

Scomi

SCOMI ENERGY SERVICES BHD

Registration no. 199601025627 (397979-A)
(Incorporated in Malaysia)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Extraordinary General Meeting (“EGM” or “Meeting”) of Scomi Energy Services Bhd (“SESB” or “Company”) will be held and conducted on a fully virtual basis through live streaming and online remote voting via the online meeting platform at <https://meeting.boardroomlimited.my> (Domain Registration No. with MYNIC - D6A357657) on Wednesday, 20 October 2021 at 10:00 a.m. or at any adjournment thereof for the purpose of considering and if thought fit, passing with or without modifications the following resolution:

ORDINARY RESOLUTION

PROPOSED DISPOSAL BY SCOMI MARINE SERVICES PTE LTD, A WHOLLY-OWNED SUBSIDIARY OF SESB OF 490,597,000 SHARES IN PT RIG TENDERS INDONESIA, TBK, REPRESENTING 80.54% EQUITY INTEREST TO PT SURYA INDAH MUARA PANTAI FOR A CASH CONSIDERATION OF USD9,500,000 (“PROPOSED DISPOSAL”)

“THAT subject to the fulfilment of all the conditions precedent under the conditional shares purchase agreement dated 26 August 2021 between Scomi Marine Services Pte Ltd (“SMS”) and PT Surya Indah Muara Pantai (“PTSIM”), and all approvals being obtained from the relevant authorities and/or parties (if required), approval be and is hereby given to SMS to dispose of 490,597,000 shares in PT Rig Tenders Indonesia, Tbk, representing 80.54% equity interest to PTSIM for a total cash consideration of USD9,500,000;

AND THAT the Board of Directors of the Company (“Board”) be and is hereby authorised to do all acts and things as may be deemed fit, necessary or expedient to give full effect to the Proposed Disposal with full power to assent to any conditions, modifications, variations and/or amendments in any manner as may be in the best interest of the Company or SMS or as may be required or imposed by the relevant authorities, and to take all such steps and actions as the Board deems necessary or expedient in order to implement, finalise and give full effect to the Proposed Disposal.”

BY ORDER OF THE BOARD

CHEN WEE SAM (SSM PC No. 202008002853) (LS 0009709)
THONG PUI YEE (SSM PC No. 202008000510) (MAICSA 7067416)
Joint Company Secretaries

Kuala Lumpur
5 October 2021

Notes:

- (i) As part of the safety measures to curb the spread of the Coronavirus outbreak, the Company will conduct the EGM on a fully virtual basis through live streaming and online remote voting via the online meeting platform at <https://meeting.boardroomlimited.my> (Domain Registration No. with MYNIC - D6A357657). **Please read these Notes carefully and follow the Procedures in the Administrative Guide for the EGM in order to register, attend, participate and vote remotely.**
- (ii) The Securities Commission Malaysia had on 16 July 2021, revised the Guidance Note and Frequently Asked Questions (“FAQ”) on the Conduct of General Meetings for Listed Issuers (“the Revised Guidance Note and FAQ”) which encourage the listed issuers to conduct virtual general meetings. All meeting participants of a fully virtual general meeting including the Chairperson of the meeting, board members, senior management and shareholders are to participate in the meeting online. According to the Revised Guidance Note and FAQ, 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.
- (iii) A member of the Company entitled to attend and vote at the EGM of the Company shall be entitled to appoint not more than two (2) proxies to exercise all or any of his/her/its rights to attend, participate (including to pose questions to the Board of the Company) and vote in his stead. A proxy may but need not be a member and there shall be no restriction as to the qualification of the proxy.
- (iv) Where a member appoints two (2) proxies, the appointment shall be invalid unless he/she/it specifies the proportions of his/her/its shareholdings to be represented by each proxy.
- (v) In respect of deposited securities, only members whose names appear on the Record of Depositors on 13 October 2021 (EGM Record of Depositors) shall be eligible to attend, participate and vote at the EGM or appoint proxy(ies) to attend, participate and vote on his/her/its behalf.
- (vi) Where a member of the Company is an Exempt Authorised Nominee as defined under the Securities Industry (Central Depositories) Act 1991, who holds ordinary shares in the Company for multiple beneficial owners in one securities account (“omnibus account”), there is no limit to the number of proxies which the Exempt Authorised Nominee may appoint in respect of each omnibus account it holds.
- (vii) Where a member of the Company is an Authorised Nominee as defined under the Securities Industry (Central Depositories) Act 1991, it is entitled to appoint not more than two (2) proxies in respect of each securities account it holds with ordinary shares of the Company standing to the credit of the said securities account.
- (viii) The instrument appointing a proxy, in case of an individual shall be signed by the appointer or his/her attorney duly authorised in writing or, if the member is a corporation, either be executed under its common seal or by its duly authorised attorney or officer.
- (ix) 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, shall be deposited at the Company’s Share Registrar office at Ground Floor or 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia or by electronic means via Boardroom Smart Investor portal at <https://investor.boardroomlimited.com> not less than forty-eight (48) hours before the time for holding the EGM or any adjournment thereof at which the person named in the instrument proposes to vote, or, in the case of a poll, not less than twenty-four (24) hours before the time appointed for the taking of the poll, and in default, the instrument of proxy shall not be treated as valid.
- (x) Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, the resolution set out in the Notice of the EGM will be put to vote by way of poll.

Personal Data Privacy:

By submitting form(s) of proxy appointing a proxy(ies) and/or representative(s) to attend, participate and vote at the EGM and/or at any adjournment thereof, a member of the Company (i) consents to the collection, use and disclosure of the member’s personal data by the Company (or its agents) for the purpose of the processing and administration by the Company (or its agents) of proxy(ies) and representative(s) appointed for the EGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the EGM (including any adjournment thereof), and in order for the Company (or its agents) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the “Purposes”), (ii) warrants that where the member discloses the personal data of the member’s proxy(ies) and/or representative(s) to the Company (or its agents), the member has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, and (iii) agrees that the member will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member’s breach of warranty.



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ADMINISTRATIVE GUIDE FOR THE EXTRAORDINARY GENERAL MEETING (“EGM” OR “MEETING”) OF SCOMI ENERGY SERVICES BHD. (“SESB” OR “COMPANY”)

Date	:	Wednesday, 20 October 2021
Time	:	10.00 a.m.
Meeting Platform/Venue	:	Online meeting platform at https://meeting.boardroomlimited.my (Domain Registration No. with MYNIC - D6A357657)
Place to deposit Proxy Form	:	The Share Registrar of Scomi Energy Services Bhd. Boardroom Share Registrars Sdn Bhd (“BoardRoom”) Ground Floor or 11th Floor, Menara Symphony No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13 46200 Petaling Jaya Selangor Darul Ehsan Malaysia Or Boardroom Smart Investor portal at https://investor.boardroomlimited.com
Mode of Communication	:	(1) Members may submit questions by typed text during live streaming at https://meeting.boardroomlimited.my ; or (2) Members may submit questions prior to the EGM by emailing to bsr.helpdesk@boardroomlimited.com no later than 10.00 a.m. on 18 October 2021 (Monday).

Mode of Meeting

The EGM of the Company will be held and conducted **FULLY VIRTUAL** through live streaming and online remote voting using the remote participation and electronic voting facilities via the online meeting platform as mentioned above.

The Securities Commission Malaysia had on 16 July 2021, revised the Guidance Note and Frequently Asked Questions (“**FAQ**”) on the Conduct of General Meetings for Listed Issuers (“**the Revised Guidance Note and FAQ**”) which encourage the listed issuers to conduct virtual general meetings. All meeting participants of a fully virtual general meeting including the Chairperson of the meeting, board members, senior management and shareholders are to participate in the meeting online. According to the Revised Guidance Note and FAQ, 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.

Entitlement to Participate and Vote

In respect of deposited securities, only members whose names appear on the Record of Depositors on 13 October 2021 (EGM Record of Depositors) shall be eligible to attend, participate and vote at the EGM or appoint proxy(ies) to attend, participate and vote on his/her/its behalf.



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Appointment of Proxy

Members are encouraged to go online, participate and vote at the EGM via remote participation. If you are unable to attend the EGM, you are encouraged to appoint not more than two (2) proxies or the Chairman of the Meeting as your proxy and indicate the voting instructions in the Proxy Form in accordance with the notes and instructions printed therein.

Should you wish to appoint a proxy or proxies, you **must** complete, sign and deposit the Form of Proxy in accordance with the instructions as mentioned above **not later than Monday, 18 October 2021 at 10.00 a.m.**

Corporate shareholders, authorised nominees and exempt authorised nominees are to refer to "Step 2 – Submit Request for Remote Participation User ID and Password" below.

Revocation of Proxy

If you decide to change your proxy or wish to participate in the EGM by yourself after you have deposited the Form of Proxy, please write in to bsr.helpdesk@boardroomlimited.com to revoke the earlier appointed proxy **not later than Monday, 18 October 2021 at 10.00 a.m.**

Poll Voting

Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, the ordinary resolution set out in the Notice of the EGM shall be put to vote by way of a poll. The Company has appointed BoardRoom as Poll Administrator to conduct the poll by way of electronic voting (e-Voting) and SharePolls Sdn Bhd as Independent Scrutineer to verify the poll results. Members or proxies who are present at the EGM can proceed to vote on the resolution before the end of the voting session which will be announced by the Chairman of EGM.

The Independent Scrutineer will verify the poll results and the Chairman of the EGM will declare whether the ordinary resolution put to vote was carried.

No Food Pack and Door Gift

There will be **NO DISTRIBUTION** of food packs or door gifts for shareholders/proxies who participate in EGM as the meeting will be conducted on fully virtual basis.

Recording or Photography

Strictly **NO** unauthorised recording or photography of the proceedings of the EGM is allowed. The Company reserves the rights to take appropriate legal actions against anyone who violates this rule.

Questions and Answers Session at EGM

The Chairman of EGM and the Directors will endeavour their best to respond to the questions submitted by members/proxies which are related to the ordinary resolution to be tabled at the EGM.



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Members/proxies may proceed to cast votes on the proposed ordinary resolution to be tabled at the EGM after the Chairman has opened the poll on the ordinary resolution. Members/proxies are reminded to cast their votes before the poll is closed.

Online Registration Procedure

Before the day of the EGM

Step 1 – Register Online with Boardroom Smart Investor Portal (for first time registration only)

[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 "Submit request for Remote Participation user ID and Password".]

- Access website <https://investor.boardroomlimited.com>
- Click <<**Register**>> to sign up as a user.
- Complete registration and upload softcopy of MyKAD (front and back) or Passport in JPEG, PNG or PDF format
- Please enter a valid email address, contact number, and password to complete the registration.
- Your registration will be verified and approved within one business day and an email notification will be sent to you.

Step 2 – Submit Request for Remote Participation User ID and Password

*[Note: The registration for remote access will be opened on **5 October 2021 at 10.00 a.m.** Please note that the **closing date to submit your request is on 18 October 2021 at 10.00 a.m.**]*

Individual Members

- Login to <https://investor.boardroomlimited.com> using your User ID and Password above.
- Select "**SCOMI ENERGY SERVICES BHD EXTRAORDINARY GENERAL MEETING**" from the list of Corporate Meetings and click "**Enter**".
- Read and agree to the terms & conditions.
- Enter your CDS Account and thereafter submit your request.

Corporate Shareholders

- 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; and
- Provide a photocopy of the corporate representative's or proxy's MyKAD (front and back) (for Malaysian) or passport (for non-Malaysian) in JPEG, PNG or PDF format together with his/her email address.

Authorised Nominee and Exempt Authorised Nominee

- 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; and
- Provide a photocopy of the proxy's MyKAD (front and back) (for Malaysian) or passport (for non-Malaysian) in JPEG or PNG format together with his/her email address.



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Appointment of Proxy

- Log in <https://investor.boardroomlimited.com> using your user ID and password from Step 1 above.
- Select "**SCOMI ENERGY SERVICES BHD EXTRAORDINARY GENERAL MEETING**" from the list of Corporate Meetings and click "**Enter**".
- Click on "**Submit eProxy Form**".
- Read and accept the General Terms and Conditions by clicking "**Next**".
- Enter your CDS Account Number and number of securities held.
- Select your proxy – either the Chairman of the meeting or individual named proxy(ies) and enter the required particulars of your proxy(ies).
- Indicate your voting instructions – FOR or AGAINST, otherwise your proxy will decide your vote.
- Review and confirm your proxy appointment.
- Click "**Apply**".
- Download or print the eProxy form as acknowledgement.

Email Notification

- a. You will receive a notification from BoardRoom that your request has been received and is being verified.
- b. Upon system verification against the General Meeting Record of Depositors as at 13 October 2021, you will receive an email from BoardRoom either approving or rejecting your registration for remote participation.
- c. If your registration is approved, you will receive the Meeting ID, your remote access user ID and password in the same email from BoardRoom after the closing date.
- d. Please note that the **closing date to submit your request is on 18 October 2021 at 10.00 a.m.** (48 hours before the commencement of EGM).

On the day of the EGM



Step 3 – Login to Online Meeting Platform

[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.]

- a. The Online Meeting Platform will be opened for **login starting from 9.00 a.m. on 20 October 2021 (1 hour before the EGM at 2.00 p.m.)**.
- b. Follow the steps given to you in the email along with your Meeting ID, remote access user ID and password to login to the Online Meeting Platform.
- c. The steps will also guide you how to view live web cast, ask questions and vote.

Step 4 – Participate

[Note: Please follow the User Guides provided in the confirmation email above to view the live webcast, submit questions and vote.]

- a. If you would like to view the live webcast, select the broadcast  icon.
- b. If you would like to ask a question during the EGM, select the messaging  icon.



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c. Type your message within the chat box, once completed click the send button.

[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.]

Step 5 – Voting

- a. Once voting has been opened, the polling icon will appear with the resolution and your voting choices until the Chairman declares the end of voting session.
- b. To vote, simply select your voting direction from the options provided. A confirmation message will appear to show your vote has been received.
- c. To change your vote, re-select another voting direction.
- d. If you wish to cancel your vote, please press "**Cancel**".
- e. Upon the announcement by the Chairman on the closure of the EGM the live webcast will end and the Messaging window will be disabled.

Enquiry

Should you have any query, please contact BoardRoom at 03-7890 4700 or email to bsr.helpdesk@boardroomlimited.com.

Personal data privacy

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, participate and vote at the EGM and/or any adjournment thereof, a member of the Company:

- (i) consents to the collection, use and disclose of the member's personal data by the Company (or its agents) for the purpose of the processing and administration by the Company (or its agents) of proxies and representatives appointed for the EGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the EGM (including any adjournment thereof), and in order for the Company (or its agent) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "**Purposes**");
- (ii) warrants that where the member discloses the personal data of the member's proxy(ies) and/or representative(s) to the Company (or its agents), the member has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents) of the personal data of such proxy(ies) and/or representative(s) for the Purposes; and
- (iii) agrees that the member will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses, and damages as a result of the member's breach of warranty.