

# NOTIFICATION TO SHAREHOLDERS

## DIGI.COM BERHAD

Registration No. 199701009694 (425190-X)  
(Incorporated in Malaysia)



### Dear Shareholders,

It is our pleasure to invite you to the 24<sup>th</sup> Annual General Meeting (“AGM”) of Digi.Com Berhad (“Digi” or “Company”), which will be conducted on a fully virtual basis through live streaming and online voting via the Remote Participation and Electronic Voting (“RPEV”) facilities.

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) Prior to the 24 <sup>th</sup> AGM, e-mail questions to <a href="mailto:invesrel@digi.com.my">invesrel@digicom.my</a> or via Boardroom’s website at <a href="https://boardroomlimited.my">https://boardroomlimited.my</a> .

It is vital that we take every necessary precaution to safeguard the wellbeing of our Shareholders and all people under our care. Therefore, we will conduct Digi’s 24<sup>th</sup> AGM fully virtually via online streaming and online voting.

**Shareholders from the public should not be physically present and will not be allowed entry to the broadcast venue during the AGM.**

Shareholders and proxies will have to register to attend the 24<sup>th</sup> AGM remotely latest by 10.00 a.m. on Sunday, 16 May 2021, by using the RPEV facilities according to the procedures as set out in the Administrative Guides.

As part of our commitment to reducing paper usage, the following documents related to the 24<sup>th</sup> AGM are available on the Company’s website at [www.digi.com.my/annualreport](http://www.digi.com.my/annualreport) for your preview:-

1. Integrated Annual Report 2020
2. Corporate Governance Report 2020
3. Circular to Shareholders
4. Notice of the 24<sup>th</sup> AGM
5. Proxy Form
6. Administrative Guide
7. 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 request the same from our Share Registrar, Tricor Investor & Issuing House Services Sdn Bhd’s (TIH) website at <https://tiih.online> by selecting “Request for Annual Report / Circular” under the “Investor Services”. Any request for the printed documents will be sent to the requestor as soon as possible.

We look forward to connecting with you via the RPEV facilities during the 24<sup>th</sup> AGM. Should you require any assistance on the RPEV facilities, kindly contact Boardroom Share Registrars Sdn Bhd during office hours from Monday to Friday (8.30 a.m. to 5.30 p.m.), details as follows:-

<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 the printed Integrated Annual Report 2020, please contact Digi's Share Registrar, Tricor Investor & Issuing House Services Sdn Bhd during office hours from Monday to Friday (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
	Encik Amier Arief	603-2783 9250
	Puan Sofea Amalina	603-2783 9280
	Fax Number	603-2783 9222

As we prioritise your safety, thank you for your continued understanding, cooperation and support of Digi.Com Berhad.

**Albern Murty**

Chief Executive Officer

15 April 2021

Save the environment. Go digital!

# Notice of Annual General Meeting

**NOTICE IS HEREBY GIVEN THAT** the Twenty-Fourth Annual General Meeting (“24<sup>th</sup> AGM”) of Digi.Com Berhad (“the Company”) will be conducted on a fully virtual basis through live streaming and online voting via the Remote Participation and Electronic Voting (“RPEV”) Facilities, for the purpose of considering and if thought fit, passing the following resolutions set out in this notice:

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@digicom.my">invesrel@digicom.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.

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## AGENDA

### As Ordinary Business

1. To receive the Audited Financial Statements for the financial year ended 31 December 2020 and the Reports of the Directors and Auditors thereon. (Please refer to Note 1 of the Explanatory Notes)
2. To re-elect Ms Yasmin Binti Aladad Khan who retires by rotation pursuant to Article 98(A) of the Company’s Articles of Association and being eligible, has offered herself for re-election. **Resolution 1**  
(Please refer to Note 2 of the Explanatory Notes)  

Tan Sri Saw Choo Boon who also retires by rotation in accordance with Article 98(A) of the Company’s Articles of Association, has expressed his intention not to seek for re-election. Hence, he will retain his office as Director until the conclusion of the 24<sup>th</sup> AGM.

Consequently, Tan Sri Saw Choo Boon who has served the Board as a Senior Independent Non-Executive Director of the Company for a cumulative term of more than nine (9) years since 9 December 2010 has also expressed his intention not to seek for re-election. Hence, he will retain his office as a Senior Independent Non-Executive Director of the Company until the conclusion of the 24<sup>th</sup> AGM.
3. To re-elect the following Directors who are to retire pursuant to Article 98(E) of the Company’s Articles of Association and being eligible, have offered themselves for re-election:
  - i. Ms Randi Wiese Heirung **Resolution 2**
  - ii. Ms Wenche Marie Agerup **Resolution 3**
4. To approve the payment of Directors’ fees of up to RM900,000.00 for the Independent Non-Executive Directors and benefits payable to the Directors up to an aggregate amount of RM16,000.00 from the date of the forthcoming 24<sup>th</sup> AGM until the next AGM of the Company. **Resolution 4**
5. To re-appoint Messrs. Ernst & Young PLT as Auditors of the Company and to authorise the Directors to fix their remuneration. **Resolution 5**

# Notice of Annual General Meeting

## As Special Business

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

### 6. Ordinary Resolution

- **Proposed Renewal of Existing Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature, to be entered with Telenor ASA ("Telenor") and Persons Connected with Telenor ("Proposed Shareholders' Mandate")**

### Resolution 6

(Please refer to Note 3 of the Explanatory Notes)

That, subject to the provisions of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, approval be and is hereby given to the Company and its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature with Telenor and persons connected with Telenor as specified in Section 2.3 of the Circular to Shareholders dated 15 April 2021, which are necessary for the day-to-day operations and/or in the ordinary course of business of the Company and its subsidiaries on terms not more favourable to the related parties than those generally available to the public and are not detrimental to the minority shareholders of the Company and that such approval shall continue to be in force until:

- (i) the conclusion of the next AGM of the Company following the forthcoming AGM at which the Proposed Shareholders' Mandate shall be passed, at which time it will lapse, unless by a resolution passed at a general meeting, the authority conferred by this resolution is renewed;
- (ii) the expiration of the period within which the next AGM of the Company is required to be held pursuant to Section 340(2) of the Companies Act 2016 (but shall not extend to such extension as may be allowed pursuant to Section 340(4) of the Companies Act 2016); or
- (iii) revoked or varied by resolution passed by the shareholders at a general meeting,

whichever is earlier.

And that the Directors of the Company be and are hereby authorised to complete and do all such acts and things (including executing all such documents as may be required) as they may consider expedient or necessary to give effect to the Proposed Shareholders' Mandate."

### 7. Special Resolution

- **Proposed Amendments to the Articles of Association of the Company**

### Special Resolution

(Please refer to Note 4 of the Explanatory Notes)

THAT the Proposed Amendments to the existing Articles of Association of the Company, as annexed as Appendix III in the Circular to Shareholders dated 15 April 2021, be and are hereby approved and adopted, with immediate effect.

AND THAT the Directors of the Company be and are hereby authorised to do all acts, deeds and things as are necessary and/or expedient in order to give full effect to the Proposed Amendments to the existing Articles of Association of the Company with full powers to assent to any conditions, modifications, variations and/or amendments as may be required by any relevant authorities."

# Notice of Annual General Meeting

## As Other Business

8. To transact any other business of which due notice has been given in accordance with the Companies Act 2016 and the Company's Articles of Association.

By Order of the Board

Choo Mun Lai (MAICSA No. 7039980)  
(SSM PC No. 201908001003)  
Tai Yit Chan (MAICSA No. 7009143)  
(SSM PC No. 202008001023)  
Company Secretaries

Selangor Darul Ehsan  
15 April 2021

## (A) NOTES

- (i) Due to the on-going Movement Control Order and as part of the continuing measures to stem the spread of the Coronavirus Disease (COVID-19), the 24<sup>th</sup> AGM of the Company will be conducted on a fully virtual basis through live streaming and online voting using RPEV facilities at <https://web.lumiagm.com>. The procedures for members to register, participate and vote remotely via the RPEV facilities are provided in the Administrative Guide for the 24<sup>th</sup> AGM.
- (ii) Please follow the procedures set out in the Administrative Guide for the 24<sup>th</sup> AGM which is available on the Company's website at [www.digi.com.my/annualreport](http://www.digi.com.my/annualreport) to register, attend, speak (in the form of real time submission of typed texts) and vote (collectively, "participate") remotely via the RPEV facilities.
- (iii) The Broadcast Venue is strictly for the purpose of complying with Section 327(2) of the Companies Act 2016 which requires the Chair of the 24<sup>th</sup> AGM of the Company to be present at the main venue in Malaysia. 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.
- (iv) 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 attend, participate, speak and/or vote at the meeting.
- (v) A shareholder entitled to participate at the 24<sup>th</sup> AGM is entitled to appoint not more than two (2) proxies to participate on his/her behalf. Where a Shareholder appoints more than one (1) proxy, the appointment shall not be valid unless he/she specifies the proportions of his/her shareholdings to be represented by each proxy.
- (vi) A proxy or attorney need not be a Shareholder of the Company. There shall be no restriction as to the qualification of the proxy. A proxy appointed to participate at the meeting shall have the same rights as the Shareholder to speak at the Meeting.
- (vii) Where a Shareholder of the Company is an Exempt Authorised Nominee which holds ordinary shares in the Company for multiple beneficial owners in one securities account (omnibus account) as defined under the Securities Industry (Central Depositories) Act 1991, there shall be no limit to the number of proxies which the Exempt Authorised Nominee may appoint in respect of each omnibus account it holds.
- (viii) The instrument appointing a proxy shall be in writing under the hand of the appointer or his attorney duly authorised in writing, and in the case of a corporation, either under its common seal or under the hand of an officer or attorney duly authorised.
- (ix) The instrument appointing a proxy together with the power of attorney (if any) or a certified copy thereof must be deposited at the Poll Administrator's Office, Boardroom Share Registrars Sdn. Bhd. at Ground Floor or 11<sup>th</sup> Floor, Menara Symphony

# Notice of Annual General Meeting

No. 5, Jalan Prof. Khoo Kay Kim Seksyen 13, 46200 Petaling Jaya Selangor Darul Ehsan at least forty-eight (48) hours before the time appointed for the holding of the meeting or adjourned meeting, otherwise the instrument of proxy should not be treated as valid. Alternatively, the Form of Proxy can be submitted electronically via <https://boardroomlimited.my> before the proxy form submission cut-off time as mentioned in the above. For further information on the electronic submission of Form of Proxy, kindly refer to the annexure of the Administrative Details.

- (x) Any 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/she did as Chair of such meeting;
  - c. the validity of a poll demanded by him/her at such meeting; or
  - d. the validity of the vote exercised by him/her at such meeting.
- (xi) Pursuant to Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all the resolutions set out in the Notice of AGM will put to vote by way of poll. Poll Administrator and Independent Scrutineers will be appointed to conduct the polling process and verify the results of the poll respectively.

## (B) EXPLANATORY NOTES

### 1. **Audited Financial Statements for the financial year ended 31 December 2020**

The Audited Financial Statements under Item 1 of the Agenda are laid in accordance with Section 340(1)(a) the Companies Act 2016 for discussion only. They do not require shareholders' approval and hence, this agenda item will not be put forward for voting.

### 2. **Tan Sri Saw Choo Boon does not seek for re-election as a Director and Senior Independent Non-Executive Director**

Tan Sri Saw Choo Boon had on 10 February 2021 informed of his intention not to seek for re-election as Director and Senior Independent Non-Executive Director, after having served on the Board for a cumulative term of more than nine (9) years since his appointment as Director of the Company on 9 December 2010.

Hence, he will retain his office as Director and Senior Independent Non-Executive Director until the conclusion of the 24<sup>th</sup> AGM, and will retire in accordance with Article 98(A) of the Company's Articles of Association.

### 3. **Ordinary Resolution 6 - Proposed Shareholders' Mandate**

Ordinary Resolution 6 proposed under item 6 of the Agenda, if passed, will allow the Company and its subsidiaries ("Group") to enter into recurrent related party transactions, in accordance with paragraph 10.09 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, without the necessity to convene separate general meetings from time to time to seek shareholders' approval as and when such recurrent related party transactions occur. This would reduce substantial administrative time and expenses associated with the convening of such meetings without compromising the corporate objectives of the Group or affecting the business opportunities available to the Group. The shareholders' mandate is subject to renewal on an annual basis.

### 4. **Special Resolution - Proposed Amendments to the Articles of Association of the Company**

This Special Resolution proposed under item 7 of the Agenda, if passed, will allow the Company to enhance administrative efficiency and will not have any effect on the issued share capital, substantial shareholders' shareholdings, net assets, gearing or earnings of the Company.

# Notice of Annual General Meeting

The Proposed Amendments to the Articles of Association of the Company shall take effect once it has been passed by a majority of not less than seventy-five percent (75%) of such members of the Company who are entitled to participate in person or by proxy at the 24<sup>th</sup> AGM.

Please refer to the Circular to Shareholders dated 15 April 2021 for further information.

## **Personal data privacy**

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

# 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

# REQUISITION FORM



Dear Shareholders,

Please complete your particulars below and return this requisition form should you wish to receive a printed copy of our Integrated Annual Report 2020. Alternatively, you may also request the same from our Share Registrar's website at <https://tjih.online> by selecting "Request for Annual Report/Circular" under the "Investor Service". However, there may be some delay in the delivery of the hardcopies of the Company's Integrated Annual Report 2020, as requested by the Shareholders, due to the Movement Control Order.

To: Digi.Com Berhad  
Registration No. 199701009694 (425190-X)

c/o Unit 32-01, Level 32, Tower A  
Vertical Business Suite, Avenue 3  
Bangsar South  
No. 8, Jalan Kerinchi  
59200 Kuala Lumpur

Name (As per NRIC) / Company : \_\_\_\_\_

NRIC No. / Passport No. / Company No. : \_\_\_\_\_

CDS Account No. : \_\_\_\_\_

Telephone No. / Mobile No. : \_\_\_\_\_

Correspondence Address : \_\_\_\_\_

: \_\_\_\_\_

: \_\_\_\_\_

\_\_\_\_\_  
Signature of Shareholder

Date:

Fold along this line (1)

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Affix  
Stamp  
Here

The Share Registrars  
**Digi.Com Berhad [199701009694 (425190-X)]**  
Unit 32-01, Level 32, Tower A  
Vertical Business Suite, Avenue 3  
Bangsar South  
No. 8, Jalan Kerinchi  
59200 Kuala Lumpur

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