

CATCHA DIGITAL

CATCHA DIGITAL BERHAD

(formerly known as Rev Asia Berhad)
(Registration No.: 201001033020 (916943-W))
(Incorporated in Malaysia)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting ("**EGM**") of Catcha Digital Berhad (formerly known as Rev Asia Berhad) ("**Catcha Digital**" or "**Company**") will be conducted on fully virtual basis via online meeting platform at <https://meeting.boardroomlimited.my> (Domain Registration No. with MYNIC - D6A357657) provided by Boardroom Share Registrars Sdn. Bhd. on Wednesday, 15 September 2021, 11:00 a.m. and at any adjournment thereof, for the purpose of considering and, if thought fit, passing the following resolutions, with or without any modification:

ORDINARY RESOLUTION 1

PROPOSED RATIFICATION FOR THE VARIATION TO THE WITHDRAWAL AND UTILISATION OF MONIES PURSUANT TO THE PREVIOUS PROPOSED WITHDRAWAL OF MONIES ("PROPOSED RATIFICATION")

"THAT the variation to the withdrawal and utilisation of proceeds of RM1,413,110 and RM3,738,882 which were not utilised in accordance to the manner as approved by the shareholders of the Company on 20 June 2018 and 27 November 2019 respectively, be and is hereby approved, confirmed and ratified.

THAT all acts, deeds and things carried out by the Directors and/or the Company in connection with the Proposed Ratification, be and are hereby approved, confirmed and ratified.

AND THAT the Board of Directors of the Company ("**Board**") be and hereby authorised to do all such acts and things and to execute all necessary documents to give full effect to the Proposed Ratification with full power to assent to any conditions, modifications, variations and/or amendments as may be required by the relevant authorities and to take all steps and actions as they may deem necessary and expedient to finalise, implement and give full effect to the Proposed Ratification."

ORDINARY RESOLUTION 2

PROPOSED WITHDRAWAL OF RM1,600,000 FROM THE CUSTODIAN ACCOUNT ("PROPOSED WITHDRAWAL OF MONIES")

"THAT approval be and is hereby given to the Company to withdraw RM1,600,000 from the amount placed in the Custodian Account for the purpose as set out in Section 3 of the Circular to Shareholders of the Company dated 30 August 2021.

AND THAT the Board be and hereby authorised to do all such acts and things and to execute all necessary documents to give full effect to the Proposed Withdrawal of Monies with full power to assent to any conditions, modifications, variations and/or amendments as may be required by the relevant authorities and to take all steps and actions as they may deem necessary and expedient to finalise, implement and give full effect to the Proposed Withdrawal of Monies."

BY ORDER OF THE BOARD

TAI YIT CHAN (MAICSA 7009143) (SSM PC No.: 202008001023)

TAN AI NING (MAICSA 7015852) (SSM PC No.: 202008000067)

Secretaries

Selangor Darul Ehsan

30 August 2021

Notes: -

1. The Extraordinary General Meeting ("**EGM**") will be conducted on a fully virtual basis through live streaming and online remote voting via Remote Participation and Electronic Voting facilities ("**RPV**") via <https://web.lumiagm.com> provided by Boardroom Share Registrars Sdn. Bhd. Please follow the procedures as set out in the Administrative Guide for the EGM, in order to register, participate and vote remotely via RPV.
2. The instrument appointing a proxy must be deposited not less than 48 hours before the time appointed for holding the meeting or any adjournment thereof, at the office of the Company's Share Registrar, Boardroom Share Registrars Sdn Bhd at 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia either personally, by fax at (603) 7890 4670, by electronic mail to BSR.Helpdesk@boardroomlimited.com or by sending it through the post. Alternatively, the Form of Proxy can be deposited electronically through the Boardroom Smart Investor Portal at <https://www.boardroomlimited.my> not less than 48 hours before the time appointed for holding the meeting or any adjournment thereof.
3. A member shall be entitled to appoint not more than two (2) proxies to attend, participate, speak and vote in his stead at the same meeting and the appointment shall be invalid unless he specifies the proportions of his holdings to be represented by each proxy. A proxy may but need not be a member of the Company.
4. The instrument appointing a proxy shall be in writing under the hand of the appointer or of his attorney duly authorised in writing or, if the appointor is a corporation, either under the corporation's common seal or under the hand of an officer or attorney duly authorised.
5. Where a member is an Exempt Authorised Nominee which holds ordinary shares in the Company for multiple beneficial owners in one (1) 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.
6. In respect of deposited securities, only members whose names appear on the Record of Depositors on 9 September 2021 (General Meeting Record of Depositors) shall be eligible to attend the meeting or appoint proxy(ies) to attend and/or vote on his behalf via RPV.

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ADMINISTRATIVE GUIDE FOR EXTRAORDINARY GENERAL MEETING

- Day and Date : Wednesday, 15 September 2021
- Time : 11:00 a.m.
- Meeting Platform : <https://meeting.boardroomlimited.my> (Domain Registration No. with MYNIC - D6A357657)
- Mode of Communication : (i) Submit questions to the Company prior to the Extraordinary General Meeting (“EGM”) via Boardroom’s website at <https://investor.boardroomlimited.com> not later than 13 September 2021
- (ii) Post questions to the Board of Directors via real time submission of typed text during live streaming of EGM.

MODE OF MEETING

As a precautionary measure amid the COVID-19 outbreak, the Company’s forthcoming EGM will be conducted on fully virtual basis via Online Meeting Platform, as the safety of our members, Directors, staff and other stakeholders who will attend the EGM is of paramount importance to us.

The conduct of a fully virtual EGM is in line with the revised Guidance Note and Frequently Asked Questions on the Conduct of General Meetings for Listed Issuers issued by the Securities Commission Malaysia on **16 July 2021** (“**Revised Guidance Note and FAQs**”). The Revised Guidance Note and FAQs state that in a fully virtual general meeting, all meeting participants including the Chairperson of the meeting, board members, senior management and shareholders are required to participate in the meeting online. Physical gatherings no matter how small are prohibited.

According to the Revised 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 located in Malaysia.

In line with the Malaysian Code on Corporate Governance Practice 12.3, conducting a Virtual EGM would facilitate greater shareholder participation as it facilitates electronic voting and remote shareholders’ participation. With the Virtual Meeting Facilities, you may exercise your right as a member of the Company to participate (including the right to pose questions to the Board of Directors and/or Management of the Company) and vote at the EGM. Alternatively, you may also appoint the Chairman of the meeting as your proxy to attend and vote on your behalf at the EGM.

ENTITLEMENT TO PARTICIPATE AND VOTE

In respect of deposited securities, only members whose names appear in the Record of Depositors on **9 September 2021** (General Meeting Record of Depositors) shall be eligible to participate at the EGM or appoint proxy(ies) to participate and/or vote on his/her behalf.

FORM OF PROXY

Shareholders are encouraged to go online, participate and vote at the EGM using remote participation and electronic voting facilities.

FORM OF PROXY (Cont'd)

Shareholders who are unable to participate in our online EGM are encouraged to appoint the Chairman of the meeting as your proxy and indicate the voting instructions in the Form of Proxy. Alternatively, you may use Boardroom Smart Investor Portal proxy appointment service to submit your proxy appointment.

Please take note that you **must** complete the Form of Proxy for the EGM should you wish to appoint a proxy(ies).

Please ensure that the original Form of Proxy is deposited at our Share Registrar's office not less than forty-eight (48) hours before the time appointed for holding the meeting at the following address: -

Boardroom Share Registrars Sdn. Bhd.

11th Floor, Menara Symphony
No. 5, Jalan Prof. Khoo Kay Kim
Seksyen 13, 46200 Petaling Jaya
Selangor Darul Ehsan
Malaysia

General Line : 603-7890 4700

Alternatively, you may deposit your Form of Proxy by electronic means through the Share Registrar's website, Boardroom Smart Investor Online Portal at <https://investor.boardroomlimited.com/> to sign up as a user and deposit your Form of Proxy electronically forty-eight (48) hours before the meeting.

REVOCATION OF PROXY

If you have submitted your Form of Proxy and subsequently decide to appoint another person or wish to participate in our EGM by yourself, please write in to bsr.helpdesk@boardroomlimited.com to revoke the earlier appointed proxy forty-eight (48) hours before the meeting.

VOTING PROCEDURE

The voting procedure will be conducted by poll in accordance with Rule 8.31A of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad. The Company has appointed Boardroom Share Registrars Sdn. Bhd. ("**Boardroom**") as Poll Administrator to conduct the poll by way of electronic voting ("**e-voting**") and GovernAce Advisory Sdn Bhd as Independent Scrutineer to verify and validate the poll results.

During the EGM, the Chairman of the meeting will invite the Poll Administrator to brief on the e-voting housekeeping rules. The e-voting session will commence as soon as the Chairman calls for the poll to be opened and until such time when the Chairman announces the closure of the poll.

For the purposes of the Virtual EGM, e-voting will be carried out via personal smart mobile phones, tablets or personal computers/laptops.

There are two (2) methods for members and proxies who wish to use their personal voting device to vote remotely. The methods are as follows: -

- (i) Use the QR Scanner Code given in the email received after successful registration; **OR**
- (ii) Navigate to the website URL <https://web.lumiagm.com/>.

Upon the conclusion of the e-voting session, the Independent Scrutineer will verify the poll results followed by the declaration by the Chairman of the meeting whether the resolutions put to vote were successfully carried or not.

REMOTE PARTICIPATION AND E-VOTING



Please note that the remote participation and e-voting is available to individual member, corporate shareholder, authorised nominee and exempt authorised nominee.

You will be able to view a live webcast of the EGM proceeding, ask questions and submit your votes in real time whilst the meeting is in progress.

Kindly follow the steps below on how to request for login ID and password: -

Before the day of the EGM	
Step	Action
1.	<p>Register Online with Boardroom Smart Investor Portal (for first time registration)</p> <p><i>[Note: If you have already signed up with Boardroom Smart Investor Portal, you are not required to register again. You may proceed to Step 2.]</i></p> <ol style="list-style-type: none"> a. Access website https://investor.boardroomlimited.com/. b. Click <<Register>> to sign up as a user. c. Complete registration and upload softcopy of MyKad (front and back) or Passport. d. Please enter a valid email address and wait for Boardroom's email verification. e. Your registration will be verified and approved within one (1) business day and an email notification will be provided.
2.	<p>Submit Request for Remote Participation User ID and Password</p> <p><i>[Note: The registration for remote access will be opened on Friday, 3 September 2021]</i></p> <p>Individual Members</p> <ol style="list-style-type: none"> a. Log in to https://investor.boardroomlimited.com/. b. Select "Corporate Meeting" from main menu and select the correct Corporate Event "CATCHA DIGITAL BERHAD Virtual EGM" and click "Enter" c. Enter your CDS Account. d. Read and agree to the terms & conditions and thereafter submit your request. <p>Corporate Shareholders</p> <ol style="list-style-type: none"> a. Write in to bsr.helpdesk@boardroomlimited.com by providing the name of Member, CDS Account Number accompanied with the Certificate of Appointment of Corporate Representative or Form of Proxy to submit the request. b. Please provide a copy of Corporate Representative's MyKad (Front and Back) or Passport as well as his/her email address. <p>Authorised Nominee and Exempt Authorised Nominee</p> <ol style="list-style-type: none"> a. Write in to bsr.helpdesk@boardroomlimited.com by providing the name of Member, CDS Account Number accompanied with the Form of Proxy to submit the request. b. Please provide a copy of Proxy Holder's MyKad (Front and Back) or Passport as well as his/her email address. <ul style="list-style-type: none"> ✓ You will receive notification(s) from Boardroom that your request(s) has/have been received and is/are being verified. ✓ Upon system verification against the General Meeting Record of Depositories as at 9 September 2021, you will receive an email from Boardroom either approving or rejecting your registration for remote participation. ✓ You will also receive your remote access user ID and password along with the email from Boardroom if your registration is approved. ✓ Please note that the closing time to submit your request for remote participation User ID and Password is on Monday, 13 September 2021 at 11:00 a.m. (48 hours before the commencement of the EGM)

REMOTE PARTICIPATION AND E-VOTING (cont'd)

On the day of the EGM (15 September 2021)		
Step		Action
3.	Login to Virtual Meeting Portal	<p><i>[Please note that the quality of the connectivity to Virtual Meeting Portal for live web cast as well as for remote online voting is highly dependent on the bandwidth and the stability of the internet connectivity available at the location of the remote users.]</i></p> <p>a. The Virtual Meeting Portal will be open for login starting an hour (1 hour) before the commencement of EGM on Wednesday, 15 September 2021 at 11:00 a.m.</p> <p>b. Follow the steps given to you in the email along with your remote access user ID and password to login to the Virtual Meeting Portal (<i>Refer to Step 2 above</i>).</p>
4.	Participate through Live	<p><i>[Note: Questions submitted online will be moderated before being sent to the Chairman to avoid repetition. All questions and messages will be presented with the full name and identity of the participant raising the question.]</i></p> <p>a. If you would like to view the live webcast, select the broadcast icon. </p> <p>b. If you would like to ask a question during the EGM, select the messaging icon. </p> <p>c. Type your message within the chat box, once completed click the send button.</p>
5.	Online Remote Voting	<p>a. Once voting has been opened, the polling page will appear with the resolutions and your voting choices.</p> <p>b. To vote simply select your voting direction from the options provided.</p> <p>c. To change your vote, simply select another voting direction.</p> <p>d. If you wish to cancel your vote, please press "Cancel".</p>
6.	End of Remote Participation	<p>a. Upon the announcement by the Chairman on the closure of the EGM, the live webcast will end.</p> <p>b. You can now logout from Virtual Meeting Portal.</p>

PRE-MEETING SUBMISSION OF QUESTIONS TO THE BOARD OF DIRECTORS

In order to enhance the efficiency of the proceedings of the EGM, the shareholders may submit questions to the Company via Boardroom's website at <https://investor.boardroomlimited.com> **not later than 13 September 2021 at 11:00 a.m.** (48 hours before the commencement of the EGM) or select the messaging icon to transmit questions via remote participation and electronic voting facilities during live streaming of the EGM. If time permits, the Chairman and the Board of Directors will endeavour their best to respond to the questions submitted by the shareholders which are related to the resolutions to be tabled at the EGM. The shareholders are encouraged to submit questions before the EGM.

RECORDING OR PHOTOGRAPHY AT THE EGM

Strictly no recording or photography of the EGM proceedings is allowed.

ENQUIRY

If you have any enquiries prior to the EGM, please contact the following during office hours on Mondays to Fridays (except on public holidays): -

Boardroom Share Registrars Sdn. Bhd.

General Line : 603-7890 4700
Fax No. : 603-7890 4670
Email : bsr.helpdesk@boardroomlimited.com

Catcha Digital Berhad

General Line : 603-2297 0999
Email : kean@catchagroup.com

PERSONAL DATA POLICY

By registering for the remote participation and electronic voting meeting and/or submitting the instrument appointing a proxy(ies) and/or representative(s), the member of the Company has consented to the use of such data for purposes of processing and administration by the Company (or its agents); and to comply with any laws, listing rules, regulations and/or guidelines. The member agrees that he/she will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the shareholder's breach of warranty.