

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the Twentieth Annual General Meeting ("20th AGM") of ICAPITAL.BIZ BERHAD ("iCapital" or "Company") will be held at Kuala Lumpur Convention Centre – Ballroom 1, Level 3, East Wing Jalan Pinang, Kuala Lumpur City Centre 50088 Kuala Lumpur, Wilayah Persekutuan, Malaysia on Saturday, 26 October 2024 at 9.00 a.m. for the following purposes:-

AGENDA

As Ordinary Business

1. To receive the Audited Financial Statements for the financial year ended 31 May 2024 together with the Reports of the Directors and Auditors thereon. **(Please refer to Note 1 of the Explanatory Notes)**
2. To approve the Directors' fees payable to the Directors of the Company amounting to RM244,613 for the financial year ended 31 May 2024. **Ordinary Resolution 1**
3. To re-elect Dato' Sri Syed Ismail Bin Dato' Haji Syed Azizan as a Director who is to retire pursuant to Clause 100(1) of the Constitution of the Company and, being eligible, has offered himself for re-election. **Ordinary Resolution 2**
4. To re-elect Professor Hew Moi Lan as a Director who is to retire pursuant to Clause 107 of the Constitution of the Company and, being eligible, has offered herself for re-election. **Ordinary Resolution 3**
5. To re-appoint Messrs Crowe Malaysia PLT as Auditors of the Company and to authorise the Directors to fix their remuneration. **Ordinary Resolution 4**

As Special Business

To consider and, if deemed fit, to pass the following resolutions:-

6. Payment of Benefits Payable to the Directors under Section 230(1)(b) of the Companies Act 2016.

"THAT the benefits payable to the Directors of the Company of up to an aggregate amount of RM100,000.00 for the period from 27 October 2024 until the next Annual General Meeting of the Company pursuant to Section 230(1)(b) of the Companies Act 2016, be and is hereby approved for payment on monthly in arrears after each month of completed service of the Directors."
Ordinary Resolution 5
7. Proposed Renewal Of The Authority To Allot New Ordinary Shares In The Company ("New ICAP Shares") For The Purpose Of a Dividend Reinvestment Plan ("DRP") That Provides The Shareowners Of The Company The Option To Elect To Reinvest Their Cash Dividend ("Proposed Renewal Of DRP").

"THAT pursuant to the DRP as approved by the Shareowners at the Extraordinary General Meeting held on 29 December 2023 and subject to the approval of the relevant regulatory authority (if any), approval be and is hereby given to the Company to allot and issue such number of New ICAP Shares from time to time as may be required to be allotted and issued pursuant to the DRP until the conclusion of the next Annual General Meeting of the Company upon terms and conditions and to such persons as the Directors of the Company may, in their absolute discretion, deem fit and in the best interest of the Company PROVIDED THAT the issue price of the said New ICAP Shares shall be fixed by the Directors, shall, subject to the market price of ICAP shares being above its Net Asset Value per ICAP share, be fixed at not more than ten percent (10%) discount to the adjusted five (5)-day volume-weighted average market price ("VWAP") of ICAP Shares immediately prior to the price-fixing date, of which the VWAP shall be adjusted ex-dividend before applying the aforementioned discount in fixing the issue price of New ICAP Shares;

AND THAT the Directors and the Secretary of the Company be and are hereby authorised to do all such acts and enter into all such transactions, arrangements, deeds, undertakings and documents as may be necessary or expedient and/or appropriate in order to give full effect to the DRP with full power to assent to any conditions, modifications, variations and/or amendments as may be imposed or agreed to by any relevant authorities (if any) or consequent upon the implementation of the said conditions, modifications, variations and/or amendments, by the Directors as they, in their absolute discretion, deem fit and in the best interest of the Company."
Ordinary Resolution 6
8. To transact any other business for which due notice shall have been given pursuant to the Companies Act 2016.

BY ORDER OF THE BOARD

TAI YIT CHAN (MAICSA 7009143) (SSM PC No.: 202008001023)

Company Secretary
Selangor Darul Ehsan
Dated: 27 September 2024

NOTES:

1. A member of the Company who is entitled to attend and vote at the 20th AGM of the Company, may appoint not more than two (2) proxies to attend and vote instead of the member at the 20th AGM.
2. 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 with ordinary shares of the Company standing to the credit of the said securities account.
3. 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 Central Depositories Act which is exempted from compliance with the provisions or subsection 25A(1) of Central Depositories Act.

4. 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.
5. A proxy need not be a member. There shall be no restriction as to the qualification of the proxy. A proxy appointed to attend and vote at the 20th AGM of the Company shall have the same "rights as the member to speak at the 20th AGM.
6. The instrument appointing a proxy shall be deemed to confer authority to demand or join in demanding a poll.
7. The appointment of proxy must:-
 - (i) In the case of an appointment made in hard copy form, be deposited at Company's Share Registrar's office at Level 11, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia not less than 48 hours before the time appointed for holding the 20th AGM or adjourned meeting at which the person named in the appointment proposes to vote together with any authority under which it is made or a copy of the authority, certified notarially or in some other manner approved by the Board;

(ii) In the case of an appointment made by electronic means:-

- a) By emailing the proxy form to **BSR.Helpdesk@boardroomlimited.com** not less than 48 hours before the time appointed for holding the 20th AGM or adjourned meeting at which the person named in the appointment proposes to vote.

Any authority pursuant to which such an appointment is made or a copy of the authority, certified notarially or in some other manner approved by the Board, must, if required by the Board, be received the Company's Share Registrar's office at Level 11, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia not less than 48 hours before the time appointed for holding the 20th AGM or adjourned meeting at which the person named in the appointment proposes to vote;

- b) By lodging the proxy form via Boardroom Smart Investor Portal at **<https://investor.boardroomlimited.com>** not less than 48 hours before the time appointed for holding the 20th AGM or adjourned meeting at which the person named in the appointment proposes to vote. Kindly refer to the Administrative Guide on the procedures for electronic lodgement of proxy form. Any authority pursuant to which such an appointment is made or a copy of the authority, certified notarially or in some other manner approved by the Board, must, if required by the Board, be received the Company's Share Registrar's office at Level 11, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia not less than 48 hours before the time appointed for holding the 20th AGM or adjourned meeting at which the person named in the appointment proposes to vote;

(iii) In the case of a poll, be received as aforesaid not less than 24 hours before the time appointed for the talking of the poll.

8. In respect of deposited securities, only members whose names appear on the Record of Depositors on 18 October 2024 (General Meeting Record of Depositors) shall be eligible to attend the 20th AGM or appoint proxy(ies) to attend and/or vote on his behalf, subject to Note 11 below.

9. Any Notice of Termination of Authority to act as Proxy must be received by the Company before the commencement of the meeting or at any adjournment thereof, failing which, the termination of the authority of a person to act as proxy will not affect the following in accordance with Section 338 of the Companies Act 2016:-

- (a) the constitution of the quorum at such meeting;
- (b) the validity of anything he did as chairman of such meeting;
- (c) the validity of a poll demanded by him at such meeting; or
- (d) the validity of the vote exercised by him at such meeting.

10. Pursuant to Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("MMLR"), all resolutions set out in the notice of the 20th AGM will be put to vote by way of poll. Poll Administrator and independent Scrutineers will be appointed by the Company to conduct the poll process and verify the results of the poll respectively.

11. Foreign depositors who hold voting shares within the prescribed limit of 20% as against the total quantity of shares

listed on the official list of the Stock Exchange shall be entitled to vote at any general meeting save for restricted shares standing to the credit of the securities account of foreign depositors as being in suspense, pursuant to the Securities Industry (Central Depositories) (Foreign Ownership) Regulations 1996 ('SICDA FOR') read together with the Prescribed Limit of 20% in the Company's Constitution, the Securities Commission Guidelines for Public Offerings of Securities of Closed-end Funds, the MMLR and Chapter 24A of the Rules of Bursa Malaysia Depository concerning foreign ownership of shares in the Company. Determination(s) on rights and obligations attached to restricted shares may be made by the Board of Directors of the Company upon the happening of any of the events listed in regulation 6 (2) of SICDA FOR.

EXPLANATORY NOTES:-

1. Agenda item no. 1 - Audited Financial Statements

Agenda item no. 1 is meant for discussion only as the provision of Section 340(1)(a) of the Companies Act 2016 does not require a formal approval of Share Owners for the Audited Financial Statements. Hence, this item on the Agenda will not be put forward for voting.

2. Ordinary Resolution 5 - Payment of Benefits Payable to the Directors

The benefits payable to the Directors pursuant to Section 230(1) (b) of the Companies Act 2016 will only be made by the Company monthly in arrears after each month of completed service of the Directors, if the resolution is passed. The benefits payable has been reviewed by the Board of Directors of the Company, which recognises that the benefits payable is in the best interest of the Company for the applicable period of between 27 October 2024 until the next Annual General Meeting of the Company. The benefits comprise allowance for attendance at the Board and Board Committee meetings, subscription to club membership, outpatient medical expenses, hospitalisation and surgical insurance, handphone allowances, travelling allowances and such other benefits which have been/may be approved by the Board of Directors. The estimated amount of benefits is determined based on the scheduled and special meetings of the Board and Board Committees to be held during the period from 27 October 2024 until the next Annual General Meeting as well as the number of Directors. This authority, unless revoked or varied by the Company at a general meeting, will expire at the conclusion of the next Annual General Meeting of the Company.

PRESENTATION OF INVESTMENT PORTFOLIO OF THE COMPANY

In order to keep the Share Owners abreast of the investments of the Company for the financial year ended 31 May 2024, the Board is pleased to invite the Share Owners of the Company to attend

the Presentation on the Company's Investment Portfolio by Mr Tan Teng Boo, the Designated Person to the Fund Manager of your Fund at the 20th AGM.

PERSONAL DATA PRIVACY:-

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the 20th AGM and/or any adjournment thereof, a member of the Company (i) consents to the collection, use and disclosure of the member's personal data by the Company (or its agents) for the purpose of the processing and administration by the Company (or its agents) of proxies and representatives appointed for the 20th AGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the 20th AGM (including any adjournment thereof), and in order for the Company (or its agents) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "Purposes"), (ii) warrants that where the member discloses the personal data of the member's proxy(ies) and/or representative(s) to the Company (or its agents), the member has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, and (iii) agrees that the member will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member's breach of warranty.

PROXY FORM

ICAPITAL.BIZ BERHAD
[Registration No.: 200401036389 (674900-X)]
(Incorporated in Malaysia)

CDS account number of holder

PROXY FORM

No. of shares held

I/We _____ Tel: _____
(Full name in block letters and NRIC/Passport/ Company No.)
of _____
(Full address)

being a member of **ICAPITAL.BIZ BERHAD**, hereby appoint:-

Full Name (in Block Letters)	NRIC / Passport No.	Proportion of Shareholdings	
		No. of Shares	%
Address			
Email:	Tel:		

*and/or (delete as appropriate)

Full Name (in Block Letters)	NRIC / Passport No.	Proportion of Shareholdings	
		No. of Shares	%
Address			
Email:	Tel:		

or failing him/her, the *Chairman of the Meeting as my/our proxy to vote for me/us on my/our behalf at the Twentieth Annual General Meeting ("20th AGM") of the Company to be held at Kuala Lumpur Convention Centre – Ballroom 1, Level 3, East Wing, Jalan Pinang, Kuala Lumpur City Centre, 50088 Kuala Lumpur, Wilayah Persekutuan, Malaysia on Saturday, 26 October 2024 at 9.00 a.m. or at any adjournment thereof.

(*Please delete the words "Chairman of the Meeting" if you wish to appoint some other person to be your proxy.)

My/our proxy is to vote as indicated below:-

Item No.	Agenda	Resolutions	For	Against
1.	To receive the Audited Financial Statements for the financial year ended 31 May 2024 together with the Reports of the Directors and Auditors thereon.			
2.	To approve the Directors' fees payable to the Directors of the Company amounting to RM244,613 for the financial year ended 31 May 2024.	Ordinary Resolution 1		
3.	To re-elect Dato' Sri Syed Ismail Bin Dato' Haji Syed Azizan as a Director who is to retire pursuant to Clause 100(1) of the Constitution of the Company and, being eligible, has offered himself for re-election.	Ordinary Resolution 2		
4.	To re-elect Professor Hew Moi Lan as a Director who is to retire pursuant to Clause 107 of the Constitution of the Company and, being eligible, has offered herself for re-election.	Ordinary Resolution 3		
5.	To re-appoint Messrs Crowe Malaysia PLT as Auditors of the Company and to authorise the Directors to fix their remuneration.	Ordinary Resolution 4		
Special Business				
6.	Payment of Benefits Payable to the Directors under Section 230(1)(b) of the Companies Act 2016.	Ordinary Resolution 5		
7.	Proposed Renewal Of The Authority To Allot New Ordinary Shares In The Company ("New ICAP Shares") For The Purpose Of A Dividend Reinvestment Plan ("DRP") That Provides The Shareowners Of The Company The Option To Elect To Reinvest Their Cash Dividend ("Proposed Renewal Of DRP").	Ordinary Resolution 6		

(Please indicate with an "X" in the spaces provided on how you wish your vote to be cast. If you do not do so, the proxy will vote or abstain from voting at his/her discretion.)

Signature/Common Seal of Shareholder

Date:



NOTES:

1. A member of the Company who is entitled to attend and vote at the 20th AGM of the Company, may appoint not more than two (2) proxies to attend and vote instead of the member at the 20th AGM.
2. 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 with ordinary shares of the Company standing to the credit of the said securities account.
3. 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 Central Depositories Act which is exempted from compliance with the provisions or subsection 25A(1) of Central Depositories Act.
4. 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.
5. A proxy need not be a member. There shall be no restriction as to the qualification of the proxy. A proxy appointed to attend and vote at the 20th AGM of the Company shall have the same rights as the member to speak at the 20th AGM.
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7. The appointment of proxy must:-
 - (i) In the case of an appointment made in hard copy form, be deposited at Company's Share Registrar's office at 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia not less than 48 hours before the time appointed for holding the 20th AGM or adjourned meeting at which the person named in the appointment proposes to vote together with any authority under which it is made or a copy of the authority, certified notarially or in some other manner approved by the Board;
 - (ii) In the case of an appointment made by electronic means:-
 - a) By emailing the proxy form to **BSR.Helpdesk@boardroomlimited.com** not less than 48 hours before the time appointed for holding the 20th AGM or adjourned meeting at which the person named in the appointment proposes to vote. Any authority pursuant to which such an appointment is made or a copy of the authority, certified notarially or in some other manner approved by the Board, must, if required by the Board, be received the Company's Share Registrar's office at Level 11, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia not less than 48 hours before the time appointed for holding the 20th AGM or adjourned meeting at which the person named in the appointment proposes to vote;
 - b) By lodging the proxy form via Boardroom Smart Investor Portal at <https://investor.boardroomlimited.com> not less than 48 hours before the time appointed for holding the 20th AGM or adjourned meeting at which the person named in the appointment proposes to vote. Kindly refer to the Administrative Guide on the procedures for electronic lodgement of proxy form. Any authority pursuant to which such an appointment is made or a copy of the authority, certified notarially or in some other manner approved by the Board, must, if required by the Board, be received the Company's Share Registrar's office at Level 11, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia not less than 48 hours before the time appointed for holding the 20th AGM or adjourned meeting at which the person named in the appointment proposes to vote;
 - (iii) In the case of a poll, be received as aforesaid not less than 24 hours before the time appointed for the talking of the poll.
8. In respect of deposited securities, only members whose names appear on the Record of Depositors on 18 October 2024 (General Meeting Record of Depositors) shall be eligible to attend the 20th AGM or appoint proxy(ies) to attend and/or vote on his behalf, subject to Note 11 below.
9. Any Notice of Termination of Authority to act as Proxy must be received by the Company before the commencement of the meeting or at any adjournment thereof, failing which, the termination of the authority of a person to act as proxy will not affect the following in accordance with Section 338 of the Companies Act 2016:-
 - (a) the constitution of the quorum at such meeting;
 - (b) the validity of anything he did as chairman of such meeting;
 - (c) the validity of a poll demanded by him at such meeting; or
 - (d) the validity of the vote exercised by him at such meeting.
10. Pursuant to Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("MMLR"), all resolutions set out in the notice of the 20th AGM will be put to vote by way of poll. Poll Administrator and independent Scrutineers will be appointed by the Company to conduct the poll process and verify the results of the poll respectively.
11. Foreign depositors who hold voting shares within the prescribed limit of 20% as against the total quantity of shares listed on the official list of the Stock Exchange shall be entitled to vote at any general meeting save for restricted shares standing to the credit of the securities account of foreign depositors as being in suspense, pursuant to the Securities Industry (Central Depositories) (Foreign Ownership) Regulations 1996 ('SICDA FOR') read together with the Prescribed Limit of 20% in the Company's Constitution, the Securities Commission Guidelines for Public Offerings of Securities of Closed-end Funds, the MMLR and Chapter 24A of the Rules of Bursa Malaysia Depository concerning foreign ownership of shares in the Company. Determination(s) on rights and obligations attached to restricted shares may be made by the Board of Directors of the Company upon the happening of any of the events listed in regulation 6 (2) of SICDA FOR.

Personal Data Privacy:-

By submitting an instrument appointing a proxy(ies) and /or representative(s), the member accepts and agrees to the personal data privacy terms set out in the Notice of Annual General Meeting dated 27 September 2024.

Please fold here to seal

STAMP

BOARDROOM SHARE REGISTRARS SDN. BHD.
[Registration No. 199601006647 (378993-D)]
11TH FLOOR, MENARA SYMPHONY
NO. 5, JALAN PROF. KHOO KAY KIM
SEKSYEN 13
46200 PETALING JAYA
SELANGOR DARUL EHSAN
MALAYSIA



ADMINISTRATIVE GUIDE FOR THE TWENTY ANNUAL GENERAL MEETING (“20TH AGM”) OF ICAPITAL.BIZ BERHAD

Meeting Title : icapital 20th AGM

Day, Date and Time : Saturday, 26 October 2024 at 9.00 a.m.

Meeting Venue : Kuala Lumpur Convention Centre – Ballroom 1, Level 3, East Wing Jalan Pinang, Kuala Lumpur City Centre 50088 Kuala Lumpur, Wilayah Persekutuan, Malaysia

GENERAL MEETING ARRANGEMENTS

The 20th AGM will be held at Kuala Lumpur Convention Centre – Ballroom 1, Level 3, East Wing Jalan Pinang, Kuala Lumpur City Centre 50088 Kuala Lumpur, Wilayah Persekutuan, Malaysia.

With that, you may exercise your right as a Share Owner of the Company to participate (including to pose questions to the Board of Directors of the Company) and vote at the 20th AGM. Alternatively, you may also appoint the Chairman of the Meeting as your proxy to attend and vote on your behalf at the 20th AGM.

ENTITLEMENTS TO ATTEND, SPEAK AND VOTE

In respect of deposited securities and subject to the Securities Industry (Central Depositories) (Foreign Ownership) Regulations 1996, only Share Owners whose names appear on the Record of Depositors on **18 October 2024** (General Meeting Record of Depositors) shall be eligible to attend, participate, speak and/or vote at the meeting. The last date to purchase the shares of the Company to be eligible to attend, participate, speak and/or vote at the meeting is **16 October 2024**.

LODGEMENT OF E-PROXY FORM via Boardroom Smart Investor Portal (“BSIP”)

Step 1 - Register Online with Boardroom Smart Investor Portal (For first-time registration only)	<p><i>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.</i></p> <ul style="list-style-type: none">• Access the website https://investor.boardroomlimited.com• Click “Register” to sign up as a user.• Please select the correct account type i.e. sign up as “Shareholder” or “Corporate Holder”.• Complete registration with all the required information. Upload and attach a softcopy of your Identity Card (NRIC) (front and back) or Passport. For Corporate Holder, kindly upload the authorisation letter as well. Click “Sign Up”.• You will receive an email from BSIP Online for email address verification. Click on “Verify Email Address” from the email received to continue with the registration.• Once your email address is verified, you will be re-directed to BSIP Online for verification of mobile number.• Click on “Request OTP Code” and an OTP code will be sent to the registered mobile number. You will need to enter the OTP Code and click “Enter” to complete the process.• Once your mobile number is verified, registration of your new BSIP account will be pending for final verification.• An email will be sent to you to inform the approval of your BSIP account within one (1) business day. Subsequently, you can log in at https://investor.boardroomlimited.com with the email address and password filled up by you during the registration to proceed.
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PROXY

If you are unable to attend the 20th AGM, you are encouraged to appoint a proxy or the Chairman of the Meeting as your proxy and indicate the voting instructions in the Proxy Form which may be submitted in the following manner:

(a) In the case of an appointment made in hard copy form, be deposited at Company’s Share Registrar’s office at Level 11, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia by **9.00 a.m. on 24 October 2024**;

(b) In the case of an appointment made by electronic means:-

(i) by emailing to

BSR.Helpdesk@boardroomlimited.com
by **9.00 a.m. on 24 October 2024**;

(ii) by lodging electronically with the Share Registrar, **Boardroom Share Registrars Sdn Bhd via Boardroom Smart Investor Portal (“BSIP”)** at **<https://investor.boardroomlimited.com>** by **9.00 a.m. on 24 October 2024**. Kindly refer to the table below on the procedures for electronic lodgement of proxy form.

<p>Step 2 – Appointment of Proxy</p>	<p>Appointment of Proxy for individual shareholder and corporate holder (via BSIP)</p> <ul style="list-style-type: none"> • Login to https://investor.boardroomlimited.com using your user ID and password from Step 1 above. • Click “Meeting Events” and select from the list of companies “icapital.biz Berhad 20th Annual General Meeting” and click “Enter”. • Click “Submit eProxy Form”. • Select the company you would like to represent (if you are representing more than one company, for Corporate holder). • 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 then click “Next”. • Enter the required particulars of your proxy(ies). • Indicate your voting instructions – FOR or AGAINST or ABSTAIN. If you wish to have your proxy(ies) to act upon his/her discretion, please indicate DISCRETIONARY. • Review and confirm your proxy appointment. Click “Apply”. Download or print the eProxy Form as acknowledgment. <p>Appointment of Proxy for Authorised Nominee and Exempt Authorised Nominee (via BSIP)</p> <ul style="list-style-type: none"> • Login to https://investor.boardroomlimited.com using your user ID and password from Step 1 above. • Click “Meeting Events” and select from the list of companies “icapital.biz Berhad 20th Annual General Meeting” and click “Enter”. • Click “Submit eProxy Form”. • Select the company you would like to represent (if you are representing more than one company) • 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 acknowledgment.
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REVOCATION OF PROXY

If you have submitted your Proxy Form and subsequently decide to appoint another person or wish to participate in our electronic AGM by yourself, please write in to BSR.Helpdesk@boardroomlimited.com to revoke the earlier appointed proxy at least 48 hours before the meeting.

HELP DESK

1. Please proceed to the Help Desk for any clarification or enquiry.
2. The Help Desk will also handle revocation of proxy’s appointment.

REGISTRATION

1. **Registration will start at 7.00 a.m.** and the shareowners and proxies are requested to be punctual.
2. Please produce your **original MYKAD (for Malaysian) or Passport (for non-Malaysian)** to the registration staff for verification. **No photocopy of MYKAD or Passport will be accepted.** Please make sure you collect your MYKAD or Passport thereafter.

3. **No person will be allowed to register on behalf of another person** even with the original MYKAD or Passport of that other person.

ONLY PERSONS WITH TAG ARE ALLOWED INTO THE MEETING ROOM

1. You will be provided with an identification tag upon verification and registration.
2. No person will be allowed to enter the meeting hall without the identification tag.
3. The identification tag must be worn throughout the 20th AGM.
4. There will be no replacement in the event that you lose or misplace the identification tag.
5. If you are attending the 20th AGM as share owner as well as proxy, you will be registered once and will be provided only one (1) identification tag to enter the meeting hall.
6. The registration counter will handle only verification of identity and registration. If you have any enquiries or in need of clarification, please proceed to the Help Desk.
7. Children are not allowed to enter the meeting room.

POLL VOTING

The voting at the 20th AGM 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 means and SKY Corporate Services Sdn. Bhd. as Scrutineers to verify the poll results.

Share Owners 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 20th AGM at 9.00 a.m.** The Scrutineers will verify and announce the poll results followed by the Chairman's declaration whether the resolutions are duly passed.

RECORDING OR PHOTOGRAPHY

Strictly **NO audio** and/or **video recording** or **photography** of the proceedings of the 20th AGM (including presentation by Mr Tan Teng Boo and any invitees) is allowed. In the event we find that there is audio and/or video recording or photography of the proceedings by anyone, we will not hesitate to take legal action against the perpetrator and/or any other person involved in the recording or photography.

NO GIFTS DISTRIBUTION

There will be **no gift distribution** for the Share Owners/Proxies at the 20th AGM.

PRE-MEETING SUBMISSION OF QUESTIONS TO THE BOARD OF DIRECTORS

Share Owners may submit questions for the Board in advance of the 20th AGM by:

- a) emailing to enquiries@cdam.biz no later than **9.00 a.m., Saturday, 12 October 2024**. or
- b) via BSIP at <https://investor.boardroomlimited.com> no later than **9.00 a.m., Saturday, 12 October 2024**. Click "**Submit Question**" after selecting **icapital.biz Berhad 20th Annual General Meeting** from the **Meeting Events**. The Board and your Fund Manager will endeavor to answer the questions received at the 20th AGM.

ENQUIRY

If you have any enquiries on the above, please contact the following persons during office hours on Mondays to Fridays from 8.30 a.m. to 5.30 p.m. (except on public holidays):

Address : **Boardroom Share Registrars Sdn. Bhd.**
11th Floor, Menara Symphony
No. 5 Jalan Prof. Khoo Kay Kim
Seksyen 13
46200 Petaling Jaya
Selangor Darul Ehsan
Malaysia

General Line : 603-7890 4700

Fax Number : 603-7890 4670

Email : BSR.Helpdesk@boardroomlimited.com

Personal Data Policy

By registering for the remote participation and electronic voting meeting and/or submitting the instrument appointing a proxy(ies) and/or representative(s), the Share Owner 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 Share Owner agrees that he/she will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the Share Owner's breach of warranty.



Dear Share Owners,

Re: Invitation to Physical 20th Annual General Meeting of icapital.biz Berhad (20th AGM)

This year, your Fund will be holding its 20th AGM in a physical mode on Saturday, 26 October 2024. Share Owners can participate by registering attendance at the 20th AGM venue at Kuala Lumpur Convention Centre, Ballroom 1, Level 3, East Wing, Jalan Pinang, Kuala Lumpur City Centre, 50088 Kuala Lumpur, Wilayah Persekutuan, Malaysia.

There is nothing more important to us than the Share Owners who have trusted us with their hard-earned savings. Hence, it has been our tradition to hold your AGMs on Saturdays for your convenience, unless you decide otherwise.

Below is the programme on Saturday, 26 October 2024. The 20th AGM is expected to be a half-day session followed by Day 1 of your Fund's 2024 Investor Day.

07.00AM	Registration for 20 th AGM
09.00AM	Commencement of the 20 th AGM
09.30AM	Special Performance
09.40AM	Presentation on Investment Portfolio by the Designated Person
11.15AM	Q & A Session
12.15PM	AGM Poll Voting Session
12.45PM	AGM Ends
03.00PM	Day 1 of 2024 Investor Day

*The programme is subject to change.

As usual, I will be updating you on the performance of your Fund and its investment portfolio in the 20th AGM. Like in the previous AGMs, I will also share my views on the local and global economies and more.

During the Q & A session, we will endeavour to answer all relevant questions except questions relating to specific stocks. Hence, to ensure that we are able to attend to your questions, I strongly encourage you to send in your questions no later than **9.00am on Saturday, 12 October 2024** to:

1. enquiries@cdam.biz or
2. Boardroom Smart Investor Portal at <https://investor.boardroomlimited.com>

To encourage greater participation in the 20th AGM, individual Share Owners can lodge your Proxy Forms:

1. electronically via <https://investor.boardroomlimited.com> or
2. email to BSR.Helpdesk@boardroomlimited.com

in addition to the usual methods of depositing the hard copy Proxy Forms. Corporate investors are advised to lodge the Proxy Forms by sending the hard copy to the Share Registrar. All Proxy Forms must be lodged by **Thursday, 24 October 2024, 9.00am**.



The softcopy of the 2024 Annual Report and the following documents are available at <http://www.icapital.my/annual-reports/>.

- (a) 2024 Investor Day Flyer;
- (b) Flowchart to register for physical AGM and e-Proxy Registration;
- (c) Appendix 1: Guide to Register as a Portal User;
- (d) Appendix 2: Guide to E-Proxy Registration

The printed copy of the 2024 Annual Report will be sent to you.

For the full programme of the 2024 Investor Day, please go to <https://events.icapital.biz/landing-page/investor-day-2024/>.

For the new share owners, we strongly recommend you attend the 20th AGM and its 2024 Investor Day so that you can have a deeper understanding of your Fund and its value investing philosophy. Old, new, I look forward to seeing all of you.

Best wishes.

Tan Teng Boo
Designated Person to the Fund Manager
of icapital.biz Berhad

27 September 2024

The flowchart below is applicable for share owners who wish to attend icapital.biz Berhad's 20TH AGM PHYSICALLY or submit Proxy Forms electronically/email/hardcopy

KEY DEADLINES

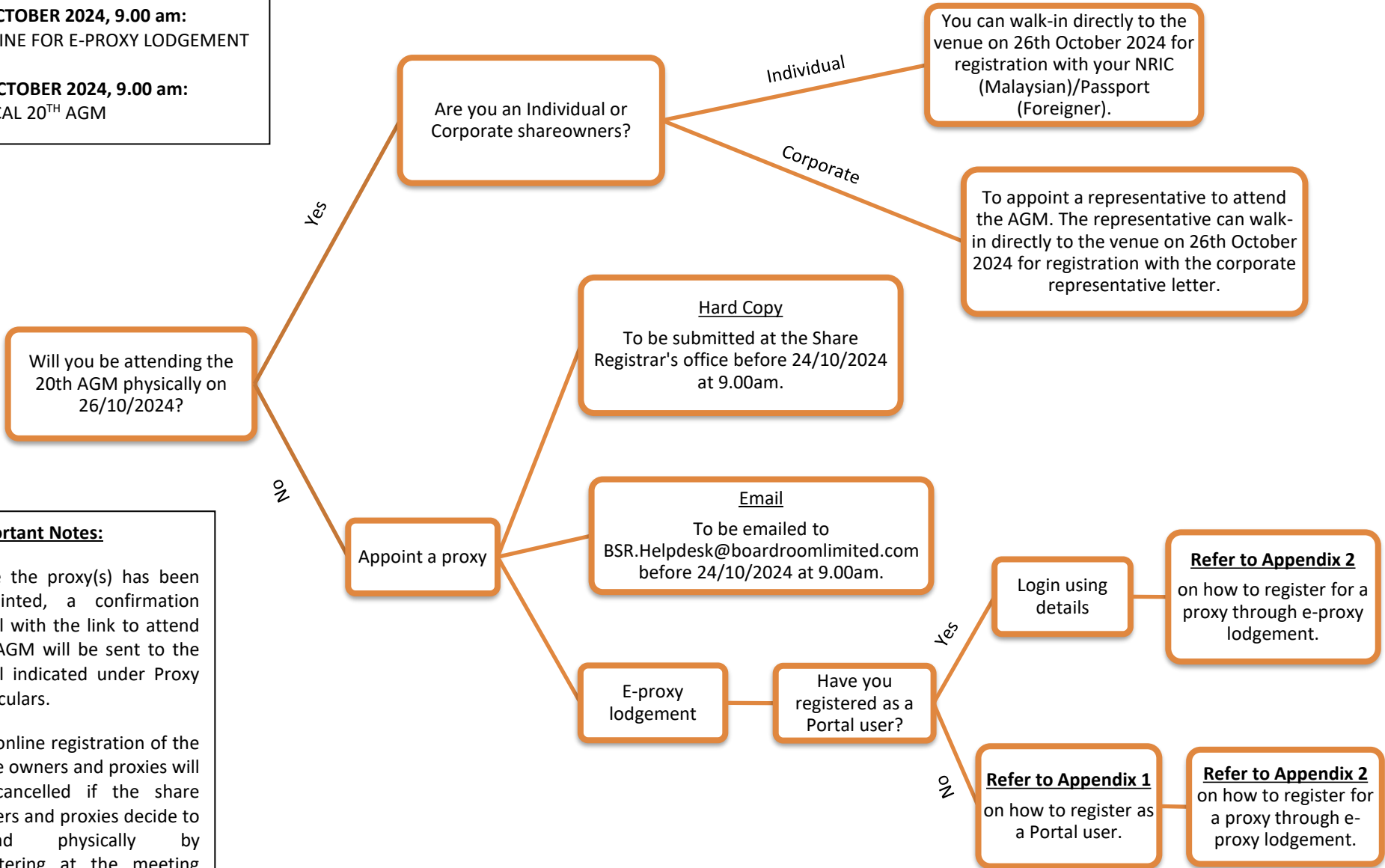
24th OCTOBER 2024, 9.00 am:
DEADLINE FOR E-PROXY LODGEMENT

26TH OCTOBER 2024, 9.00 am:
PHYSICAL 20TH AGM

Important Notes:

Once the proxy(s) has been appointed, a confirmation email with the link to attend the AGM will be sent to the email indicated under Proxy Particulars.

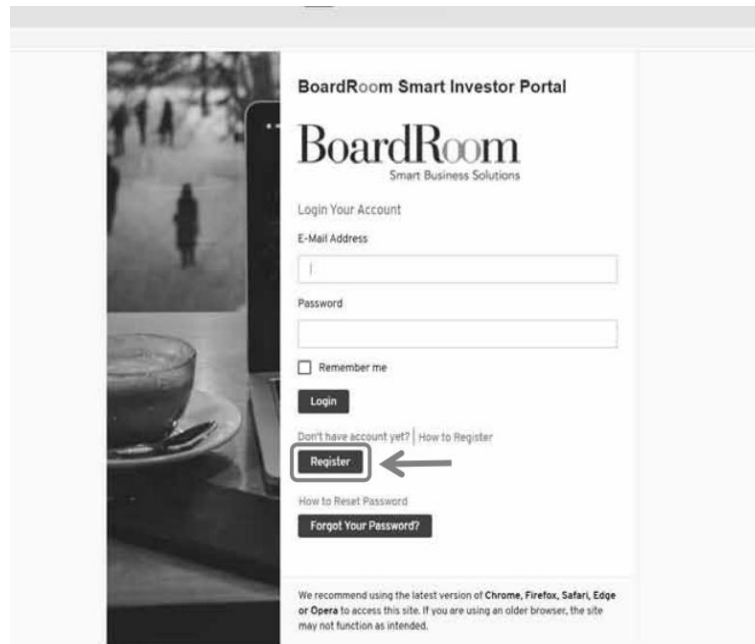
The online registration of the share owners and proxies will be cancelled if the share owners and proxies decide to attend physically by registering at the meeting venue on the AGM date.



FOR SHARE OWNERS WHO WISH TO SUBMIT PROXY FORMS ELECTRONICALLY
FOR THE 20TH AGM OF ICAPITAL.BIZ BERHAD

**APPENDIX 1: USER GUIDE FOR REGISTRATION AS A BOARDROOM SMART
INVESTOR PORTAL USER**

1. Navigate to <https://investor.boardroomlimited.com/> and click “Register”.

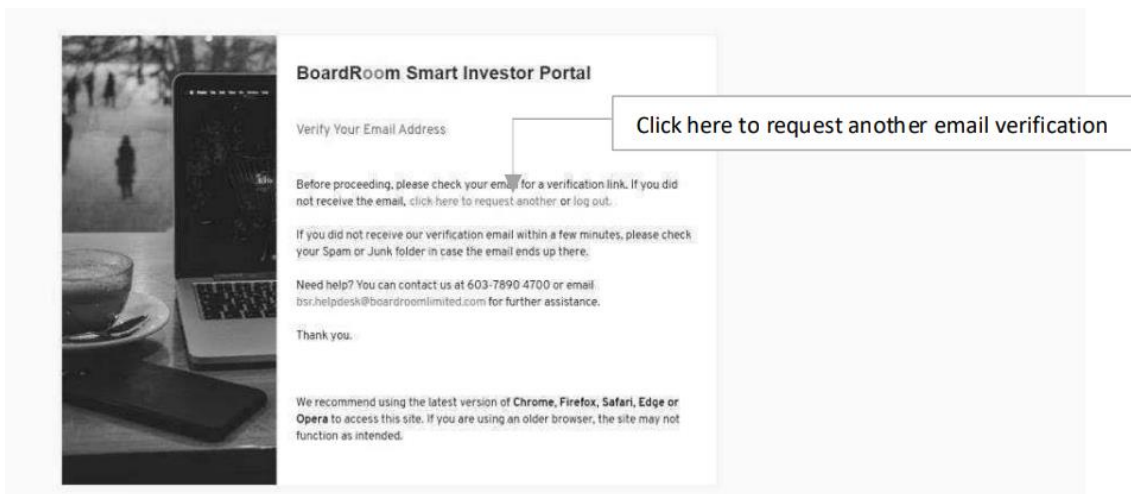


2. Enter your information and upload your identification document then click “Register”.

Should you require further inquiry or guidance, you may contact +603-7890 4700.

FOR SHARE OWNERS WHO WISH TO SUBMIT PROXY FORMS ELECTRONICALLY FOR THE 20TH AGM OF ICAPITAL.BIZ BERHAD

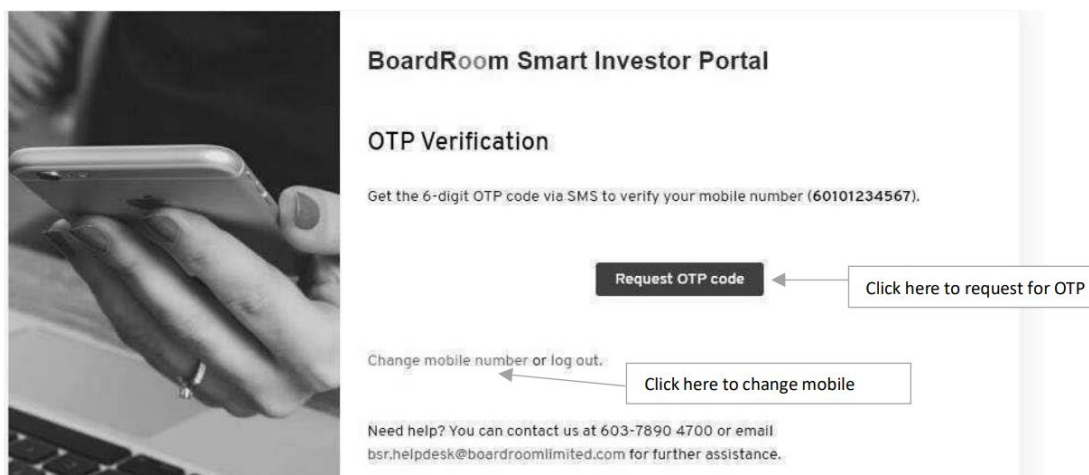
3. Upon register, you will receive an email for verification and redirected to this page. If email is not received, click request another. Do check both your inbox and spam.



4. Check your email for the below notification. Click “Verify email address”.



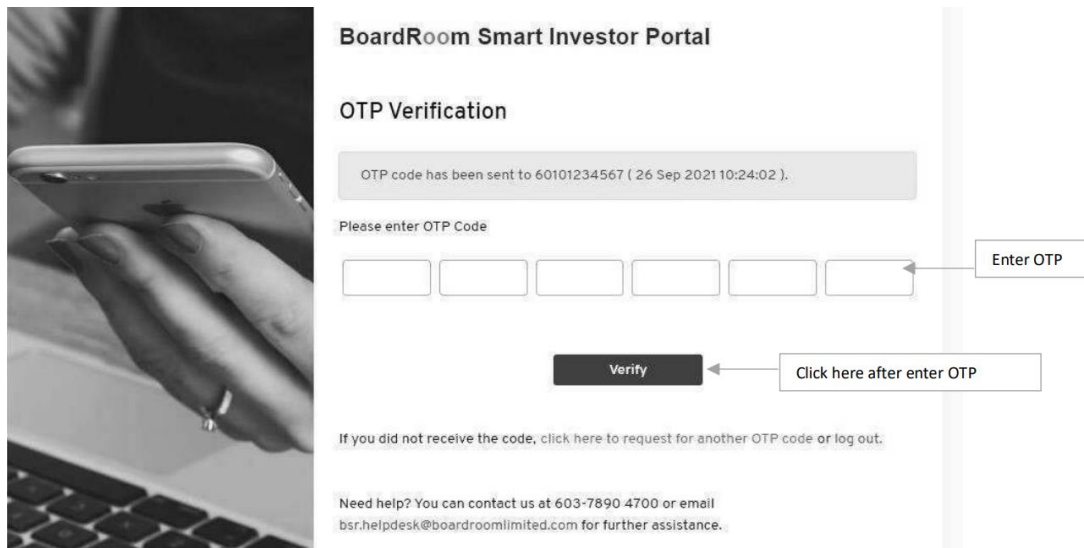
5. You will be redirected to verify your mobile no. Check if you have the correct mobile number, then request OTP code to proceed.



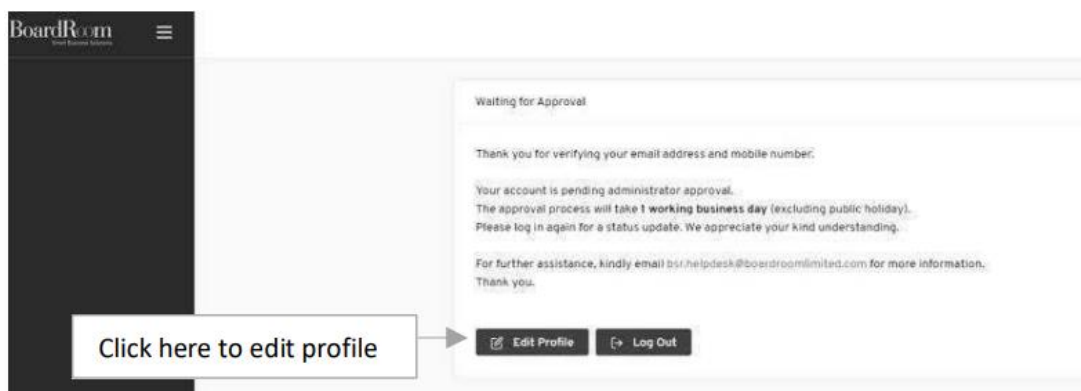
Should you require further inquiry or guidance, you may contact +603-7890 4700.

FOR SHARE OWNERS WHO WISH TO SUBMIT PROXY FORMS ELECTRONICALLY FOR THE 20TH AGM OF ICAPITAL.BIZ BERHAD

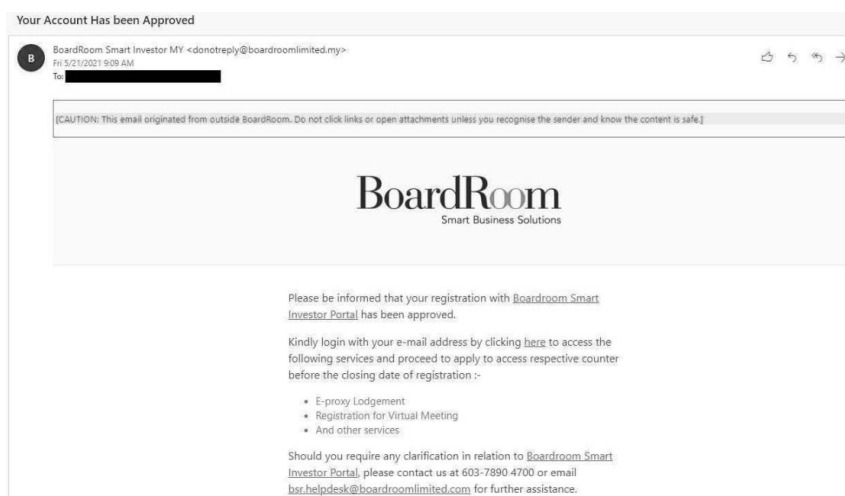
5. Enter you OTP number and click “Enter”.



6. You had successfully verified your account. Wait for approval from administration. In the meantime, you may edit your profile to update your information.



7. You will receive an email as below after your account had been approved.



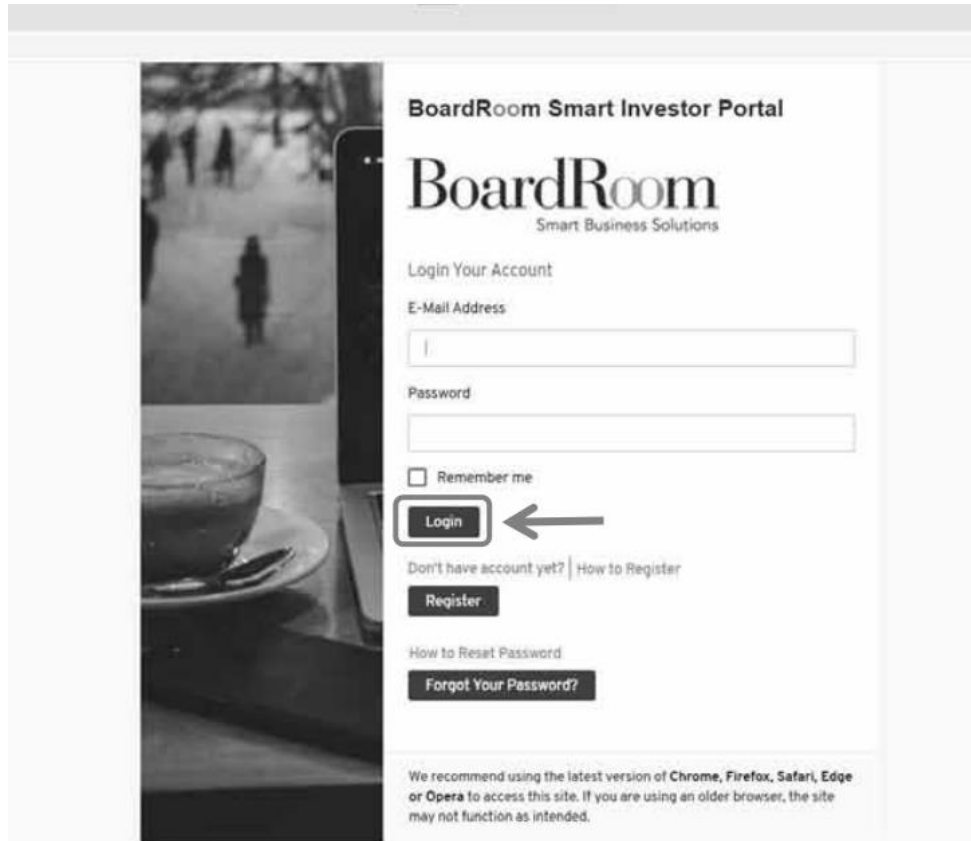
Should you require further inquiry or guidance, you may contact +603-7890 4700.

FOR SHARE OWNERS WHO WISH TO SUBMIT PROXY FORMS ELECTRONICALLY
FOR THE 20TH AGM OF ICAPITAL.BIZ BERHAD

APPENDIX 2: USER GUIDE FOR E-PROXY REGISTRATION

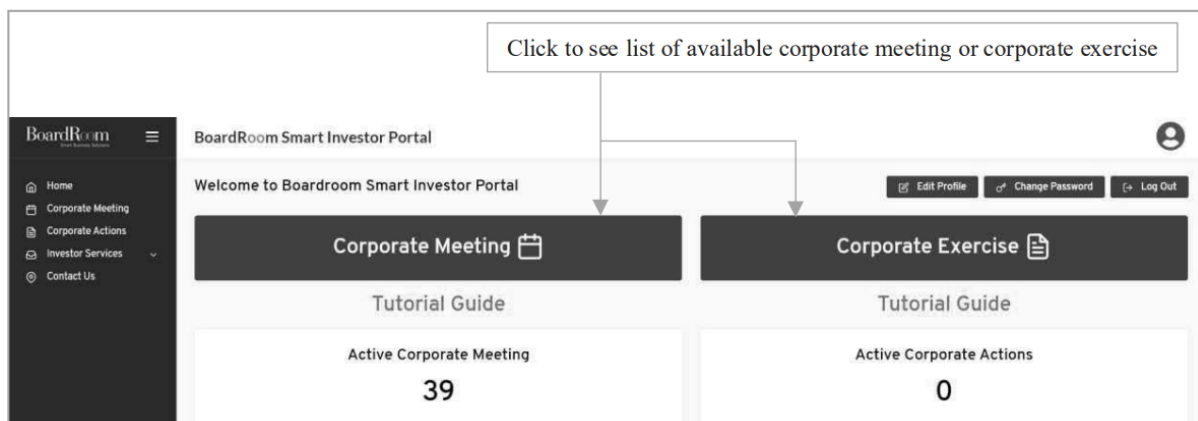
Log in page

Navigate to boardroomlimited.my. Key in your email address and password to log in.



Dashboard

Upon login, you will be redirected to the dashboard.



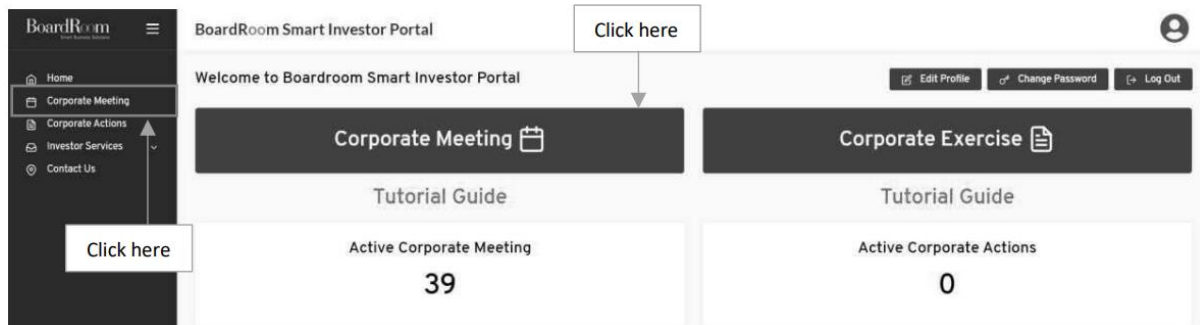
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FOR SHARE OWNERS WHO WISH TO SUBMIT PROXY FORMS ELECTRONICALLY FOR THE 20TH AGM OF ICAPITAL.BIZ BERHAD

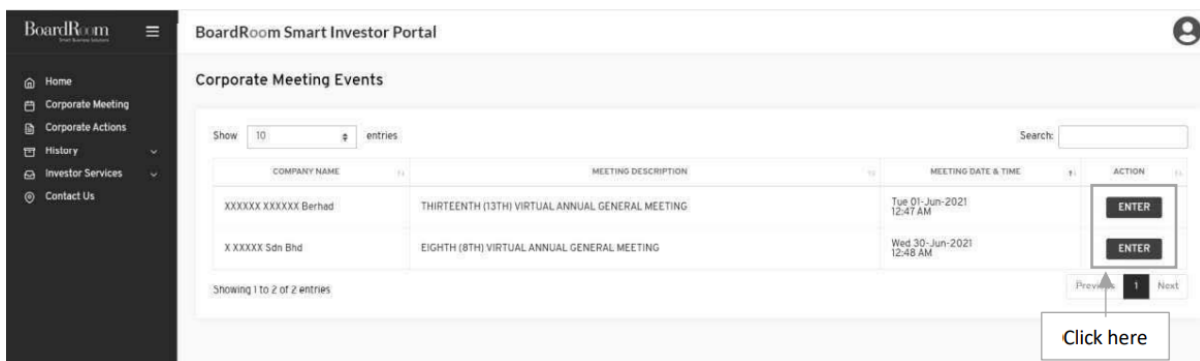
Meeting Details

Meeting list

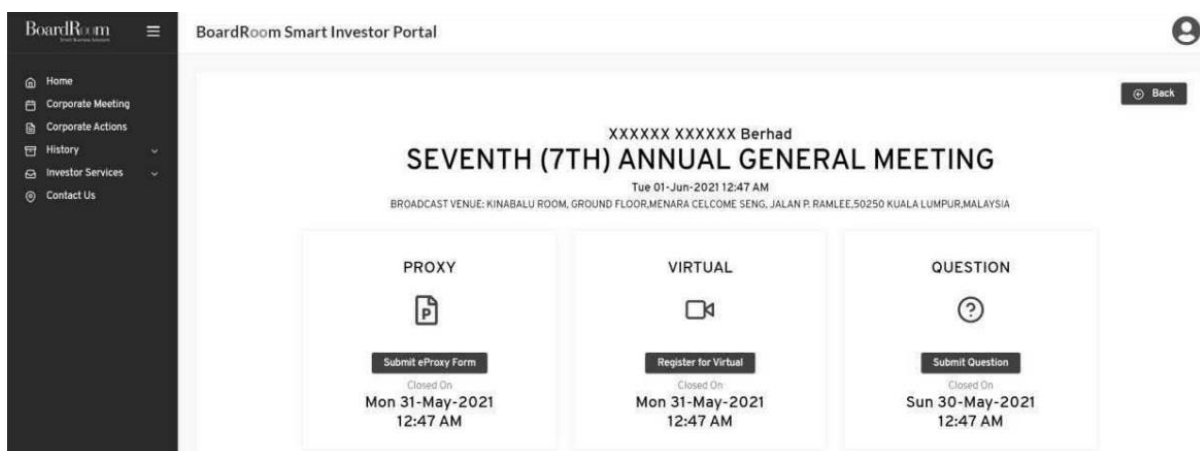
1. At the dashboard, click Corporate Meeting button at the right panel or Corporate Meeting at the side bar to see the list of corporate meetings.



2. Select the relevant corporate meeting and click “ENTER”.



3. Upon clicking “ENTER” button for a meeting, you will be redirected to this page. Click “Submit proxy Form”.



Should you require further inquiry or guidance, you may contact +603-7890 4700.

FOR SHARE OWNERS WHO WISH TO SUBMIT PROXY FORMS ELECTRONICALLY FOR THE 20TH AGM OF ICAPITAL.BIZ BERHAD

4. Check declaration and click “Next” to go to proxy application form.

BoardRoom Smart Investor Portal

Proxy Terms & Conditions

Attachment: Terms & Conditions

Declaration

I have read and agree to the terms and conditions.

Personal Data Protection Act 2010 ("PDPA"). BoardRoom shall comply with all its obligation under the Personal Data Protection Act 2010. By using our Services, you hereby agree to the use and processing of your personal data as detailed in our Privacy Policy which is available at <https://www.boardroomimind.com/my/privacy-policy>, and you give your consent to BoardRoom to store and process the personal data only to the extent required for BoardRoom to provide the services requested by you. You further agree that BoardRoom may disclose your Personal Data to relevant government/regulatory authorities or third parties (including but not limited to the companies where BoardRoom is the Registrar or the Poll Administrator) or where required by law or for legal purposes. In the event BoardRoom discloses and/or authorises the use of your data by a related party of BoardRoom, wherever situated (including in Australia, Hong Kong, Singapore, and China) to assist BoardRoom Malaysia in providing services to you, BoardRoom shall take all steps to safeguard your data and shall ensure that your data will not be used for any purpose other than to provide the services requested by BoardRoom.

Back Next

Check declaration

5. Proxy application form

BoardRoom Smart Investor Portal

Proxy Application Form

COMPANY NAME	TITLE	MEETING DATE	VENUE
XXXXXX XXXXXX BERHAD	SEVENTH (7TH) ANNUAL GENERAL MEETING	01-Jun-2021 12:47 AM	BROADCAST VENUE: KINABALU ROOM, GROUND FLOOR, MENARA CELCOM SENG, JALAN P. RAMLEE, 50250 KUALA LUMPUR, MALAYSIA

CDS Information

000-000-000000000 10000

The chairman of the meeting as my proxy

Appoint Proxies

Or failing him/her, the chairman of the meeting as proxy

Back Next

a b c

a. Enter your cds account number and share units hold.

b. Choose to have chairman as appoint or appoint proxies.

c. Click “Next”

6. Proxy Particulars. If you are appointing proxies, fill in the form as below:

BoardRoom Smart Investor Portal

XXXXXX XXXXXX Berhad

SEVENTH (7TH) ANNUAL GENERAL MEETING

Tue 01-Jun-2021 12:47 AM

BROADCAST VENUE: KINABALU ROOM, GROUND FLOOR, MENARA CELCOM SENG, JALAN P. RAMLEE, 50250 KUALA LUMPUR, MALAYSIA

Proxy Particular

Please fill in minimum 1 proxy, maximum 2 proxies.

Proxy Name 1	Type	Proxy NRIC	Phone 1	Email 1	Shares
PERSON ONE	New IC	000000-00-0000	000-00000000000	email@email.com	2000

Proxy Name 2	Type	Proxy NRIC	Phone 2	Email 2	Shares
PERSON TWO	New IC	000000-00-0000	000-00000000000	email@email.com	8000

Total Shares: 10000

Back Next

Enter proxy particulars here, with minimum of one proxy

Click to proceed

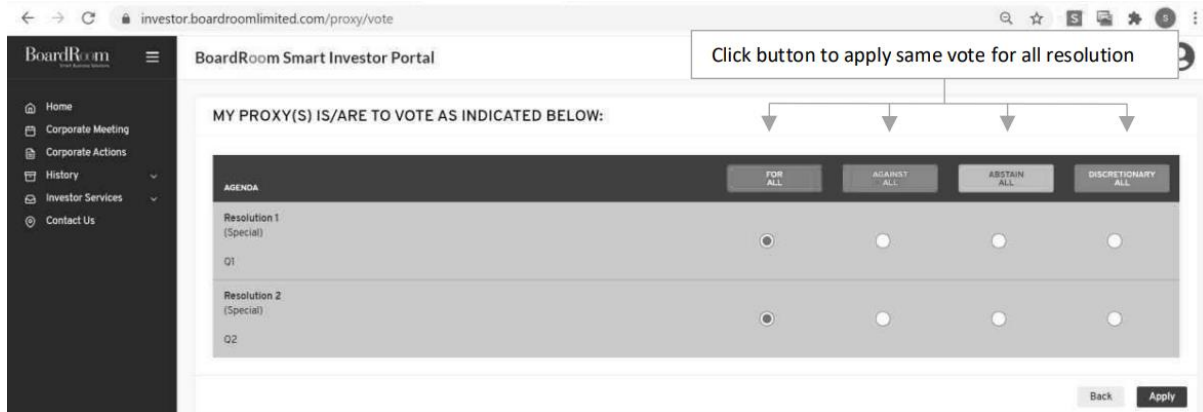
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Should you require further inquiry or guidance, you may contact +603-7890 4700.

FOR SHARE OWNERS WHO WISH TO SUBMIT PROXY FORMS ELECTRONICALLY FOR THE 20TH AGM OF ICAPITAL.BIZ BERHAD

- a. Enter particulars of proxies and with the share distribution.
- b. Click “Next” to indicate vote for each resolution.

7. Proxy votes



The screenshot displays the BoardRoom Smart Investor Portal at investor.boardroomlimited.com/proxy/vote. The interface includes a navigation menu on the left with options like Home, Corporate Meeting, Corporate Actions, History, Investor Services, and Contact Us. The main content area is titled "MY PROXY(S) IS/ARE TO VOTE AS INDICATED BELOW:" and features a table for voting on resolutions. A callout box at the top right says "Click button to apply same vote for all resolution".

AGENDA	FOR ALL	AGAINST ALL	ABSTAIN ALL	DISCRETIONARY ALL
Resolution 1 (Special) Q1	<input checked="" type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
Resolution 2 (Special) Q2	<input checked="" type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>

Buttons for "Back" and "Apply" are located at the bottom right of the voting area.

- a. Check you vote indication.
- b. Click “Apply” to complete proxy submission.
- c. An email with proxy form attached will be sent to registered email and you may view the submitted proxy under History> Submission History.

8. You can always resubmit your proxy form.

Should you require further inquiry or guidance, you may contact +603-7890 4700.