

# ADMINISTRATIVE GUIDES

## 24<sup>TH</sup> ANNUAL GENERAL MEETING OF DIGI.COM BERHAD (Digi)

Registration No. 199701009694 (425190-X)



Meeting Platform	: <a href="https://web.lumiagm.com">https://web.lumiagm.com</a>
Day and Date	: Tuesday, 18 May 2021 or any adjournment thereof
Time	: 10.00 a.m.
Broadcast Venue	: Studio, Digi Telecommunications Sdn Bhd Lot 10, Jalan Delima 1/1 Subang Hi-Tech Industrial Park 40000 Subang Jaya Selangor Darul Ehsan, Malaysia
Mode of Communication	: 1) Typed text in the Meeting Platform during the 24 <sup>th</sup> AGM. The Messaging window facility will be opened concurrently with the Meeting Platform, i.e. one (1) hour before the AGM, which is from 9.00 a.m. on Tuesday, 18 May 2021. 2) E-mail questions to <a href="mailto:invesrel@digi.com.my">invesrel@digi.com.my</a> or via Boardroom's website at <a href="https://boardroomlimited.my">https://boardroomlimited.my</a> prior to the 24 <sup>th</sup> AGM. Prior to the 24 <sup>th</sup> AGM using the same user ID and password provided in Step 2 of the procedures of RPEV facilities and select "SUBMIT QUESTION" to pose questions

### MODE OF MEETING

As part of the measures to stem the spread of the Coronavirus Disease (COVID-19), the 24<sup>th</sup> AGM will be conducted on a **FULLY VIRTUAL** basis through live streaming and online remote participation using Remote Participation and Electronic Voting (RPEV) Facilities 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, 19 February 2021 including any amendment that made from time to time.

The Broadcast Venue is strictly for the purpose of compliance with Section 327(2) of the Companies Act 2016 and Article 56A of the Company's Articles of Association which stipulated that a general meeting may be held at more than one venue, using any technology or method that enables the members of the Company to participate and to exercise the members' right to speak and vote at the general meeting and the Chair shall be present at the Broadcast Venue of the 24<sup>th</sup> AGM.

Shareholders/Proxies/Corporate Representatives **WILL NOT BE ALLOWED** to attend the 24<sup>th</sup> AGM in person at the Broadcast Venue on the day of the meeting. Any Shareholders or Proxies or Corporate Representatives who turn up at the Broadcast Venue would be requested to leave the venue politely.

### REMOTE PARTICIPATION AND ELECTRONIC VOTING (RPEV) FACILITIES

1. Shareholders are to attend, speak (in the form of real time submission of typed texts) and vote (collectively, participate) remotely at the 24<sup>th</sup> AGM using RPEV facilities provided by Boardroom Share Registrars Sdn. Bhd. (BSR or Boardroom) at <https://web.lumiagm.com>.
2. Shareholders who appoint proxies to participate via RPEV facilities in the 24<sup>th</sup> AGM must ensure that the duly executed proxy forms are deposited in a hardcopy form or by electronic means to BSR no later than **10.00 a.m. on Sunday, 16 May 2021**.
3. Corporate representatives of corporate members who wish to participate at the 24<sup>th</sup> AGM via RPEV facilities must deposit their original certificate of appointment of corporate representative to BSR not later than **10.00 a.m. on Sunday, 16 May 2021**.
4. Nominee Company [whose beneficiary of the shares in its Central Depository System (CDS) account] who wishes to participate at the 24<sup>th</sup> AGM via RPEV facilities must deposit its original hardcopy Form of Proxy and email the softcopy to BSR at [bsr.helpdesk@boardroomlimited.com](mailto:bsr.helpdesk@boardroomlimited.com) not later than **10.00 a.m. on Sunday, 16 May 2021** to participate at the 24<sup>th</sup> AGM.
5. Attorneys appointed by power of attorney who wish to participate at the 24<sup>th</sup> AGM via RPEV facilities must deposit their original or duly certified power of attorney and email the softcopy to BSR at [bsr.helpdesk@boardroomlimited.com](mailto:bsr.helpdesk@boardroomlimited.com) not later than 10.00 a.m. on **Sunday, 16 May 2021** to participate at the 24<sup>th</sup> AGM.

6. As the 24<sup>th</sup> AGM is a fully virtual AGM, shareholders who are unable to participate in the 24<sup>th</sup> AGM may appoint the Chair of the meeting as his/her proxy and indicate the voting instructions in the proxy form.
7. If a shareholder has submitted his/her Proxy Form appointing the Chair of the meeting as his/her proxy to vote on his/her behalf at the 24<sup>th</sup> AGM, subsequently wishes to revoke his/her Form of Proxy, the Notice of Termination of Authority to act as Proxy must be received by the Company at least forty-eight (48) hours before the time appointed for the holding of the meeting or adjourned meeting, 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 Chair 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.
8. Please note that the Company shall deem that shareholders have no objection to use the provision in the Form of Proxy which has designated the Chair of the meeting as the authorised person to vote on behalf of shareholders until further instructions are received. The appointed Poll Administrator of this 24<sup>th</sup> AGM shall be notified of such arrangement accordingly.



#### **ENTITLEMENTS TO ATTEND, SPEAK AND VOTE (COLLECTIVELY, “PARTICIPATE”)**


In respect of deposited securities, only Shareholders whose names appear on the Record of Depositors on 4 May 2021 (General Meeting Record of Depositors) shall be eligible to participate at the meeting via RPEV facilities.

#### **PROCEDURES FOR RPEV FACILITIES**

Shareholders/proxies/corporate representatives/attorneys who wish to participate the 24<sup>th</sup> AGM remotely using the RPEV are to follow the requirements and procedures as summarised below:

	<b>Procedure</b>	<b>Action</b>
<b>BEFORE THE AGM DAY</b>		
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 - Submit Request for Remote Participation User ID and Password.]</i></p> <ol style="list-style-type: none"> <li>a. Access website <a href="https://boardroomlimited.my">https://boardroomlimited.my</a>.</li> <li>b. Click <b>&lt;Login&gt;</b> and click <b>&lt;Register&gt;</b> to sign up as a user.</li> <li>c. Complete the registration and upload a softcopy of your MyKAD/ Identification Card (front and back) or Passport in JPEG or PNG format.</li> <li>d. Please enter a valid email address and wait for email verification from Boardroom.</li> <li>e. Your registration will be verified and approved within one (1) business day and an email notification will be provided to you.</li> </ol>

Step 2	Submit request for remote participation (User ID and Password)	<p><i>[Note: Registration for remote access will be opened on 15 April 2021. Please note that the closing time to submit your request is not less than forty-eight (48) hours before the time of holding the 24<sup>th</sup> AGM, i.e. latest by <b>Sunday, 16 May 2021 at 10.00 a.m.</b>]</i></p> <p><b>Individual Members</b></p> <ol style="list-style-type: none"> <li>Login to <a href="https://boardroomlimited.my">https://boardroomlimited.my</a> using your user ID and password.</li> <li>Select “<b>VIRTUAL MEETING</b>” from main menu and select the correct Corporate Event “<b>DIGI.COM BERHAD TWENTY-FOURTH (24<sup>th</sup>) VIRTUAL ANNUAL GENERAL MEETING</b>”.</li> <li>Read and agree to the Terms &amp; Conditions.</li> <li>Enter your CDS Account and thereafter submit your request.</li> </ol> <p><b>Corporate Shareholders</b></p> <ol style="list-style-type: none"> <li>To submit the request, Corporate Shareholders need to deposit the original hardcopy to BSR and write in to BSR at <a href="mailto:bsr.helpdesk@boardroomlimited.com">bsr.helpdesk@boardroomlimited.com</a> by providing softcopy of the Certificate of Appointment of Corporate Representative or Form of Proxy, the name of Member and CDS Account Number.</li> <li>Please provide a copy of Corporate Representative’s MyKad/ Identification Card (front and back) or Passport in JPEG, PNG or PDF format as well as his/her email address.</li> </ol> <p><b>Authorised Nominee and Exempt Authorised Nominee</b></p> <ol style="list-style-type: none"> <li>To submit the request, Authorised Nominee and Exempt Authorised Nominee need to deposit the original hardcopy Form of Proxy to BSR and write in to BSR at <a href="mailto:bsr.helpdesk@boardroomlimited.com">bsr.helpdesk@boardroomlimited.com</a> by providing softcopy of the Form of Proxy, the name of Member and CDS Account Number.</li> <li>Please provide a copy of the proxy holder’s MyKad/Identification Card (front and back) or Passport in JPEG, PNG or PDF format as well as his/her email address.</li> </ol>
	Email notification	<ol style="list-style-type: none"> <li>You will receive notification from Boardroom that your request(s) has been received and is being verified.</li> <li>Upon system verification against the Record of Depositors of the 24<sup>th</sup> AGM as at 04 May 2021, you will receive an email from Boardroom either approving or rejecting your registration for remote participation.</li> <li>If your registration is approved, you will also receive your remote access user ID and password in the same email from Boardroom after the closing date.</li> <li>Please note that the closing date and time to submit your request is by <b>Sunday, 16 May 2021 at 10.00 a.m.</b></li> </ol>
<b>ON THE AGM DAY</b>		
Step 3	Login to Virtual Meeting Platform	<ol style="list-style-type: none"> <li>The Virtual Meeting portal will be opened for login one (1) hour before the commencement of the 24<sup>th</sup> AGM at <b>9.00 a.m. on Tuesday, 18 May 2021</b>.</li> <li>The Meeting Platform can be accessed via website at <a href="https://web.lumiagm.com">https://web.lumiagm.com</a>.</li> <li>Insert the Meeting ID No. and sign in with the user ID and password provided to you via the email notification in Step 2 (c).</li> </ol>
	Participate	<p><i>[Note: Questions submitted online will be moderated before being sent to the Chair of the meeting to avoid repetition.]</i></p> <ol style="list-style-type: none"> <li>If you would like to view the live webcast, select the broadcast  icon.</li> <li>If you would like to ask a question during the 24<sup>th</sup> AGM, select the messaging  icon.</li> <li>Type your message within the chat box, once completed click the send button.</li> </ol>

Online Remote Voting		<p>a. Once the 24<sup>th</sup> AGM is opened for voting, the polling  icon will appear with the resolutions and your voting choices.</p> <p>b. To vote, simply select your voting direction from the options provided. A confirmation message will appear to show your vote has been received.</p> <p>c. To change your vote, simply select another voting direction.</p> <p>d. If you wish to cancel your vote, please press “Cancel”.</p>
End of remote participation		<p>a. Upon the announcement by the Chair of the meeting on the closure of the 24<sup>th</sup> AGM, the live webcast will end and the messaging window will be disabled.</p> <p>b. You can now logout from the Meeting Platform.</p>

#### Notes to RPEV facilities users:

- (a) Should your application to join the 24<sup>th</sup> AGM be approved, the system will make available to you the rights to join the live streamed meeting and to vote remotely. Your login to <https://web.lumiagm.com> on the day of the 24<sup>th</sup> AGM will indicate your presence at the virtual meeting.
- (b) The quality of your connection to the live broadcast is dependent on the bandwidth and stability of the internet connection at your location and the device you use.
- (c) In the event you encounter any issues with logging-in, connection to the live streamed meeting or online voting, kindly call BSR Help Line for assistance.

#### Poll Voting

The voting at the 24<sup>th</sup> AGM will be conducted by poll in accordance with Paragraph 8.29A of Main Market Listing Requirements of Bursa Malaysia Securities Berhad (Bursa Malaysia). The Company has appointed BSR as Poll Administrator to conduct the poll by way of electronic voting and Sky Corporate Services Sdn. Bhd. as the Independent Scrutineers to verify the poll results.

Shareholders can proceed to vote on the resolutions and submit the votes on the resolutions at any time from the commencement of the 24<sup>th</sup> AGM at 10.00 a.m. and before the end of the voting session which will be announced by the Chair of the meeting. Kindly refer to Step 3 of the above Procedures for RPV for guidance on how to vote remotely at <https://boardroomlimited.my>.

Upon completion of the voting session, the Independent Scrutineers will verify and announce the poll results followed by the Chair’s declaration whether the resolutions are duly passed.

#### APPOINTMENT OF PROXY OR ATTORNEY OR CORPORATE REPRESENTATIVE

Shareholders who appoint proxy or attorney or authorised representative to participate via RPEV facilities at the 24<sup>th</sup> AGM must ensure that the duly executed Form of Proxy are deposited in a hard copy form or by electronic means to BSR no later than **Sunday, 16 May 2021 at 10.00 a.m.**

The appointment of a proxy may be made in a hard copy form or by electronic means in the following manner:

1. In hardcopy form  
In the case of an appointment made in hard copy form, the proxy form must be deposited at the Poll Administrator office, Boardroom Share Registrars Sdn. Bhd. at Ground Floor or 11<sup>th</sup> Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim Seksyen 13, 46200 Petaling Jaya Selangor Darul Ehsan.
2. By electronic form  
The proxy form can be electronically lodged to BSR via <https://boardroomlimited.my> (**applicable for individual shareholder only**). Kindly refer to the Procedure for Electronic Submission of Proxy Form below.

Please ensure ALL the particulars as required in the proxy form are completed, signed and dated accordingly.

Any authority pursuant to which such an appointment is made by a power of attorney must be deposited at the Poll Administrator office, Boardroom Share Registrars Sdn. Bhd. at Ground Floor or 11<sup>th</sup> Floor, Menara Symphony No. 5, Jalan Prof. Khoo Kay Kim Seksyen 13, 46200 Petaling Jaya Selangor Darul Ehsan not later than **Sunday, 16 May 2021 at 10.00 a.m.** to participate via RPEV facilities in the 24<sup>th</sup> AGM. A copy of the power of attorney may be accepted provided that it is certified notarially and/or in accordance with the applicable legal requirements in the relevant jurisdiction in which it is executed.

For a corporate member who has appointed a representative, please deposit the ORIGINAL Certificate of Appointment at the Poll Administrator office, Boardroom Share Registrars Sdn. Bhd. at Ground Floor or 11th Floor, Menara Symphony No. 5, Jalan Prof. Khoo Kay Kim Seksyen 13, 46200 Petaling Jaya Selangor Darul Ehsan not later than **Sunday, 16 May 2021 at 10.00 a.m.** to participate via RPEV facilities in the 24<sup>th</sup> AGM. The Certificate of Appointment should be executed in the following manner:

1. If the corporate member has a common seal, the Certificate of Appointment should be executed under the common seal in accordance with the constitution of the corporate member.
2. If the corporate member does not have a common seal, the Certificate of Appointment should be affixed with the rubber stamp of the corporate member (if any) and executed by:
  - a. at least two (2) authorised officers, of whom one shall be a director; or
  - b. any director and/or authorised officers in accordance with the laws of the country under which the corporate member is incorporated.

## PROCEDURE FOR ELECTRONIC SUBMISSION OF PROXY FORM

The procedures to submit your proxy form electronically via Boardroom Smart Investor Portal are summarised below:-

	Procedure	Action
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 - Submit Request for Remote Participation User ID and Password.]</i></p> <ol style="list-style-type: none"> <li>a. Access website <a href="https://boardroomlimited.my">https://boardroomlimited.my</a>.</li> <li>b. Click <b>&lt;Login&gt;</b> and click <b>&lt;Register&gt;</b> to sign up as a user.</li> <li>c. Complete the registration and upload a softcopy of your MyKAD/ Identification Card (front and back) or Passport in JPEG, PNG or PDF format.</li> <li>d. Please enter a valid email address and wait for email verification from Boardroom.</li> <li>e. Your registration will be verified and approved within one (1) business day and an email notification will be provided to you.</li> </ol>
Step 2	Submit your request	<ol style="list-style-type: none"> <li>a. Access website <a href="https://boardroomlimited.my">https://boardroomlimited.my</a></li> <li>b. Login with your User ID and Password given above.</li> <li>c. Go to “<b>E-PROXY LODGEMENT</b>” and browse the Meeting List for “<b>DIGI.COM BERHAD TWENTY-FOURTH (24<sup>th</sup>) VIRTUAL ANNUAL GENERAL MEETING</b>” and click “<b>APPLY</b>”.</li> <li>d. Read the terms &amp; conditions and confirm the Declaration.</li> <li>e. Enter your CDS Account Number and indicate the number of securities.</li> <li>f. Appoint your proxy(ies) or the Chairman of the AGM and enter the required particulars for your proxy(ies).</li> <li>g. Indicate your voting instructions – FOR or AGAINST or ABSTAIN, otherwise your proxy(ies) will decide your votes.</li> <li>h. Review and confirm your proxy(ies) appointment.</li> <li>i. Click submit.</li> <li>j. Download or print the eProxy Form acknowledgement.</li> </ol>

## SUBMISSION OF QUESTION TO THE BOARD OF DIRECTORS

1. Shareholders may submit questions in advance on the AGM resolutions and Integrated Annual Report 2020 no later than **10.00 a.m., 16 May 2021** via [invesrel@digicom.my](mailto:invesrel@digicom.my) or Boardroom’s website at <https://boardroomlimited.my> using the same user ID and password provided in Step 2 above, and select “SUBMIT QUESTION” to pose questions.
2. Thereafter, on the morning of the 24<sup>th</sup> AGM, shareholders may also submit questions via the messaging box on Lumi AGM web portal at <https://web.lumiagm.com> starting at 9.00 a.m. This web portal will remain open throughout the virtual AGM session.
3. The Board will endeavor to respond to Pre-AGM Meeting Questions and questions submitted from 9.00 a.m. on the day of the 24<sup>th</sup> AGM and throughout the meeting. However, not all questions will be answered during the meeting. In such event, the Investors Relation Team will endeavour to answer every question raised by shareholders via email individually as soon as practicable.

## INTEGRATED ANNUAL REPORT 2020 AND OTHER DOCUMENTS

- As part of our dedicated commitment to sustainable practices, the following documents can be downloaded from Bursa Malaysia's website and the Company's website at [www.digi.com.my/annualreport](http://www.digi.com.my/annualreport) :
  - Integrated Annual Report 2020
  - Corporate Governance Report 2020
  - Circular to Shareholders
  - Notice of the 24<sup>th</sup> AGM
  - Proxy Form
  - Administrative Guide
  - Requisition form
- Should you need a copy of the printed Integrated Annual Report 2020, kindly request via the Integrated Annual Report 2020 Requisition Form, alternatively you may submit your request through Tricor's online website at <https://tjih.online> by selecting "Annual Report / Circular" under the "Investor Services". Any request for the printed documents will be sent to the requestor as soon as possible.

## NO GIFTS DISTRIBUTION

There will be no gifts distribution for Shareholders/Proxies at the 24<sup>th</sup> AGM.

## RECORDING OR PHOTOGRAPHY

Strictly **NO recording or photography** of the proceedings of the 24<sup>th</sup> AGM is allowed.

## ENQUIRY

If you have any enquiry in relation to the conduct of the 24<sup>th</sup> AGM via RPEV Facilities, depositing of hardcopy proxy form, submission of electronic proxy form, depositing of the original certificate of appointment of corporate representative, depositing of original or duly certified power of attorney, please contact Digi's Poll Administrator, BSR during office hours on Mondays to Fridays from 8.30 a.m. to 5.30 p.m., except on public holidays:

<b>Address</b>	<b>Boardroom Share Registrars Sdn. Bhd</b> 11 <sup>th</sup> Floor, Menara Symphony No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan
<b>General Line</b>	603-7890 4700 (Helpdesk)
<b>Fax Number</b>	603-7890 4670
<b>Email</b>	<a href="mailto:bsr.helpdesk@boardroomlimited.com">bsr.helpdesk@boardroomlimited.com</a>

If you have any enquiry in relation to the request of hardcopy of Integrated Annual Report 2020, please contact Digi's Share Registrar, Tricor during office hours on Mondays to Fridays from 8.30 a.m. to 5.30 p.m., except on public holidays:

<b>Tricor Investor &amp; Issuing House Services Sdn Bhd</b> Registration No. 197101000970 (11324-H) Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South No. 8, Jalan Kerinchi, 59200 Kuala Lumpur	<b>Telephone Number</b>	
	General Line	603-2783 9299
	En. Amier Arief	603-2783 9250
	Puan Sofea Amalina	603-2783 9280
	Fax Number	603-2783 9222