

**NOTICE OF EXTRAORDINARY  
GENERAL MEETING**

**NOTICE IS HEREBY GIVEN THAT** an Extraordinary General Meeting ("EGM") of Elsoft Research Berhad ("Elssoft" or "Company") will be held virtually via online meeting platform at [www.agriteum.com.my](http://www.agriteum.com.my) on Friday, 10 June 2022 at 11.00 a.m. or immediately after the conclusion or adjournment (as the case may be) of the 19<sup>th</sup> Annual General Meeting of the Company, to be held virtually via online meeting platform at [www.agriteum.com.my](http://www.agriteum.com.my) on the same day at 10.00 a.m., whichever is the later, for the purpose of considering and if thought fit, passing with or without modifications, the following resolution:

**ORDINARY RESOLUTION**

**PROPOSED DISPOSAL BY SIANGTRONICS TECHNOLOGY SDN BHD ("STSB"), A WHOLLY-OWNED SUBSIDIARY OF ELSOFT, OF A PIECE OF LEASEHOLD LAND TOGETHER WITH A 2-STORY FACTORY-CUM-OFFICE BUILDING WITH ANCILLARY BUILDINGS ERECTED THEREON, HELD UNDER PAJAKAN NEGERI NO. 4026, LOT NO. 12459, MUKIM 12, DAERAH BARAT DAYA, NEGERI PULAU PINANG TO SRM INTEGRATION (MALAYSIA) SDN BHD ("SRM INTEGRATION"), FOR A TOTAL CASH CONSIDERATION OF RM38,000,000 ("DISPOSAL CONSIDERATION") ("PROPOSED DISPOSAL")**

"**THAT** subject to the approval and consent being obtained from all relevant authorities and/or parties (where applicable), approval be and is hereby given to STSB to dispose a piece of leasehold land together with a 2-storey factory-cum-office building with ancillary buildings erected thereon, held under Pajakan Negeri No. 4026, Lot No. 12459, Mukim 12, Daerah Barat Daya, Negeri Pulau Pinang to SRM Integration for the Disposal Consideration, based on the terms and conditions of the conditional sale and purchase agreement dated 16 March 2022 in relation to the Proposed Disposal.

**THAT** the proceeds arising from the Proposed Disposal be utilised for the purposes set out in Section 4 of the circular to shareholders in relation to the Proposed Disposal dated 13 May 2022, and the Board of Directors of the Company ("**Board**") be authorised with full power to vary the manner and/or purpose of utilisation of such proceeds in such manner as the Board may at its absolute discretion deem fit, necessary and/or expedient in the best interest of the Company.

**AND THAT** the Board be and are hereby authorised to sign and execute all documents, do all acts, deeds and things as may be required to give effect to and to complete the aforesaid Proposed Disposal, with full power to assent to any conditions, variations, modifications and/or amendments in any manner as may be required or imposed by the relevant authorities or deemed necessary by the Board to implement, finalise and give full effect to the Proposed Disposal."

By Order of the Board

**DATUK TAN LEH KIAH (SSM PC NO. 201908002912 / MAICSA 0719692)**  
**OUI YOONG YOONG (SSM PC NO. 202008002042 / MAICSA 7020753)**  
Company Secretaries

Penang  
13 May 2022

**Notes:**

1. A member may appoint any person to be his proxy save that the proxy must be of full age. There is no restriction as to the qualification of the proxy.
2. A member of the Company entitled to attend and vote at the meeting is entitled to appoint not more than two (2) proxies to attend and vote at the same meeting. A proxy appointed to attend and vote at the meeting shall have the same rights as the member to speak at the meeting.
3. Where a member appoints more than one (1) proxy, the appointments shall be invalid unless he specifies the proportions of his shareholdings to be represented by each proxy.
4. The instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney duly authorised in writing or, if the appointor is a corporation, either under the corporation's seal or under the hand of an officer or attorney duly authorised.
5. Where a member of the Company is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991, it may appoint at least one (1) proxy in respect of each securities account it holds with ordinary shares of the Company standing to the credit of the said securities account.
6. Where a member of the Company is an exempt authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991, 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.
7. For a proxy to be valid, the instrument appointing a proxy must 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 meeting or adjourned meeting:
  - (a) In hard copy form  
The Proxy Form must be deposited at the Registered Office at 39, Irving Road 10400 Georgetown, Pulau Pinang.
  - (b) By electronic means via email  
The Proxy Form must be received via email at [investor.relations@elsoftresearch.com](mailto:investor.relations@elsoftresearch.com). The member is required to deposit the original executed Proxy Form at the Registered Office before the day of meeting.
8. Only a depositor whose name appears on the Record of Depositors of the Company as at 2 June 2022 shall be entitled to attend this EGM or appoint proxies to attend, speak and/or vote on his/her behalf.
9. Please refer to the Administrative Guide for the procedures to register, to participate and to vote remotely at the EGM.



**ELSOFT RESEARCH BERHAD**

(Registration No. 200301015084 (617504-K))  
(Incorporated in Malaysia)

**ADMINISTRATIVE GUIDE FOR THE VIRTUAL EXTRAORDINARY GENERAL MEETING (“EGM”)**

- Day and Date** : Friday, 10 June 2022  
**Time** : 11.00 a.m. or immediately after the conclusion or adjournment (as the case may be) of the 19<sup>th</sup> Annual General Meeting of the Company, to be held virtually via online meeting platform at [www.agriteum.com.my](http://www.agriteum.com.my) on the same day at 10.00 a.m., whichever is the later  
**Venue** : Online Meeting Platform at <https://www.agriteum.com.my> provided by *AGRITEUM* Share Registration Services Sdn Bhd in Malaysia (“*AGRITEUM* Portal”) (Domain Registration No. with MYNIC-D1A400977)

**REMOTE PARTICIPATION AND VOTING (“RPV”) FACILITY**

Shareholder(s)/ proxy(ies)/ corporate representative(s)/ attorney(s) are to participate, communicate and vote (collectively, “participate”) remotely at the EGM using RPV provided by *AGRITEUM* via its website at [www.agriteum.com.my](http://www.agriteum.com.my) (“*AGRITEUM* Portal”).

If you wish to submit your questions via the *AGRITEUM* Portal, you must first register as a user at the *AGRITEUM* Portal. Thereafter, you may select <<My Virtual Meeting>> under the Main Menu and click on the Q&A icon to post your question(s).

Shareholder(s) may submit questions in real time via Q&A icon through typed texts during the EGM. Shareholder(s) may also submit questions to the Board prior to the EGM via the Q&A icon in the *AGRITEUM* Portal from 12:00 noon on 3 June 2022 up to 10.50 am on 10 June 2022. If there is time constraint in answering the questions during the EGM, the questions will be answered through email.

**PROCEDURES FOR RPV FACILITY**

Shareholder(s)/proxy(ies)/corporate representative(s)/attorney(s) who wish to participate at the EGM remotely using the RPV Facility are to follow the requirements and procedures as summarised below:

| <b>Procedures</b>                                      | <b>Action</b>   |
|--|---|
| <b>Before the day of EGM</b>                           |   |
| (i) Register as a user (only applicable to individual) | <ul style="list-style-type: none"><li>• Access <i>AGRITEUM</i> Portal at <a href="http://www.agriteum.com.my">www.agriteum.com.my</a>.</li><li>• Click &lt;&lt;Login/Register&gt;&gt; followed by &lt;&lt;Register New User&gt;&gt; to register as a new user.</li><li>• Complete the registration by filling up the information required and upload a clear copy of your <b>MyKAD</b> (both front and back page) or <b>Passport</b>.</li><li>• Read and agree to the terms &amp; conditions and thereafter submit your registration.</li><li>• Please enter a valid email address in order for you to receive the verification email from the <i>AGRITEUM</i> Portal.</li><li>• Please verify your email address before the link expires in <b>one (1) hour</b> from the time of your registration.</li><li>• Your registration will be verified and approved by the <i>AGRITEUM</i> Portal. Once approved, an email notification will be sent to you.</li></ul> |

| Procedures  | Action   |
|---|--|
| (ii) Submit your question(s)  | <ul style="list-style-type: none"> <li>You may pre-submit your questions using the <i>AGRITEUM</i> Portal from 12:00 noon on 3 June 2022 up to 10.50 am on 10 June 2022.</li> </ul>  |
| <b>On the day of EGM</b>  |  |
| (iii) Login to <i>AGRITEUM</i> Portal at <a href="http://www.agriteum.com.my">www.agriteum.com.my</a> | <ul style="list-style-type: none"> <li>Login with your user ID and password for remote participation at the EGM at any time from 10:50 am i.e. 10 minutes before the commencement of the EGM or immediately after the conclusion of AGM on Friday, 10 June 2022 at 10:00 am.</li> <li>If you have forgotten your password, you can reset it by clicking on &lt;&lt;Forgot Password&gt;&gt;.</li> </ul>   |
| (iv) Participate through Live Streaming   | <ul style="list-style-type: none"> <li>Select the &lt;&lt;Virtual Meeting&gt;&gt; from main menu.</li> <li>Click &lt;&lt;Join Meeting&gt;&gt; in order to join the live streaming of the EGM.</li> <li>If you have any question(s) during the EGM, you may use the Q&amp;A icon in ZOOM Cloud Meetings App to submit your question(s). The Chairman of the EGM (“<b>Chairman</b>”)/ Board/Management will try to respond to all relevant questions submitted during the EGM. If there is time constraint in answering the questions during the EGM, the responses will be answered through email.</li> <li>If you are using a smartphone to participate in the EGM, please download ZOOM Cloud Meetings App before the EGM.</li> <li>Please take note that the quality of the live streaming is dependent on the bandwidth and stability of the internet connection at your location.</li> </ul> |
| (v) Online remote voting  | <ul style="list-style-type: none"> <li>Please select the &lt;&lt;Voting&gt;&gt; option located next to &lt;&lt;Join Meeting&gt;&gt; to indicate your votes for the resolutions that are tabled for voting.</li> <li>Voting session will commence once the Chairman declares that the voting platform is activated. The voting session will end upon declaration by the Chairman.</li> <li>Please cast your vote on all resolutions as appeared on the screen and submit your votes. Once submitted, your votes will be final and cannot be changed.</li> </ul>   |
| (vi) End of RPV Facility  | <ul style="list-style-type: none"> <li>The RPV Facility will end and the Q&amp;A icon will be disabled the moment the Chairman announces the closure of the EGM.</li> </ul>  |

Notes to users of the RPV Facility:

- (a) Should your registration as user be approved, we will make available to you the rights to join the live-streamed EGM and to vote remotely using the RPV Facility. Your login to the *AGRITEUM* Portal on the day of the EGM will indicate your presence at the EGM.
- (b) If you encounter any issue with your online registration at the *AGRITEUM* Portal, please call +604-2282 321 or email to [agriteumsrs@gmail.com](mailto:agriteumsrs@gmail.com) for assistance.

#### **NO RECORDING OR PHOTOGRAPHY**

Unauthorised recording and photography are strictly prohibited at the EGM.

#### **RECORD OF DEPOSITORS (“ROD”) FOR THE EGM**

Only shareholders whose names appear on the ROD as at **2 June 2022** shall be entitled to participate or appoint proxy(ies) to participate at the EGM via the RPV Facility.

## **PROXY**

1. The EGM will be conducted virtually. If you are unable to participate the EGM, you may appoint the Chairman as proxy and indicate the voting instructions in the Proxy Form.
2. For a proxy to be valid, the instrument appointing a proxy must 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 meeting or adjourned meeting:
  - (a) In hard copy form  
The Proxy Form must be deposited at the Registered Office at 39, Irving Road 10400 Georgetown, Pulau Pinang.
  - (b) By electronic means via email  
The Proxy Form must be received via email at [investor.relations@elsoftresearch.com](mailto:investor.relations@elsoftresearch.com). The member is required to deposit the original executed Proxy Form at the Registered Office before the day of the meeting.
3. Shareholder(s) who have appointed a proxy(ies)/authorised representative(s)/attorney(s) to participate at the EGM via the RPV Facility must ensure that his/her proxy(ies)/authorised representative(s)/attorney(s) register himself/herself at the *AGRITEUM* Portal prior to the EGM.

## **REVOCATION OF PROXY**

If you have submitted your Proxy Form and subsequently decide to appoint another person or wish to participate in the EGM by yourself, please write in to *AGRITEUM* at least twenty-four (24) hours before the time appointed for holding the EGM to revoke the earlier appointed proxy.

## **POLL VOTING**

1. All resolutions set out in the Notice of the EGM shall be put to vote by way of a poll pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("**Bursa Securities**"). The Company has appointed *AGRITEUM* as Poll Administrator to conduct the poll by way of electronic means and Symphony Corporate Services Sdn Bhd as Independent Scrutineers to verify the poll results.
2. Upon completion of the voting session, the Independent Scrutineers will verify the poll results followed by the declaration of results by the Chairman.

***Please note that it is your responsibility to ensure the stability of your internet connectivity throughout the EGM as the quality of the live webcast and online remote voting are dependent on your internet bandwidth and stability of your internet connection.***

## **RESULTS OF THE VOTING**

The results of the voting for all resolutions will be announced at the EGM and on Bursa Securities website at [www.bursamalaysia.com](http://www.bursamalaysia.com).

## **NO DOOR GIFT**

There will be no door gift to be provided for participation at the EGM.

## **ENQUIRY**

If you have any enquiry relating to the EGM, please contact any of the following persons during office hours from 9:00 am to 5:00 pm on Monday to Friday:

*AGRITEUM* Share Registration Services Sdn Bhd  
2<sup>nd</sup> Floor, Wisma Penang Garden, 42 Jalan Sultan Ahmad Shah,  
10050 George Town, Penang, Malaysia  
Telephone No. : 604-228 2321  
Fax No. : 604-227 2391  
Email : [agriteumsrs@gmail.com](mailto:agriteumsrs@gmail.com)  
Contact persons : Ms. HY Ng or Ms. LP Chin

## **PERSONAL DATA PRIVACY**

By lodging and subscribe for a user account with *AGRITEUM* Portal to participate and vote remotely at the EGM using the RPV Facility, the shareholder(s)/proxy(ies)/corporate representative(s)/attorney(s) accepts and agrees to the personal data privacy terms.