

MCOM HOLDINGS BERHAD Registration No.: 201701034106 (1248277-X)

(Incorporated in Malaysia)

Notification on the rescheduling of Fourth Annual General Meeting ("4th AGM")

Dear Shareholders,

We refer to the announcement made on 3 June 2021 in relation to the re-scheduling of 4^{th} AGM of MCOM HOLDINGS BERHAD ("MCOM" or "the Company") to a later date.

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 MCOM ("the Board") wishes to inform that the 4th AGM of the Company, is now being rescheduled to the date, time and place as set out below:

Day and date (NEW)	Tuesday, 28 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
Online Meeting platform	TIIH Online website at https://tiih.online or https://tiih.com.my provided by Tricor Investor & Issuing House Services Sdn. Bhd.

The Audited Financial Statements, Notice of the 4th AGM and the Form of Proxy can be viewed and downloaded at http://www.bursamalaysia.com.

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 4th AGM. Last date and time for lodging the Form of Proxy is Sunday, 26 September 2021 at 11.00 a.m. Please refer to the Administrative Guide in order to participate remotely to the 4th 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 4th AGM arrangements. The Company seeks the understanding and cooperation of all shareholders to minimise the risk of community spread of COVID-19.

Yours faithfully,

Foo Seck Chyn Chairman of the Board

6 September 2021



MCOM HOLDINGS BERHAD Registration No. : 201701034106 (1248277-X)

(Incorporated in Malaysia)

NOTICE OF POSTPONED ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Postponed Fourth Annual General Meeting ("4th AGM") of MCOM Holdings Berhad ("the Company") will be held on a fully virtual basis through the Online Meeting Platform via TIIH Online website at https://tiih.online or https://tiih.com.my (Domain registration number with MYNIC: D1A282781) provided by Tricor Investor & Issuing House Services Sdn. Bhd., Malaysia on Tuesday, 28 September 2021 at 11.00 a.m. and at any adjournment thereof to transact the following businesses, with or without modifications thereto:

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 Note 10)

2. To approve the Directors' Fees payable to the Directors of the Company for an amount up to RM288,000.00 for the period from 29 September 2021 until the conclusion of the next annual general meeting of the Company to be divided amongst the Directors in such manner as they may determine.

(Ordinary Resolution 1)

(Please refer Note 11)

3. To approve the Directors' benefit payable to the Directors of the Company for an amount up to RM8,000.00 for the period from 29 September 2021 until the next annual general meeting of the Company.

(Ordinary Resolution 2)

(Please refer Note 12)

4. To re-elect the following Directors who retire and being eligible, offers themselves for re-election in accordance with the Company's Constitution:

a) Ho Kim Hun

(Clause 99.1)

(Ordinary Resolution 3)

b) Tee Wee Huat

(Clause 108)

(Ordinary Resolution 4)

5. To re-appoint CROWE MALAYSIA PLT as Auditors of the Company for the financial year ending 31 December 2021 and to authorize the Directors to fix their remuneration.

(Ordinary Resolution 5)

(Please refer Note 13)

AS SPECIAL BUSINESS

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

6. 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 6) (Please refer to Note 14)

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 6 September 2021

Notes:-

1. In view of the Covid-19 health concerns, the 4th AGM will be held on a full virtual basis through live streaming and online remote voting using Remote Participation and Voting Facilities ("RPV"). The Company has appointed the Share Registrar, Tricor Investor & Issuing House Services Sdn Bhd ("Tricor") as the Poll Administrator for the 4th AGM to facilitate the RPV via TIIH Online website at https://tiih.online. Please follow the procedures set out in the Administrative Guide for 4th AGM which is

available on Bursa Malaysia Securities Berhad's website to register, participate, speak and vote remotely via the RPV.

- 2. 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.
- 3. The 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 may be made in a hard copy form or by electronic means. The Forms of Proxy must be submitted in the following manner, not less than forty-eight (48) hours before the time appointed for holding the 4th AGM or at any adjournment thereof, and in the case of a poll, not less than twenty-four (24) hours before the time appointed for the taking of the poll:

(i) <u>In hard copy form</u>

The original signed Forms of Proxy must be deposited with the office of the appointed Poll Administrator, Tricor at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur or alternatively, the Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur.

(ii) By electronic form

The Forms of Proxy can be electronically submitted via TIIH Online at https://tiih.online. Please follow the procedures set out in the Administrative Guide for 4th AGM.

- 4. For a corporate member who has appointed a representative instead of a proxy to participate in this 4th AGM, the ORIGINAL certificate of appointment executed in the manner as stated in the proxy form must be deposited at the office of the appointed Poll Administrator, Tricor.
- 5. In the event the member(s) duly executes the 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 Form of Proxy, other than the particulars of the proxy, have been duly completed by the member(s).
- 6. 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.
- 7. If the appointer is a corporation, the instrument must be executed under its Common Seal or under the hand of an attorney so authorised.
- 8. 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.
- 9. 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 4th AGM. Last date and time for lodging the Form of Proxy is Sunday, 26 September 2021 at 11.00 a.m.

Explanatory Notes to the Agenda

10. 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.

11. 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 Directors for the period from 29 September 2021 until the conclusion of the next Annual General Meeting to be divided amongst the Directors in such manner as they may determine.

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.

12. Item No. 3 of the Agenda - Approval of Directors' benefits

The proposed Ordinary Resolution 2, if passed, will authorise the payment of the Directors' benefits to the Directors by the Company for the period from 29 September 2021 until the conclusion of the next Annual General Meeting that are derived from the estimated meeting allowance based on the number of scheduled and unscheduled meetings (where necessary) of the Board.

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.

13. Item No. 5 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.

14. Item No. 6 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.

Personal data privacy

By submitting the duly executed 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 4th AGM, and any adjournment thereof.

MCOM HOLDINGS BERHAD (Registration No.: 201701034106 (1248277-X))

ADMINISTRATIVE GUIDE FOR THE POSTPONED FOURTH ANNUAL GENERAL MEETING (4th AGM)

Day & Date : Tuesday, 28 September 2021

Time : 11.00 a.m.

Online Meeting Platform: TIIH Online website at https://tiih.online provided by Tricor Investor &

Issuing House Services Sdn. Bhd.

MODE OF MEETING

In view of the implementation of the Phase 1 of the National Recovery Plan and pursuant to the revised MKN SOP dated 23 August 2021, no physical meeting is allowed. The Company has decided to conduct a fully virtual meeting through online meeting platform via TIIH Online website at https://tiih.online provided by our Share Registrar, Tricor Investor & Issuing House Services Sdn. Bhd. ("Tricor"). All meeting participants including the Chairperson of the meeting, board members, senior management and shareholders are required to participate in the meeting online. Physical meetings or gatherings, irrespective of the number of participants involved are prohibited.

REMOTE PARTICIPATION AND VOTING FACILITIES ("RPV")

Shareholders are to attend, speak (in the form of real time submission of typed texts) and vote (collectively, "participate") remotely at the 4th AGM using RPV facilities provided by Tricor via its **TIIH Online** website at https://tiih.online.

A shareholder who has appointed a proxy or attorney or authorised representative to participate at this 4th AGM via RPV facilities must request his/her proxy or attorney or authorised representative to register himself/herself for RPV at Tricor's TIIH Online website at https://tiih.online.

As the 4th AGM will be held as a fully virtual meeting, shareholders who are unable to participate in this 4th AGM may appoint the Chairman of the Meeting as his/her proxy and indicate the voting instructions in the Form of Proxy.

PROCEDURES FOR RPV

Shareholder(s) or proxy(ies) or corporate representative(s) or attorney(s) who wish to participate in the 4th AGM remotely using the RPV facilities are to follow the requirements and procedures as indicated below: -

Procedure	Action
BEFORE THE 4 TH AGM I	DAY
(a) Register as an user with Tricor's TIIH Online website	 Using your computer, access the website at https://tiih.online and register as an user under the "e-Services" select "Create Account by Individual Holder". Kindly refer to the tutorial guide posted on the homepage for assistance. Registration as an user will be approved within one (1) working day and you will be notified via email. If you are already an user with Tricor's TIIH Online website, you are not required to register again. You will receive an e-mail to notify you that the remote participation is available for registration at Tricor's TIIH Online website.
(b) Submit your registration for RPV	 Registration is open from 10.00 a.m. Monday, 6 September 2021 until the day of 4th AGM, Tuesday, 28 September 2021. Shareholder(s) or proxy(ies) or corporate representative(s) or attorney(s) are required to pre-register their attendance for the 4th AGM to ascertain their eligibility to participate in the 4th AGM using the RPV. Login with your user ID and password and select the corporate event: "(REGISTRATION) MCOM 4th AGM". Read and agree to the Terms & Conditions and confirm the Declaration. Select "Register for Remote Participation and Voting". Review your registration and proceed to register. System will send an e-mail to notify that your registration for remote participation is received and will be verified. After verification of your registration against the General Meeting Record of Depositors dated 17 September 2021, the system will send you an e-mail after 26 September 2021 to approve or reject your registration for remote participation. (Note: Please allow sufficient time for approval of new user of TIIH Online and register for the RPV).

	Procedure	Action
ON T	THE DAY OF THE 4 ^T	H AGM (TUESDAY, 28 SEPTEMBER 2021)
(c)	Login to Tricor's TIIH Online website	• Login with your user ID and password for remote participation at the 4 th AGM at any time from 10.00 a.m. i.e. 1 hour before the commencement of the 4 th AGM on Tuesday , 28 September 2021 at 11.00 a.m.
(d)	Participate through Live Streaming	 Select the corporate event: "(LIVE STREAM MEETING) MCOM 4th AGM" to engage in the proceedings of the 4th AGM remotely. If you have any question for the Chairman/Board, you may use the query box to transmit your question. The Chairman/Board will endeavour to respond to questions submitted by you during the 4th AGM. If there is time constraint, the responses will be e-mailed to you at the earliest possible, after the meeting.
(e)	Online Remote Voting	 Voting session commences from 11.00 a.m. on 28 September 2021 until a time when the Chairman announces the end of the voting session. Select the corporate event: "(REMOTE VOTING) MCOM 4th AGM" or if you are on the live stream meeting page, you can select "GO TO REMOTE VOTING PAGE" button below the Query Box. Read and agree to the Terms & Conditions and confirm the Declaration. Select the CDS account that represents your shareholdings. Indicate your votes for the resolutions that are tabled for voting. Confirm and submit your votes.
(f)	End of remote participation	• Upon the announcement by the Chairman on the closure of the 4 th AGM, the live streaming will end.

Notes to users of the RPV facilities:-

- 1. Should your registration for RPV be approved, we will make available to you the rights to join the live streamed meeting and to vote remotely. Your login to Tricor's TIIH Online on the day of 4th AGM will indicate your presence at the virtual meeting.
- 2. The quality of your connection to the live broadcast is dependent on the bandwidth and stability of the internet at your location and the device you use.
- 3. In the event you encounter any issues with logging-in, connection to the live streamed meeting or online voting, kindly call Tricor's Help Line at 011-40805616 / 011-40803168 / 011-40803169 / 011-40803170 or e-mail to tiih.online@my.tricorglobal.com for assistance.

PRE-MEETING SUBMISSION OF QUESTION TO THE BOARD OF DIRECTORS

Shareholders may submit questions for the Board in advance of the 4th AGM via Tricor's **TIIH Online** website at https://tiih.online by selecting "e-Services" to login, pose questions and submit electronically no later than **Sunday**, **26 September 2021 at 11.00 a.m.** The Board will endeavour to answer the questions received at the 4th AGM.

ENTITLEMENT TO PARTICIPATE /GENERAL MEETING RECORD OF DEPOSITORS ("ROD")

Only a depositor whose name appears on the ROD as at **17 September 2021** shall be entitled to attend, speak and vote at the 4th AGM or appoint proxy(ies)/corporate representative(s)/attorney(s) to attend and/or vote on his/her behalf.

APPOINTMENT OF PROXY OR ATTORNEY OR CORPORATE REPRESENTATIVE

Shareholders who appoint proxy(ies) to participate via RPV at the 4th AGM must ensure that the duly executed Form of Proxy are deposited in a hard copy form or by electronic means to Tricor no later than **Sunday**, **26 September 2021** at **11:00 a.m.**

The appointment of a proxy may be made in a hard copy form or by electronic means in the following manner: -

(i) In hard copy form

In the case of an appointment made in hard copy form, the proxy form must be deposited with Tricor at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur or alternatively, the Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur.

(ii) By electronic form

The Form of Proxy form can be electronically lodged with Tricor via TIIH Online at https://tiih.online. Kindly refer to the Administrative Notes on the conduct for the 4th AGM on the procedures for electronic lodgement of Form of Proxy via TIIH Online.

	Procedure	Action
i.	Steps for Individual Members	
(a)	Register as a User with Tricor's TIIH Online website	 Using your computer, please access the website at https://tiih.online Register as a user under the "e-Services". Please do refer to the tutorial guide posted on the homepage for assistance. If you are already a user with TIIH Online, you are not required to register again.
(b)	Proceed with submission of Form of Proxy	 After the release of the Notice of Meeting by the Company, login with your user name (i.e. email address) and password. Select the corporate event: "MCOM 4th AGM – Submission of Proxy Form". Read and agree to the Terms & Conditions and confirm the Declaration. Insert your CDS account number and indicate the number of shares for your proxy(ies) to vote on your behalf. Indicate your voting instructions – FOR or AGAINST, otherwise your proxy will decide your vote. Review and confirm your proxy(ies) appointment. Print Form of Proxy for your record.
ii.	Steps for Corporation or Instit	utional Members
(a)	Register as an User with Tricor's TIIH Online website	 Access TIIH online at https://tiih.online Under e-Services, the authorised or nominated representative of the corporation or institutional member selects "Create Account by Representative of Corporate Holder". Complete the registration form and upload the required documents. Registration will be verified, and you will be notified by email within one (1) to two (2) working days. Proceed to activate your account with the temporary password given in the email and re-set your own password. (Note: The representative of a corporation or institutional member must register as a user in accordance with the above steps before he/she can subscribe to this corporate member electronic proxy submission. Please contact our Share Registrar if you need clarifications on the user registration.)

 Select the corporate event: "MCOM 4th AGM – Submission Proxy Form". Read and agree to the Terms & Conditions and confirm Declaration. Proceed to download the file format for "Submission of Proxy Fin accordance with the Guidance Note set therein. Prepare the file for the appointment of proxies by inserting required data. Proceed to upload the duly completed proxy appointment file. Select "Submit" to complete your submission. Print the confirmation report of your submission for your record. 	on the Form"
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POLL VOTING

The voting at the 4th AGM will be conducted by poll. The The Company has appointed Tricor as Poll Administrator to conduct the poll by way of electronic voting (e-voting).

Shareholders or proxy(ies) or corporate representative(s) or attorney(s) can proceed to vote on the resolutions at any time from **11.00 a.m. on Tuesday**, **28 September 2021** but before the end of the voting session which will be announced by the Chairman of the Meeting. Kindly refer to item (e) of the above Procedures for RPV for guidance on how to vote remotely from Tricor's **TIIH Online** website at https://tiih.online.

Upon completion of the voting session for 4th AGM, the Scrutineers will verify the poll results followed by the Chairman's declaration whether the resolutions are duly passed.

DOOR GIFT/FOOD VOUCHER

There will be NO distribution of door gifts or food vouchers for the 4th AGM since the meeting is being conducted on a fully virtual basis.

NO RECORDING OR PHOTOGRAPHY

Unauthorised recording and photography are strictly prohibited at the 4th AGM of the Company.

ENQUIRY

If you have any enquiries on the above, please contact the following persons during office hours on Mondays to Fridays from 9:00 a.m. to 5:30 p.m. (except on public holidays): -

Tricor Investor & Issuing House Services Sdn. Bhd.

General Line :+603-2783 9299 Fax Number :+603-2783 9222

Email :<u>is.enquiry@my.tricorglobal.com</u>

 $Contact\ persons\ :\ Ms\ Christine\ Cheng\ : +603-2783\ 9265\ /\ Email: \underline{Christine.Cheng@my.tricorglobal.com}$

Mr Ang Wai Meng: +603-2783 9281 / Email: Wai.Meng.Ang@my.tricorglobal.com

MCOM HOLDINGS BERHAD

Registration No.: 201701034106 (1248277-X) (Incorporated in Malaysia)

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Notes:-

- 1. In view of the Covid-19 health concerns, the 4th AGM will be held on a full virtual basis through live streaming and online remote voting using Remote Participation and Voting Facilities ("RPV"). The Company has appointed the Share Registrar, Tricor Investor & Issuing House Services Sdn Bhd ("Tricor") as the Poll Administrator for the 4th AGM to facilitate the RPV via TIIH Online website at https://tiih.online. Please follow the procedures set out in the Administrative Guide for 4th AGM which is available on Bursa Malaysia Securities Berhad's website to register, participate, speak and vote remotely via the RPV.
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- 3. The 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 may be made in a hard copy form or by electronic means. The Forms of Proxy must be submitted in the following manner, not less than forty-eight (48) hours before the time appointed for holding the 4th AGM or at any adjournment thereof, and in the case of a poll, not less than twenty-four (24) hours before the time appointed for the taking of the poll:

(i) <u>In hard copy form</u>

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(ii) By electronic form)

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- 4. For a corporate member who has appointed a representative instead of a proxy to participate in this 4th AGM, the ORIGINAL certificate of appointment executed in the manner as stated in the proxy form must be deposited at the office of the appointed Poll Administrator, Tricor.
- 5. In the event the member(s) duly executes the 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 Form of Proxy, other than the particulars of the proxy, have been duly completed by the member(s).
- 6. 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.
- 7. If the appointer is a corporation, the instrument must be executed under its Common Seal or under the hand of an attorney so authorised.
- 8. 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.
- 9. 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 4th AGM. Last date and time for lodging the Form of Proxy is Sunday, 26 September 2021 at 11.00 a.m.

Personal data privacy

By submitting the duly executed 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 4th AGM, and any adjournment thereof.