



ONETECH SOLUTIONS HOLDINGS BERHAD
Registration No. : 201901002105 (1311431-K)
(Incorporated in Malaysia)

Notification on the rescheduling of First Annual General Meeting ("1st AGM") and change of broadcast venue to online meeting platform

Dear Shareholders,

We refer to the announcement made on 2 June 2021 in relation to the Notice of 1st AGM of ONETECH SOLUTIONS HOLDINGS BERHAD ("OneTech" or "the Company") and the announcement made on 15 June 2021 in relation to the re-scheduling of 1st AGM to a later date ("Postponed 1st AGM").

In view of the implementation of the Phase 1 of the National Recovery Plan to curb the resurgence of COVID-19 cases in Malaysia and the Revised Guidance Note and FAQs, the Board of Directors of OneTech ("the Board") wishes to inform that the Postponed 1st AGM of the Company, is now being rescheduled to the date, time and place as set out below:

Day and date (NEW)	Friday, 24 September 2021
Time	11:00 a.m. or at any adjournment thereof
Mode of meeting	To be conducted on a fully virtual basis through live streaming and online remote voting
Meeting platform	To be hosted on https://web.vote2u.my provided by Agmo Digital Solutions Sdn. Bhd.

All details in the Notice of the 1st AGM dated 3 June 2021 shall remain unchanged save for the above-mentioned changes and/or as stated herein. The Notice of the Postponed 1st AGM and the Revised Form of Proxy can be viewed and downloaded at Bursa Malaysia Securities Berhad's website.

Only depositors whose names appear in the Register of Depositors as at 17 September 2021 shall be entitled to attend in person or appoint proxies to attend and/or vote on their behalf at the Postponed 1st AGM. Last date and time for lodging the proxy form at the Registered Office of the Company at Unit 3A-12, Level 3A, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, 8, Jalan Kerinchi, 59200 Kuala Lumpur is Wednesday, 22 September 2021 at 11.00 a.m.

Please refer to the Administrative Guide in order to participate remotely to the Postponed 1st AGM.

As the COVID-19 situation continues to evolve, please check the Company's website or announcements from time to time for the latest updates on the status or changes to the Postponed 1st AGM arrangements. The Company seeks the understanding and cooperation of all shareholders to minimise the risk of community spread of COVID-19.

Yours faithfully,

Lau King Yew
Managing Director

2 September 2021



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NOTICE OF POSTPONED ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Postponed First Annual General Meeting (“Postponed 1st AGM”) of OneTech Solutions Holdings Berhad (“the Company”) will be conducted fully virtual through live streaming and online remote voting using Remote Participation and Voting (“RPV”) facilities provided by Vote2U via online meeting platform at <https://web.vote2u.my> (Domain registration number with MYNIC D6A471702) on Friday, 24 September 2021 at 11.00 a.m. for the following purpose:-

AGENDA

AS ORDINARY BUSINESS

1. To receive the Audited Financial Statements for the financial year ended 31 December 2020 together with the Reports of the Directors and Auditors thereon.

(Please refer to Note 8)

2. To approve the payment of Directors’ Fees payable to the Director of the Company of an amount up to RM12,000.00 for the period from 1 July 2021 until the next annual general meeting (“AGM”) of the Company.

(Ordinary Resolution 1)

(Please refer to Note 9)

3. To re-elect Lau King Yew, the retiring Director, who retires and being eligible, offers himself for re-election in accordance with Clause 18.3 of the Company’s Constitution.

(Ordinary Resolution 2)

(Please refer to Note 10)

4. To re-appoint Crowe Malaysia PLT as Auditors of the Company for the ensuing year and to authorize the Directors to fix the Auditors’ remuneration.

(Ordinary Resolution 3)

(Please refer to Note 11)

AS SPECIAL BUSINESS

To consider and, if thought fit, to pass the following resolutions with or without any modification: -

5. **Authority to Issue and Allot Shares pursuant to the Companies Act 2016 (“the Act”)**
“THAT, subject always to the Act, the Company’s Constitution, the LEAP Market Listing Requirements of Bursa Malaysia Securities Berhad (“Bursa Securities”) and the approvals of the relevant government and/or regulatory authorities, the Directors be and are hereby authorised, pursuant to Sections 75 and 76 of the Act, to allot and issue shares in the Company at any time until the conclusion of the next annual general meeting of the Company or the expiration of the period within which the next annual general meeting is required by law to be held or revoked/varied by resolution passed by the shareholders in general meeting whichever is the earlier and upon such terms and conditions and for such purposes and to such person or persons whomsoever as the Directors may, in their absolute discretion, deemed fit, PROVIDED THAT the aggregate number of the shares to be issued pursuant to this Resolution must be not more than one hundred percent (100%) of the total number of issued shares, of which the aggregate number of shares issued other than on a pro rata basis to existing shareholders must be not more than fifty percent (50%) of the total number of issued shares for the time being and that the Directors are also empowered to obtain the approval from Bursa Securities for the listing of and quotation for the additional shares to be issued.”

(Ordinary Resolution 4)

(Please refer to Note 12)

6. **Proposed Alteration or Amendments to the Constitution of the Company**

"THAT the proposed alteration or amendments to the existing Clause 15.5 of the Constitution of the Company, as annexed herewith as Appendix A, be and are hereby approved and adopted, with immediate effect.

AND THAT the Directors of the Company be and are hereby authorised to assent to any conditions, modification, variation and /or amendments as may be required by any relevant authorities, and to do all acts and things and take all such steps as may be considered necessary to give full effect to the foregoing."

(Special Resolution 1)
(Please refer to Note 13)

7. To transact any other business of which due notice shall have been given in accordance with the Company's Constitution and the Companies Act 2016.

BY ORDER OF THE BOARD

Pang Kah Man
SSM PC No.: 202008000183
MIA No.: 18831
Company Secretary

Kuala Lumpur
2 September 2021

Notes:-

1. *A member shall be entitled to appoint not more than two (2) proxies to exercise all or any of his/her rights to attend, participate, speak and vote in his/her stead. There shall be no restriction as to the qualification of the proxy.*
2. *The Revised Form of Proxy and the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power of attorney, must be deposited at the Registered Office of the Company at Unit 3A-12, Level 3A, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, 8, Jalan Kerinchi, 59200 Kuala Lumpur not less than forty-eight (48) hours before the time appointed for holding the meeting or adjourned meeting as the case may be, at which the person named in the instrument proposes to vote, and in the case of a poll, not less than twenty-four (24) hours before the time appointed for the taking of the poll.*
3. *In the event the member(s) duly executes the Revised Form of Proxy but does not name any proxy, such member(s) shall be deemed to have appointed the Chairman of the Meeting as his/their proxy, provided always that the rest of the Revised Form of Proxy, other than the particulars of the proxy, have been duly completed by the member(s).*
4. *Where a member appoints more than one (1) proxy, the appointment shall be invalid unless he/she specifies the proportion of his/her shareholdings to be represented by each proxy.*
5. *If the appointer is a corporation, the instrument must be executed under its Common Seal or under the hand of an attorney so authorised.*

6. *Where a member of the Company is an Exempt Authorised Nominee which holds ordinary shares in the Company for multiple beneficial owners in one securities account ("Omnibus Account"), there is no limit to the number of proxies which the Exempted Authorised Nominee may appoint in respect of each Omnibus Account it holds.*
7. *Only depositors whose names appear in the Register of Depositors as at 17 September 2021 shall be entitled to attend in person or appoint proxies to attend and/or vote on their behalf at the Postponed 1st AGM. Last date and time for lodging the Revised Form of Proxy is Wednesday, 22 September 2021 at 11.00 a.m..*

Explanatory Notes to the Agenda

8. **Item No. 1 of the Agenda - Audited Financial Statements**
This Agenda item is meant for discussion only as provision of Section 340(1)(a) of the Act does not require a formal approval of the shareholders and hence, is not put forward for voting.
9. **Item No. 2 of the Agenda - Approval of Directors' fees**
The proposed Ordinary Resolution 1, if passed, will enable the Company to pay fees to the Independent Director from 1 July 2021 until the next Annual General Meeting. This authority, unless revoked or varied by the Company in a general meeting will expire at the conclusion of the next Annual General Meeting of the Company.

It is to facilitate payment of Director's fees up to RM12,000.00 for the period from 1 July 2021 until the conclusion of the Company's next Annual General Meeting. In the event the amount proposed is insufficient (e.g. due to enlarged Board size, additional meetings held, etc.), approval will be sought at the next Annual General Meeting for the additional amount to meet the shortfall.

10. **Item No. 3 of the Agenda - Re-election of Director**
Clause 18.3 of the Company's Constitution provides that one-third (1/3) of the Directors of the Company shall retire by rotation at an Annual General Meeting. With the current Board size of four, any one (1) Director is to retire in accordance with the Clause 18.3 of the Company's Constitution. A retiring director shall be eligible for re-election and shall retain office until the close of the meeting at which he retires. The retiring Director had consented to his re-election and abstained from deliberation and decision on his own eligibility to stand for re-election.
11. **Item No. 4 of the Agenda – Re-appointment of Auditors**
The Board has assessed the suitability and independence of the external auditors and recommended the re-appointment of Crowe Malaysia PLT as external auditors of the Company to be tabled to the shareholders for approval at this Annual General Meeting of the Company.
12. **Item No. 5 of the Agenda - Authority to Issue and Allot Shares pursuant to the Act**
The proposed Ordinary Resolution 4 is for the purpose of seeking a general mandate to empower the Directors to issue and allot new shares in the Company pursuant to Sections 75 and 76 of the Act and subject to Rule 5.04 of the LEAP Market Listing Requirements of Bursa Securities for such purposes as the Directors consider would be in the best interest of the Company. This authority, unless revoked or varied by the Company at a general meeting, will expire at the next Annual General Meeting of the Company.

The mandate will provide flexibility to the Company to issue new shares for any possible fund raising activities, including but not limited to further placement of shares, for the purpose of funding current or future investment project(s), working capital, acquisition(s), repayment of bank borrowings, issuance of shares as settlement of purchase consideration or such other applications that the Directors may in their absolute discretion deemed fit.

13. Item No. 6 of the Agenda - Proposed amendments to the Constitution of the Company

The proposed Special Resolution 1 is for the purpose of enhancing administrative efficiency of the forms of notice by amending the existing Clauses 15.5(b) and deleting Clause 15.5(c) in its entirety, and thereafter renumbering the Clauses 15.5(d)-(l) as Clauses 15.(c)-(k) ("Proposed Amendments").

The Proposed Amendments as per Appendix A, which is circulated together with the Notice of this Postponed 1st AGM, shall take effect once it has been passed by not less than seventy-five percent (75%) of the members who are entitled to vote and do vote in person or by proxy.

Personal data privacy

By submitting the duly executed Revised Form of Proxy, the member and his/her proxy consent to the Company (and/or its agents/service providers) collecting, using and disclosing the personal data therein in accordance with the Personal Data Protection Act 2010, for the purpose of the Postponed 1st AGM, and any adjournment thereof.

APPENDIX A – PROPOSED AMENDMENT TO THE CONSTITUTION OF THE COMPANY

No.	Existing Clause	Proposed amendment to the existing Clause
15.5(b)	<p>Notice must be given to the Members of the Company. At least twenty-one (21) clear days' written notice must be given for every annual general meeting. For every other general meeting, at least 14 clear days' written notice must be given. If a special resolution is proposed for that general meeting, at least twenty-one (21) clear days' written notice must be given. If special notice of an intention to move a resolution is required under the Act, those requirements must also be complied with. A notice called to consider special business must be accompanied by a statement regarding the effect of any resolution in respect of such special business.</p>	<p>Notice must be given to <u>the Company's Members, Auditor and the Board, Bursa Securities and any other stock exchange on which the Company is listed</u>. At least twenty-one (21) clear days' written notice must be given for every annual general meeting. For every other general meeting, at least 14 clear days' written notice must be given. If a special resolution is proposed for that general meeting, at least twenty-one (21) clear days' written notice must be given. If special notice of an intention to move a resolution is required under the Act, those requirements must also be complied with. A notice called to consider special business must be accompanied by a statement regarding the effect of any resolution in respect of such special business.</p>
15.5(c)	<p>Notice must also be given to the Auditor, the Board, Bursa Securities and any other stock exchange on which the Company is listed. Notices of meetings must also be advertised in at least one (1) nationally circulated daily newspaper in Bahasa Malaysia or English at least twenty-one (21) clear days (where an annual general meeting or a special resolution is proposed) or fourteen (14) clear days (where some other general meeting is proposed).</p>	Deleted
15.5(d) -(l)		Renumbered as 15.5(c)-(k)



ONETECH SOLUTIONS HOLDINGS BERHAD
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ADMINISTRATIVE GUIDE FOR SHAREHOLDERS

General Meeting	: Postponed First Annual General Meeting
Day, Date, and Time of Meeting	: Friday, 24 September 2021 at 11.00 a.m. or at any adjournment thereof
Remote Participation and Voting Facilities	: https://web.vote2u.my
Meeting Venue	: Online Meeting Platform of Vote2U at https://web.vote2u.my
Domain Registration Numbers with MYNIC	: D6A471702

We continue to exercise prudence as the COVID-19 outbreak is still ongoing and strictly comply with the regulations issued by the Government of Malaysia (“**Government**”) and the Guidance and Frequently Asked Questions of the Conduct of General Meetings for Listed Issuers issued by the Securities Commission Malaysia (“**SC**”) (“**Guidance Note and FAQs**”).

Pursuant to the implementation of total lockdown announced by the Government and in accordance with the revised SC Guidance Note and FAQs, during the total lockdown period beginning 1 June 2021 (“**FMCO**”), all general meetings shall be conducted online and all meeting participants including the Chairperson of the meeting, board members, senior management and shareholders shall participate in the meeting via the online platform. Hence, the Postponed First Annual General Meeting of OneTech Solutions Holdings Berhad (“**OneTech**” or the “**Company**”) will be held as a fully virtual meeting via live streaming and online remote voting using Remote Participation and Voting (“**RPV**”) facilities provided by Vote2U at <https://web.vote2u.my>.

Please take note that the quality of the live streaming is highly dependent on the bandwidth and stability of the internet connection of shareholders and proxies. Hence, you are required to ensure that internet connectivity throughout the duration of the meeting is maintained.

Entitlement to Participate and Vote Remotely

Shareholders whose names appear on the Record of Depositors (“**ROD**”) as at 17 September 2021 shall be eligible to attend, participate and vote remotely in the meeting, or appoint proxy(ies)/ the Chairman of the general meeting to attend, participate and/or vote on his/her behalf.

PROCEDURES TO PARTICIPATE IN RPV FACILITIES

Please follow the procedures to participate in RPV facilities as summarised below:

⌘ BEFORE MEETING DAY ⌘

A:	REGISTRATION	
	Description	Procedure
i.	Shareholders to Register with Vote2U ➤ Individual Shareholders	Access website at https://web.vote2u.my Select “ Sign Up ” to sign up as user. Read and indicate your acceptance of the ‘Privacy Policy’ and ‘Terms & Conditions’ by clicking on a small box . Then select “ Next ”. Fill-in your details – (i) ensure your email address is valid & (ii) create your own password. Then select “ Continue ”. Upload a clear copy of your MyKAD for Malaysian (front only) or passport for non-Malaysian (page with photo). Registration as user with Vote2U is completed. An email notification will be sent to you. <i>Note:</i>

		<i>If you have already signed up/registered as a user with Vote2U previously, you are not required to register again.</i>
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B: REGISTRATION OF PROXY		
	Description	Procedure
i.	Submit Revised Form of Proxy (hard copy) <ul style="list-style-type: none"> ➤ Individual Shareholders ➤ Corporate Shareholders ➤ Authorised Nominee ➤ Exempt Authorised Nominee 	a. Fill-in the details on the hard copy Revised Form of Proxy by providing the following information: <ul style="list-style-type: none"> ○ Proxy(ies) & Corporate Representative <ul style="list-style-type: none"> ● Name ● Number of MyKAD for Malaysian or passport for non-Malaysian ● Address and email address – ensure email address is valid b. Corporate Representative only – deposit the hard copy of Revised Form of Proxy together with the following document to the address as stated on the Revised Form of Proxy: <ul style="list-style-type: none"> ● A copy of Certificate of Appointment as corporate representative c. Individual shareholders, authorised nominee and exempt authorised nominee - deposit the hard copy Revised Form of Proxy to the address as stated on the Revised Form of Proxy. d. Submitted Revised Form of Proxy will be verified. e. After verification, proxy(ies) and corporate representative will receive email notification with temporary credentials, i.e. email address & password, to log in to Vote2U.

⌘ REVOCATION OF PROXY ⌘

	Description	Procedure
i.	Revoke a Proxy <ul style="list-style-type: none"> ➤ Individual Shareholders ➤ Corporate Shareholders ➤ Authorised Nominee ➤ Exempt Authorised Nominee 	a. Email to the Registered Office at kmp-kl@kmpcorp.com.my to revoke the appointment of your proxy(ies). <p><i>Note: Applicable to individual shareholders/ corporate shareholders/ authorised nominee/ exempt authorised nominee who have appointed proxy(ies)/ corporate representative using hard copy Revised Form of Proxy.</i></p>

⌘ ON GENERAL MEETING DAY ⌘

1.	Log in to https://web.vote2u.my with your registered email address and password.
	For proxy(ies) and corporate representative, log in with the temporary credentials in the email which you have received from Vote2U.
2.	Vote2U will be opened for log in one (1) hour before the commencement of the general meeting you are attending.
3.	When you are logged in, select the general meeting event you are attending. On the main page, you are able to access the following:

	Description	Procedures
i.	Live Streaming	a. Select " Watch Live " button to view the live streaming.

ii.	Ask Question (real-time)	<p>a. Select “Ask Question” button to pose a question.</p> <p>b. Type in your question and select “Submit”.</p> <p><i>Note:</i> <i>The Chairman of the general meeting/ Board of Directors will endeavour to respond to questions submitted by remote shareholders and proxies and corporate representatives during the meeting subject to time limitation.</i></p>
iii.	Remote Voting	<p>a. On the main page, scroll down and select “Confirm Details & Start Voting”.</p> <p>b. To vote, select your voting choice from the options provided. A confirmation screen will appear to show your selected vote. Select “Next” to continue voting for all resolutions.</p> <p>c. After you have completed voting, a Voting Summary page appears to show all the resolutions with you voting choices. Select “Confirm” to submit your vote.</p> <p><i>Note:</i> <i>Once you have confirmed and submitted your votes, you are <u>not able</u> to change your voting choices.</i></p>
iv.	View Voting Results	<p>a. On the main page, scroll down and select “View Voting Results” when the Chairman of the Meeting has declared the results.</p>
v.	End of RPV	<p>a. Upon the announcement by the Chairman on the closure of the said meeting, the live streaming will end.</p> <p>b. You may log out from Vote2U.</p>

ADDITIONAL INFORMATION

Voting Procedure

Pursuant to Clause 16.6 of the Constitution of the Company, voting at a general meeting will be conducted by poll. The Company has appointed Agmo Digital Solutions Sdn. Bhd. as the poll administrator to conduct the polling process and Aegis Communication Sdn Bhd as the independent scrutineers to verify the results of the poll.

No e-Voucher, Gift, and Food Voucher

There will be no e-Voucher, gift, and food voucher for shareholders, proxies and corporate representatives who participate in the meeting.

Enquiry

- a. For enquiries relating to the general meeting, please contact our Share Registrar during office hours (9:00 a.m. to 5:30 p.m.) on Mondays to Fridays (except public holidays) as follows:

Telephone No. : 03-2783 9299
 Email : is.enquiry@my.tricorglobal.com

- b. For enquiries relating to RPV facilities or issues encountered during registration, log in, connecting to the live streaming and online voting facilities, please contact Vote2U helpdesk during office hours (9:00 a.m. to 5:00 p.m.) on Mondays to Fridays (except public holidays) as follows:

Telephone No. : 03-7664 8520 / 03-7664 8521
 Email : vote2u@agmostudio.com



ONETECH SOLUTIONS HOLDINGS BERHAD

Registration No. 201901002105 (1311431-K)
(Incorporated in Malaysia)

REVISED FORM OF PROXY

I/We, _____ (full name in block letters)

NRIC No/Passport No/Company No _____

of _____
(full address)

being member/members of **ONETECH SOLUTIONS HOLDINGS BERHAD**, hereby appoint the following person(s) as my/our proxy:

Name of proxy & NRIC No. / Passport No.	Contact No.	Email address	No. of ordinary shares represented by proxy	Percentage of shareholding
1. _____	_____	_____	_____	
2. _____	_____	_____	_____	
				100%

or failing *him/her, *the Chairman of the Meeting as *my/our proxy to vote for *me/us on *my/our behalf at the Postponed First Annual General Meeting (“Postponed 1st AGM”) of the Company to be conducted fully virtual through live streaming and online remote voting using Remote Participation and Voting (“RPV”) facilities provided by Vote2U via online meeting platform at <https://web.vote2u.my> (Domain registration number with MYNIC D6A471702) on Friday, 24 September 2021 at 11.00 am or at any adjournment thereof, and to vote as indicated below: -

No.	Ordinary Resolutions	For	Against
1	Approval of Directors’ fees		
2	Re-election of Lau King Yew as Director		
3	Re-appointment of Crowe Malaysia PLT as Auditors		
4	Authority to Issue and Allot Shares pursuant to the Companies Act 2016		
5	Proposed Amendments to the Constitution of the Company		

Please indicate with [✓] on how you wish your votes to be cast. If no specific direction as to voting is given, the proxy will vote or abstain at his/her discretion.

* Delete where applicable.

CDS Account No.	
Number of Shares held	
Member’s contact number	

.....
Signature of Member(s) or Common Seal

Dated this day of 2021

Notes:-

1. *A member shall be entitled to appoint not more than two (2) proxies to exercise all or any of his/her rights to attend, participate, speak and vote in his/her stead. There shall be no restriction as to the qualification of the proxy.*
2. *The Revised Form of Proxy and the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power of attorney, must be deposited at the Registered Office of the Company at Unit 3A-12, Level 3A, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, 8, Jalan Kerinchi, 59200 Kuala Lumpur not less than forty-eight (48) hours before the time appointed for holding the meeting or adjourned meeting as the case may be, at which the person named in the instrument proposes to vote, and in the case of a poll, not less than twenty-four (24) hours before the time appointed for the taking of the poll.*
3. *In the event the member(s) duly executes the Revised Form of Proxy but does not name any proxy, such member(s) shall be deemed to have appointed the Chairman of the Meeting as his/their proxy, provided always that the rest of the Revised Form of Proxy, other than the particulars of the proxy, have been duly completed by the member(s).*
4. *Where a member appoints more than one (1) proxy, the appointment shall be invalid unless he/she specifies the proportion of his/her shareholdings to be represented by each proxy.*
5. *If the appointer is a corporation, the instrument must be executed under its Common Seal or under the hand of an attorney so authorised.*
6. *Where a member of the Company is an Exempt Authorised Nominee which holds ordinary shares in the Company for multiple beneficial owners in one securities account ("Omnibus Account"), there is no limit to the number of proxies which the Exempted Authorised Nominee may appoint in respect of each Omnibus Account it holds.*
7. *Only depositors whose names appear in the Register of Depositors as at 17 September 2021 shall be entitled to attend in person or appoint proxies to attend and/or vote on their behalf at the Postponed 1st AGM. Last date and time for lodging the Revised Form of Proxy is Wednesday, 22 September 2021 at 11.00 a.m.*

Personal data privacy

By submitting the duly executed Revised Form of Proxy, the member and his/her proxy consent to the Company (and/or its agents/service providers) collecting, using and disclosing the personal data therein in accordance with the Personal Data Protection Act 2010, for the purpose of the Postponed 1st AGM, and any adjournment thereof.