



Vertice Berhad
(200701007217/765218-V)
(Incorporated In Malaysia)

ADMINISTRATIVE GUIDE FOR THE 13TH ANNUAL GENERAL MEETING

- Meeting Date : Tuesday, 29 September 2020
- Time : 11.00am
- Meeting Platform : www.swsb.com.my
- Mode of Communication : Shareholders may submit questions to the Board of Directors (“Board”) prior to the 13th Annual General Meeting (“13th AGM”) to contact@vertice.com.my to pose questions no later than 11.00 a.m. on 27 September 2020 or to use the Question and Answer (“Q&A”) Platform to transmit questions to the Board via Remote Participation and Voting (“RPV”) facilities during live streaming.
- Broadcast Venue : 1505-1506, Level 15, Tower 2, Faber Tower, Jalan Desa Bahagia, Taman Desa, 58100 Kuala Lumpur

MODE OF MEETING

In view of the COVID-19 outbreak and as part of the safety measures, the 13th AGM will be conducted entirely through live streaming from the Broadcast Venue. This is in line with the Guidance Note on the Conduct of General Meetings for Listed Issuers issued by the Securities Commission Malaysia on 18 April 2020 and revised on 15 July 2020.

We strongly encourage you to use the RPV facilities to participate in the 13th AGM as a way for us to jointly share the responsibility to minimise the risk of Covid-19 infections. Hence, **No Shareholders/Proxies** from the public will be allowed to physically present at the Broadcast Venue on the day of the 13th AGM.

REMOTE PARTICIPATION AND VOTING (“RPV”) FACILITIES

1. Please note that the RPV Facilities is available to :

- (i) Individual members;
 - (ii) Proxy holders;
 - (iii) Corporate shareholders;
 - (iv) Authorised Nominees; and
 - (v) Exempt Authorised Nominees.
- } (“The Participant(s)”)

2. The 13th AGM will be conducted through live streaming and online remote voting. The Participant(s) is/are encouraged to attend the 13th AGM by using the RPV Facilities. With the RPV Facilities, you may exercise your rights as a shareholder of the Company to participate (including to pose questions to the Board) and vote remotely at the AGM.

3. Shareholders who are not able to participate in the 13th AGM are encouraged to appoint the Chairman of the Meeting to vote on your behalf at the 13th AGM by completing and indicating the voting instruction in the proxy form which is available at www.swsb.com.my.

4. Proxies or Corporate Representatives/Authorised Nominees/Exempt Authorised Nominees who wishes to use the RPV Facilities at the 13th AGM, please ensure the duly executed proxy forms or the original certificate of appointment of its corporate representative are to be submitted to the Share Registrar, ShareWorks Sdn Bhd (“ShareWorks”) as follows not later than 27 September 2020 at 11.00 a.m.:-
- (a) Deposit Hardcopy of Proxy Form
Share Registrar, ShareWorks Sdn Bhd at No. 2-1, Jalan Sri Hartamas 8, Sri Hartamas, 50480 Kuala Lumpur, Wilayah Persekutuan
- (b) Deposit of Proxy Form Electronically
Share Registrar, ShareWorks Sdn Bhd at sharereg@shareworks.com.my
5. The Participant(s) is/are encourage to send in their questions before the meeting to the Boards at contact@vertice.com.my in relation to the agenda items for the 13th AGM.
6. The Participant(s) is/are to read and follow the procedures for the RPV Facilities as summarised below:-

	Procedures	Action
Before the day of 13th AGM		
(i)	Register as a user	<ul style="list-style-type: none"> • Access website www.swsb.com.my • Click <<Login>> and click <<Register>> to sign up as a user. • Complete registration and upload softcopy of MyKAD (front and back) or Passport. • Read and agree to the terms & condition and thereafter submit your request. • Please enter a valid email address and wait for the share registrar’s email verification. • Your registration will be verified and approved and an email notification will be provided.
On the day of 13th AGM		
(ii)	Login to www.swsb.com.my	Login with your user ID and password for remote participation at the 13th AGM at any time from 10.30am i.e. 30 minutes before the commencement of 13th AGM on 29 September 2020 at 11.00am.
(iii)	Participate through Live Streaming	<ul style="list-style-type: none"> • Select the “Virtual Meeting” from main menu. • Click the “Join Meeting” located next to the event. • Kindly click the video link and insert the password given to you in your email notification in order to join the live video streaming. • If you have any question for the Chairman/ Board, you may use the Q&A platform to transmit your question. The Chairman/Board will try to respond to all questions submitted by remote participants during the 13th AGM. If time is a constraint, the responses will be emailed to you at the earliest possible time after the meeting ended. • Take note that the quality of the live streaming is dependent on the bandwidth and stability of the internet connection at the location of the remote participants.

On the day of 13th AGM		
	Procedures	Action
(iv)	Online remote voting	<ul style="list-style-type: none"> • Select Voting located next to the “Join Meeting” and indicate your votes for the resolutions that are tabled for voting. • Voting session will commence once the Chairman of the Meeting declare that the voting platform is activated and will announce the completion of the voting session of the AGM. • Cast your vote on all resolutions as appeared on the screen and submit your votes. Once submitted, your votes will be final and cannot be changed.
(v)	End of RPV Facilities	<ul style="list-style-type: none"> • The RPV Facilities will end and the Messaging window will be disabled the moment the Chairman of the Meeting announces the closure of the 13th AGM.

NO BREAKFAST/LUNCH PACK & DOOR GIFT

- There will be **NO DISTRIBUTION** of food packs or door gifts during the 13th AGM as the meeting will be conducted on fully virtual basis.

GENERAL MEETING RECORD OF DEPOSITORS

- For the purpose of determining a member who shall be entitled to attend the 13th AGM, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd in accordance with Clause 60 of the Company’s Constitution and the Securities Industry (Central Depositories) Act, 1996 to issue a General Meeting Record of Depositors as at 22 September 2020. Only a depositor whose name appears on the Record of Depositors as at 22 September 2020 shall be entitled to attend the said meeting remotely or appoint proxies to attend remotely and vote on his/her behalf.

PROXY

- Since the 13th AGM will be conducted via a virtual meeting, a Shareholder can appoint the Chairman of the Meeting as proxy to vote on your behalf at the 13th AGM by completing and indicating the voting instruction in the proxy form which is available at www.swsb.com.my.
- You may submit your Proxy Form as follows to ShareWorks not less than forty-eight (48) hours before the time appointed for holding the 13th AGM or any adjournment thereof, otherwise the Proxy Form shall not be treated as valid:-
 - (a) Deposit Hardcopy of Proxy Form
Share Registrar, ShareWorks Sdn Bhd at No. 2-1, Jalan Sri Hartamas 8, Sri Hartamas, 50480 Kuala Lumpur, Wilayah Persekutuan
 - (b) Deposit of Proxy Form Electronically
Share Registrar, ShareWorks Sdn Bhd at sharereg@shareworks.com.my

POLL VOTING

- Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in the Notice of the 13th AGM of the Company shall be put to vote by way of a poll. The Company has appointed ShareWorks as Poll Administrator to conduct the poll by way of electronic means and SharePolls Sdn Bhd as Independent Scrutineers to verify the poll results. Shareholders can proceed to vote on the resolution before the end of the voting session which will be announced by the Chairman of the meeting. Kindly refer to item (iv) of the above Procedures section for guidance on how to vote remotely from the Share Registrar website (www.swsb.com.my). The Independent Scrutineers will verify the poll results followed by the Chairman's declaration on whether the resolution is duly passed.

RESULTS OF THE VOTING

- The results of the voting for all resolutions will be announced at the 13th AGM and on Bursa Malaysia website at www.bursamalaysia.com

DIGITAL COPIES OF AGM DOCUMENTS

- The following documents are available for download from Vertice Berhad's website at www.vertice.com.my:-
 1. 2020 Annual Report
 2. Circular to Shareholders on the Proposed Renewal of Shareholders' Mandate for Recurrent Related Party Transactions and Renewal of Share Buy-Back Authority
 3. Corporate Governance Report
 4. Notice of the 13th AGM, Proxy Form and Administrative Guide for the fully virtual 13th AGM
 5. Annual Report and Circular to Shareholders Requisition Form
- If you wish to request for a printed copy of the 2020 Annual Report and Circular to Shareholders, please forward your request by completing the Request Form provided by us or the Share Registrar website at www.swsb.com.my. We will dispatch the 2020 Annual Report and Circular to Shareholders to you by ordinary post within **four (4) market days** from the date of receipt of your verbal or written request.

RECORDING OR PHOTOGRAPHY

- Strictly **NO** unauthorised recording or photography of the proceedings of the 13th AGM is allowed.

ENQUIRY

- If you have any enquiry prior to the virtual meeting, please contact Mr Kou or Mr Fong during office hours:

ShareWorks Sdn Bhd

2-1 Jalan Sri
Hartamas 8
Sri Hartamas
50480 Kuala
Lumpur.

Telephone Number : 03-6201 1120

Fax Number : 03-6201 3121

Email : sharereg@shareworks.com.my