

# ICON OFFSHORE

ICON OFFSHORE BERHAD

[Registration No. 201201011310 (984830-D)]

(Incorporated in Malaysia)

**NOTICE IS HEREBY GIVEN** that the Eleventh Annual General Meeting (“**Eleventh AGM**”) of Icon Offshore Berhad (“**Icon**” or “**the Company**”) will be conducted on a virtual basis at the broadcast venue of Icon Offshore Berhad’s Boardroom, 16-01, Level 16, Menara Tan & Tan, 207 Jalan Tun Razak, 50450 Kuala Lumpur, Wilayah Persekutuan via remote participation and electronic voting facilities on Wednesday, 31 May 2023 at 10:00 a.m. for the following purposes:-

## AGENDA

### ORDINARY BUSINESS

- To receive the Audited Financial Statements for the financial year ended 31 December 2022 together with the Reports of the Directors and the Auditors thereon.  
**[Please refer to Explanatory Note (i)]**
- To re-elect the following Directors who are retiring in accordance with Clause 124 of the Company’s Constitution and being eligible, have offered themselves for re-election:  
**[Please refer to Explanatory Note (ii)]**
  - Syed Yasir Arafat Bin Syed Abd Kadir **Ordinary Resolution 1**
  - Datuk Abdullah Bin Karim **Ordinary Resolution 2**
  - Dato’ Sri Hadian Bin Hashim **Ordinary Resolution 3**
- To approve the payment of the Directors’ fees of RM832,500 for the financial year ended 31 December 2022. **Ordinary Resolution 4**
- To approve an amount of up to RM121,500 as benefits payable to the Non-Executive Directors with effect from 1 June 2023, a day after the Eleventh AGM until the next Annual General Meeting of the Company to be held in year 2024 pursuant to Section 230(1)(b) of the Companies Act 2016. **Ordinary Resolution 5**
- To re-appoint Messrs. PricewaterhouseCoopers PLT as Auditors of the Company until the conclusion of the next Annual General Meeting and to authorise the Directors to fix their remuneration. **Ordinary Resolution 6**

### SPECIAL BUSINESS

To consider and, if thought fit, with or without any modification, to pass the following Ordinary Resolution and Special Resolution:

- ORDINARY RESOLUTION** **Ordinary Resolution 7**  
**- AUTHORITY TO ISSUE SHARES PURSUANT TO THE COMPANIES ACT 2016**

“**THAT** subject to the Companies Act 2016, the Constitution of the Company, and the approvals of Bursa Malaysia Securities Berhad and any other governmental/regulatory authorities, the Directors of the Company be and are hereby empowered, pursuant to the Companies Act 2016, to issue and allot shares in the Company at any time to such persons and upon such terms and conditions and for such purposes as the Directors of the Company may, in their absolute discretion, deem fit, provided that the aggregate number of shares to be issued pursuant to this resolution does not exceed ten per centum (10%) of the total number of issued shares of the Company (excluding Treasury Shares) for the time being;

**THAT** in connection with the above, pursuant to Section 85(1) of the Companies Act 2016 read together with Clause 58 of the Company’s Constitution, approval be and is hereby given to waive the statutory pre-emptive rights of the shareholders of the Company to be offered new shares ranking equally to the existing issued shares arising from any issuance of new shares pursuant to this mandate;

**THAT** such authority shall commence immediately upon the passing of this resolution and continue to be in force until the conclusion of the next Annual General Meeting of the Company;

**AND THAT** the Directors of the Company, whether solely or jointly, be and are hereby empowered to obtain the approval for the listing of and quotation for the additional shares so issued on the Main Market of Bursa Malaysia Securities Berhad **AND** be hereby authorised to do all such acts and things including executing all relevant documents as he/they may consider expedient or necessary to complete and give full effect to the abovesaid mandate.”

- SPECIAL RESOLUTION** **Special Resolution**  
**- PROPOSED AMENDMENTS TO THE COMPANY’S CONSTITUTION**

“**THAT** approval be and is hereby given to the Company to adopt the following proposed amendments to the Company’s Constitution:

	Existing Clause	Proposed Clause
Clause 5	<b>Definitions and Interpretation.</b> In this Constitution unless there be something in the subject or context inconsistent therewith: “Company” means Icon Offshore Berhad (Company No. 984830-D) and by whatever name from time to time called.	<b>Definitions and Interpretation.</b> In this Constitution unless there be something in the subject or context inconsistent therewith: “Company” means Icon Offshore Berhad (Company Registration No. 201201011310 (984830-D)) and by whatever name from time to time called.
Clause 125	<b>Tenure of independent Directors.</b> The tenure of service of independent Directors shall not exceed a cumulative term of nine (9) years. An independent Director who has served the Company for a cumulative term of nine (9) years may continue to serve on the Board as independent Director, subject to the Nomination and Remuneration Committee and shareholders’ approval annually. In the event the Board intends to retain an independent Director after the twelfth (12) year, shareholder’s approval shall be sought and obtained through a two-tier voting process as described in the Malaysian Code on Corporate Governance, subject to the Nomination and Remuneration Committee and the Board’s recommendation.	<b>Tenure of independent Directors.</b> The tenure of service of independent Directors shall be in compliance with the Listing Requirements. <del>not exceed a cumulative term of nine (9) years. An independent Director who has served the Company for a cumulative term of nine (9) years may continue to serve on the Board as independent Director, subject to the Nomination and Remuneration Committee and the Board’s recommendation and shareholders’ approval annually. In the event the Board intends to retain an independent Director after the twelfth (12) year, shareholders’ approval shall be sought and obtained through a two-tier voting process as described in the Malaysian Code on Corporate Governance, subject to the Nomination and Remuneration Committee and the Board’s recommendation.</del>

**AND THAT** the Directors and Secretaries of the Company be and are hereby authorised to take all steps as are necessary and expedient in order to implement, finalise and give full effect to the proposed amendments to the Company’s Constitution.”

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

By Order of the Board

**CHUA SIEW CHUAN (SSM PC NO. 201908002648) (MAICSA 0777689)**  
**CHIN MUN YEE (SSM PC NO. 201908002785) (MAICSA 7019243)**  
**TAN LOO EE (SSM PC NO. 201908002686) (MAICSA 7063694)**

Company Secretaries

28 April 2023

### Explanatory Notes to Ordinary Business/Special Business:

- Item 1 of the Agenda - Audited Financial Statements for the financial year ended 31 December 2022  
This agenda item is meant for discussion only, as the provision of Section 340(1)(a) of the Companies Act 2016 does not require a formal approval for the Audited Financial Statements from the shareholders. Therefore, this agenda item is not put forward for voting.
- Item 2 of the Agenda - Re-election of Directors  
The Nomination and Remuneration Committee has considered the performance and contribution of each of the retiring Directors and assessed the independence of the Independent Non-Executive Director seeking re-election.  
Based on the results of the Board and Board Committees Evaluation and Self and Peer Performance Evaluation conducted for the financial year ended 31 December 2022, the performance of each of the retiring Directors was found to be satisfactory. The retiring Directors have completed the Directors’ Declarations of Fit and Proper and they are found to be fit and proper for re-election as Directors. The retiring Independent Non-Executive Director has also fulfilled the independence criteria set out in the Main Market Listing Requirements of Bursa Malaysia Securities Berhad.  
The Board has endorsed the Nomination and Remuneration Committee’s recommendation to seek shareholders’ approval for the re-election of the retiring Directors. The retiring Directors had abstained from deliberations and decisions on their re-election at the Nomination and Remuneration Committee and Board meetings.  
The details and profiles of the Directors who are standing for re-election at the Eleventh AGM are provided in the Company’s Annual Report 2022.
- Item 4 of the Agenda - Benefits payable to the Non-Executive Directors  
The proposed benefits payable to the Non-Executive Directors (save and except for Syed Yasir Arafat bin Syed Abd Kadir, being the director of Hallmark Odyssey Sdn. Bhd., a major shareholder of the Company, has waived his entitlement for benefits) which comprise solely of meeting allowances.  
The total estimated amount of benefits payable to the Non-Executive Directors is calculated based on the number of scheduled and unscheduled meetings (when necessary) for Board and Board Committees from 1 June 2023 until the next Annual General Meeting (“**AGM**”) in year 2024.
- Item 6 of the Agenda - Authority to issue shares pursuant to the Companies Act 2016  
The Company wishes to renew the mandate on the authority to issue and allot shares pursuant to the Companies Act 2016 at the Eleventh AGM of the Company (hereinafter referred to as the “**General Mandate**”).  
The Company had been granted a general mandate by its shareholders at the Tenth AGM of the Company held on 28 June 2022 (hereinafter referred to as the “**Previous Mandate**”). As at the date of this Notice, no new shares in the Company were issued pursuant to the Previous Mandate.  
The proposed resolution, if passed, will provide flexibility to the Directors of the Company to undertake any possible fund raising activities, including but not limited to placement of shares, for the purpose of funding Company’s future investment projects, working capital, acquisitions and/or such other purposes as the Directors may deem fit, without having to convene a general meeting, provided that the aggregate number of the shares issued pursuant to the General Mandate does not exceed 10% of the total number of issued shares of the Company (excluding Treasury Shares). This authority, unless revoked or varied by the Company in a general meeting, will expire at the conclusion of the next AGM of the Company.  
Pursuant to Section 85(1) of the Companies Act 2016 be read together with Clause 58 of the Company’s Constitution, shareholders have pre-emptive rights to be offered any new shares in the Company which rank equally to the existing issued shares in the Company or other convertible securities.  
The proposed Ordinary Resolution 7, if passed, will exclude your pre-emptive rights to be offered new shares and/or convertible securities to be issued by the Company pursuant to the said Ordinary Resolution.
- Item 7 of the Agenda - Proposed amendments to the Company’s Constitution  
The proposed Special Resolution is intended to streamline the existing Constitution of the Company with the recent amendments to the Main Market Listing Requirements of Bursa Malaysia Securities Berhad.

### Notes:

- The Broadcast Venue, which is the main venue of the Eleventh AGM is strictly for the purpose of complying with Section 327(2) of the Companies Act 2016 and Clause 70 of the Company’s Constitution, which require the Chairman to be present at the main venue of the Eleventh AGM. Members, proxies and/or corporate representatives **WILL NOT BE ALLOWED** to be physically present at the broadcast venue on the day of the Meeting.
- Members are to attend, speak (including posing questions to the Board via real time submission of typed texts) and vote (collectively, “**participate**”) remotely at the Eleventh AGM via the Remote Participation and Electronic Voting facilities (“**RPEV**”) provided by Boardroom Share Registrars Sdn. Bhd. via <https://meeting.boardroomlimited.my/>. Please follow the Procedures for RPEV provided in the Administrative Guide for the Eleventh AGM and read the notes below in order to participate remotely via RPEV.
- In respect of deposited securities, only members whose names appear in the Record of Depositors on 25 May 2023 (“**General Meeting Record of Depositors**”) shall be eligible to attend, speak and vote at the Eleventh AGM or appoint proxy(ies) to attend, participate, speak and vote in his stead.
- A member who is entitled to participate and vote at the Eleventh AGM via RPEV is entitled to appoint more than one (1) proxy to participate and vote in his stead. 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.
- A proxy may but does not need to be a member of the Company. Notwithstanding this, a member entitled to participate and vote at the Eleventh AGM is entitled to appoint any person as his proxy to participate and vote instead of the member at the Eleventh AGM. There shall be no restriction as to the qualification of the proxy. A proxy appointed to participate and vote at the Eleventh AGM shall have the same rights as the member to speak at the Eleventh AGM.
- A member may appoint not more than 2 proxies to attend at the same Eleventh AGM. Where a member of the Company is an authorised nominee as defined under the Securities Industry (Central Depositories) Act, 1991 (“**SICDA**”), it may appoint at least 1 proxy but not more than 2 proxies in respect of each securities account it holds to which ordinary shares of the Company standing to the credit of the said securities account.
- Where a member or the authorised nominee appoints 2 proxies, he shall specify the proportion of his shareholdings to be represented by each proxy.
- Where a member is an exempt authorised nominee (which holds ordinary shares in the Company for multiple beneficial owners in 1 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. Where an exempt authorised nominee appoints 2 or more proxies to attend and vote at the same Meeting, the appointment shall be invalid unless he specifies the proportions of his holdings to be represented by each proxy. An exempt authorised nominee refers to an authorised nominee defined under the SICDA which is exempted from compliance with the provisions of subsection 25A(1) of SICDA.
- The appointment of a proxy may be made by electronic means or in a hard copy form in the following manner and must be received by the Company not less than 48 hours before the time appointed for holding the Eleventh AGM or adjourned general meeting at which the person named in the appointment proposes to vote:
  - By electronic form - The form of proxy can be electronically lodged with the Share Registrar of the Company via Boardroom Smart Investor Portal at <https://investor.boardroomlimited.com> (applicable to individual members only). Kindly refer to the Administrative Guide on the procedures for electronic lodgement of form of proxy via Boardroom Smart Investor Portal.
  - In hard copy form - In the case of an appointment made in hard copy form, the form of proxy must be deposited with the Share Registrar of the Company at Boardroom Share Registrars Sdn. Bhd. at 11th Floor, Menara Symphony, No. 5, Jalan Professor Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan.
- Please refer to the Administrative Guide for shareholders/proxies attending the Eleventh AGM for further details.

## ADMINISTRATIVE GUIDE FOR SHAREHOLDERS/ PROXIES ATTENDING THE ELEVENTH ANNUAL GENERAL MEETING (“11<sup>TH</sup> AGM” OR “AGM”)

- Date of AGM : Wednesday, 31 May 2023
- Time : 10:00 a.m.
- Broadcast Venue : Icon Offshore Berhad’s Boardroom, 16-01, Level 16, Menara Tan & Tan, 207, Jalan Tun Razak, 50450 Kuala Lumpur, Wilayah Persekutuan
- Meeting Platform : <https://meeting.boardroomlimited.my>
- Mode of Communication :
1. Type text in the meeting platform. The Messaging window facility will be opened concurrently with the Virtual Meeting Portal, i.e., one (1) hour before the AGM, which is from 9:00 a.m. on Wednesday, 31 May 2023.
  2. Shareholders may submit questions in advance on the AGM resolutions commencing from 28 April 2023, and in any event no later than Monday, 29 May 2023 at 10:00 a.m., via Boardroom’s website at <https://investor.boardroomlimited.com> using the same user ID and password provided in Step 2 below and select “**SUBMIT QUESTION**” to pose questions (“Pre-AGM Meeting Questions”).

### Dear Shareholders,

As part of safety measures for our shareholders, Icon Offshore Berhad’s (“**Company**”) 11<sup>th</sup> AGM will be conducted virtually by way of live streaming and online remote voting using the Remote Participation and Electronic Voting (“**RPEV**”) facilities without physical attendance by shareholders, proxies and corporate representatives.

In line with the Malaysian Code on Corporate Governance Practice 13.3, by conducting a virtual meeting, this would facilitate greater shareholder participation as it facilitates electronic voting and remote shareholders’ participation.

With the RPEV facilities, you may exercise your right as a member of the Company to participate remotely (including pose questions to the Board of Directors and/or Management of the Company) and vote via electronic voting at the virtual AGM. Alternatively, you may also appoint the Chairman of the Meeting as your proxy to attend and vote on your behalf at the virtual AGM.

Kindly ensure that you are connected to the internet at all times in order to participate and vote when our virtual AGM has commenced. Therefore, it is your responsibility to ensure that connectivity for the duration of the meeting is maintained. The quality of the live webcast is dependent on the bandwidth and stability of the internet connection of the participants.

### **Broadcast Venue**

The broadcast venue of the AGM is strictly for the purpose of complying with Section 327(2) of the Companies Act 2016 and in accordance with Clause 70 of the Company’s Constitution which requires the Chairman of the Meeting to be present at the main venue.

Shareholders/proxies/corporate representatives **WILL NOT BE ALLOWED** to be physically present nor will they be admitted at the broadcast venue on the day of the AGM.

Shareholders will have to register to attend the AGM remotely by using the Online AGM, details of which are as set out below.

### **Entitlement to Participate in the Virtual AGM**

In respect of deposited securities, only members whose names appear on the General Meeting Record of Depositors as at 25 May 2023 shall be eligible to participate and vote at the virtual AGM or appoint proxy(ies)/corporate representatives to participate and vote on his/her/their behalf.

### **Voting Procedure**

1. The voting will be conducted by poll in accordance with Paragraph 8.29A of Main Market Listing Requirements of Bursa Malaysia Securities Berhad. The Company has appointed Boardroom Share Registrars Sdn. Bhd. as Poll Administrator to conduct the poll by way of electronic voting (e-Voting) and SKY Corporate Services Sdn. Bhd. as Scrutineers to verify the poll results.
2. For the purposes of the virtual AGM, the remote participation and e-Voting will be carried out via the following voting devices: Personal smart mobile phones , tablets  or computers/laptops .
3. There are two (2) methods for members and proxies who wish to use their personal voting device to vote. The methods are:
  - Use QR Scanner Code given in the e-mail to you; OR
  - Go to the website URL <https://meeting.boardroomlimited.my>
4. The polling will only commence after the announcement of poll session being opened by the Chairman until such time when the Chairman announces the closure of poll.
5. The Scrutineers will verify the poll result reports upon closing of the poll session by the Chairman. Thereafter, the Chairman will declare whether the resolutions put to vote were successfully carried or not.
6. You must ensure that you are connected to the internet at all times in order to participate and vote remotely when the AGM has commenced. Therefore, it is your responsibility to ensure that connectivity for the duration of the AGM is maintained. Kindly note that the quality of the connectivity to Virtual Meeting Portal for live webcast as well as for remote online voting is dependent on the bandwidth and stability of the internet connection at the location of the remote participants.

### **Online Registration Procedure**

1. If you choose to participate in the meeting online, you will be able to view a live webcast of the Meeting, ask the board questions and submit your votes in real time whilst the meeting is in progress.
2. Kindly follow the steps below on how to request for a login ID and password.

#### **Step 1 Register Online with BSIP (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 a request for Remote Participation user ID and password.]*

- (a) Access website <https://investor.boardroomlimited.com>.
- (b) Click <<**Register**>> to sign up as a user.
- (c) Please select the correct account type i.e. sign up as “**Shareholder**” or “**Corporate Holder**”
- (d) Complete registration with all required information. Upload a softcopy of your or representative’s MyKad/ Identification Card (front and back) or Passport in JPEG, PNG or PDF format (as the case maybe).
- (e) For corporate holder, kindly attach the authorization letter as well. Click “**Sign Up**”.
- (f) You will receive an e-mail from the BSIP Online for e-mail address verification. Click “**Verify E-mail Address**” to proceed with registration.
- (g) Once your e-mail address is verified, you will be re-directed to BSIP Online for verification of your mobile number. Click “**Request OTP Code**” and an OTP code will be sent to the registered mobile number. Click “**Enter**” to enter the OTP code to complete the process.
- (h) An e-mail will be sent to you within 1 business day informing you on the approval of your BSIP account. You can login to the BSIP at <https://investor.boardroomlimited.com> with the e-mail address and password that you have provided during the registration to proceed with the next step.

# ADMINISTRATIVE GUIDE FOR SHAREHOLDERS/PROXIES ATTENDING THE ELEVENTH ANNUAL GENERAL MEETING (“11<sup>TH</sup> AGM” OR “AGM”)

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

[Note: The registration for remote access will be opened on 28 April 2023.]

### For Individual or Corporate Shareholders

- Login to <https://investor.boardroomlimited.com> using your user ID and password from Step 1 above.
- Select “**ICON OFFSHORE BERHAD ELEVENTH (11<sup>TH</sup>) VIRTUAL ANNUAL GENERAL MEETING**” from the list of Meeting Events and click “**Enter**”.

### To attend the virtual AGM remotely

- Click on “**Register for RPEV**”.
- Read and agree to the terms & conditions and enter your CDS account no. to submit your request.

### To Appoint Proxy

- Click on “**Submit eProxy Form**”.
- Select the company you would like to be represented (if more than one) for Corporate Shareholder.
- Enter your CDS Account Number and number of securities held.
- Select your proxy - either the Chairman of the meeting or individual named proxy(ies)
- Read and accept the General Terms and Conditions by clicking “**Next**”.
- Enter the required particulars of your proxy(ies).
- Indicate your voting instructions - “**FOR**” or “**AGAINST**”, otherwise your proxy will decide your vote.
- Click “**Apply**”.
- Download or print the eProxy form as acknowledgement.

### Authorised Nominee and Exempt Authorised Nominee

#### Via BSIP

- Login to <https://investor.boardroomlimited.com> using your user ID and password from Step 1 above.
- Select “**ICON OFFSHORE BERHAD ELEVENTH (11<sup>TH</sup>) VIRTUAL ANNUAL GENERAL MEETING**” from the list of Corporate Meetings and click “**Enter**”.
- Click on “**Submit eProxy Form**”.
- Select the company you would like to be represented (if more than one).
- Proceed to download the file format for “Submission of Proxy Form” from BSIP.
- Prepare the file for the appointment of proxies by inserting the required data.
- Proceed to upload the duly completed proxy appointment file.
- Review and confirm your proxy appointment and click “Submit”.
- Download or print the eProxy form as acknowledgement.

#### Via email

- For Corporate Shareholders/Authorised Nominees/Exempt Authorised Nominees/Attorneys, you may also write to [BSR.Helpdesk@boardroomlimited.com](mailto:BSR.Helpdesk@boardroomlimited.com) and provide the name of the shareholder, CDS account no. and the Certificate of Appointment of Corporate Representative or Proxy Form (as the case may be), a copy of MyKad or passport, and a valid email address are required.

Note: If you are the authorised representative for more than one (1) authorised nominee/exempt authorised nominee/corporate holder, kindly click the home button and select “**Edit Profile**” in order to add Company name

- (a) You will receive a notification from Boardroom that your request has been received and is being verified.
- (b) Upon system verification against the AGM's Record of Depositors, you will receive an e-mail from Boardroom either approving or rejecting your registration for remote participation.
- (c) You will also receive your remote participation user ID and password along with the e-mail from Boardroom if your registration is approved.
- (d) Kindly be informed that you will be receiving an e-mail from Boardroom on the registration for Virtual AGM.
- (e) **Please note that the closing time to submit your request is no later than 10:00 a.m. on 29 May 2023 (48 hours before the AGM).**

### **Step 3 - Login to Virtual Meeting Portal**

*[Please note that the quality of the connectivity to Virtual Meeting Portal for live webcast 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 Virtual Meeting Portal will be open for login starting at 9:00 a.m. on 31 May 2023, one (1) hour before the commencement of the 11<sup>th</sup> AGM.
- (b) Follow the steps given to you in the e-mail along with your remote access user ID and password to login to the Virtual Meeting portal. (Refer to Step 2(c) above).
- (c) The steps will also guide you on how to view the live webcast, ask questions and vote.
- (d) The live webcast will end, and the Messaging window will be disabled the moment the Chairman announces the closure of the 11<sup>th</sup> AGM.
- (e) Thereafter, you can logout from Virtual Meeting Portal.

### **Lodgment of Proxy Form**

If you are unable to attend the online AGM and wish to appoint the Chairman of the AGM as your proxy to vote on your behalf, please deposit your proxy form at the office of Boardroom Share Registrars Sdn. Bhd. at **11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan** no later than 10:00 a.m. on 29 May 2023 (48 hours before the AGM). Any alteration to the Form of Proxy must be initialed.

Alternatively, the proxy appointment may also be lodged electronically at <https://investorboardroomlimited.com>, which is free and available to all individual shareholders no later than 10:00 a.m. on 29 May 2023 (48 hours before the AGM). For further information, kindly refer to the “**Online Registration Procedure**” above.

**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.**

### **Revocation of Proxy**

If you have submitted your Form(s) of Proxy and subsequently decided to appoint another person or wish to participate in our online AGM yourself, please write in to [BSR.Helpdesk@boardroomlimited.com](mailto:BSR.Helpdesk@boardroomlimited.com) to revoke the earlier appointed proxy no later than 10:00 a.m. on 29 May 2023 (48 hours before the AGM). On revocation, your proxy(ies) will not be allowed to participate in the AGM. In such event, you should advise your proxy(ies) accordingly.

### **Participation through Live Webcast, Question and Voting at the AGM**

The Chairman and the Board will endeavour their best to respond to the questions submitted by shareholders which are related to the resolutions to be tabled at the AGM.

All modes of communications are accepted for the purpose of posting questions to the Chairman and Board before or during the AGM. Shareholders are however encouraged to post questions via the online platform during the AGM.

Shareholders may proceed to cast votes on the proposed resolutions, which will be tabled at the AGM, upon the commencement of the meeting at the scheduled starting time. Shareholders are reminded to cast their votes before the poll is closed.

Shareholders who participate in the AGM are able to view the Company's presentation or slides via the live webcast.

### **Recording or Photography at the Online AGM**

No recording or photography of the AGM proceeding is allowed without the prior written permission of the Company.

# **ADMINISTRATIVE GUIDE FOR SHAREHOLDERS/PROXIES ATTENDING THE ELEVENTH ANNUAL GENERAL MEETING (“11<sup>TH</sup> AGM” OR “AGM”)**

## **Enquiry**

Please e-mail to the Company’s Poll Administrator, Boardroom Share Registrars Sdn. Bhd. at [BSR.Helpdesk@boardroomlimited.com](mailto:BSR.Helpdesk@boardroomlimited.com) or **call the helpdesk number at 03-7890 4700** if you have queries pertaining to the RPEV, prior to the virtual AGM.

## **Personal Data Privacy**

By registering for the remote participation and electronic voting meeting and/or submitting the instrument appointing a proxy(ies) and/or representative(s), the member of the Company has consented to the use of such data for purposes of processing and administration by the Company (or its agents); and to comply with any laws, listing rules, regulations and/or guidelines. The member agrees that he/she will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the shareholder’s breach of warranty.