

**REVISED NOTICE OF ANNUAL GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** THAT the Sixteenth Annual General Meeting ("16th AGM" or "Meeting") of **COMPUGATES HOLDINGS BERHAD** ("Compugates" or "the Company") will be conducted on a fully virtual basis through live streaming and online remote voting from the Broadcast Venue at Tricor Boardroom, Unit 30-01, Level 30, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Wilayah Persekutuan Kuala Lumpur, Malaysia via the TIH Online website at <https://tjih.online> on **Tuesday, 1 June 2021 at 10.00 a.m.** for the following purposes:-

**AGENDA**

**AS ORDINARY BUSINESS**

- |   |   |
|---|---|
| 1. To receive the Audited Financial Statements for the financial year ended 31 December 2020 together with the Reports of the Directors and Auditors thereon.   | (Please refer to the Explanatory Note 12) |
| 2. To approve the payment of Directors' fees of up to RM276,000 for the financial year ending 31 December 2021.   | (Ordinary Resolution 1)                   |
| 3. To re-elect Tan Sri Datuk Asmat Bin Kamaludin as Director of the Company, who retires by rotation in accordance with Clause 134 of the Company's Constitution and who being eligible, has offered himself for re-election. | (Ordinary Resolution 2)                   |
| 4. To re-appoint Grant Thornton Malaysia PLT as Auditors of the Company until the conclusion of the next annual general meeting and to authorise the Directors to fix their remuneration.                                     | (Ordinary Resolution 3)                   |

**AS SPECIAL BUSINESS**

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

- |   |                         |
|---|-------------------------|
| <b>5. Ordinary Resolution</b>   |                         |
| <b>Proposed Retention of Independent Directors</b>  |                         |
| (i) "THAT Tan Sri Datuk Asmat Bin Kamaludin who has served the Board as an Independent Non-Executive Director of the Company for a cumulative term of more than nine (9) years, shall continue to act as an Independent Non-Executive Director of the Company."   | (Ordinary Resolution 4) |
| (ii) "THAT Encik Mohamed Fauzi Bin Omar who has served the Board as an Independent Non-Executive Director of the Company for a cumulative term of more than nine (9) years, shall continue to act as an Independent Non-Executive Director of the Company."   | (Ordinary Resolution 5) |
| <b>6. Ordinary Resolution</b>   |                         |
| <b>Authority to Allot and Issue Shares pursuant to Sections 75 and 76 of the Companies Act 2016</b>   |                         |
| "THAT pursuant to Sections 75 and 76 of the Companies Act 2016, and subject to the approvals of the relevant governmental and/or regulatory authorities, the Directors of the Company be and are hereby empowered to allot and issue shares in the Company from time to time at such price, upon such terms and conditions, for such purposes and to such person or persons whomsoever as the Directors may, in their absolute discretion, deem fit, provided that the aggregate number of shares issued pursuant to this Resolution does not exceed ten per centum (10%) of the total number of issued shares of the Company (excluding treasury shares, if any) for the time being and that the Directors be and are also empowered to obtain approval from Bursa Malaysia Securities Berhad for the listing of and quotation for the additional shares so issued <b>AND THAT</b> such authority shall continue in force until the conclusion of the next annual general meeting of the Company after the approval was given or at the expiry of the period within which the next annual general meeting is required to be held after the approval was given, whichever is earlier unless revoked or varied by an ordinary resolution of the Company at a general meeting." | (Ordinary Resolution 6) |
| 7. To transact any other business of the Company of which due notice shall have been given in accordance with the Companies Act 2016 and the Company's Constitution.  |                         |

By Order of the Board

**COMPUGATES HOLDINGS BERHAD**

**CHEN WEE SAM (LS 0009709) (SSM PC No. 202008002853)**

**HEW CHEE HAU (MIA 21967) (SSM PC No. 201908001291)**

Company Secretaries

Kuala Lumpur

18 May 2021

**Notes:-**

- The 16th AGM will be conducted on a fully virtual basis through live streaming and online remote voting via Remote Participation and Voting ("RPV") facilities.
- The Broadcast Venue is strictly for the purpose of complying with Section 327(2) of the Companies Act 2016 which requires the Chairman to be present at the main venue of the 16th AGM.
- No member(s) or proxy(ies)/corporate representative(s)/attorney(s) shall be physically present or allowed to enter the Broadcast Venue on the day of the 16th AGM.
- A member of the Company entitled to attend and vote is entitled to appoint another person as his/her/its proxy to exercise all or any of his/her/its rights to attend, participate (including to pose questions to the Board of Directors ("Board") of the Company) and vote in his stead. A member or his/her/its proxy(ies)/corporate representative(s)/attorney(s) must register himself/herself via the TIH Online website at <https://tjih.online> to attend, participate and vote remotely via the RPV facilities. Please follow the procedures and timeframe as set out in the Administrative Guide of the 16th AGM which is available from Company's announcement on Bursa Malaysia Berhad's website at [www.bursamalaysia.com](http://www.bursamalaysia.com) or Company's website at [www.compugates.com/annual-general-meeting](http://www.compugates.com/annual-general-meeting).
- A member or his/her/its proxy(ies)/corporate representative(s)/attorney(s) may pose his/her questions via the platform as set out in the Administrative Guide.
- A member of the Company may appoint not more than two (2) proxies to attend the Meeting, provided that the member specifies the proportion of his/her/its shareholdings to be represented by each proxy, failing which, the appointments shall be invalid.
- A proxy may but need not be a member and there shall be no restriction as to the qualification of the proxy.
- Where a member is an Authorised Nominee as defined under the Securities Industry (Central Depositories) Act 1991, it may appoint at least one (1) proxy in respect of each Securities Account it holds with ordinary shares of the Company standing to the credit of the said Securities Account. 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 shall be 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 a proxy may be made in hard copy form or by electronic form in the following manner and the Form of Proxy submitted must be received by the Company not less than forty-eight (48) hours before the time for holding the Meeting or any adjournment thereof at which the person named in the Form of Proxy proposes to vote, or, in the case of a poll, not less than twenty-four (24) hours before the time appointed for the taking of the poll ("Required Timeframe"), and in default the instrument of proxy shall not be treated as valid.
  - In hard copy:-
    - By hand or post to the office of the Company's Share Registrar, Tricor Investor & Issuing House Services Sdn Bhd at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Wilayah Persekutuan Kuala Lumpur, Malaysia or its Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Wilayah Persekutuan Kuala Lumpur, Malaysia; or
    - By fax at 03-2783 9222 or e-mail to [is.enquiry@my.tricorglobal.com](mailto:is.enquiry@my.tricorglobal.com)
  - By electronic form:-
    - To submit Form of Proxy electronically via TIH Online at <https://tjih.online>.

Please refer to the Annexure to the Form of Proxy for further information on electronic submission.

Please note that:-

- The Revised Form of Proxy DOES NOT INVALIDATE the Form of Proxy which was circulated together with the Notice of the 16th AGM dated 30 April 2021 ("the Original Form of Proxy").
  - All Original Form of Proxy deposited at the office of the Company's Share Registrar prior to this Notice shall remain valid and acceptable.
  - If the Company receives both the Original Form of Proxy and the Revised Form of Proxy from same member, THE LATTER SHALL SUPERSEDE THE FORMER.
  - In the event that the Company does not receive the duly executed Revised Form of Proxy within the Required Timeframe as defined above, the member who has deposited the Original Form of Proxy at the office of the Company's Share Registrar is deemed to have appointed and authorised his/her/its proxy(ies) under the Original Form of Proxy to attend, participate and vote remotely at the 16th AGM of the Company.
- The instrument appointing a proxy shall be in writing, and the power of attorney or other authority (if any) under which it is signed or a notarially certified copy thereof. An instrument appointing a proxy shall in the case of an individual, be signed by the appointor or by his attorney duly authorised in writing and in the case of a corporation, be either under its common seal or signed by its attorney or in accordance with the provision of its constitution or by an officer duly authorised on behalf of the corporation.
  - In respect of deposited securities, only members whose names appear on the Record of Depositors on 25 May 2021, shall be eligible to attend, participate and vote at the Meeting or appoint proxy(ies)/corporate representative(s)/attorney(s) to attend, participate and vote on his/her/its behalf.
  - Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities"), all resolutions set out in this Notice will be put to vote by way of poll.

**Explanatory Note on Ordinary Business**

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

The audited financial statements are laid in accordance with Section 340(1)(a) of the Companies Act 2016 for discussion only under Agenda 1. They do not require shareholders' approval and hence, will not be put forward for voting.

**Explanatory Notes on Special Business**

**13. Proposed Retention of Independent Directors**

The proposed Ordinary Resolutions 4 and 5, if passed will allow Tan Sri Datuk Asmat Bin Kamaludin and Encik Mohamed Fauzi Bin Omar to be retained and continue to act as Independent Directors to fulfil the requirement of Paragraph 15.02 of Bursa Securities Main Market Listing Requirements. The details of the Board's justification and recommendations for the retention of Tan Sri Datuk Asmat Bin Kamaludin and Encik Mohamed Fauzi Bin Omar are set out on Pages 25 of the Corporate Governance Overview Statement of the Annual Report 2020.

**14. Authority to Allot and Issue Shares Pursuant to Sections 75 and 76 of the Companies Act 2016**

Ordinary Resolution 6 is proposed for the purpose of obtaining a renewed General Mandate ("General Mandate"), which if passed, will empower the Directors of the Company, pursuant to Sections 75 and 76 of the Companies Act 2016 to allot and issue new ordinary shares in the Company from time to time provided that the aggregate number of shares issued pursuant to the General Mandate does not exceed 10% of the total number of issued shares (excluding treasury shares, if any) of the Company for the time being for such purposes as the Directors consider would be in the interest of the Company. The General Mandate, unless revoked or varied by the Company in a general meeting, will expire at the conclusion of the next annual general meeting of the Company after the approval was given, or at the expiry of period within which the next annual general meeting is required to be held after the approval was given, whichever is earlier.

The General Mandate, if granted, will provide flexibility to the Company 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 acquisitions.

As at the date of this Notice, the Company had allotted and issued 4 tranches of ordinary shares via private placement pursuant to the general mandate granted to the Directors at the Fifteenth Annual General Meeting held on 6 July 2020 as listed below:-

- 26,530,600 ordinary shares at an issue price of RM0.0245 per share on 29 September 2020;
- 227,777,700 ordinary shares at an issue price of RM0.018 per share on 16 November 2020;
- 53,055,200 ordinary shares at an issue price of RM0.018 per share on 9 February 2021; and
- 187,389,000 ordinary shares at an issue price of RM0.0185 per share on 5 March 2021.

The status of utilisation of gross proceeds of RM9,171,688.40 raised from the private placement exercise by the Company is as follows:-

Details of utilisation	Proposed utilisation RM'000	Proceeds Raised RM'000	Actual utilisation RM'000	Deviations/ Variation RM'000	Balance RM'000
1. Repayment to Creditors and Purchases	4,032	4,032	2,835	-	1,197
2. Business working capital					
- Staff and Directors' related expenses	5,722	4,222	2,770	-	1,452
- Sundry expenses	2,145	818	526	-	292
3. Estimated expenses for private placement exercise	200	100	81	-	19
<b>Total</b>	<b>12,099</b>	<b>9,172</b>	<b>6,212</b>	<b>-</b>	<b>2,960</b>



## COMPUGATES HOLDINGS BERHAD

Registration No. 200401030779 (669287-H)  
(Incorporated in Malaysia)

### Administrative Guide for the Sixteenth Annual General Meeting (“16th AGM” or “Meeting”)

- Date and Time** : Tuesday, 1 June 2021 at 10.00 a.m.
- Broadcast Venue** : Tricor Boardroom,  
Unit 30-01, Level 30, Tower A, Vertical Business Suite,  
Avenue 3, Bangsar South,  
No. 8, Jalan Kerinchi,  
59200 Kuala Lumpur,  
Wilayah Persekutuan Kuala Lumpur,  
Malaysia
- Meeting Platform** : <https://tjih.online>

#### PRECAUTIONARY MEASURES AGAINST THE CORONAVIRUS DISEASE (“COVID-19”)

- In view of the COVID-19 pandemic and as part of the safety measures, the Company will conduct its Sixteenth Annual General Meeting (“16th AGM” or “Meeting”) on a fully virtual basis through live streaming and online remote voting via Remote Participation and Voting (“RPV”) facilities which are available on Tricor Investor & Issuing House Services Sdn Bhd’s (“Tricor”) TIH Online website at <https://tjih.online>. This is in line with the revised Guidance and FAQs on the Conduct of General Meetings for Listed Issuers issued by Securities Commission Malaysia on 6 May 2021.
- The Broadcast Venue of the 16th AGM is strictly for the purpose of complying with Section 327(2) of the Companies Act 2016 which requires the Chairman of the Meeting to be present at the main venue of the Meeting. No members or proxy(ies)/corporate representative(ies)/attorney(s) from the public shall be physically present or allowed to enter the Broadcast Venue.
- We **strongly encourage** you to attend the 16th AGM via the RPV facilities. You may also consider appointing the Chairman of the Meeting as your proxy to attend and vote on your behalf at the 16th AGM.
- Due to the constant evolving COVID-19 situation in Malaysia, we may be required to change the arrangements of our 16th AGM at short notice. Kindly check the latest updates at the Company’s website at [www.compugates.com](http://www.compugates.com) or announcements on Bursa Malaysia Berhad’s website at [www.bursamalaysia.com](http://www.bursamalaysia.com).
- The Company will continue to observe the guidelines issued by the Ministry of Health and Securities Commission Malaysia and will take all relevant precautionary measures as advised.

#### RPV FACILITIES

- The RPV facilities are available on Tricor’s TIH Online website at <https://tjih.online>.
- A member or his/her/its proxy(ies)/corporate representative(s)/attorney(s) is to attend, participate (including to pose questions in the form of real time submission of typed texts) and vote remotely at the 16th AGM using RPV facilities.
- Kindly refer to procedures and requirements for RPV as set out below.

#### PROCEDURES TO REMOTE PARTICIPATION AND VOTING VIA RPV FACILITIES

- Please read and follow the procedures below to engage in remote participation through live streaming and online remote voting at the 16th AGM using the RPV facilities:

## COMPUGATES HOLDINGS BERHAD

Registration No. 200401030779 (669287-H)

### Administrative Guide for the Sixteenth Annual General Meeting (“16th AGM” or “Meeting”) (Cont’d)

#### Before the 16th AGM Day

Procedure	Action
i. Register as a user with TIIH Online	<ul style="list-style-type: none"><li>Using your computer, access to website at <a href="https://tiih.online">https://tiih.online</a>. Register as a user under the “e-Services” select “<b>Create Account by Individual Holder</b>”. Please refer to the tutorial guide posted on the homepage for assistance.</li><li>Registration as a user will be approved within one (1) working day and you will be notified via e-mail.</li><li>If you are already a user with TIIH Online, you are not required to register again. You will receive an e-mail to notify you that the remote participation is available for registration at TIIH Online.</li></ul>
ii. Submit your request to attend 16th AGM remotely	<ul style="list-style-type: none"><li>Registration is open from 10.00 a.m. Wednesday, 19 May 2021 until the day of 16th AGM on Tuesday, 1 June 2021. Member(s) or proxy(ies) or corporate representative(s) or attorney(s) are required to pre-register their attendance for the 16th AGM to ascertain their eligibility to participate at the 16th AGM using the RPV facilities.</li><li>Login with your user ID (i.e. e-mail address) and password and select the corporate event: <b>(Registration) COMPUGATES 16TH AGM</b></li><li>Read and agree to the Terms &amp; Conditions and confirm the Declaration.</li><li>Select “Register for Remote Participation and Voting”.</li><li>Review your registration and proceed to register.</li><li>System will send an <b>e-mail to notify</b> that your registration for remote participation is received and will be verified.</li><li>After verification of your registration against the Record of Depositors as at 25 May 2021, the system will send you an <b>e-mail after 30 May 2021 to approve or reject</b> your registration for remote participation.</li></ul> <p><i>(Note: Please allow sufficient time for approval of new user of TIIH Online and-registration for the RPV) .</i></p>

#### On the 16th AGM Day

Procedure	Action
i. Login to TIIH Online	<ul style="list-style-type: none"><li>Login with your user ID and password for remote participation at the 16th AGM at any time from 9.30 a.m. i.e. 30 minutes before the commencement of meeting at 10.00 a.m. on Tuesday, 1 June 2021.</li></ul>
ii. Participate through Live Streaming	<ul style="list-style-type: none"><li>Select the corporate event: <b>(Live Stream Meeting) COMPUGATES 16TH AGM</b> to engage in the proceedings of the 16th AGM remotely.</li></ul> <p>If you have any question for the Chairman/Board, you may use the query box to transmit your question. The Chairman/Board will try to respond to questions submitted by remote participants during the 16th AGM. If there is time constraint, the responses will be e-mailed to you at the earliest possible, after the Meeting.</p>
iii. Online remote voting	<ul style="list-style-type: none"><li>Voting session commences from 10:00 a.m. on Tuesday, 1 June 2021 until a time when the Chairman announces the end of the session.</li><li>Select the corporate event: <b>(Remote Voting) COMPUGATES 16TH AGM</b> or if you are on the live stream meeting page, you can select “<b>GO TO REMOTE VOTING PAGE</b>” button below the Query Box.</li><li>Read and agree to the Terms &amp; Conditions and confirm the Declaration.</li><li>Select the CDS account that represents your shareholdings.</li><li>Indicate your votes for the resolutions that are tabled for voting.</li><li>Confirm and submit your votes.</li></ul>
iv. End of remote participation	<ul style="list-style-type: none"><li>Upon the announcement by the Chairman on the conclusion of the 16th AGM, the Live Streaming will end.</li></ul>

## COMPUGATES HOLDINGS BERHAD

Registration No. 200401030779 (669287-H)

### Administrative Guide for the Sixteenth Annual General Meeting (“16th AGM” or “Meeting”) (Cont’d)

#### Note to users of the RPV facilities:

- (i) Should your registration for RPV be approved, we will make available to you the rights to join the live stream meeting and to vote remotely. Your login to TIIH Online on the day of meeting will indicate your presence at the virtual meeting.
- (ii) The quality of your connection to the live broadcast is dependent on the bandwidth and stability of the internet at your location and the device you use.
- (iii) In the event you encounter any issues with logging-in, connection to the live stream meeting or online voting on the meeting day, kindly call Tricor Help Line at 011-40805616 / 011-40803168 / 011-40803169 / 011-40803170 for assistance or e-mail to [tiih.online@my.tricorglobal.com](mailto:tiih.online@my.tricorglobal.com) for assistance.

#### Entitlement to Participate and Appointment of Proxy

- Only members whose names appear on the Record of Depositors on 25 May 2021 shall be eligible to attend, participate and vote at the 16th AGM or appoint a proxy(ies)/corporate representative(s)/attorney(s) to attend, participate and vote on his/her behalf.
- If you as a member wish to attend, participate and vote at the 16th AGM yourself, please do not submit any Form of Proxy for the 16th AGM. You will not be allowed to participate in the 16th AGM together with a proxy appointed by you.
- The appointment of a proxy may be made in hard copy form or by electronic form in the following manner and the Form of Proxy and/or documents relating to the appointment of proxy(ies)/corporate representative(ies)/attorney(s) for the 16th AGM must be received by the Company not later than **Sunday, 30 May 2021 at 10.00 a.m.:**

(i) In hard copy:

- a) By hand or post to the office of the Share Registrar, Tricor Investor & Issuing House Services Sdn Bhd at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Wilayah Persekutuan Kuala Lumpur, Malaysia or its Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Wilayah Persekutuan Kuala Lumpur, Malaysia; or
- b) By fax at 03-2783 9222 or e-mail to [is.enquiry@my.tricorglobal.com](mailto:is.enquiry@my.tricorglobal.com)

(ii) By electronic form:

All shareholders can have the option to submit proxy forms electronically via TIIH Online at <https://tiih.online> and the steps to submit are summarised below:

Procedure	Action
<b>i. Steps for Individual Shareholders</b>	
Register as a User with TIIH Online	<ul style="list-style-type: none"><li>• Using your computer, please access the website at <a href="https://tiih.online">https://tiih.online</a>. Register as a user under the “e-Services”. Please refer to the tutorial guide posted on the homepage for assistance.</li><li>• If you are already a user with TIIH Online, you are not required to register again.</li></ul>
Proceed with submission of form of proxy	<ul style="list-style-type: none"><li>• After the release of the Notice of Meeting by the Company, login with your user name (i.e. email address) and password.</li><li>• Select the corporate event: <b>COMPUGATES 16TH AGM - “Submission of Proxy Form”</b>.</li><li>• Read and agree to the Terms and Conditions and confirm the Declaration.</li><li>• Insert your CDS account number and indicate the number of shares for your proxy(s) to vote on your behalf.</li><li>• Indicate your voting instructions – FOR or AGAINST, otherwise your proxy will decide on your votes.</li><li>• Review and confirm your proxy(s) appointment.</li><li>• Print the form of proxy for your record.</li></ul>

## COMPUGATES HOLDINGS BERHAD

Registration No. 200401030779 (669287-H)

### Administrative Guide for the Sixteenth Annual General Meeting (“16th AGM” or “Meeting”) (Cont’d)

<b>ii. Steps for corporation or institutional shareholders</b>	
Register as a User with TIIH Online	<ul style="list-style-type: none"><li>▪ Access TIIH Online at <a href="https://tiih.online">https://tiih.online</a></li><li>▪ Under e-Services, the authorised or nominated representative of the corporation or institutional shareholder selects <b>“Create Account by Representative of Corporate Holder”</b>.</li><li>▪ Complete the registration form and upload the required documents.</li><li>▪ Registration will be verified, and you will be notified by email within one (1) to two (2) working days.</li><li>▪ Proceed to activate your account with the temporary password given in the email and re-set your own password.</li></ul> <p>Note: The representative of a corporation or institutional shareholder must register as a user in accordance with the above steps before he/she can subscribe to this corporate holder electronic proxy submission. Please contact our Share Registrar if you need clarifications on the user registration.</p>
Proceed with submission of form of proxy	<ul style="list-style-type: none"><li>▪ Login to TIIH Online at <a href="https://tiih.online">https://tiih.online</a></li><li>▪ Select the corporate exercise name: <b>COMPUGATES 16th AGM - “Submission of Proxy Form”</b>.</li><li>▪ Agree to the Terms &amp; Conditions and Declaration.</li><li>▪ Proceed to download the file format for “Submission of Proxy Form” in accordance with the Guidance Note set therein.</li><li>▪ Prepare the file for the appointment of proxies by inserting the required data.</li><li>▪ Proceed to upload the duly completed proxy appointment file.</li><li>▪ Select “Submit” to complete your submission.</li><li>▪ Print the confirmation report of your submission for your record.</li></ul>

### POLL VOTING

- The voting at the 16th AGM will be conducted by poll in accordance with Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad. The Company has appointed Tricor as Poll Administrator to conduct the poll by way of electronic voting (e-voting).
- Members/proxies/corporate representatives/attorneys can proceed to vote on the resolutions - at any time from 10.00 a.m. on Tuesday, 1 June 2021 but before the end of the voting session which will be announced by the Chairman of the Meeting. Kindly refer to “Procedures to Remote Participation and Voting via RPV Facilities” provided above for guidance on how to vote remotely via TIIH Online.
- Upon completion of the voting session for the 16th AGM, the Independent Scrutineers will verify the poll results followed by the Chairman’s declaration whether the resolutions are duly passed.

### PRE-MEETING SUBMISSION OF QUESTIONS

- The Board recognises that the 16th AGM is a valuable opportunity for the Board of Directors to engage with members. In order to enhance the efficiency of the proceedings of the 16th AGM, members may in advance, before the 16th AGM, submit questions to the Board of Directors via Tricor’s TIIH Online website at <https://tiih.online>, by selecting “e-Services” to login, pose your questions and submit it electronically no later than Sunday, 30 May 2021. The Board of Directors will endeavor to address the questions received at the 16th AGM.

### NO DOOR GIFTS/FOOD VOUCHERS

- There will be no distribution of door gifts or food vouchers for the 16th AGM as the Meeting will be conducted on a fully virtual basis.
- The Company would like to thank all its members for their kind co-operation and understanding in these challenging times.

## COMPUGATES HOLDINGS BERHAD

Registration No. 200401030779 (669287-H)

**Administrative Guide for the Sixteenth Annual General Meeting (“16th AGM” or “Meeting”) (Cont’d)**

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### ENQUIRIES

- If you need any assistance, kindly contact the following persons during office hours on Mondays to Fridays from 9.00 a.m. to 5.30 p.m. (except on public holidays):

**Tricor Investor & Issuing House Services Sdn. Bhd.**

General Line : +603-2783 9299

Fax Number : +603-2783 9222

Email : [is.enquiry@my.tricorglobal.com](mailto:is.enquiry@my.tricorglobal.com)

Contact persons :

Mohammad Amirul Iskandar : +603-2783 9263 / email : [Mohammad.Amirul@my.tricorglobal.com](mailto:Mohammad.Amirul@my.tricorglobal.com)

Mohamad Khairudin Bin. Tajudin : +603-2783 7973 / email : [Mohamad.Khairudin@my.tricorglobal.com](mailto:Mohamad.Khairudin@my.tricorglobal.com)

**ELECTRONIC SUBMISSION OF PROXY FORM  
VIA TIIH ONLINE**

Dear shareholders,

We are pleased to inform that you as a shareholder can have the option to submit your proxy forms by electronic means through our system, TIIH Online (“e-Proxy”).

TIIH Online is an application that provides an online platform for shareholders (*individuals only*) to submit document/form electronically which includes proxy form in paperless form (“e-Submission”). Once you have successfully submitted your e-proxy form, you are no longer required to complete and submit the physical proxy form to the company or Tricor office.

To assist you on how to engage with e-Proxy, kindly read and follow the guidance notes which are detailed below:

**1. Sign up as user of TIIH Online**



Using your computer, access our website at <https://tiih.online>



Sign up as a user by completing the registration form, registration is free



Upload a softcopy of your MyKad (front and back) or your passport



Administrator will approve your registration within one working day and notify you via email



Activate your account by re-setting your password

- Notes:**
- (i) *If you are already a user of TIIH Online, you are not required to sign up again*
  - (ii) *An email address is allowed to be used once to register as a new user account, and the same email cannot be used to register another user account*
  - (iii) *At this juncture, only individual security holders are offered to register as user and participate in e-Proxy*

**2. Proceed with submission of e-Proxy**



After the release of the Notice of Meeting by the Company, login with your user name (i.e. e-mail address) and password



Select the corporate event: “**Submission of Proxy Form**”



Read and agree to the Terms & Conditions and confirm the Declaration



Select/insert the CDS account number and indicate the number of shares for your proxy(s) to vote on your behalf



Appoint your proxy(s) or chairman and insert the required details of your proxy(s)



Indicate your voting instructions – FOR or AGAINST, otherwise your proxy will decide your vote



Review & confirm your proxy(s) appointment



Print e-proxy for your record

Should you need assistance on our e-Submission, please contact us. Thank you.

Tricor Investor & Issuing House Services Sdn Bhd  
Unit 32-01, Level 32, Tower A, Vertical Business Suite,  
Avenue 3, Bangsar South, No. 8, Jalan Kerinchi,  
59200 Kuala Lumpur, Malaysia

Telephone No: 03-27839299  
Fax No: 03-27839222  
E-mail: [is.enquiry@my.tricorglobal.com](mailto:is.enquiry@my.tricorglobal.com)





4. A member of the Company entitled to attend and vote is entitled to appoint another person as his/her/its proxy to exercise all or any of his/her/its rights to attend, participate (including to pose questions to the Board of Directors of the Company) and vote in his stead.

A member or his/her/its proxy(ies)/corporate representative(s)/attorney(s) must register himself/herself via the TIIH Online website at <https://tiih.online> to attend, participate and vote remotely via the RPV facilities. Please follow the procedures and timeframe as set out in the Administrative Guide of the 16th AGM which is available from Company's announcement on Bursa Malaysia Berhad's website at [www.bursamalaysia.com](http://www.bursamalaysia.com) or Company's website at [www.compugates.com/annual-general-meeting](http://www.compugates.com/annual-general-meeting).

A member or his/her/its proxy(ies)/corporate representative(s)/attorney(s) may pose his/her questions via the platform as set out in the Administrative Guide.

5. A member of the Company may appoint not more than two (2) proxies to attend the Meeting, provided that the member specifies the proportion of his/her/its shareholdings to be represented by each proxy, failing which, the appointments shall be invalid.
6. A proxy may but need not be a member and there shall be no restriction as to the qualification of the proxy.
7. Where a member is an Authorised Nominee as defined under the Securities Industry (Central Depositories) Act 1991, it may appoint at least one (1) proxy in respect of each Securities Account it holds with ordinary shares of the Company standing to the credit of the said Securities Account. 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 shall be no limit to the number of proxies which the Exempt Authorised Nominee may appoint in respect of each omnibus account it holds.
8. The appointment of a proxy may be made in hard copy form or by electronic form in the following manner and the Form of Proxy submitted must be received by the Company not less than forty-eight (48) hours before the time for holding the Meeting or any adjournment thereof at which the person named in the Form of Proxy proposes to vote, or, in the case of a poll, not less than twenty-four (24) hours before the time appointed for the taking of the poll ("Required Timeframe"), and in default the instrument of proxy shall not be treated as valid.

(i) In hard copy:-

- a) By hand or post to the office of the Company's Share Registrar, Tricor Investor & Issuing House Services Sdn Bhd at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Wilayah Persekutuan Kuala Lumpur, Malaysia or its Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Wilayah Persekutuan Kuala Lumpur, Malaysia; or
- b) By fax at 03-2783 9222 or e-mail to [is.enquiry@my.tricorglobal.com](mailto:is.enquiry@my.tricorglobal.com)

(ii) By electronic form:-

- a) To submit Form of Proxy electronically via TIIH Online at <https://tiih.online>.

Please refer to the Annexure to the Form of Proxy for further information on electronic submission.

Please note that:-

- The Revised Form of Proxy DOES NOT INVALIDATE the Form of Proxy which was circulated together with the Notice of the 16th AGM dated 30 April 2021 ("the Original Form of Proxy").

All Original Form of Proxy deposited at the office of the Company's Share Registrar prior to this Notice shall remain valid and acceptable.

- If the Company receives both the Original Form of Proxy and the Revised Form of Proxy from same member, THE LATTER SHALL SUPERSEDE THE FORMER.
  - In the event that the Company does not receive the duly executed Revised Form of Proxy within the Required Timeframe as defined above, the member who has deposited the Original Form of Proxy at the office of the Company's Share Registrar is deemed to have appointed and authorised his/her/its proxy(ies) under the Original Form of Proxy to attend, participate and vote remotely at the 16th AGM of the Company.
9. The instrument appointing a proxy shall be in writing, and the power of attorney or other authority (if any) under which it is signed or a notarially certified copy thereof. An instrument appointing a proxy shall in the case of an individual, be signed by the appointor or by his attorney duly authorised in writing and in the case of a corporation, be either under its common seal or signed by its attorney or in accordance with the provision of its constitution or by an officer duly authorised on behalf of the corporation.
10. In respect of deposited securities, only members whose names appear on the Record of Depositors on 25 May 2021, shall be eligible to attend, participate and vote at the Meeting or appoint proxy(ies)/corporate representative(s)/attorney(s) to attend, participate and vote on his/her/its behalf.
11. Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in this Notice will be put to vote by way of poll.

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AFFIX  
STAMP

**The Company Share Registrar  
COMPUGATES HOLDINGS BERHAD**

**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  
Wilayah Persekutuan Kuala Lumpur  
Malaysia

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