



NATIONGATE HOLDINGS BERHAD

Registration no. 202101004230 (1404529-K)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Third Annual General Meeting of **NationGate Holdings Berhad** will be conducted on a fully virtual basis through live streaming and online remote voting via Remote Participation and Voting facilities which are available on Tricor Investor & Issuing House Services Sdn Bhd's TIH Online website at <https://tjih.online> on Friday, 28 June 2024 at 10.00 a.m. for the purpose of considering if thought fit, to pass the following resolutions, with or without modifications:-

AGENDA

ORDINARY BUSINESS

- To receive the Audited Financial Statements for the financial year ended 31 December 2023 together with the Reports of the Directors and Auditors thereon.
- To declare a Final Single Tier Dividend of 0.25 sen per share for the financial year ended 31 December 2023.
- To re-elect Mr Ooi Eng Leong who retires in accordance with Clause 76(3) of the Company's Constitution.
- To re-elect Mr Lee Kim San who retires in accordance with Clause 76(3) of the Company's Constitution.
- To re-appoint Grant Thornton Malaysia PLT as Auditors and to authorise the Directors to determine their remuneration.
- To approve the payment of Directors' fees of up to an amount of RM195,000.00 for the financial year ending 31 December 2024.
- To approve the payment of Directors' benefits in accordance with Section 230(1) of the Companies Act 2016 ("the Act") up to an amount of RM168,000.00 from 28 June 2024 until the next Annual General Meeting of the Company.

**Please refer to Note 2
Ordinary Resolution 1
Ordinary Resolution 2
Ordinary Resolution 3
Ordinary Resolution 4
Ordinary Resolution 5
Ordinary Resolution 6**

SPECIAL BUSINESS

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

- AUTHORITY TO ISSUE AND ALLOT SHARES OF THE COMPANY PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT 2016**
"THAT pursuant to Sections 75 and 76 of the Act, ACE Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities") ("Listing Requirements") and the approval of the relevant regulatory authorities, where such approval is required, the Directors of the Company be and are hereby authorised to issue and allot shares in the capital of the Company, grant rights to subscribe for shares in the Company, convert any securities into shares in the Company, or allot shares under an agreement or option or offer ("New Shares") from time to time, at such price, to such persons and for such purposes and upon such terms and conditions as the Directors may in their absolute discretion deem fit, provided that the aggregate number of such New Shares to be issued, to be subscribed under any rights granted, to be issued from conversion of any security, or to be issued and allotted under an agreement or option or offer, pursuant to this resolution, when aggregated with the total number of any such shares issued during the preceding 12 months does not exceed 10% of the total number of issued shares (excluding any treasury shares) of the Company for the time being ("Proposed General Mandate").
THAT such approval on the Proposed General Mandate shall be in force until:
 - the conclusion of the next Annual General Meeting ("AGM") of the Company held after the approval was given;
 - the expiration of the period within which the next AGM of the Company is required to be held after the approval was given; or
 - revoked or varied by resolution passed by the shareholders of the Company in a general meeting,
whichever is the earlier.THAT the Directors of the Company be and are hereby also empowered to obtain the approval from Bursa Securities for the listing of and quotation for such New Shares on the ACE Market of Bursa Securities.
THAT authority be and is hereby given to the Directors of the Company, to give effect to the Proposed General Mandate with full powers to assent to any conditions, modifications, variations and/or amendments as they may deem fit in the best interest of the Company and/or as may be imposed by the relevant authorities.
AND FURTHER THAT the Directors of the Company, be and are hereby authorised to implement, finalise, complete and take all necessary steps and to do all acts (including execute such documents as may be required), deeds and things in relation to the Proposed General Mandate."
- PROPOSED RENEWAL OF SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE AND PROPOSED NEW SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE**
"THAT subject always to the provisions of the Act, the Company's Constitution, Listing Requirements or other regulatory authorities, approval be and is hereby given to the Company and/or its subsidiaries to enter into recurrent related party transactions with the related parties as set out in Appendix I of the Circular to Shareholders dated 29 April 2024 ("the Circular"), which are necessary for the day to day operations and are carried out in the ordinary course of business and are on normal commercial terms which are not more favourable to the related parties than those generally available to the public and not detrimental to the minority shareholders as set out in the Circular ("Mandate").
THAT the Directors be empowered to do all such acts and things be considered necessary or expedient to give full effect to the Mandate with full powers to assent to any conditions, modifications, revaluations, variations and/or amendments as may be imposed by the relevant authorities.
THAT such Mandate shall commence upon passing this ordinary resolution and to be in force until:
 - the conclusion of the next AGM of the Company at which time the authority shall lapse unless the authority is renewed by a resolution passed at the meeting; or
 - the expiration of the period within which the next AGM after that date it is required to be held pursuant to Section 340(2) of the Act (but shall not extend to such extension as may be allowed pursuant to Section 340(4) of the Act); or
 - revoked or varied by ordinary resolution passed by the shareholders of the Company at a general meeting;
whichever is earlier.AND THAT the Directors of the Company be and are hereby authorised to complete and to do all such acts and things (including executing all such documents as may be required) as they may consider expedient or necessary to give effect to the transactions contemplated and/or authorised by this ordinary resolution."
- To transact any other business of which due notice shall have been given in accordance with the Companies Act 2016 and the Company' Constitution.

Ordinary Resolution 7

Ordinary Resolution 8

By Order of the Board

CHEW SIEW CHENG (MAICSA 7019191)

(SSM PC No.: 202008001179)

LIM CHOO TAN (LS 0008888)

(SSM PC No.: 202008000713)

Company Secretaries

Date: 29 April 2024

Penang

NOTES:

1. Proxy

- The Annual General Meeting ("AGM") will be conducted fully virtual through live streaming and online meeting platform provided by Tricor Investor & Issuing House Services Sdn Bhd ("Tricor") in Malaysia via its TIH Online website at <https://tjih.online>. Members are to attend, speak (including posing questions to the Board of Directors of the Company 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. Members are advised to follow the procedures of RPV as stated in the Administrative Guide.
- The online meeting platform at TIH Online website at <https://tjih.online> or <https://tjih.com.my> which is the main venue of the EGM, is registered with MYNIC Berhad under the Domain Registration No. D1A282781. This fulfills Section 327(2) of the Companies Act 2016 which requires the main venue of a company's general meeting to be in Malaysia and the chairperson to be present at that main venue as clarified in the Frequently Asked Questions on Virtual General Meetings dated 8 June 2021 issued by the Companies Commission of Malaysia.
- For the purpose of determining who shall be entitled to participate in this AGM, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd to make available to the Company, a Record of Depositors as at 20 June 2024. Only a member whose name appears on this Record of Depositors shall be entitled to participate in this AGM or appoint a proxy to participate, speak and vote on his/her/its behalf.
- A member entitled to attend and vote at this AGM is entitled to appoint a proxy or attorney or in the case of a corporation, to appoint a duly authorised representative to participate in his/her 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 participate instead of the member at the General Meeting.
- Where a member of the Company is an authorised nominee as defined in the Securities Industry (Central Depositories) Act 1991 ("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 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 AGM or adjourned AGM at which the person named in the appointment proposes to vote:
 - In hard copy form
In the case of an appointment made in hard copy form, this proxy form must be deposited at the registered office of the Company situated at Suite A, Level 9, Wawasan Open University, 54, Jalan Sultan Ahmad Shah, 10050 Georgetown, Penang.
 - By electronic means
The Proxy Form can be electronically lodged via TIH Online website at <https://tjih.online>. Please refer to the Administrative Guide for the AGM on the procedures for electronic lodgement of the Proxy Form.
- Any authority pursuant to which such an appointment is made by a power of attorney must be deposited at the registered office of the Company situated at Suite A, Level 9, Wawasan Open University, 54, Jalan Sultan Ahmad Shah, 10050 Georgetown, Penang not less than forty-eight (48) hours before the time appointed for holding the AGM or adjourned AGM at which the person named in the appointment proposes to vote. A copy of the power of attorney may be accepted provided that it is certified notariately and/or in accordance with the applicable legal requirements in the relevant jurisdiction in which it is executed.
- Please ensure ALL the particulars as required in this proxy form are completed, signed and dated accordingly.
- Last date and time for lodging this proxy form is 10.00 a.m. on 26 June 2024 (Wednesday).
- For a corporate member who has appointed a representative, please bring the ORIGINAL certificate of appointment executed in the manner as stated in the proxy form if this has not been lodged at the Company's registered office earlier.
- Those Proxy Forms which are indicated with "v" in the spaces provided to show how the votes are to be casted will also be accepted.
- By submitting an instrument appointing a proxy(ies) and/or representative(s), the member accepts and agrees to the personal data privacy terms pursuant to the Personal Data Protection Act 2010 set out below:
By submitting an instrument appointing a proxy(ies) and/or representative(s) to participate in the AGM 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 agent) for the purpose of the processing and administration of proxies and representatives appointed for the AGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the AGM (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 agent), 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 agent) 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 (or its agent) in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member's breach of warranty.
- Pursuant to Rule 8.31A(1) of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in the Notice of AGM will be put to vote by way of poll.

2. Audited Financial Statements for the financial year ended 31 December 2023

This Agenda item is meant for discussion only as the provision of Sections 248(2) and 340(1)(a) of the Companies Act 2016 does not require a formal approval of the shareholders and hence is not put forward for voting.

3. Re-election of retiring Directors

The details and profile of the retiring Directors, Mr Ooi Eng Leong and Mr Lee Kim San who are standing for re-election at the AGM is set out in the Directors' profile on pages 7 and 8 of the Annual Report 2023. The Board through the Nomination Committee ("NC") had conducted an annual assessment on the performance and contribution of the individual Directors including the retiring Directors for the financial year ended 31 December 2023 based on a set of prescribed criteria. Based on the results of the annual assessment, the performance of each individual Director was found to be satisfactory and the NC had assessed that each individual Director was fit and proper to continue to hold the position as a Director of the Company.

4. Directors' Fees

The proposed Ordinary Resolution 5, if passed, will authorise the payment of the Directors' fees up to the amount of RM195,000.00 for the financial year ending 31 December 2024.

5. Directors' Benefits

The proposed Ordinary Resolution 6, if passed, will authorise the payment of the Directors' benefits in accordance with Section 230(1) of the Companies Act 2016 of up to RM168,000.00 from 28 June 2024 until the next Annual General Meeting of the Company.

6. Resolution Pursuant to Sections 75 and 76 of the Companies Act 2016

The Board is desirous of seeking a general mandate for issuance of shares at the 3rd AGM. The proposed Ordinary Resolution 7, 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 current and/or 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 the issued shares (excluding treasury 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 ("Proposed General Mandate").

7. Proposed Renewal of Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature and Proposed New Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature

The proposed Ordinary Resolution 8, if passed, will authorise the Company and/or its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature. This Authority will, unless revoked or varied by the Company in general meeting, will expire at the next Annual General Meeting of the Company. Please refer to the Circular to Shareholders dated 29 April 2024 for more information.

NOTICE OF DIVIDEND ENTITLEMENT AND PAYMENT

NOTICE IS HEREBY GIVEN that, subject to the approval of the shareholders at the forthcoming Third Annual General Meeting, a Final Single Tier Dividend of 0.25 sen per share for the year ended 31 December 2023 will be paid on 16 July 2024 to Depositors registered in the Record of Depositors at the close of business on 3 July 2024.

A Depositor shall qualify for the above entitlement only in respect of:-

- shares transferred into the Depositor's Securities Account before 4.30 p.m. on 3 July 2024 in respect of transfers;
- shares bought on Bursa Malaysia Securities Berhad ("Bursa Securities") on a cum entitlement basis according to the rules of Bursa Securities.

By Order of the Board

CHEW SIEW CHENG (MAICSA 7019191)

(SSM PC No.: 202008001179)

LIM CHOO TAN (LS 0008888)

(SSM PC No.: 202008000713)

Company Secretaries

Date: 29 April 2024

Penang

ADMINISTRATIVE GUIDE FOR THIRD ANNUAL GENERAL MEETING (“3rd AGM”) OF NATIONGATE HOLDINGS BERHAD (THE “COMPANY”)

| | |
|-------------------------|---|
| Date | : Friday, 28 June 2024 |
| Time | : 10.00 a.m. |
| Online Meeting Platform | : TIIH Online website at https://tiih.online provided by Tricor Investor & Issuing House Services Sdn. Bhd. |

MODE OF MEETING

- The 3rd AGM of the Company will be conducted on a fully virtual basis through live streaming and online meeting platform at TIIH Online provided by Tricor Investor & Issuing House Services Sdn Bhd (“Tricor”) in Malaysia via Remote Participation and Electronic Voting (“RPV”) facilities.

SHAREHOLDERS’ PARTICIPATION AT THE 3RD AGM VIA REMOTE PARTICIPATION AND VOTING FACILITIES (“RPV”)

- Shareholders are to attend, speak (in the form of real time submission of typed texts) and vote (collectively, “participate”) remotely at the 3rd AGM using the RPV provided by Tricor.
- The RPV are available on Tricor’s TIIH Online website at <https://tiih.online>.
- We strongly encourage you to participate the 3rd AGM via the RPV. You may also consider appointing the Chairman of the meeting as your proxy to attend and vote on your behalf at the 3rd AGM.
- Kindly refer to Procedures for RPV as set out below for the requirements and procedures.

PROCEDURES FOR RPV

- Please read and follow the procedures below to engage in remote participation through live streaming and online remote voting at the 3rd AGM using the RPV:-

| Procedure | Action |
|--|--|
| BEFORE THE 3RD AGM DAY | |
| i. Register as a user with TIIH Online | <ul style="list-style-type: none"> ▪ Using your computer, access the website at https://tiih.online. Register as a user under the “e-Services” by selecting “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 email. ▪ If you are already a user with TIIH Online, you are not required to register again. ▪ You will receive an email to notify you that the remote participation is available for registration at TIIH Online. |
| ii. Submit your request to attend 3 rd AGM remotely | <ul style="list-style-type: none"> ▪ Registration is open from 10.00 a.m. Monday, 29 April 2024 until the day of 3rd AGM on Friday, 28 June 2024. Shareholder(s) or proxy(ies) or corporate representative(s) or attorney(s) are required to pre-register their attendance for the 3rd AGM to ascertain their eligibility to participate the 3rd AGM using the RPV facilities. ▪ Login with your user ID (i.e. email address) and password and select the corporate event: “(Registration) NATIONGATE 3RD AGM”. |

ADMINISTRATIVE GUIDE FOR THIRD ANNUAL GENERAL MEETING OF NATIONGATE HOLDINGS BERHAD

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| | <ul style="list-style-type: none"> ▪ 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 email 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 20 June 2024, the system will send you an email after 26 June 2024 to approve or reject your registration for remote participation. <p><i>(Note: Please allow sufficient time for approval of new user of TIIH Online and registration for the RPV).</i></p> |
| ON THE 3RD AGM DAY | |
| i. Login to TIIH Online | <ul style="list-style-type: none"> ▪ Login with your user ID and password for remote participation at the 3rd AGM at any time from 9.00 a.m., i.e. 1 hour before the commencement of meeting at 10.00 a.m. on Friday, 28 June 2024. |
| ii. Participate through live streaming | <ul style="list-style-type: none"> ▪ Select the corporate event: “(Live Stream Meeting) NATIONGATE 3RD AGM” to engage in the proceedings of the 3rd 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 3rd AGM. If there is time constraint, the responses will be emailed to you at the earliest possible, after the meeting.</p> |
| iii. Online remote voting | <ul style="list-style-type: none"> ▪ Voting session commences from 10.00 a.m. on Friday, 28 June 2024 until a time when the Chairman announces the end of the voting session. ▪ Select the corporate event: “(Remote Voting) NATIONGATE 3RD 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 3rd AGM, the live streaming will end. |

NOTE TO USERS OF THE RPV:-

- (i) 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.
- (ii) 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.
- (iii) 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 011-4080 5616 / 011-4080 3168 / 011-4080 3169 / 011-4080 3170 or email to tiih.online@my.tricorglobal.com for assistance.

ADMINISTRATIVE GUIDE FOR THIRD ANNUAL GENERAL MEETING OF NATIONGATE HOLDINGS BERHAD

ENTITLEMENT TO PARTICIPATE AND APPOINTMENT OF PROXY OR ATTORNEY OR CORPORATE REPRESENTATIVE

- Only members whose names appear on the Record of Depositors (“ROD”) as at **20 June 2024** shall be entitled to attend, speak (in the form of real time submission of typed texts) and vote in the 3rd AGM or appoint a proxy(ies)/ corporate representative(s)/attorney(s) and/or the Chairman of the Meeting to attend and vote on his/her behalf.
- In view that the 3rd AGM will be conducted on a fully virtual basis, a member can appoint the Chairman of the Meeting as his/her proxy and indicate the voting instruction in the Form of Proxy.
- If you wish to participate in the 3rd AGM yourself, please do not submit any Form of Proxy for the 3rd AGM. You will not be allowed to participate in the 3rd AGM together with a proxy appointed by you.
- Accordingly, Form of Proxy and/or documents relating to the appointment of proxy/corporate representative/attorney for the 3rd AGM whether in hard copy or by electronic means shall be deposited or submitted in the following manner not later than **Wednesday, 26 June 2024 at 10.00 a.m.:-**

(i) In hard copy form:-

In the case of an appointment made in hard copy form, this proxy form must be deposited at the registered office of the Company situated at Suite A, Level 9, Wawasan Open University, 54, Jalan Sultan Ahmad Shah, 10050 Georgetown, Penang.

(ii) By electronic means:-

The Proxy Form can be electronically lodged via TIIH Online website at <https://tiih.online> and the steps to submit are summarised below:-

| Procedure | Action |
|--|---|
| I. <u>Steps for Individual Shareholders</u> | |
| 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. |
| 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: “NATIONGATE 3RD AGM - Submission of Proxy Form”.▪ Read and agree to the Terms & Conditions and confirm the Declaration.▪ Insert your CDS account number and indicate the number of shares for your proxy(ies) to vote on your behalf.▪ Indicate your voting instructions – FOR or AGAINST, otherwise your proxy will decide on your votes.▪ Review and confirm your proxy(ies) appointment.▪ Print the Form of Proxy for your record. |

ADMINISTRATIVE GUIDE FOR THIRD ANNUAL GENERAL MEETING OF NATIONGATE HOLDINGS BERHAD

| II. <u>Steps for Corporation or Institutional Shareholders</u> | |
|---|--|
| Register as a User with TIIH Online | <ul style="list-style-type: none"> ▪ Access TIIH Online at https://tiih.online. ▪ Under e-Services, the authorised or nominated representative of the corporation or institutional shareholder selects “Create Account by Representative of Corporate Holder”. ▪ Complete the registration form and upload the required documents. ▪ Registration will be verified, and you will be notified by email within one (1) to two (2) working days. ▪ Proceed to activate your account with the temporary password given in the email and re-set your own password. <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, Tricor, 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 TIIH Online at https://tiih.online. ▪ Select the corporate exercise name: “NATIONGATE 3RD 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. ▪ 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. |

VOTING AT MEETING

- The voting at the 3rd AGM will be conducted on a poll pursuant to Rule 8.31A(1) of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad (“Bursa Malaysia”). The Company has appointed Tricor to conduct the poll voting and Asia Securities Sdn. Bhd. as Independent Scrutineers to verify the poll results.
- Shareholders or proxy(ies) or corporate representative(s) or attorney(s) 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 3rd AGM at 10.00 a.m. Kindly refer to **“Procedures for RPV”** provided above for guidance on how to vote remotely via TIIH Online website at <https://tiih.online>.
- Upon completion of the voting session for 3rd AGM, the Scrutineers will verify the poll results followed by the Chairman’s declaration whether the resolutions are duly passed.

ADMINISTRATIVE GUIDE FOR THIRD ANNUAL GENERAL MEETING OF NATIONGATE HOLDINGS BERHAD

RESULTS OF THE VOTING

- The resolutions proposed at the 3rd AGM and the results of the voting will be announced at the 3rd AGM and subsequently via an announcement made by the Company through Bursa Malaysia at www.bursamalaysia.com.

NO DOOR GIFT

- There will be no distribution of door gifts for the 3rd AGM.
- The Company would like to thank all its shareholders for their co-operation and understanding in these challenging times.

PRE-MEETING SUBMISSION OF QUESTIONS TO THE BOARD OF DIRECTORS

- In order to enhance the efficiency of the proceedings of the 3rd AGM, shareholders may in advance, before the 3rd AGM, submit questions to the Board of Directors via Tricor's TIIH Online website at <https://tiih.online>, no later than **Wednesday, 26 June 2024 at 10.00 a.m.** The Board of Directors will endeavour to address the questions received at the 3rd AGM.

ANNUAL REPORT

- The Annual Report is available on the Company's website at <http://www.nationgate.com.my/> and Bursa Malaysia's website at www.bursamalaysia.com under Company's announcements.
- You may request for a printed copy of the Annual Report at <https://tiih.online> by selecting "**Request for Annual Report / Circular**" under the "**Investor Services**".
- Kindly consider the environment before you decide to request for the printed copy of the Annual Report. The environmental concerns like global warming, deforestation, climate change and many more affect every human, animal and nation on this planet.

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).