

NOTICE OF TWENTY-SIXTH ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Twenty-Sixth Annual General Meeting ("26th AGM" or "Meeting") of MESB BERHAD ("MESB" or "the Company") will be held on a fully virtual basis and entirely via remote participation and electronic voting through an online platform at <https://Dvote.my> (Domain registration number with MYNIC: D6A434007) provided by Dvote Services Sdn. Bhd. in Malaysia on Tuesday, 7 December 2021 at 3:00 p.m. or at any adjournment thereof, to transact the following businesses:-

AGENDA

AS ORDINARY BUSINESS:

- To receive the Audited Financial Statements for the financial year ended 30 June 2021 together with the Reports of the Directors and Auditors thereon. *PLEASE REFER TO EXPLANATORY NOTE 1*
- To approve the payment of Directors' fees of RM133,000 for the financial year ended 30 June 2021. *(ORDINARY RESOLUTION 1)*
- To approve the payment of Directors' fees and benefits of up to RM235,000 for the period commencing from 1 July 2021 until the date of the next Annual General Meeting of the Company. *(ORDINARY RESOLUTION 2)*
- To re-elect Mr. Loke Lee Ping as Director who retires by rotation pursuant to Clause 97 of the Company's Constitution. *(ORDINARY RESOLUTION 3)*
- To re-elect Datuk Wong Sak Kuan as Director who retires pursuant to Clause 99 of the Company's Constitution. *(ORDINARY RESOLUTION 4)*
- To note the retirement of En. Saffie Bin Bakar as Director of the Company at the conclusion of the 26th AGM. *PLEASE REFER TO EXPLANATORY NOTE 5*
- To re-appoint KPMG PLT as Auditors of the Company until the conclusion of the next Annual General Meeting of the Company and to authorise the Directors to fix their remuneration. *(ORDINARY RESOLUTION 5)*

AS SPECIAL BUSINESS:

To consider and if thought fit, pass with or without any modifications, the following resolutions:

- RETENTION OF AN INDEPENDENT NON-EXECUTIVE DIRECTOR** *(ORDINARY RESOLUTION 6)*
"THAT Mr. Tan Yew Kim who has served as an Independent Non-Executive Director of the Company for a cumulative term of more than nine (9) years, be and is hereby retained as an Independent Non-Executive Director of the Company."
- GENERAL AUTHORITY FOR THE DIRECTORS TO ALLOT AND ISSUE SHARES PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT 2016** *(ORDINARY RESOLUTION 7)*
"THAT subject always to the Constitution of the Company, the Companies Act 2016 ("Act"), the Main Market Listing Requirements ("Listing Requirements") of Bursa Malaysia Securities Berhad ("Bursa Securities") and the approvals of the relevant governmental/regulatory authorities, where required, the Directors of the Company, be and are hereby authorised and empowered pursuant to Sections 75 and 76 of the Act, to issue and allot shares in the Company to such persons, at any time, and upon such terms and conditions and for such purposes as the Directors may, in their absolute discretion, deem fit, provided that the aggregate number of shares to be issued does not exceed ten per centum (10%) of the total number of issued shares of the Company (excluding treasury shares) at any point of time AND THAT the Directors be and also empowered to obtain the approval for the listing of and quotation for the additional shares so issued on Bursa Securities AND THAT such authority shall continue to be in force until the conclusion of the Annual General Meeting ("AGM") of the Company held next after the approval was given or at the expiry of the period within which the next AGM is required to be held after the approval was given, whichever is the earlier."
- PROPOSED RENEWAL OF EXISTING SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE AND/OR TRADING NATURE ("PROPOSED RENEWAL OF SHAREHOLDERS' MANDATE")** *(ORDINARY RESOLUTION 8)*
"THAT, authority be and is hereby given in line with Paragraph 10.09 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, for the Company and/or its subsidiaries to enter into any of the recurrent related party transactions with the related parties as set out in Section 2.8 of the Circular to Shareholders in relation to the Proposed Renewal of Shareholders' Mandate dated 29 October 2021 which are necessary for the day-to-day operations of the Company and/or its subsidiaries within the ordinary course of business of the Company and/or its subsidiaries, made on an arm's length basis and on normal commercial terms which are those generally available to the public and are not detrimental to the minority shareholders of the Company;
AND THAT such authority shall commence immediately upon the passing of this resolution and shall continue to be in force until:
(i) the conclusion of the next Annual General Meeting ("AGM") of the Company following the general meeting at which the ordinary resolution for the Proposed Renewal of Shareholders' Mandate was passed, at which time it shall lapse, unless the authority is renewed by a resolution passed at the next AGM; or
(ii) the expiration of the period within which the next AGM after that date it is required by law to be held pursuant to Section 340(2) of the Companies Act 2016 ("Act") (but shall not extend to such extension as may be allowed pursuant to Section 340(4) of the Act); or
(iii) revoked or varied by an ordinary resolution passed by the shareholders of the Company at a general meeting, whichever is earlier.
AND FURTHER THAT the Directors of the Company be and are hereby authorised to do all acts, deeds and things as they may be deemed fit, necessary, expedient and/or appropriate in order to implement the Proposed Renewal of Shareholders' Mandate with full power to assent to all or any conditions, variations, modifications and/or amendments in any manner as may be required by any relevant authorities or otherwise and to deal with all matters relating thereto and to take all such steps and to execute, sign and deliver for and on behalf of the Company all such documents, agreements, arrangements and/or undertakings, with any party or parties and to carry out any other matters as may be required to implement, finalise and complete, and give full effect to the Proposed Renewal of Shareholders' Mandate in the best interest of the Company."
- PROPOSED AMENDMENTS TO THE CONSTITUTION OF THE COMPANY** *SPECIAL RESOLUTION*
"THAT the proposed amendments to the Constitution of the Company as set out in "Appendix A", be approved and adopted with immediate effect AND THAT the Directors and/or Secretary of the Company be authorised to take all steps as are necessary and expedient in order to implement, finalise and give full effect to the said proposed amendments for and on behalf of the Company."
- To transact any other business of which due notice shall have been given.

By order of the Board

TEA SOR HUA (MACS 01324) (SSM PC NO.: 201908001272)

Company Secretary

Petaling Jaya, Selangor Darul Ehsan
29 October 2021

Notes:

- A member who is entitled to attend and vote at the Meeting shall be entitled to appoint more than one (1) proxy to attend and vote at the Meeting in his stead. Where a member appoints more than one (1) proxy, the member shall specify the proportion of his shareholdings to be represented by each proxy.
- A proxy may, but need not, be a member of the Company. A member may appoint any person to be his proxy. A proxy appointed to attend and vote at the Meeting shall have the same rights as the member to speak and vote at the Meeting.
- Where a member of the Company is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one (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. The appointment of multiple proxies shall not be valid unless the proportion of its shareholdings represented by each proxy is specified.
- Where a member of the Company is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991, 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.
- The instrument appointing a proxy may be made via hardcopy or by electronic means in the following manner and must be deposited not less than forty-eight (48) hours before the time for holding the Meeting or adjourned meeting at which the person named in the appointment proposes to vote:-
 - In Hardcopy Form**
In the case of an appointment made in hard copy form, the proxy form must be deposited at the registered office situated at Third Floor, No. 77, 79 & 81, Jalan SS21/60, Damansara Utama, 47400 Petaling Jaya, Selangor.
 - By Electronic Means**
The proxy form shall be electronically lodged by email to proxyform@cospec.com.my.
- The instrument appointing a proxy shall be in writing under the hand of the appointor or his attorney duly authorised in writing or, if the appointor is a corporation, either under the seal or under the hand of an officer or attorney duly authorised.
- For the purpose of determining a member who shall be entitled to attend the Meeting, the Company will be requesting Bursa Malaysia Depository Sdn. Bhd. in accordance with Clause 62 of the Company's Constitution to issue a General Meeting Record of Depositors as at 30 November 2021. Only members whose name appear in the General Meeting Record of Depositors as at 30 November 2021 shall be entitled to attend the Meeting and to speak and vote thereat.
- All the resolutions set out in the Notice of Meeting will be put to vote by poll.
- The members are advised to refer to the Administrative Notes on the registration process for the Meeting.
- Given the constantly evolving COVID-19 situation in Malaysia, we may be required to change the arrangements of our 26th AGM at short notice. Kindly check Bursa Securities' website and the Company's website at <https://mesbhd.com/> for the latest updates on the status of the Meeting.

EXPLANATORY NOTES TO ORDINARY/SPECIAL BUSINESS

- Item 1 of the Agenda – Audited Financial Statements for the financial year ended 30 June 2021**
This Agenda is meant for discussion only as the provision of Section 340(1)(a) of the Act does not require formal approval of members for the Audited Financial Statements. Hence, Agenda No. 1 will not be put forward for voting.
- Item 2 of the Agenda – Directors' fees for the financial year ended 30 June 2021**
Ordinary Resolution 1 is to seek shareholders' approval for the payment of Directors' fees in respect of the preceding financial year ended 30 June 2021 and the payment will be made if the resolution is passed at the 26th AGM.
- Item 3 of the Agenda – Directors' fees and Benefits for the period commencing from 1 July 2021 until the date of the next AGM.**
The estimated Directors' fees and benefits are calculated based on the current Board size and the number of scheduled Board and Committee meetings to be held. This resolution is to facilitate payment of Directors' fees and benefits for the period from 1 July 2021 until the date of the next AGM to be held in the year 2022. In the event the proposed amount is insufficient due to more meetings or enlarged Board size, approval will be sought at the next AGM for the shortfall.
- Items 4 and 5 of the Agenda – Re-election of Directors**
Mr. Loke Lee Ping and Datuk Wong Sak Kuan who are standing for re-election as Directors of the Company at this 26th AGM and being eligible, have offered themselves for re-election.
- Item 6 of the Agenda – Retirement of Director**
En. Saffie Bin Bakar who retires pursuant to Clause 97 of the Company's Constitution of the Company, has expressed his intention not to seek re-election at the 26th AGM and he shall

retire as Director of the Company at the conclusion of the 26th AGM. The Company would like to thank En. Saffie Bin Bakar for his contribution during his tenure as Director of the Company.

- Item 8 of the Agenda – Retention of Independent Non-Executive Director**
The Nomination and Remuneration Committee of the Company has assessed the independence of Mr. Tan Yew Kim, who has served as Independent Non-Executive Director of the Company for a cumulative term of more than nine (9) years and recommended him to continue acting as Independent Non-Executive Director of the Company pursuant to the Malaysian Code on Corporate Governance ("MCCG"). The Board is satisfied that he has met the independence and recommended him to continue to act as Independent Non-Executive Director of the Company based on the following justifications:
(a) he has declared and confirmed that he fulfilled the criteria under the definition of Independent Director as set out in Paragraph 1 of the Main Market Listing Requirements of Bursa Securities;
(b) he has vast experience in his industry which could provide the Board with a diverse set of experience, expertise and independent judgement;
(c) he was not appointed by the current controlling shareholder and hence the issue of special relationship with or loyalty to the controlling shareholder does not arise;
(d) he has devoted sufficient time and attention to his professional obligations for informed and balanced decision making; and
(e) he has exercised due care during his tenure as an Independent Non-Executive Director of the Company and carried out his professional duties in the best interest of the Company and shareholders of the Company.
Pursuant to Practice 5.3 of the MCCG, the retention of Mr. Tan Yew Kim who has served as an Independent Non-Executive Director of the Company for a cumulative term of more than nine (9) years, the approval of the shareholders at the 26th AGM will be sought through a two-tier voting process.
- Item 9 of the Agenda – General Authority for the Directors to Allot and Issue Shares pursuant to Sections 75 and 76 of the Companies Act 2016**
The Ordinary Resolution 7 proposed under item 9 of the Agenda, is to seek a general mandate for issuance and allotment of shares by the Company pursuant to Sections 75 and 76 of the Companies Act 2016. This Ordinary Resolution, if passed, is to empower the Directors to issue shares in the Company up to an amount not exceeding in total ten per centum (10%) of the total number of issued shares of the Company for such purposes as the Directors consider would be in the interest of the Company. This would avoid any delay and cost involved in convening at a general meeting to approve such an issue of shares. This authority, unless revoked or varied by the Company at a general meeting, will expire at the conclusion of the next AGM or the expiration of the period within which the next AGM is required by law to be held, whichever is earlier.
This general mandate will provide flexibility to the Company for issuance and allotment of shares for any possible fund raising activities, including but not limited to further placing of shares, for the purpose of funding future investment project(s), working capital and/or acquisition(s).
The Company had at its 25th AGM, obtained a general mandate pursuant to Sections 75 and 76 of the Act from its shareholders, to empower the Directors to issue and allot shares in the Company to such persons, at any time, and upon such terms and conditions and for such purposes as the Directors may, in their absolute discretion, deem fit, provided that the aggregate number of shares to be issued does not exceed 20% of the total number of issued shares of the Company (excluding treasury shares) at any point of time ("20% General Mandate"). This 20% General Mandate will expire at the conclusion of the 26th AGM.
As at the date of this Notice, no new shares in the Company were issued pursuant to the mandate granted to the Directors at the 25th AGM which will lapse at the conclusion of the 26th AGM.
- Item 10 of the Agenda – Proposed Renewal of Shareholders' Mandate**
The Ordinary Resolution 8 proposed under item 10 of the Agenda, if passed, will renew the authority given to the Company and/or its subsidiaries a mandate to enter into recurrent related party transactions of a revenue and/or trading nature pursuant to Paragraph 10.09 of the Main Market Listing Requirements of Bursa Securities. The mandate, unless revoked or varied by the Company at a general meeting, will expire at the next AGM of the Company.
Please refer to the Circular to Shareholders dated 29 October 2021 for further information.
- Item 11 of the Agenda – Proposed Amendments to the Constitution of the Company**
The Special Resolution proposed under item 11 of the Agenda in relation to the proposed amendments to the existing Constitution of the Company ("Proposed Amendments"), are made mainly for the following purposes:
(a) To provide clarity on the provisions of the Third Schedule of the Companies Act 2016;
(b) to align the Company's Constitution with the Companies (Amendment) Act 2019 which came into operation on 15 January 2020 in relation to the alteration of share capital;
(c) to provide clarity on the objects of the Company; and
(d) to enhance administrative efficiency.
The Proposed Amendments shall take effect once the special resolution has been passed by a majority of not less than seventy-five per centum (75%) of such members who are entitled to vote and do vote in person or by proxy at the Meeting.

APPENDIX A

PROPOSED AMENDMENTS TO THE CONSTITUTION OF MESB BERHAD (“THE COMPANY”)

This is the Appendix A referred to in Agenda 11 of the Notice of Twenty-Sixth Annual General Meeting of the Company dated 29 October 2021.

Clause No.	Existing Clause	Proposed Clause
3. Objects of the Company	Section 21 of the Companies Act 2016 shall apply. The provisions set out in the Third Schedule of the Companies Act 2016 shall apply to the Company, except in so far as the same is repeated or contained in this Constitution.	<p>Subject to the provisions of the Companies Act 2016, this Constitution and any other written law, the objects for which the Company is established are:-</p> <p>(a) To carry on the business of an investment holding company and for that purpose to promote or form or assist in promotion of any company or the subsidiary of the Company or otherwise and to acquire and hold for investment shares, stocks, debentures, debenture stocks, bonds, obligations and securities issued or guaranteed by any company or private undertaking; and</p> <p>(b) To carry on or undertake any business activity, to do any act or enter into any transaction or to do all such other things as are incidental or conducive to the attainment of the above objects.</p> <p>Section 21 of the Companies Act shall apply to the Company and the Company shall be capable of exercising all the functions of a body corporate and have the full capacity to carry on or undertake any business or any activity the Directors consider advantageous to the Company and that are not prohibited under any law for the time being enforced in Malaysia.</p> <p>The provisions set out in the Third Schedule of the Companies Act 2016 shall not apply to the Company, except in so far as the same is repeated or contained in this Constitution</p>
4. Liability of Members	The liability of the Members is limited.	The Company is a company limited by shares and the liability of the Members is limited.

APPENDIX A
(Cont'd)

Clause No.	Existing Clause	Proposed Clause
5. Class of shares and alteration of shares capital	The shares in the original or any increased capital may be divided into several classes and there may be attached thereto respectively any preferential, deferred, qualified or other special rights, privileges, conditions or restrictions as to dividend, capital, voting or otherwise.	The shares in the original or any increased capital may be divided into several classes and there may be attached thereto respectively any preferential, deferred, qualified or other special rights, privileges, conditions or restrictions as to dividend, capital, voting or otherwise. The Company shall have the power to increase or reduce the capital, to consolidate or subdivide the shares into shares of larger or smaller amounts and to issue all or any part of the original or any additional capital as fully paid or partly paid shares, and with any special or preferential rights or privileges, or subject to any special terms or conditions and either with or without any special designation, and also from time to time to alter, modify, commute, abrogate or deal with any such privileges, terms, conditions or designations in accordance with the regulations for the time being of the Company.
6. Definitions	New provision	"Applicable Laws" means All laws, bye-laws, regulations, rules, orders and/or official directions for the time being in force affecting the Company and its subsidiaries, including but not limited to the Act, the Listing Requirements and every other law for the time being in force concerning companies and affecting the Company and any other directives or requirements imposed on the Company by the Securities Commission and/or other relevant regulatory bodies and/or authorities.
6. Definitions	"Company" means MESB Berhad	"Company" means MESB Berhad [Registration No. 199501008356 (337554-D)] including any change of name from time to time.
10. Purchase of own shares	Subject to the provisions of the Act and the rules, regulations, orders, guidelines or requirements issued by the Exchange and/or any other relevant authority from time to time, the Company may by ordinary resolution purchase its own shares and/ or give financial assistance for the purpose of purchasing its own shares. Any shares in the Company so purchased by the Company shall be dealt with in accordance with the Act and the guidelines or requirements issued by the Exchange and/or any other relevant authority from time to time.	Subject to the provisions of the Act and the rules, regulations, orders, guidelines or requirements issued by the Exchange and/or any other relevant authority from time to time, the Company may by ordinary resolution purchase its own shares and/ or give financial assistance for the purpose of purchasing its own shares. Any shares in the Company so purchased by the Company shall be dealt with in accordance with the Act and the guidelines or requirements issued by the Exchange and/or any other relevant authority from time to time. The provisions of Clause 56 shall not affect the power of the Company to cancel any shares or reduce its share capital pursuant to any exercise of the Company's powers under this Constitution.

APPENDIX A

(Cont'd)

Clause No.	Existing Clause	Proposed Clause
22. Call on shares	The Directors may from time to time make such calls upon the Members as the Directors may think fit in respect of the amounts unpaid on their shares and not by the conditions of allotment made payable at fixed times, provided that no call shall be payable at less than thirty (30) days from the date fixed for the payment of the last preceding call. Except in the case of calls payable at fixed times pursuant to the conditions of allotment, each Member shall be entitled to receive at least fourteen (14) days' notice specifying date, time and place of payment.	The Directors may from time to time make calls upon the Members in respect of any money unpaid on their shares and not by the conditions of allotment thereof made payable at fixed times, provided that no calls shall exceed one-fourth (1/4) of the issued price of the share or be payable at less than thirty (30) days from the date fixed for the payment of the last preceding call, and each Member shall (subject to receiving at least fourteen (14) days' notice specifying the date, time and place of payment) pay to the Company, the amount called on his shares. A call may be revoked or postponed as the Directors may determine.
45. Execution	The instrument of transfer of a share shall be executed by or on behalf of the transferor and transferee, subject to compliance with the Central Depositories Act and the Rules.	Subject to this Constitution, the Central Depositories Act and the Rules, any Member may transfer all or any of his Securities (except those Deposited Securities which are for the time being designated as securities in suspense) by instrument in writing in the form prescribed and approved by the Stock Exchange. The instrument shall have been executed by or on behalf of the transferor and the transferee and the transferor shall remain the holder of the Securities transferred until the transfer is registered and the name of the transferee is entered in the Record of Depositors.
56. Alteration of Share Capital	56.1 The Company may alter its share capital by passing a special resolution to: <ul style="list-style-type: none"> (a) consolidate and divide all or any of its share capital into shares of larger amount than its existing shares; (b) divide its share capital or any part thereof into shares of smaller amount than is fixed by the Constitution by subdivision of its existing shares or any of them subject nevertheless to the provisions of the Act and so that as between the resulting shares, one or more of such shares may, by the resolution by which such sub-division is effected, be given any preference or advantage as regards dividend, return of capital, voting or otherwise over the others or any other of such shares and; (c) cancel any shares which at the date of the passing of the resolution in that behalf have not been taken or agreed to be taken by any person or which have been forfeited and diminish the amount of its share capital by the amount of the shares so cancelled. 	56.1 Subject to the provisions of this Constitution and the Act, the Company may by ordinary resolution: <ul style="list-style-type: none"> (a) consolidate and divide all or any of its share capital into shares of larger amount than its existing shares; (b) subdivide its share capital or any part thereof into shares of smaller amounts by subdivision of its existing shares or any of them subject nevertheless to the provisions Act; (c) convert and/or re-classify any class of shares into any other class of shares; or (d) cancel shares which at the date of the passing of the resolution in that behalf have not been taken or agreed to be taken by any person or which have been forfeited and diminish the amount of its share capital by the amount of the shares so cancelled.

APPENDIX A
(Cont'd)

Clause No.	Existing Clause	Proposed Clause
	56.2 The Company may, subject to the Act, by special resolution reduce its share capital.	56.2 The Company may by special resolution, reduce its share capital in any manner permitted or authorised under and in compliance with the Act and the Applicable Laws.
57 Annual General Meeting	The Company shall once in a every calendar year within six (6) months of the Company's financial year end hold a general meeting as its annual general meeting in addition to any other meetings in that year, and not more than fifteen (15) months shall elapse between the date of one annual general meeting and that of the next, but so long as a Company holds its first annual general meeting within eighteen (18) months of its incorporation, it need not hold any other annual general meeting in the year of its incorporation or in the year following its incorporation.	An annual general meeting of the Company shall be held once in every calendar year and in accordance with the requirements of the Act.
61A. Notice of Meetings	The notices convening meetings shall be given to all Members (other than those who are not entitled to receive notices of general meetings of the Company under the provisions of this Constitution or the terms of issue of the shares held by them) and to the Directors and auditors for the time being of the Company at least fourteen (14) days before the meeting or at least twenty-one (21) days before the meeting where any special resolution is to be proposed or where it is an annual general meeting. The notice shall be exclusive of the day on which it is served or deemed to be served and of the day for which it is given and shall specify the place, the day and the hour of the meeting and, in the case of special business shall also specify the general nature of that business and shall be accompanied by a statement regarding the effect of any proposed resolution in respect of such special business. At least fourteen (14) days' notice or twenty-one (21) days' notice in the case where any special resolution is proposed or where it is the annual general meeting, of every such meeting shall also be given by advertisement in at least 1 nationally circulated Bahasa Malaysia or English daily press and in writing to the Exchange.	Every notices convening meetings shall be in writing and shall be given to the Members either in hard copy, publication on the Company's website or in electronic form, or partly in hard copy and partly in electronic form specify the venue, the date and the time of the meeting and the general nature of the business of the meeting and shall be given to all Members at least fourteen (14) days before the meeting or at least twenty-one (21) days before the meeting where any special resolution is to be proposed or where it is an annual general meeting. Any notice of a meeting called to consider special business shall be accompanied by a statement regarding the effect of any proposed resolution in respect of such special business; PROVIDED that a meeting of the Company shall, notwithstanding that it is called by a shorter notice than that specified in this Constitution, be deemed to have been duly called if it is so agreed:- (i) in the case of an annual general meeting, by all the members entitled to attend and vote thereat; and (ii) in the case of any other meeting, by a majority in number of the Members having a right to attend and vote thereat, together holding not less than ninety-five per cent (95%) of the issued shares giving that right. NOTWITHSTANDING the foregoing at least fourteen (14) days' notice or twenty-one (21) days' notice in the case where any special resolution is proposed or where it is an annual general meeting, of every such general meeting shall also be given by advertisement in at least one (1) nationally circulated Bahasa Malaysia or English daily newspaper.

APPENDIX A

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Clause No.	Existing Clause	Proposed Clause
61C Meetings of members	New provision	The main venue of all meetings of Members and annual general meetings shall be held within Malaysia at such time and place as the Board shall determine. The Chairman shall be present at that main venue of the meeting. The Board may whenever it so decided by resolution convene a meeting of Members other than an annual general meeting. A meeting of Members shall be convened on such requisition or, in default may be convened by such requisitionists as provided by the Act.
61D Meetings of members at two or more venues	New provision	<p>(a) The meeting of its Members may be held by fully virtual or hybrid at more than one venue using any technology or method that allows the Members of the Company to participate and to exercise their rights to speak and vote at the meeting, and using any available technology to provide notice, conduct and record or facilitate voting at that meeting or any adjournment of that meeting of members subject to rules, regulations and laws prevailing.</p> <p>(b) For a hybrid general meeting, the main venue of the meeting shall be in Malaysia and subject to Clause 69, the Chairman shall be present at the main venue of the meeting.</p> <p>(c) For a fully virtual general meeting, the broadcast venue or the online meeting platform which located in Malaysia shall be recognised as the main venue of the meeting and all the provisions of this Constitution as to meetings of Members shall also apply to such fully virtual general meeting.</p> <p>(d) For a fully virtual general meeting, the main venue of the meeting shall be the broadcast venue which shall be located in Malaysia and the Chairman shall be present at the broadcast venue of the meeting; or the Uniform Resource Locator (“URL”) address of the online meeting platform or the physical address of the Registrant shall be in Malaysia and the chairman who is present virtually at the meeting shall be deemed to be present at the main venue of the meeting.</p>

APPENDIX A
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Clause No.	Existing Clause	Proposed Clause									
63 Business at Extraordinary General Meeting	Subject always to the provisions of Section 302 of the Act, no business shall be transacted at an extraordinary general meeting except business of which notice has been given in the notice convening the meeting.	Subject always to any provisions of Section 302 of the Act, no business shall be transacted at any extraordinary general meeting except business of which notice has been given in the notice convening the meeting and no business shall be transacted at an annual general meeting other than business of which notice has been given aforesaid, with the exception of declaring a dividend, the laying of audited financial statements and the reports of the Directors and auditors, the fixing of the fees and benefits of Directors, the election of Directors in the place of those retiring, and the appointment and fixing of the remuneration of the auditors.									
72 Chairman of general meeting	The Chairman of the Board, shall preside as Chairman at every general meeting, but if no such Chairman is present within fifteen (15) minutes after the time appointed for holding the meeting, or shall decline to take or shall retire from the chair, the Directors present shall choose one of their number to act as Chairman of such meeting, and if there be no Director chosen who shall be willing to act, the Members present in person or by proxy and entitled to vote shall choose one of their own number to act as Chairman at such meeting.	The Chairman of the Board (if any), shall preside as Chairman at every general meeting. If the Company has no Chairman or if at any general meeting, the Chairman is not present within fifteen (15) minutes after the time appointed for holding the meeting or if the Chairman of the Board is not willing to act as Chairman for the general meeting, the Directors present shall choose one of their number to act as Chairman or if one (1) Director only is present, he shall preside as Chairman if he is willing to act. If no Director is present, or if each of the Directors present declines to preside as Chairman, the Members present and entitled to vote shall elect one (1) of their number to be the Chairman. The election of the Chairman shall be by a show of hands. However, a proxy shall not be eligible for election as chairman of the meeting.									
91 Form of proxy	Any instrument appointing a proxy shall be in the following form or as near thereto as circumstances will admit : <p style="text-align: center;">FORM OF PROXY</p> <p>I/We _____, of _____ being a Member of MESB BERHAD, hereby appoint * the Chairman of the Meeting or of falling him, _____ of _____</p> <table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 60%;"></th> <th style="width: 20%; text-align: center;">For</th> <th style="width: 20%; text-align: center;">Against</th> </tr> </thead> <tbody> <tr> <td>SPECIAL RESOLUTION</td> <td></td> <td></td> </tr> <tr> <td>ORDINARY RESOLUTION</td> <td></td> <td></td> </tr> </tbody> </table> <p>as my/our proxy to attend and vote for me/us on my/our behalf at the (Annual or Extraordinary) General Meeting of the Company, to be held on and at any adjournment thereof.</p> <p>My/Our Proxy is to vote as indicated with an "X" below. If no specific direction as to voting is given, the proxy will vote or abstain from voting at his discretion.</p> <p>Signed this _____ day of _____</p> <p>No. of shares held : <input style="width: 100px;" type="text"/></p> <p>_____ Signature of Member</p> <p><small>*Delete if not applicable</small></p>		For	Against	SPECIAL RESOLUTION			ORDINARY RESOLUTION			An instrument of proxy may be in the common form or in any other form which the Directors may from time to time prescribe or approve and need not be witnessed.
	For	Against									
SPECIAL RESOLUTION											
ORDINARY RESOLUTION											

APPENDIX A (Cont'd)

Clause No.	Existing Clause	Proposed Clause
107 Vacation of office of Directors	The office of Director shall, ipso facto, be vacated:- (a) is an undischarged bankrupt; (b) has been convicted of an offence relating to the promotion, formation or management of a corporation; (c) has been convicted of an offence involving bribery, fraud or dishonesty; (d) become disqualified from being a Director by reason of any order made under the Act or he has been convicted of an offence under Sections 199, 213, 215, 216, 217, 218, 228 and 539 of the Act; (e) becomes of unsound mind or a person whose person or estate is liable to be dealt with in any way under the law relating to mental disorder during his term of office; (f) is absent from more than 50% of the total Board Meeting held during a financial year of the Company, except when an exemption or waiver is obtained from the Exchange; (g) if he is removed by a resolution of the Company in general meeting; (h) resigns from his office by notice in writing to the Company and deposited at the office; (i) has retired in accordance with the Act or the Constitution of the Company but not re-elected; or (j) otherwise vacates his office in accordance with the Act or the Constitution of the Company.	The office of a Director shall, ipso facto, become vacant if the Director:- (i) becomes disqualified from being a Director under Section 198 or 199 of the Act; (ii) is absent from more than fifty percent (50%) of the total Board meetings held during a financial year, unless an exemption or waiver is obtained from the Exchange; (iii) is prohibited from being a Director or by any order made under, any provisions of the Act; (iv) becomes of unsound mind or a person whose person or estate is liable to be dealt with in any way under the Mental Health Act 2001; (v) resigns from his office by notice in writing to the Company and deposited at the Office of the Company subject to Sections 196 (3) and 209 of the Act; (vi) is removed from his office of Director by resolution of the Company in general meeting of which special notice has been given; (vii) dies; (viii) has retired in accordance with this Act or the Constitution of the Company but is not re-elected. If the office of a Director is vacated for any reason, he shall cease to be a member of any committee or sub-committee of the Board.
115 Rights to payment for professional services	Any Director may act by himself or his firm in a professional capacity for the Company, and he or his firm shall be entitled to remuneration for professional services as if he were not a Director, provided that nothing herein contained shall authorise a Director or his firm to act as auditor of the Company.	Any Director may act by himself or his firm in a professional capacity for the Company and he or his firm shall be entitled to remuneration for professional services as if he were not a Director, provided that nothing herein contained shall authorise a Director or his firm to act as auditor of the Company and provided further that such shall be at normal commercial terms.
120 Irregularity in Notice	An irregularity in the notice of a meeting is waived if all Directors entitled to receive notice of the meeting attend the meeting without objection to the irregularity.	Unless otherwise determined by the Directors from time to time, notice of all Directors' meetings shall be given and circulated to all Directors and their alternates by facsimile, electronic mail or such other communication modes / equipment, unless such requirement is waived by a majority of them. Except in the case of an emergency, reasonable notice of every Director's meeting shall be given in writing. The majority of the Directors may waive notice of any meeting and any such waiver may be retroactive.

APPENDIX A
 (Cont'd)

Clause No.	Existing Clause	Proposed Clause
121 Quorum	The quorum necessary for the transaction of the business of the Directors shall be three (3) unless fixed by the Directors at any other number not being less than two (2).	The quorum necessary for the transaction of business of the Directors shall be a minimum of two (2) and a meeting of the Director for the time being at which a quorum is present shall be competent to exercise all or any of the powers, authorities and discretions by or under this Constitution vested in or exercisable by the Directors generally. For the purpose of determining whether the quorum for the transaction of the business of the Directors exists: - (i) in the case of a resolution agreed by Directors in telephonic communications, all such Directors shall be counted in the quorum; and (ii) in the case of a meeting of Directors, in addition to the Directors present at the meeting, any Director in telephonic communication with such meeting shall be counted in the quorum.
125 Participation of Directors' meetings by way of telephone and video conferencing	Any Director may participate at a meeting of Directors by way of telephone and video conferencing or by means of other communication equipment whereby all persons participating in the meeting are able to hear each other and be heard for the entire duration of the meeting in which event such Director shall be deemed to be physically present at the meeting. A Director participating in a meeting in the manner aforesaid may also be taken into account in ascertaining the presence of a quorum at the meeting. Any meeting held in such manner shall be deemed to be held at such place as shall be agreed upon by the Directors attending the meeting PROVIDED that at least one of the Directors present at the meeting was at such place for the duration of that meeting. All information and documents must be made equally available to all participants prior to or at/ during the meeting.	The meeting of the Directors may be held by fully virtual or hybrid at more than one venue using any technology or method. A member of the Board or any invitees may participate in the meeting by means of a telephone conference or any other audio, or audio visual, or communication means which allows all persons participating in the meeting to hear and speak with each other and such Director or person shall be regarded for all purposes as personally attended such a meeting and such Director shall be counted in a quorum and be entitled to vote on the resolutions tabled at the meeting.
133 Participation at committee meetings by way of telephone and video conferencing	Notwithstanding any provisions to the contrary contained in this Constitution, any Member of a committee may participate at a committee meeting by way of telephone and video conferencing or by means of other communication' equipment whereby all persons participating in the meeting are able to hear each other, in which event such Member shall be deemed to be physically present at the meeting whether for the purposes of these Constitution or otherwise. A Member participating in a meeting in the manner aforesaid may also be taken into account in ascertaining the presence of a quorum at the meeting. Any meeting held in such manner shall be deemed to be held at such place as shall be agreed upon by the Members attending the meeting PROVIDED that at least one of the Members present at the meeting was at such place for the duration of that meeting.	Notwithstanding any provisions to the contrary contained in this Constitution, the committee meetings may be held by fully virtual or hybrid at more than one venue using any technology or method. A committee member or any invitees may participate in the meeting by means of a telephone conference or any other audio, or audio visual, or communication means which allows all persons participating in the meeting to hear and speak with each other and such committee member or person shall be regarded for all purposes as personally attended such a meeting and such committee member shall be counted in a quorum and be entitled to vote on the resolutions tabled at the committee meeting.

APPENDIX A

(Cont'd)

Clause No.	Existing Clause	Proposed Clause
139 Appointment	The Directors may from time to time appoint any one or more of their body to be Managing Director or Managing Directors. Subject to Clause 97.1, any such appointment shall be subject to reappointment and on such terms as they think fit, and may vest in such Managing Director or Managing Directors as may be appointed by them such of the powers hereby vested in the Directors generally as they may think fit. The Managing Director or Managing Directors shall be subject to the control of the Board.	<p>(a) The Board of Directors shall appoint a chief executive (who may or may not be a member of their body) for such period and upon such terms as it thinks fit, and the Directors may from time to time (subject to the provisions of any contract between him and the Company) remove or dismiss him from office and appoint another in his place.</p> <p>(b) The Board may from time to time appoint an executive Director or managing Director or any person holding an equivalent position from among their numbers for such period and upon such terms as it thinks fit. All such persons appointed shall be subject to the control of the Board.</p> <p>The appointment of any Director to an executive position under this Constitution shall be subject to the same provisions as to resignation and removal as the other Directors and if he ceases to hold the office of Director for any cause shall ipso facto and immediately cease to be an executive Director or managing Director.</p>
140 Remuneration of chief executive, executive Director, managing Director	The remuneration of the Managing Director or Managing Directors shall subject to the terms of any agreement entered into in any particular case may be by way of salary or commission or participation in profits or otherwise or by any or all of these modes but such remuneration shall not include a commission on or percentage of turnover but it may be a term of their appointment that they shall receive pension, gratuity or other benefits upon their retirement.	The remuneration of the chief executive, executive Director, managing Director or any person holding an equivalent position, shall, from time to time be fixed by the Directors and may be by way of salary or commission or participation in profits or otherwise or by any or all of these modes but such remuneration shall not include a commission on or percentage of turnover but it may be a term of their appointment that they shall receive pension, gratuity or other benefits upon their retirement.
140A Special position to chief executive, executive Director, managing Director	New Provision	The chief executive, executive Director, managing Director or any person holding an equivalent position shall act per delegation of the Board of Directors on all matters related to the administration of the Company and shall conduct the business of the Company according to the regulations, policies and decisions of the Board. For that purpose the Directors shall entrust to and confer upon the chief executive, executive Director, managing Director or any person holding an equivalent position for the time being the powers they may think fit and may confer such powers for such time and to be exercised for such objects and purposes and upon such terms and conditions and with such restrictions as they think expedient and, from time to time may revoke, withdraw, alter or vary any such powers but subject thereto such chief executive or any person holding an equivalent position shall be subject to the control of the Board.

APPENDIX A
 (Cont'd)

Clause No.	Existing Clause	Proposed Clause
141 Chief executive, executive Director, managing Director reckoned as Director for purposes of rotation and retirement	The Managing Director or Managing Directors shall, while they continue to hold such offices, be subject to retirement by rotation in accordance with Clause 97, and they shall, subject to provisions of any contract between them and the Company, be subject to the same provisions as to resignation and removal as the other Directors of the Company and, if they cease to hold the office of Director from any cause, they shall ipso facto and immediately cease to be Managing Director or Managing Directors.	The chief executive or executive Director or managing Director , while they continue to hold such offices, be subject to retirement by rotation in accordance with Clause 97, and they shall, subject to provisions of any contract between them and the Company, be subject to the same provisions as to resignation and removal as the other Directors of the Company and, if they cease to hold the office of Director from any cause, they shall ipso facto and immediately cease to be chief executive or executive Director or managing Director ,
165 Preparation, circulation and publication of audited financial statements and reports of directors and auditors	The Directors shall from time to time in accordance with Section 248 of the Act, cause to be prepared and laid before the Company in general meeting such financial statements and report as are referred to in the section. A copy of each such documents shall not less than twenty-one (21) days (or such other shorter period as may be agreed by all Members entitled to attend and vote at the meeting) before the date of the meeting, be sent to every Member of, and to every holder of debentures of the Company under the provisions of the Act or of this Constitution. The requisite number of copies of each such document as may be required by the Exchange and the Securities Commission shall at the same time be likewise sent to the Exchange and the Securities Commission provided that this Clause shall not require a copy of these documents to be sent to any person of whose address the Company is not aware but any Member to whom a copy of these documents has not been sent shall be entitled to receive a copy free of charge on application at the Office.	<p>(a) The Directors shall cause to be prepared and circulated, sent to every Member and laid before the Company in its annual general meeting, the audited financial statements and the reports of directors and auditors thereon in accordance to the Act. The interval between the close of a financial year of the Company and the issue of such reports shall not exceed four (4) months or such other period as may be allowed by the Act and/or the provisions in the Listing Requirements.</p> <p>(b) A copy of each the audited financial statements and reports of directors and auditors thereon in printed form or in CD-ROM form or in such other form of electronic media or means or any combination thereof as permitted under the Act and the Listing Requirements, shall not less than twenty-one (21) days before the date of the meeting (or such shorter period as may be agreed by all Members entitled to attend and vote at the meeting), be sent or circulated to every Member of the Company, and to every holder of debentures of the Company, the auditors of the Company and every person who is entitled to receive notices of general meeting under the provision of the Act or of this Constitution, provided that this Clause shall not require a copy of these documents to be sent to any person of whose address the Company is not aware (or to the several persons entitled thereto in consequence of the death or bankruptcy of the holder or otherwise) and which does not appear on the Record of Depositors or the Register as the case may be, but any Member to whom a copy of these documents has not been sent shall be entitled to receive a copy, free of charge on application at the Office.</p>

APPENDIX A (Cont'd)

Clause No.	Existing Clause	Proposed Clause
181 Liquidator's fees in voluntary liquidation	On a voluntary winding up of the Company, no commission or fee shall be paid to a liquidator without the prior approval of the Members in general meeting. The amount of such commission or fee shall be notified to all Members not less than seven (7) days before the meeting at which it is to be considered.	On the voluntary liquidation of the Company, the liquidator shall be entitled to receive salary or remuneration as prescribed under the rules.
186 Compliance with the Act, Central Depositors Act and Rules	Notwithstanding this Constitution, the Company shall comply with the Act, Central Depositories Act, the Listing Requirements and the Rules in respect of all matters relating to Securities or otherwise where applicable.	Notwithstanding anything contained in this Constitution, Central Depositories Act, the Listing Requirements and the Rules in respect of all matters relating to Securities or otherwise where applicable. nothing herein contained shall prevent the Directors from applying to the Exchange for a waiver from compliance or observance of any of the Listing Requirements. In the event the compliance or observance of such Listing Requirements are waived by the Exchange, the Company shall not be required to comply with any of this Constitution relating to those Listing Requirements in respect of which compliance or observance has been waived by the Exchange.

ADMINISTRATIVE NOTES

ADMINISTRATIVE NOTES FOR THE FULLY VIRTUAL TWENTY-SIXTH ANNUAL GENERAL MEETING (“26th AGM” OR “MEETING”) OF MESB BERHAD (“MESB” OR “THE COMPANY”)

Meeting Day, Date	: Tuesday, 7 December 2021
Time	: 3:00 p.m.
Online Meeting Platform	: Fully virtual basis and entirely via remote participation and electronic voting through an online platform at https://Dvote.my (Domain registration number with MYNIC: D6A434007) provided by Dvote Services Sdn. Bhd. (“Dvote”)
Depository of Form of Proxy	: The Registered Office of MESB Berhad c/o Cospec Management Services Sdn. Bhd. Third Floor, No. 77, 79 & 81, Jalan SS21/60, Damansara Utama, 47400 Petaling Jaya, Selangor Email : proxyform@cospec.com.my

MODE OF MEETING

In line with the Government’s directive and the revised Guidance Note and Frequently Asked Questions (FAQs) on the Conduct of General Meetings for Listed Issuers issued by the Securities Commission Malaysia on 16 July 2021 (“SC Guidance”), the 26th AGM of the Company will be conducted **a fully virtual basis and via remote participation and voting through an online meeting platform at <https://Dvote.my>** (Domain registration number with MYNIC: D6A434007) provided by Dvote Services Sdn. Bhd. in Malaysia. All Meeting participants including the Chairman of the Meeting, board members, senior management and shareholders are required to participate in the Meeting online.

REMOTE PARTICIPATION AND VOTING (“RPV”) FACILITIES

Shareholders are to attend, speak (in the form of real time submission of typed texts) and vote (collectively, “participate”) remotely at the 26th AGM using the RPV Facilities provided by Dvote via its **Dvote Online Portal** at <https://Dvote.my>.

A shareholder who has appointed a proxy or attorney or authorised representative to participate at this 26th AGM via RPV Facilities must request his/her proxy or attorney or authorised representative to register himself/herself for RPV Facilities at Dvote Online Portal at <https://Dvote.my>.

As the 26th AGM will be held as a fully virtual meeting, shareholders who are unable to participate in this 26th AGM via RPV Facilities may also appoint the Chairman of the Meeting as his/her proxy and indicate the voting instructions in the proxy form.

ENTITLEMENT TO PARTICIPATE AND VOTE AT THE 26TH AGM

In respect of deposited securities, only members whose names appear in the Record of Depositors on **30 November 2021** (Annual General Meeting Record of Depositors) shall be eligible to participate in the 26th AGM or to appoint proxy(ies) to participate and/or vote on his/her behalf.

FORM(S) OF PROXY

Shareholders who are unable to participate in our 26th AGM are encouraged to appoint the Chairman of the Meeting as your proxy and indicate the voting instructions in the Form of Proxy.

Please take note that you **must** complete the Form of Proxy for the 26th AGM should you wish to appoint a proxy(ies).

Please deposit your Form of Proxy at the Company’s Registered Office, Third Floor, No. 77, 79 & 81, Jalan SS21/60, Damansara Utama, 47400 Petaling Jaya, Selangor or email to proxyform@cospec.com.my not less than forty-eight (48) hours before the time for holding the meeting or any adjournment thereof.

Administrative Notes (Cont'd)

VOTING PROCEDURES

The voting at the 26th 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 Dvote Services Sdn. Bhd. ("**Dvote**") as Poll Administrator to conduct the poll by way of electronic voting or online remote voting ("**e-voting**").

Kindly refer to item (2) below on the Procedures for RPV Facilities for guidance on how to vote remotely from Dvote Online website at <https://Dvote.my>.

During the 26th AGM, the Chairman of the Meeting will invite the Poll Administrator to brief on the e-Polling housekeeping rules. The voting session will commence as soon as the Chairman of the Meeting calls for the poll to be opened and until such time when the Chairman of the Meeting announces the closure of the poll.

For the purposes of the 26th AGM, e-voting will be carried out via personal smart mobile phones, tablets or personal computers/laptops.

Upon the conclusion of the poll session, the Scrutineers will verify the poll results followed by the declaration by the Chairman of the Meeting whether the resolutions put to vote were successfully carried or not.

Kindly follow the steps below on how to register, request for login ID and password:-

1. REMOTE PARTICIPATION AND E-VOTING FACILITIES

Members are to attend, speak (in the form of real time submission of typed texts) and vote (collectively, "**Participate**") remotely at the 26th AGM using RPV Facilities provided by Dvote via its Dvote Online website at <https://Dvote.my>. Please refer to the Procedures for RPV Facilities.

Administrative Notes (Cont'd)

2. PROCEDURES FOR RPV FACILITIES

Member(s)/proxy(ies)/corporate representative(s)/attorney(s) who wish to participate in the 26th AGM remotely using the RPV Facilities are to follow the requirements and procedures as summarised below:

BEFORE MEETING DAY		
A. USER REGISTRATION		
	Procedure	Action
(a)	Sign-up as a user with Dvote Online	<p><i>Note: If you are already a user with Dvote Online, you are not required to sign-up again. You may proceed to sign-in using your email address and password.</i></p> <ul style="list-style-type: none"> • Access the website at https://Dvote.my. • Click on [Sign up] to register as a new user with Dvote Online. • Complete registration and upload softcopy of Malaysia Identification card (front and Back) or passport (foreigner(s)). <p>You will be notified via email once your user registration is accepted/rejected by Dvote Online.</p>
(b)	Register Meeting with Dvote Online	<ul style="list-style-type: none"> • Registration for Remote Participation will remain open from 2 November 2021 until the commencement of the polling during the 26th AGM. • Login to https://Dvote.my/user-login with your user ID (i.e.: email address) and password. • Select event: "MESB Berhad – 26th Annual General Meeting" and click [Register]. • You will receive an email notifying on your registration for the remote participation and verification. • Once your registration has been verified against the Record of Depositors as at 30 November 2021, you will be notified via email whether your request for remote participation is approved/rejected. • If approved, you will receive an invitation email together with the meeting link to "Join Meeting".

ON THE DAY OF 26TH AGM		
A. USER REGISTRATION		
	Procedure	Action
(a)	Join the Live Stream Meeting	<ul style="list-style-type: none"> • Click on "Join Meeting" link in the invitation email and you will be directed to the live streaming room. • You are advised to log in early, at least 20 minutes, before the Meeting time.
(b)	Post Questions during Live Streaming	<ul style="list-style-type: none"> • If you have any question(s) for the Board of Directors, you may use the "Post Question" box to transmit your question(s).
(c)	Online Voting during Live Streaming	<ul style="list-style-type: none"> • Click on [Proceed to Vote], to cast your votes for each resolution(s). • Review your casted votes, confirm and submit your votes.
(d)	End of remote participation	<ul style="list-style-type: none"> • Upon the announcement by the Chairman on the closure of the 26th AGM, the live streaming room will end.

Administrative Notes (Cont'd)

Notes to users of the RPV Facilities:

- The quality of the live streaming is highly dependent on the bandwidth and stability of the internet connection at the location of the user and the device of the user.
- Users are advised to afford ample time to complete the log in process in advance of the meeting.
- In the event you encounter any issues with logging-in, connection to live streamed meeting or online voting on the meeting day, kindly call 603-22766138 and email to Dvoteservice@gmail.com for assistance.
- Member(s)/proxy(ies)/corporate representative(s)/attorney(s) are encouraged to register as a user with Dvote Online before the meeting day. The user registration is open from 2 November 2021.

3. APPOINTMENT OF PROXY(IES)/CORPORATE REPRESENTATIVE(S)/ATTORNEY(S)

A member who has appointed a proxy(ies)/authorised representative(s)/attorney(s) to participate in the 26th AGM via RPV Facilities must request his/her proxy(ies)/authorised representative(s)/attorney(s) to register himself/herself for RPV Facilities via Dvote Online website at <https://Dvote.my>.

NO DOOR GIFTS OR FOOD VOUCHERS

There will be no distribution of food vouchers or door gifts during the 26th AGM as the meeting is conducted on a fully virtual basis.

NO RECORDING OR PHOTOGRAPHY

By participating at the 26th AGM, you agree that no part of the 26th AGM proceedings may be recorded, photographed, stored in any retrieval systems, reproduced, transmitted or uploaded in any form, platform or social media or by any means whether it is mechanical, electronic, photocopying, recording or otherwise without the prior written consent of the Company. The Company reserves the right to take appropriate legal actions against anyone who violates this rule.

ENQUIRY

If you have any enquiry(ies) relating to the 26th AGM, Administrative Notes for the Fully Virtual 26th AGM, RPV Facilities or encounters issues with the log in, steps to connect to live streaming and online voting, you may send them in advance or contact the following during office hours from Monday to Friday (except for public holiday):-

For Agenda of the 26th AGM related:

Email : eric@miroza.com.my

For Pre-Registration via RPV Facilities:

DVOTE SERVICES SDN. BHD.
 Lot 9-7, Menara Sentral Vista
 No. 150, Jalan Sultan Abdul Samad
 Brickfield, 50470 Kuala Lumpur

Name : Ms Sangetha / Mr Hugo
 Telephone No. : 603 - 2276 6138
 Email : Dvoteservice@gmail.com

As the COVID-19 situation continues to evolve, the Company will closely monitor the situation and reserves the right to take further measures as appropriate and comply with any requirements or recommendations of any government agencies from time to time.

The Company seeks the understanding and cooperation of all Shareholders to minimise the risk of community spread of COVID-19.