and its shareholders, on the following basis:-

- the proposed 20% General Mandate would provide the Group with financial flexibility to raise capital expeditiously for its operations, future expansion and business development.
- the proposed 20% General Mandate would allow the Company to raise equity capital promptly rather than the more costly and time-consuming process by obtaining shareholders' approval in a general meeting should the need for capital arise.
- other financing alternatives such as debt financing may incur interest burden to the Group.
- the proposed 20% General Mandate provides the Company with the capability to capture any capital raising and/or prospective investment opportunities if and when they are identified.

This 20% General Mandate, if passed, will provide flexibility for the Company and empower the Directors of the Company to issue and allot shares at any time to such persons in their absolute discretion. This authority unless revoked or varied by the Company in general meeting, will expire at the next AGM. The proceeds raised from the 20% 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 funding future investment project(s), working capital and/or acquisitions.

(iii) Resolution 9, Resolution 10 and Resolution 11 – Proposed Retention as Independent Non-Executive Directors

Mr. Peter Yong Kuen Fook, Mr. Chong Peng Khang and Mr. Yap Koon Roy were all appointed as Independent Non-Executive Directors of the Company on 21 October 2009, and have served on the Board of Directors ("**the Board**") for a cumulative term of more than nine (9) years.

The Nomination Committee of the Company and the Board of Directors of the Company had assessed the independence of Mr. Peter Yong Kuen Fook, Mr. Chong Peng Khang and Mr. Yap Koon Roy, who have served as Independent Non-Executive Directors of the Company for a cumulative of more than nine (9) years, and with their consent, had recommended for them to continue act as Independent Non-Executive Directors of the Company based on the following justification:-

- (a) they fulfilled the criteria of the definition of Independent Director as stated in the Main Market Listing Requirements of Bursa Securities and had expressed their willingness to continue in office as Independent Non-Executive Directors of the Company;
- (b) their vast experience would enable them to provide the Board with a diverse set of experience, expertise and independent judgement without the influence of the Management;

- (c) they have served the Company as Independent Directors for a cumulative term of more than nine (9) years during which they had acted in good faith and in the best interests of the Company, exercising their independent judgement during deliberations and decision making during the Company's meetings and were familiar with the Company's business operations; and
- (d) They have proven to be reliable Independent Directors with their professionalism aptitude and outlook of business perspective, devoted sufficient time and attention to their professional obligations for informed and balance decision making and had also exercised due care during their tenure in the best interests of the Company and the shareholders.

(iv) Resolution 12 - Proposed Renewal of Existing Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature

The proposed Resolution 12 is intended to enable the Company and its affiliated companies ("the Group") to enter into recurrent related party transactions of a revenue or trading nature which are necessary for the Group's day-to-day operations to facilitate transactions in the normal course of business of the Group with the specified classes of related parties, provided that they are carried out on arms' length basis and on normal commercial terms and are not prejudicial to the shareholders on terms not more favourable to the related parties than those generally available to the public and are not to the detriment of the minority shareholders of the Company.

Please refer to the Circular/Statement to Shareholders dated 30 April 2021 for further Information.

(v) Resolution 13- Proposed Renewal for Share Buy-Back Authority

The proposed Resolution 13 is intended to allow the Company to purchase its own shares up to 10% of the total number of issued shares in the ordinary share capital of the Company at any time within the time period stipulated in the Main Market Listing Requirements of Bursa Securities. This authority will, unless revoked or varied at a general meeting, expire at the conclusion of the next AGM of the Company.

Please refer to the Circular/Statement to Shareholders dated 30 April 2021 for further Information.



DFCITY GROUP BERHAD (“DFCITY”)
(formerly known as Hock Heng Stone Industries Bhd.)
Registration No. 200801038692 (840040-H)
(Incorporated in Malaysia)

Administrative Guide for the Postponed Twelfth Annual General Meeting (“Postponed 12th AGM”)

Date and time of the Meeting : Tuesday, 21 September 2021 at 10:30 a.m.

Online Meeting Platform/venue : www.agm.virtualeagm.com.my
hosted on the e-Portal of AI Smartual Learning Sdn Bhd (“**Virtual e-Portal**”) at L2-12,
Wisma BU8, No 11, Lebuhr Bandar Utama, Bandar Utama, 47800 Petaling Jaya,
Selangor, Malaysia.

1. Virtual Meeting

- 1.1 As guided by the Securities Commission Malaysia’s Guidance Note and Frequently Asked Questions (“**FAQs**”) on the Conduct of General Meetings for Listed Issuers that was issued on 18 April 2020 and its subsequent revisions, the Board of Directors (“**Board**”) of DFCITY have decided that the Postponed 12th AGM shall be conducted fully virtual through live streaming and online remote voting via Remote Participation and Voting (“**RPV**”) facilities.
- 1.2 Kindly ensure that you are connected to the internet at all times in order to participate and/or vote at virtual Postponed 12th AGM. Therefore, it is your responsibility to ensure that connectivity for the duration of the Postponed 12th AGM is maintained. Kindly note that the quality of the live webcast is dependent on the bandwidth and stability of the internet connection of the participants. DFCITY, its Directors, Officers and management, registrar and other professional advisers (if any) shall not be held responsible or be liable for any disruption in internet line resulting in the participants being unable to participate and/or vote at the Postponed 12th AGM.

2. Entitlement to Participate and Vote

- 2.1 Only depositors whose names appear on the Record of Depositors as at **14 September 2021** shall be entitled to participate and/or vote at the Postponed 12th AGM or appoint proxy/corporate representative(s) to participate and/or vote on his/her behalf by depositing the duly executed Proxy Form(s).

3. Appointment of Proxy

- 3.1 If you are unable to attend and participate at the Postponed 12th AGM via RPV facilities, you may appoint a proxy(ies) or the Chairperson of the Postponed 12th AGM as your proxy and indicate the voting instructions in the Proxy Form in accordance with the notes and instructions printed therein.
- 3.2 Please ensure that the duly completed and executed Proxy Form is deposited at the office of our Poll Administrator not less than forty-eight (48) hours before the time appointed for holding the Meeting i.e. latest by **Sunday, 19 September 2021 at 10:30 a.m.** Details of our Poll Administrator can be found in the enquiry section of this document. Alternatively, the duly completed and executed Proxy Form can also be submitted electronically, through enquiry@virtualeagm.com.
- 3.3 All appointed proxy need not register for remote participation on Smartual e-Portal. Upon processing of your Proxy Form, we will grant your proxy(ies) access to remote participation at the Postponed 12th AGM to which he/she is appointed for instead of you, with the login credentials.

4. Submission of Questions

- 4.1 Members and proxies may submit their questions via the real time submission of typed texts through a text box within Virtual portal before the start or during the live streaming of the Postponed 12th AGM. The questions and/or remarks submitted by the shareholders and/or proxy(ies) will be broadcasted and responded by the Chairperson/relevant Director/relevant advisers during the Postponed 12th AGM.

5. Voting Procedure

- 5.1 Pursuant to Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, voting at the Postponed 12th AGM will be conducted by poll.
- 5.2 For the purpose of the Postponed 12th AGM, e-Voting can be carried out using personal smart mobile phones, tablets, personal computers or laptops.
- 5.3 The polling will commence from the scheduled starting time of the Postponed 12th AGM and close ten (10) minutes after the Chairperson announced the final ten (10) minutes for voting towards after the question and answer session.
- 5.4 The Independent Scrutineers appointed by the Company will verify the poll results reports upon closing of the poll session by the Chairperson. Thereafter, the Chairperson will announce and declare whether the resolutions put to vote were successfully carried or otherwise.

6. Remote Participation and Voting (“RPV”)

- 6.1 Please note that all shareholders including (i) individual shareholders; (ii) corporate shareholders; (iii) authorised nominees; and (iv) exempt authorised nominees, and proxies shall use the RPV facilities to participate and/or vote remotely at the Postponed 12th AGM [(ii) to (iv) through their authorised representative(s)].
- 6.2 If you wish to participate in the Postponed 12th AGM , you will be able to view a live webcast of the Postponed 12th AGM, pose questions and/or cast your votes in real time whilst the Postponed 12th AGM is in progress.
- 6.3 Kindly follow the steps as set out in **Appendix I** to register for RPV.

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VIRTUAL E-PORTAL USER GUIDE

STEP 1: Please browse the url www.agm.virtualeagm.com.my to reach the Login Page as shown below to:

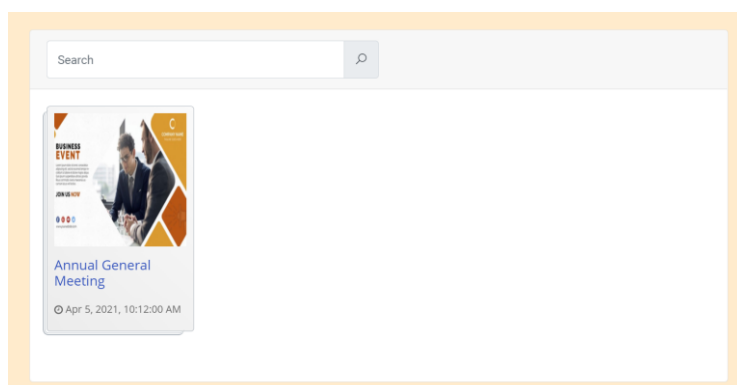
a. Sign up

b. Log in

Notes:

- (1) This is a **ONE-TIME Registration**. If you are already a registered user of the e-Portal, you need not register again.
- (2) Your email address is your User ID.
- (3) All users must register latest by **Monday, 20 September 2021 at 10.00 a.m.** as ONE (1) working day is required to process all e-Portal user registrations.
- (4) *For body corporates, the appointed Corporate/Authorised Representative must upload the evidence of his/her authority (e.g. Certificate of Appointment of Corporate Representative, Power of Attorney, letter of authority or other documents proving authority). The original evidence of authority, if required, has to be submitted to the office of our Poll Administrator for verification by **Monday, 20 September 2021 at 10.00 a.m.***

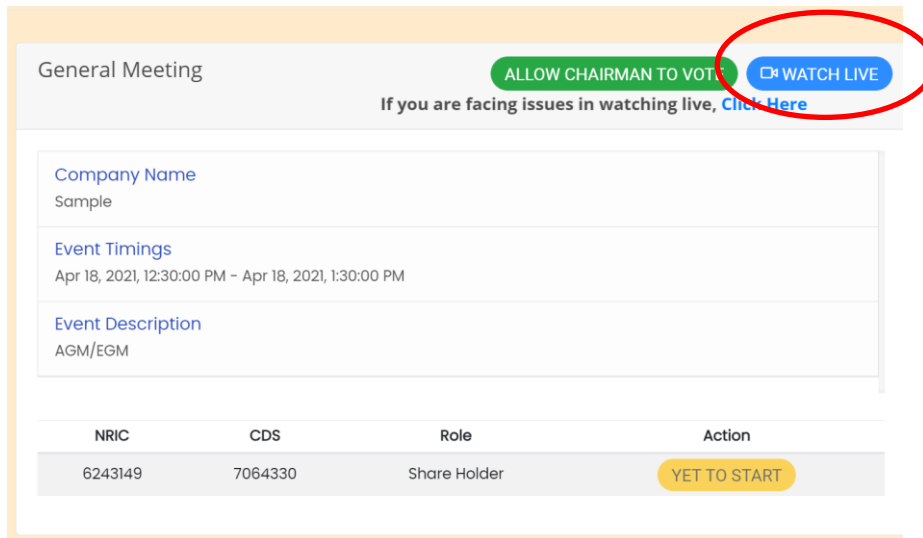
STEP 2: You will see a DASHBOARD screen as shown below. Click on event icon.



Notes:

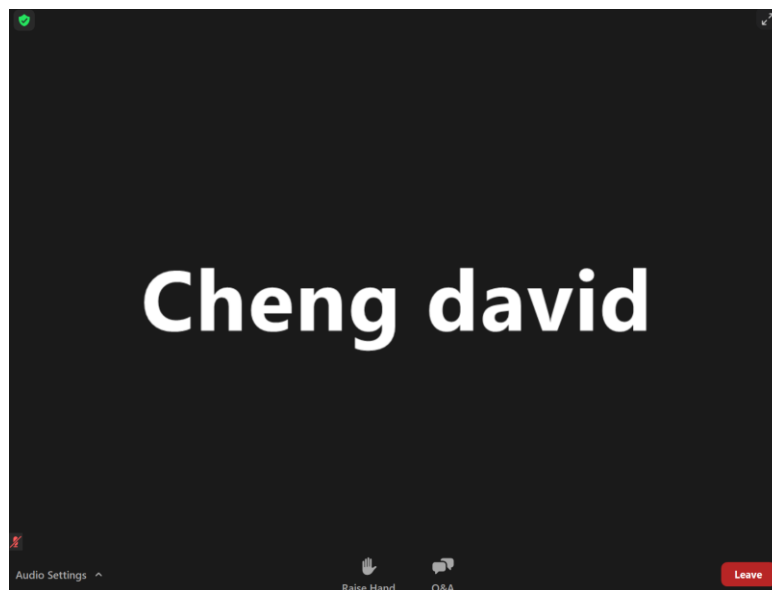
- (1) You can start to log in one hour (1) before the commencement of the Meeting.
- (2) The quality of the live streaming is dependent on the stability of the internet connection at the location of the user.
- (3) Log in to www.agm.virtualeagm.com.my with your registered User ID (email address) and password. For proxy(ies) holder(s), please use the login credential that was sent to you by Smartual e-Portal

STEP 3: Click on EVENT NAME ICON, you will see the following screen.



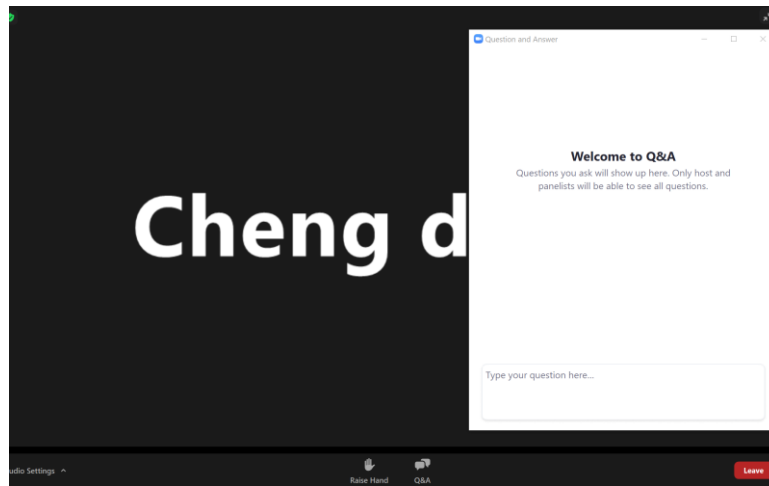
To watch live streaming, please click on the BLUE BUTTON as shown in the top right corner. If you are facing issues in watching live, click the “Click Here” to open the Zoom application directly.

STEP 4: The screen will open in a new tab as shown below:



ASKING QUESTIONS FEATURE

To ask questions, please click on your Q&A icon at the bottom of your screen and type your questions.



If you have any questions to raise at the meeting, type the question in the text box below. The Chairperson/Board/Management/relevant adviser(s) will endeavour to respond to your question during the Meeting.

STEP 5: To vote, please go back to your earlier tab as shown below:

General Meeting ALLOW CHAIRMAN TO VOTE WATCH LIVE
If you are fa

Company Name
Sample

Event Timings
Apr 18, 2021, 12:30:00 PM - Apr 18, 2021, 1:30:00 PM

Event Description
AGM/EGM

NRIC	CDS	Role	Action
6243149	7064330	Share Holder	VOTE

Upon confirmation of your name, event details, NRIC and CDS number, please click on the VOTE button.

STEP 6: Vote accordingly and click on the CONFIRM DETAILS AND SUBMIT VOTE button.

General Meeting

Non Voting Resolution
To receive the Audited Financial Statements for the financial year ended 30 September 2020 together with the Reports of the Directors and Auditors thereon.

Sample Ordinary Resolution
Vote Question 1

Sample Special Resolution
Vote Question 2

FOR AGAINST ABSTAIN

FOR AGAINST ABSTAIN

Make sure you vote for all questions. If skipped, your response for that resolution will be saved as ABSTAIN

CONFIRM DETAILS AND SUBMIT VOTE

STEP 7: To view the voting results, please click the “RESULTS”

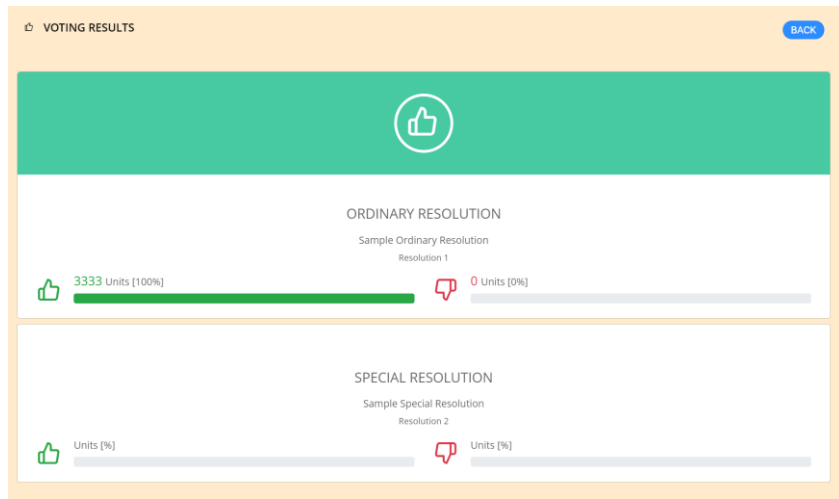
General Meeting ALLOW CHAIRMAN TO VOTE WATCH LIVE
If you are facing issues |

Company Name
Sample

Event Timings
Apr 18, 2021, 12:30:00 PM - Apr 18, 2021, 1:30:00 PM

Event Description
AGM/EGM

NRIC	CDS	Role	Action
6243149	7064330	Share Holder	VIEW RESULTS



Enquiry and e-Services Assistance

If you have any enquiry or require any e-Services Assistance relating to Smartual e-Portal, please reach our Poll Administrator by contacting the following person during office hours from Mondays to Fridays from 9:00 a.m. to 5:00 p.m. (except public holiday):

Poll Administrator

AI Smartual Learning Sdn Bhd

Address : 23-5, Menara Bangkok Bank
Berjaya Central Bank
Jalan Ampang, 50430 Kuala Lumpur, Malaysia
Email : davidcheng@openelearnings.com
Contact person : Mr DAVID CHENG
Telephone No. : +6017-7700 887