



CTOS DIGITAL BERHAD
(Registration No. 201401025733 (1101823-A))
(Incorporated in Malaysia)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the 2022 Annual General Meeting of CTOS Digital Berhad (“**CTOS Digital**” or the “**Company**”) (“**AGM**”) will be conducted on a fully virtual manner through live streaming and online remote meeting platform of TIH Online provided by Tricor Investor & Issuing House Services Sdn Bhd via its website at <https://tiah.online> or <https://tiah.com.my> (Domain registration number with MYNIC: D1A282781) on **Friday, 27 May 2022 at 9.30 a.m.** to transact the following businesses:-

AGENDA

Ordinary Business

1. To receive the Audited Financial Statements for the financial year ended 31 December 2021 together with the Reports of the Directors and Auditors thereon. (Please refer to Explanatory Note 1)
2. To re-elect the following Directors who retire pursuant to Clause 76 (3) of the Company’s Constitution:-
 - (i) Loh Kok Leong (Resolution 1)
 - (ii) Dato’ Noorazman Bin Abd Aziz (Resolution 2)
3. To approve the payment of Directors’ fees for an amount not exceeding RM725,000 from 28 May 2022 until the next AGM of the Company . (Resolution 3)
4. To approve the payment of Directors’ benefits for an amount not exceeding RM25,000 from 6 September 2021 until the next AGM of the Company. (Resolution 4)
5. To re-appoint PricewaterhouseCoopers PLT as Auditors of the Company and to authorise the Directors to fix their remuneration. (Resolution 5)

Special Business

To consider and, if thought fit, to pass, with or without modifications, the following Ordinary Resolution:-

6. **ORDINARY RESOLUTION I**
Authority To Allot And Issue Shares (Resolution 6)

“THAT pursuant to Sections 75 and 76 of the Companies Act 2016, and subject to the approval of the relevant governmental/regulatory authorities (if any), the Directors of the Company be and are hereby authorised to issue and allot shares in the Company from time to time, at such price, upon such terms and conditions and for such purposes and to such persons whomsoever as the Directors may in their absolute discretion deem fit provided that the aggregate number of shares issued during the preceding 12 months does not exceed ten per centum (10%) of the total number of issued shares (excluding treasury shares) of the Company for the time being AND THAT the Directors be and are also empowered to obtain approval for the listing of and quotation for the additional shares so issued from Bursa Malaysia Securities Berhad AND THAT such authority shall continue to be in force until the conclusion of the next Annual General Meeting of the Company after the approval was given or at the expiry of the period within which the next Annual General Meeting is required to be held after the approval was given, whichever is earlier, unless revoked or varied by an ordinary resolution of the Company at a general meeting.”

NOTICE OF ANNUAL GENERAL MEETING

(CONTINUED)

- To transact any other business of which due notice shall have been given in accordance with the Companies Act 2016.

By Order of the Board

JOANNE TOH JOO ANN [LS 0008574]

SSM PC NO.: 202008001119

Company Secretary

Kuala Lumpur

Dated: 29 April 2022

Notes:

1. IMPORTANT NOTICE

The 2022 Annual General Meeting ("AGM") will be conducted on a fully virtual manner through live streaming and online remote meeting platform of TIIH Online provided by Tricor Investor & Issuing House Services Sdn Bhd ("TIIH") via its website at <https://tiih.online> or <https://tiih.com.my> (Domain registration number with MYNIC: D1A282781).

Shareholders are strongly advised to participate and vote remotely at the AGM through live streaming and online remote voting using the Remote Participation and Voting facilities provided by the Company's Share Registrar, TIIH.

Please read these Notes carefully and follow the Procedures in the Administrative Guide for the AGM in order to participate remotely

- For the purpose of determining who shall be entitled to attend this General Meeting, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd to make available to the Company, a Record of Depositors as at 23 May 2022. Only a member whose name appears on this Record of Depositors shall be entitled to attend this General Meeting or appoint a proxy to attend, speak and vote on his/her/its behalf.
- A member entitled to attend and vote at this General Meeting is entitled to appoint a proxy or attorney or in the case of a corporation, to appoint a duly authorised representative to attend, participate, speak and vote in his place. A proxy may but need not be a member of the Company.
- A member of the Company who is entitled to attend and vote at a General Meeting of the Company may appoint not more than two (2) proxies to attend, participate, speak and vote instead of the member at the General Meeting.
- Where a member of the Company is an authorised nominee as defined in the Central Depositories Act, it may appoint not more than two (2) proxies in respect of each securities account it holds in ordinary shares of the Company standing to the credit of the said securities account.
- 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 exempt authorised nominee may appoint in respect of each omnibus account it holds. An exempt authorised nominee refers to an authorised nominee defined under the Securities Industry (Central Depositories) Act 1991 ("Central Depositories Act") which is exempted from compliance with the provisions of Section 25A(1) of the Central Depositories Act.
- Where a member appoints more than one (1) proxy, the proportion of shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies.
- The appointment of a proxy may be made in a hard copy form or by electronic means in the following manner and must be received by the Company not less than forty-eight (48) hours before the time appointed for holding the General Meeting or adjourned general meeting at which the person named in the appointment proposes to vote:
 - In hard copy form

The original Proxy Form and the power of attorney or other authority, if any, under which it is signed or a notarially certified or office copy of that power or authority shall be deposited at the office of TIIH at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia, or its Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia.
 - Electronically via TIIH Online

The Proxy Form can be electronically lodged with TIIH via TIIH Online at <https://tiih.online>. Please follow the procedures set out in the Administrative Guide.
- For a corporate member who has appointed an authorised representative, please deposit the original certificate of appointment of corporate representative with TIIH at the addresses stated in Note 8(i) above, before the time appointed for holding this general meeting or adjourned meeting.
- Last date and time for lodging the Proxy Form is Wednesday, 25 May 2022 at 9.30 a.m.

NOTICE OF ANNUAL GENERAL MEETING

(CONTINUED)

EXPLANATORY NOTES ON ORDINARY BUSINESS

1. Agenda item No. 1 - Audited Financial Statements for the Financial Year Ended 31 December 2021

The Audited Financial Statements is meant for discussion only as an approval from shareholders is not required pursuant to the provision of Section 340(1) of the Companies Act, 2016. Hence, this item on the Agenda is not put forward for voting by shareholders of the Company.

2. Agenda Items No. 2 (i) and (ii) - Re-election of Directors

Loh Kok Leong and Dato' Noorazman Bin Abd Aziz are standing for re-election as Directors of the Company and being eligible, have offered themselves for re-election at the 2022 Annual General Meeting.

The Board has through the Nomination & Remuneration Committee ("NRC"), considered the assessment of the Directors and agreed that they met the criteria as prescribed by Paragraph 2.20A of the Main Market Listing Requirements of Bursa Malaysia on character, experience, integrity, competence and time to effectively discharge their roles as Directors. Both Directors have also met the relevant requirements under the fit and proper assessment.

The NRC and the Board had undertaken an annual assessment on the independence of Dato' Noorazman Bin Abd Aziz who is seeking for re-election at the forthcoming 2022 Annual General Meeting. The annual assessment had been disclosed in the Corporate Governance Overview Statement of the Company's 2021 Annual Report.

3. Agenda Items No. 3 and 4 - Payment of Directors' Fees and Benefits

Pursuant to Section 230(1) of the Companies Act, 2016, the fees of the directors and any benefits payable to the directors of a listed company and its subsidiaries shall be approved at a general meeting.

The Proposed Resolution 3 is to facilitate the payment of Directors' fees calculated based on the current board size for the period from 28 May 2022 up to the next Annual General Meeting. In the event the Directors fees proposed are insufficient (due to enlarged Board size), approval will be sought at the next Annual General Meeting for additional fees to meet the shortfall.

The Proposed Resolution 4 for the Directors' Benefits are meeting allowances for the Board Investment Committee ("BIC"). Meeting allowances are calculated based on the number of BIC meetings held since its establishment on 6 September 2021 and scheduled BIC meetings up to the next Annual General Meeting. In the event the proposed amount is insufficient (e.g. due to more meetings), approval will be sought at the next Annual General Meeting for the shortfall.

EXPLANATORY NOTES ON SPECIAL BUSINESS

4. Agenda item No. 6 - Authority to Allot and Issue Shares

The Ordinary Resolution proposed under Resolution 6 is the renewal of the mandate obtained from the members at the Extraordinary General Meeting held on 21 February 2022 ("the Previous Mandate"). As at the date of this Notice, the Company has issued 110,000,000 new Ordinary Shares under a private placement exercise pursuant to the Previous Mandate. The total proceeds raised from the private placement exercise was RM173.8 million and the proceeds were utilised in the following manner:-

Details of use of proceeds	Estimated timeframe for use of proceeds	Amount (RM'000)
Fees and expenses for the private placement	Utilised	2,119
Acquisition of Juris Technologies Sdn Bhd	Utilised	132,045
Acquisition of Business Online Public Company Limited	Utilised	26,249
Acquisitions to be identified	Within 12 months	13,387

The Ordinary Resolution proposed under Resolution 6, if passed, would provide flexibility to the Directors to undertake fund raising activities, including but not limited to placement of shares for the purpose of funding the Company's future investment project(s), working capital and/or acquisition(s), by the issuance of shares in the Company to such persons at any time as the Directors may deem fit provided that the aggregate number of shares issued pursuant to the mandate does not exceed 10% of the total number of issued shares of the Company for the time being, without having to convene a 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.

STATEMENT ACCOMPANYING NOTICE OF ANNUAL GENERAL MEETING

PURSUANT TO PARAGRAPH 8.27(2) OF THE MAIN MARKET LISTING REQUIREMENTS OF
BURSA MALAYSIA SECURITIES BERHAD

Election/Appointment as Directors

There are no individuals standing for election/appointment as Directors at the 2022 Annual General Meeting ("AGM").

The Directors who are standing for re-election are Loh Kok Leong and Dato' Noorazman Bin Abd Aziz, whose profiles are set out on page 18 and page 21 of the 2021 Annual Report.

The Board has through the Nomination & Remuneration Committee ("NRC"), considered the assessment of the Directors and agreed that they met the criteria as prescribed by Paragraph 2.20A of the Main Market Listing Requirements of Bursa Malaysia on character, experience, integrity, competence and time to effectively discharge their roles as Directors. Both Directors have also met the relevant requirements under the fit and proper assessment. The NRC and the Board had also undertaken an annual assessment on the independence of Dato' Noorazman Bin Abd Aziz.

Having considered the above, the Board supports and recommended the re-election of Loh Kok Leong and Dato' Noorazman Bin Abd Aziz as Directors of the Company.

General Mandate for Issue of Securities

Kindly refer to item 4 of the Explanatory Notes on Special Business on page 192.

ADMINISTRATIVE NOTES

FOR THE 2022 ANNUAL GENERAL MEETING ("AGM")

Date : Friday, 27 May 2022
Time : 9.30 a.m.
Online Meeting Platform : <https://tiih.online>

Precautionary Measures Against the Coronavirus Disease ("COVID-19")

- In light of the Coronavirus (COVID-19) pandemic and in line with the Guidance and Frequently Asked Questions (FAQs) on the Conduct of General Meetings for Listed Issuers issued by the Securities Commission Malaysia (including any amendment(s) that may be made from time to time) (SC Guidance), the AGM of the Company will be conducted fully virtual through live streaming and online remote platform provided by Tricor Investor & Issuing House Services Sdn Bhd ("Tricor") in Malaysia via its TIIH Online website at <https://tiih.online>. Members are to attend, speak (including posing questions to the Board of Directors of CTOS via real time submission of typed texts) and vote (collectively, "Participate") remotely at this AGM via Remote Participation and Voting ("RPV") facilities provided by Tricor.
- According to the Revised Guidance Note and FAQs on the Conduct of General Meetings for Listed Issuers issued by the Securities Commission Malaysia on 7 April 2022, an online meeting platform located in Malaysia is recognised as the meeting venue and all meeting participants of a fully virtual general meeting are required to participate in the meeting online.
- We **strongly encourage** you to attend the AGM via the RPV facilities. You may also consider appointing the Chairman of the Meeting as your proxy to attend and vote on your behalf at the AGM.
- Due to the constant evolving COVID-19 situation in Malaysia, we may be required to change the arrangements of our AGM at short notice. Kindly check the Company's website or announcements for the latest updates on the status of the AGM.
- The Company will continue to observe the guidelines issued by the Ministry of Health and will take all relevant precautionary measures as advised.

Remote Participation and Voting

- The RPV facilities are available on Tricor's TIIH Online website at <https://tiih.online>.
- Shareholders are to attend, speak (in the form of real time submission of typed texts) and vote (collectively, "participate") remotely at the AGM using RPV facilities from Tricor.
- Kindly refer to Procedures for RPV as set out below for the requirements and procedures.

Procedures to Remote Participation and Voting via RPV Facilities

- Please read and follow the procedures below to engage in remote participation through live streaming and online remote voting at the AGM using the RPV facilities:

Before the AGM Day

Procedure	Action
i. Register as a user with TIIH Online	<ul style="list-style-type: none">• Using your computer, access to website at https://tiih.online. Register as a user under the "e-Services" select the "Sign Up" button and followed by "Create Account by Individual Holder". Refer to the tutorial guide posted on the homepage for assistance.• Registration as a user will be approved within one (1) working day and you will be notified via e-mail.• If you are already a user with TIIH Online, 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 TIIH Online.

ADMINISTRATIVE NOTES

FOR THE 2022 ANNUAL GENERAL MEETING ("AGM")
(CONTINUED)

Before the AGM Day (Continued)

Procedure	Action
ii. Submit your request to attend AGM remotely	<ul style="list-style-type: none">Registration is open from Friday, 29 April 2022 until the day of AGM on Friday, 27 May 2022. Shareholder(s) or proxy(ies) or corporate representative(s) or attorney(s) are required to pre-register their attendance for the AGM to ascertain their eligibility to participate the AGM using the RPV facilities.Login with your user ID (i.e. e-mail address) and password and select the corporate event: "(REGISTRATION) CTOS 2022 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 Record of Depositors as at 23 May 2022, the system will send you an e-mail on or after 25 May 2022 to approve or reject your registration for remote participation. <p><i>(Note: Please allow sufficient time for approval of new user of TIH Online and registration for the RPV).</i></p>

On the AGM Day

Procedure	Action
i. Login to TIH Online	<ul style="list-style-type: none">Login with your user ID and password for remote participation at the AGM at any time from 8.30 am i.e. 1 hour before the commencement of meeting at 9.30am on Friday, 27 May 2022.
ii. Participate through Live Streaming	<ul style="list-style-type: none">Select the corporate event: "(LIVE STREAM MEETING) CTOS 2022 AGM" to engage in the proceedings of the AGM remotely. <p>If you have any question for the Chairman/Board, you may use the query box to transmit your question. The Chairman/Board will try to respond to questions submitted by remote participants during the AGM. If there is time constraint, the responses will be e-mailed to you at the earliest possible, after the meeting.</p>
iii. Online remote voting	<ul style="list-style-type: none">Voting session commences from 9.30am on Friday, 27 May 2022 until a time when the Chairman announces the end of the session.Select the corporate event: "(REMOTE VOTING) CTOS 2022 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.
iv. End of remote participation	<ul style="list-style-type: none">Upon the announcement by the Chairman on the conclusion of the AGM, the Live Streaming will end.

ADMINISTRATIVE NOTES

FOR THE 2022 ANNUAL GENERAL MEETING ("AGM")
(CONTINUED)

Note 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 stream meeting and to vote remotely. Your login to TIIH Online on the day of meeting 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 stream meeting or online voting on the meeting day, kindly call Tricor Help Line at 011-40805616 / 011-40803168 / 011-40803169 / 011-40803170 for assistance or e-mail to tiih.online@my.tricorglobal.com for assistance.

Entitlement to Participate and Appointment of Proxy

- Only members whose names appear on the Record of Depositors as at 23 May 2022 shall be eligible to attend, speak and vote at the AGM or appoint a proxy(ies) and/or the Chairman of the Meeting to attend and vote on his/her behalf.
- In view that the AGM will be conducted on a virtual basis, a member can appoint the Chairman of the Meeting as his/her proxy and indicate the voting instruction in the Proxy Form.
- If you wish to participate in the AGM yourself, please do not submit any Proxy Form for the AGM. You will not be allowed to participate in the AGM together with a proxy appointed by you.
- Accordingly, proxy forms and/or documents relating to the appointment of proxy/corporate representative/attorney for the AGM whether in hard copy or by electronic means shall be deposited or submitted in the following manner not later than Wednesday, 25 May 2022 at 9.30am:

(i) In Hard copy:

By hand or post to the office of the Share Registrar, Tricor Investor & Issuing House Services Sdn Bhd at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur or its 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:

All shareholders can have the option to submit proxy forms electronically via TIIH Online and the steps to submit are summarised below:

Procedure	Action
i. Steps for Individual Shareholders	
Register as a User with TIIH Online	<ul style="list-style-type: none">• Using your computer, please access the website at https://tiih.online. Register as a user under the "e-Services". Please 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.

ADMINISTRATIVE NOTES

FOR THE 2022 ANNUAL GENERAL MEETING ("AGM")
(CONTINUED)

Entitlement to Participate and Appointment of Proxy (Continued)

(ii) By Electronic form: (Continued)

Procedure	Action
i. Steps for Individual Shareholders (Continued)	
Proceed with submission of form of proxy	<ul style="list-style-type: none">• 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: "CTOS 2022 AGM - SUBMISSION OF PROXY FORM".• Read and agree to the Terms and Conditions and confirm the Declaration.• Insert your CDS account number and indicate the number of shares for your proxy(s) to vote on your behalf.• Appoint your proxy(s) and insert the required details of your proxy(s) or appoint the Chairman as your proxy.• Indicate your voting instructions – FOR or AGAINST, otherwise your proxy will decide on your votes.• Review and confirm your proxy(s) appointment.• Print the form of proxy for your record.
ii. Steps for corporation or institutional shareholders	
Register as a User with TIH Online	<ul style="list-style-type: none">• Access TIH Online at https://tih.online.• Under e-Services, the authorised or nominated representative of the corporation or institutional shareholder selects the "Sign Up" button and followed by "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. <p><i>(Note: The representative of a corporation or institutional shareholder must register as a user in accordance with the above steps before he/she can subscribe to this corporate holder electronic proxy submission. Please contact our Share Registrar if you need clarifications on the user registration.)</i></p>
Proceed with submission of form of proxy	<ul style="list-style-type: none">• Login to TIH Online at https://tih.online.• Select the corporate event name: "CTOS 2022 AGM - SUBMISSION OF PROXY FORM".• Agree to the Terms & Conditions and Declaration.• Proceed to download the file format for "Submission of Proxy Form" in accordance with the Guidance Note set therein.• Prepare the file for the appointment of proxies by inserting the required data.• Login to TIH Online, select corporate event name: "CTOS 2022 AGM - SUBMISSION OF PROXY FORM".• 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.

ADMINISTRATIVE NOTES

FOR THE 2022 ANNUAL GENERAL MEETING ("AGM")
(CONTINUED)

Voting at Meeting

- The voting at the AGM will be conducted on a poll pursuant to Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Malaysia"). The Company has appointed Tricor to conduct the poll voting electronically ("e-voting") via Tricor e-Vote application ("Tricor e-Vote App").
- Shareholders can proceed to vote on the resolutions before the end of the voting session which will be announced by the Chairman of the Meeting and submit your votes at any time from the commencement of the AGM at 9.30am. Kindly refer to "Procedures to Remote Participation and Voting via RPV Facilities" provided above for guidance on how to vote remotely via TIIH Online.

Door Gift or Food Voucher

- There will be no door gifts or food vouchers for attending the AGM.

No Recording or Photography

- Unauthorized recording and photography are strictly prohibited at the AGM

Pre-Meeting Submission of Questions to the Board of Directors

- The Board recognises that the AGM is a valuable opportunity for the Board to engage with shareholders. In order to enhance the efficiency of the proceedings of the AGM, shareholders may in advance, before the AGM, submit questions to the Board of Directors via Tricor's TIIH Online website at <https://tiih.online>, by selecting "e-Services" to login, post your questions and submit it electronically no later than Wednesday, 25 May 2022 at 9.30am. The Board of Directors will endeavor to address the questions received at the AGM.

Annual Report and Circular to Shareholders

The following documents are available for downloading from our corporate website at www.ctosdigital.com or by scanning the QR code:

1. Annual Report 2021
2. Corporate Governance Report 2021
3. Notice of the 2022 AGM
4. Proxy Form
5. Administrative Details



In an effort to support green environment, we encourage shareholders to refer to the electronic copy of the abovementioned documents. You may request for a printed copy of the abovementioned documents at <https://tiih.online> by selecting "Request for Annual Report/ Circular" under the "Investor Services" or through telephone/e-mail to our Share Registrar, Tricor Investor & Issuing House Services Sdn. Bhd. as given below.

Enquiry

- If you have any enquiry prior to the meeting, please call our Share Registrar, Tricor at +603-2783 9299 during office hours i.e. from 8.30 a.m. to 5.30 p.m. (Monday to Friday), or alternatively email to is.enquiry@my.tricorglobal.com.

PROXY FORM

CDS Account No.

No. of shares held

I/We _____ Tel: _____
[Full name in block, NRIC/Passport/Company No.]

of _____

being member(s) of **CTOS DIGITAL BERHAD** ("CTOS Digital" or the "Company"), hereby appoint:

Full Name (in Block and as per NRIC/Passport)	NRIC/Passport No.	Proportion of Shareholdings	
		No. of Shares	%
Address			

and

Full Name (in Block and as per NRIC/Passport)	NRIC/Passport No.	Proportion of Shareholdings	
		No. of Shares	%
Address			

or failing him/her, the Chairman of the Meeting as my/our proxy(ies) to vote for me/us on my/our behalf at the 2022 Annual General Meeting of CTOS Digital which will be conducted as a **fully virtual** meeting through live streaming, online remote participation and voting via the online meeting platform hosted on the TIH Online System ("**TIH Online**") at <https://tjh.online> ("**Meeting Platform**") on Friday, 27 May 2022 at 9:30 a.m. or any adjournment thereof.

My/Our proxy is to vote as indicated below:

No.	Agenda	Resolution	For	Against
1.	To re-elect Loh Kok Leong, retiring pursuant to Clause 76(3) of the Constitution of the Company.	1		
2.	To re-elect Dato' Noorazman Bin Abd Aziz, retiring pursuant to Clause 76(3) of the Constitution of the Company.	2		
3.	To approve the payment of Directors' fees for an amount not exceeding RM725,000 from 28 May 2022 until the next AGM of the Company.	3		
4.	To approve the payment of Directors' benefits for an amount not exceeding RM25,000 from 6 September 2021 until the next AGM of the Company.	4		
5.	To re-appoint PricewaterhouseCoopers PLT as Auditors of the Company and to authorise the Directors to fix their remuneration.	5		
6.	Authority to Allot and Issue Shares	6		

Please indicate with an "X" in the space provided whether you wish your votes to be cast for or against the resolutions. In the absence of specific direction, your proxy will vote or abstain as he thinks fit.

Signed this _____ day of _____

Signature*
Member

* Manner of execution:

- If you are an individual member, please sign where indicated.
- If you are a corporate member which has a common seal, this proxy form should be executed under seal in accordance with the constitution of your corporation.
- If you are a corporate member which does not have a common seal, this proxy form should be affixed with the rubber stamp of your company (if any) and executed by:
 - at least two (2) authorised officers, of whom one shall be a director; or
 - any director and/or authorised officers in accordance with the laws of the country under which your corporation is incorporated.

Notes:

1. For the purpose of determining who shall be entitled to attend this General Meeting, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd to make available to the Company, a Record of Depositors as at 23 May 2022. Only a member whose name appears on this Record of Depositors shall be entitled to attend this General Meeting or appoint a proxy to attend, speak and vote on his/her/its behalf.
2. A member entitled to attend and vote at this General Meeting is entitled to appoint a proxy or attorney or in the case of a corporation, to appoint a duly authorised representative to attend, participate, speak and vote in his place. A proxy may but need not be a member of the Company.
3. A member of the Company who is entitled to attend and vote at a General Meeting of the Company may appoint not more than two (2) proxies to attend, participate, speak and vote instead of the member at the General Meeting.
4. Where a member of the Company is an authorised nominee as defined in the Central Depositories Act, it may appoint not more than two (2) proxies in respect of each securities account it holds in ordinary shares of the Company standing to the credit of the said securities account.
5. 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 exempt authorised nominee may appoint in respect of each omnibus account it holds. An exempt authorised nominee refers to an authorised nominee defined under the Securities Industry (Central Depositories) Act 1991 ("Central Depositories Act") which is exempted from compliance with the provisions of Section 25A(1) of the Central Depositories Act.
6. Where a member appoints more than one (1) proxy, the proportion of shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies.

Please fold here

Affix
Stamp

CTOS DIGITAL BERHAD

Registration no : 201401025733
(1101823-A)

**c/o Tricor Investor & Issuing House
Services Sdn Bhd**

Unit 32-01, Level 32, Tower A
Vertical Business Suite, Avenue 3
Bangsar South, No. 8 Jalan Kerinchi
59200 Kuala Lumpur

Please fold here

7. The appointment of a proxy may be made in a hard copy form or by electronic means in the following manner and must be received by the Company not less than forty-eight (48) hours before the time appointed for holding the General Meeting or adjourned General Meeting at which the person named in the appointment proposes to vote:
 - (i) In hard copy form
The original Proxy Form and the power of attorney or other authority, if any, under which it is signed or a notarially certified or office copy of that power or authority shall be deposited at the office of Tricor Investor & Issuing House Services Sdn Bhd ("TIIH") at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia, or its Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia.
 - (ii) Electronically via TIIH Online
The Proxy Form can be electronically lodged with TIIH via TIIH Online at <https://tiih.online>. Please follow the procedures set out in the Administrative Guide.
8. For a corporate member who has appointed a representative instead of a proxy to attend this meeting, please bring the **ORIGINAL** certificate of appointment executed in the manner as stated in this proxy form if this has not been lodged at the Company's registered office earlier.
9. Last date and time for lodging the Proxy Form is **Wednesday, 25 May 2022 at 9.30 a.m.**