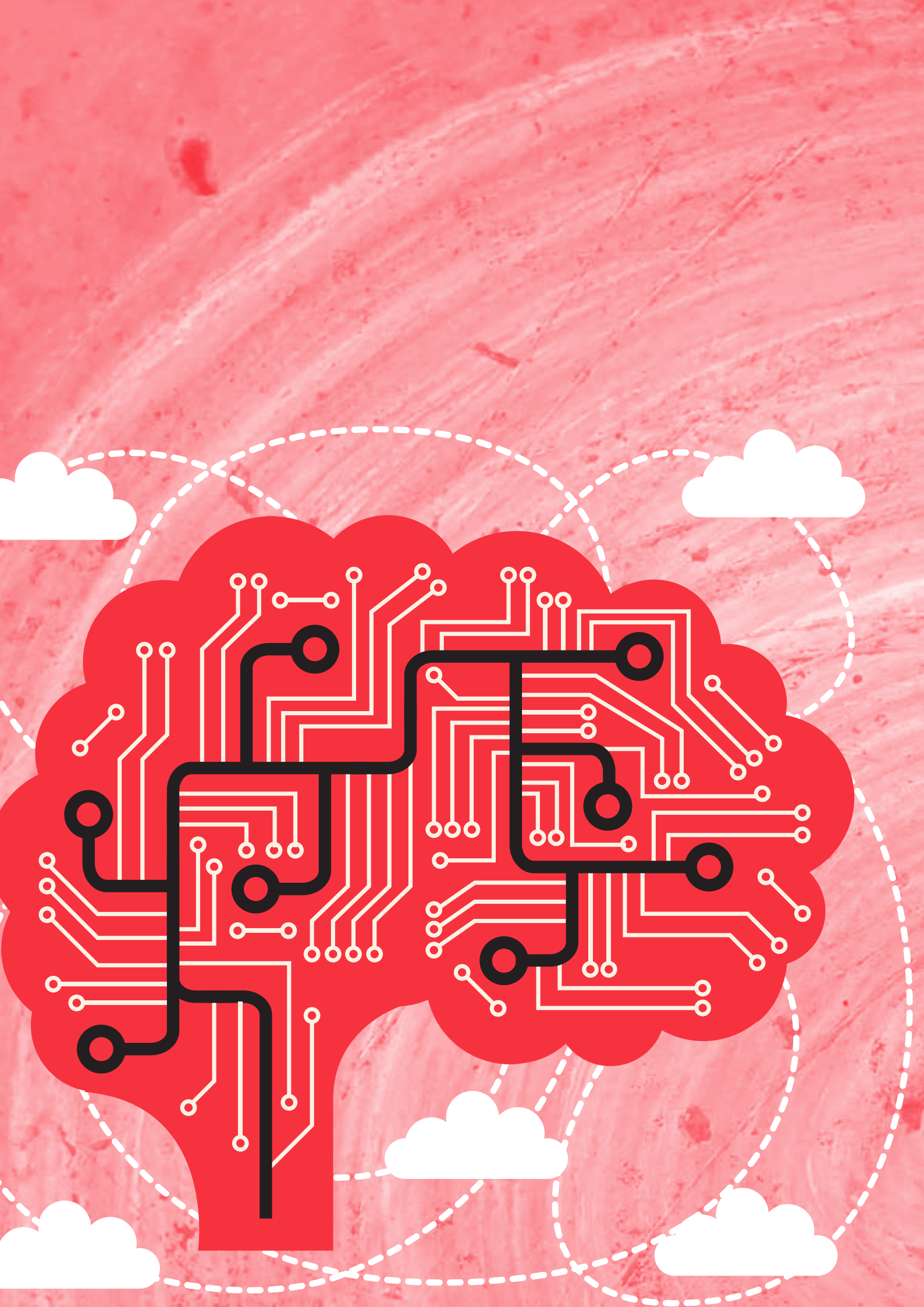


ENABLING Enterprise



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Visit www.microlink.com.my for more information

Chairman's Statement

Background

Malaysia's economy accelerated through 2017 ending with a strong GDP of 5.9%, higher than the previous year of 4.2%, primarily driven by domestic demand by private sector spending with support from the external sector. Overall growth is expected to remain strong in 2018 with a recorded GDP of 5.4% for the first quarter, albeit at a more moderate pace compared to 2017. Despite a resilient first quarter, economic activity from Q2 onwards will likely be dampened by political uncertainty mainly from disruptions of previously planned projects. Businesses, Microlink Solutions Berhad included, are taking necessary measures to minimise risk.



PERFORMANCE

In spite of the challenging market conditions, the companies within the Microlink Group demonstrated continued commitment to delivering the best performance possible. This performance was recognised by our industry partners, with Microlink Group receiving the following prestigious awards during the period:

- Transformation Award Cloud – IBM
- Top Solution Distributor for Year of 2017/2018 – Lenovo
- Oracle Excellence Award in Partner of the Year: PaaS / IaaS Cloud (Asean) – Oracle

Details of the Group's financial performance are presented in the Management Discussion & Analysis on Pages 4 to 11 of Volume 1 of this Annual Report.

SUSTAINABILITY

ENGAGING WITH THE COMMUNITY

The Microlink Group participates wherever possible in activities that support the communities where it operates. In September 2017, five of our colleagues, including our Group CEO, participated in the fourth edition of the Bursa Bull Charge. The race saw a participation of over 1,800 runners from 150 organisations with a total of RM2.3 million raised through the event (Source: www.thestar.com.my). The funds were distributed to 30 beneficiaries representing a range of different segments including the disabled, young people, the underprivileged and single mothers.

The Group also launched its own campaign - KMs to Champs - whereby for every kilometre of running or cycling completed by its employees, Microlink contributes RM1 to a beneficiary that champions better quality education for youngsters and young leaders. This initiative is mainly to encourage employees be part of giving back to society at large and at the same time promote a healthy work-life balance among the Microlink Community. As of May 2018, close to 100 employees had taken part in contributing more than 8,000 kilometres through running and cycling, a total that will be matched in funds by the Company.



DIVERSITY IN THE WORKPLACE

The Microlink Group practises a policy of diversity and full inclusion at the workplace. Appointments, promotions and other employee-related decisions are made solely on the basis of suitability of skills, experience and performance. As such, our employee population comprises a well-balanced team that is results-oriented and focused on achieving the highest standards of excellence for the Group.

Our workforce numbers some 278-plus employees, comprising 60% men and 40% women. In terms of age, there is a balanced spread across a range of ages: 33% are 20 to 30 years old while 43% are aged 31 to 40. Some 17% are between 41 and 50 years old while 7% are aged between 51 and 60.

The Group also reaches out to the community to provide industry exposure and on the job training to young undergraduates. During the year under review, the Group has taken in 21 undergraduates from various tertiary institutions. The majority of the trainees have been seconded under the Solution Delivery business to assist with project implementation, as well as other operational roles such as Marketing and HR (Human Resources).

OUTLOOK

The DX (Digital Transformation) Economy is upon us. The recent C-Suite survey conducted by International Data Corporation (IDC) reveals that two out of three Malaysian organisations are either planning their DX strategy or are actively implementing related projects to maximise the benefits for their business. As organisations set out to embrace emerging technologies to compete in the digital economy, as a trusted technology partner for our customers Microlink Group will continue to:

- **Provide trusted insights** based on our IT and industry knowledge and help bridge the communication gap between IT and business
- **Offer comprehensive advice** by helping our customers navigate through the complexity of disruptive digital technology
- **Simplify technology investments** by eliminating the complexities of IT management using seamless next-generation infrastructure-to-application models

During the coming year and beyond, the Microlink Group will focus attention on the following key areas, where our core capabilities will leverage digital technology to deliver the best outcomes for our customers:

- Core banking and financial services solutions
- Artificial intelligence and machine learning
- XaaS (anything-as-a-service)
- Blockchain and digital trust
- Internet of Things and Analytics

APPRECIATION & ACKNOWLEDGEMENT

I would like to take this opportunity to thank the employees of the Microlink Group for their continuous effort and positive contribution to the Company. Under the good guidance of the Directors and the Management team, it is their commitment in serving our customers that drives the business performance of the Group.

I would also like to thank our customers, shareholders, business partners and associates, for your faith in us in these challenging times. We very much look forward to your continued support in the coming years as the Group continues on its journey of growth and expansion.

Thank you.

TUN ARIFIN BIN ZAKARIA
CHAIRMAN

Management Discussion & Analysis

Introduction

The mission of the Microlink Solutions Group is to design and build business applications that bring tangible value and cost optimisation for its clients and industry at large. Microlink's primary focus is on solutions for the enterprise sector, in particular financial services institutions and regulatory bodies.

OVERVIEW OF BUSINESS OPERATIONS

The operations of the Microlink Group are organised into four business pillars:

- Financial Services
- Enterprise Solutions
- Distribution Services
- Solution Delivery

FINANCIAL SERVICES (FSI)

Microlink offers a comprehensive suite of core banking solutions for conventional and Islamic banking, digital banking, fintech platforms, and branchless banking. It is also active in the insurance space with core general insurance solutions and an online insurance portal.

Principal products include:

- OneSolution Conventional & Islamic Core Banking including modules for Islamic Ar-Rahnu, Branchless Banking, Digital Banking, Financing and Loans
- nxgen-GIS – general insurance system

Key customers include established financial institutions in both conventional and Islamic banking, cooperative banks, regulatory bodies and insurance companies.



ENTERPRISE SOLUTIONS

The Enterprise Solutions portfolio leverages on IoT (Internet of Things), predictive analytics, mobile applications, machine learning, and the cloud-based solution play, to help customers stay ahead of existing and emerging competitors.

Solutions include Microlink's proprietary Orion Cloud Document Management System, a Smart City Solution for Waste, Water and Energy Management, and Smart Predictive systems for Flood Detection & Monitoring, Escalator/ Elevator Predictive Management, Chatbot and other applications.

Key customers in the sector include leading manufacturing, healthcare and IT organisations. Microlink continues to be the partner for CA and will continue to support the customer base in Malaysia.

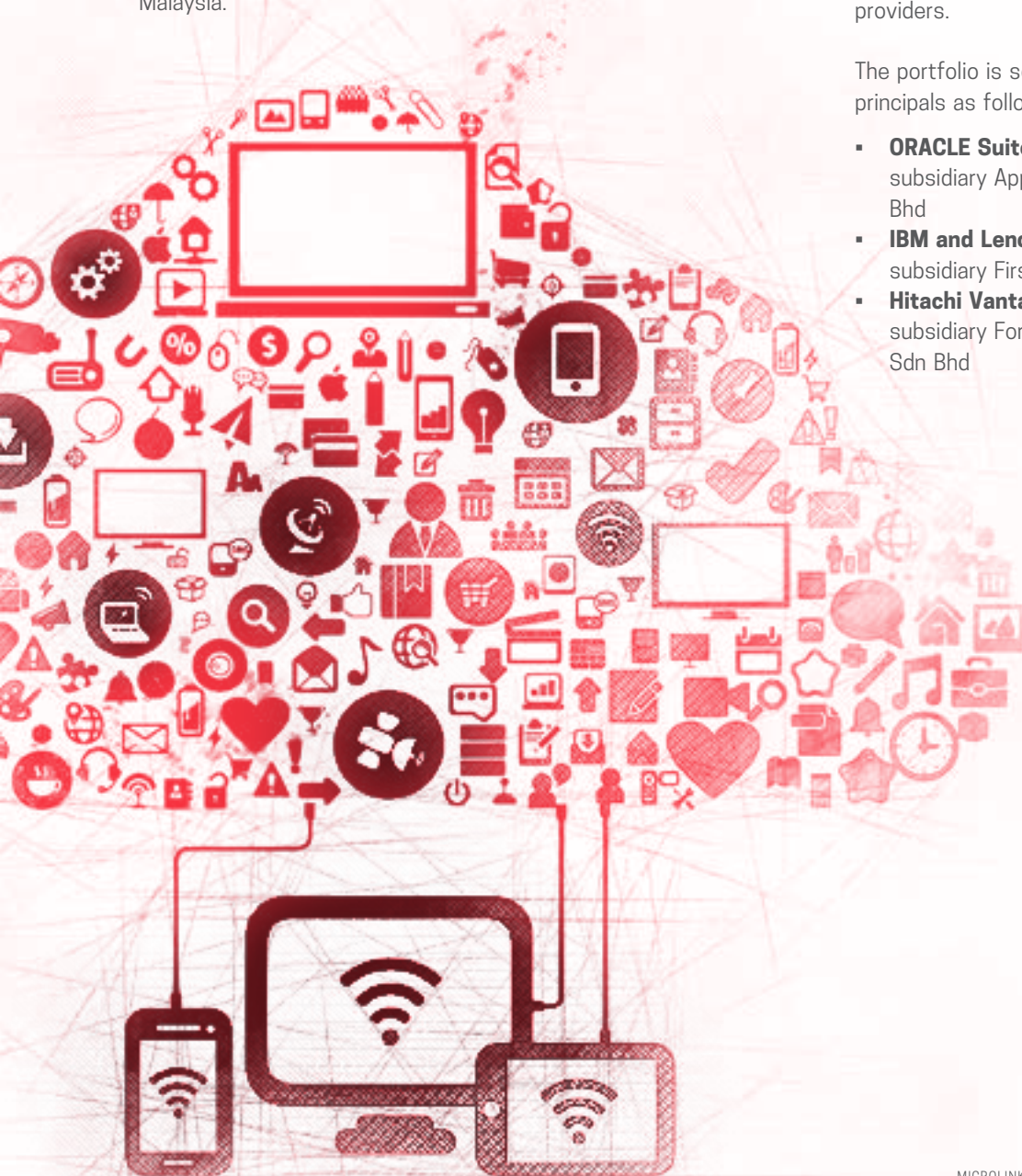
The Enterprise Solutions team is also currently investing time and effort to create viable use cases for Blockchain where IoT initiatives and cloud-based applications will benefit from the immutable ledger features of Blockchain.

DISTRIBUTION SERVICES

The Microlink Distribution Services portfolio extends to enterprise range servers, storage systems, engineered systems and solutions from leading industry partners, and technical and professional services. The business serves a channel network of more than 250 system integrators, independent solution vendors, managed services providers and cloud services providers.

The portfolio is sourced from four major principals as follows

- **ORACLE Suite** – provided via Microlink subsidiary Applied Business Systems Sdn Bhd
- **IBM and Lenovo** – provided via Microlink subsidiary First Solution Sdn Bhd
- **Hitachi Vantara** – provided via Microlink subsidiary Formis Systems & Technology Sdn Bhd



SOLUTION DELIVERY

The Microlink Group Solution Delivery business focuses on delivery of a range of services spanning project management, design, development, testing, change management and deployment across a range of applications. Its portfolio includes:

- Architecting business applications and systems
- Custom solution development using open source programming languages
- Commercial off-the-shelf product development, including IBM, Microsoft, Oracle and SAP

OBJECTIVES & STRATEGIES

The pressure on enterprises to lower costs, increase efficiency, be more agile, dynamic and reliable and at the same time personalise products and engagement can be intense. As a result, the need to digitally transform businesses becomes top priority. However, there is often a gap between business expectations and IT investment and it has become more prevalent in this digital transformation era. Microlink adds value to help enterprises bridge that gap.

Short-Term Goals:

- Microlink is focused on providing an alternative commercial model to the industry. SMEs and large corporations alike are conserving CAPEX, transformation programmes continue to be a primary agenda item and lowering overall cost of operations is key. As such, Microlink will offer an OPEX-based commercial approach to allow existing and new clients to continue with their digital journey, while working with them long-term to address their technology needs.
- Regional expansion into new territories in ASEAN and particularly Indonesia continues to be a focus. A number of the Tier-2 banks need to upgrade their core banking systems and this represents a clear business opportunity for the Group.

Microlink will continue to build strong and lasting partnerships with its clients and technology principals.

- Providing an On-Premise Cloud platform represents a clear feasible option to allow clients who must adhere to data residency constraints to take advantage of the cloud capabilities. Microlink is aligning further with its technology principals, namely Oracle and IBM to provide On-Premise Cloud solutions.
- The Distribution Services business will continue efforts to value-add and serve/develop business partners (Systems Integrators (SI)/Independent Software Vendors (ISV) and Managed Service Providers (MSP)/ Cloud Services Providers (CSP)) and extend coverage nationwide.
- A key priority will be to maintain a sizeable system delivery workforce to ensure consistent delivery across all the business segments and industries where the Group participates.

Long-Term Goals

- Microlink will continue to build strong and lasting partnerships with its clients and technology principals.
- The Group will focus on building sustainable and recurring revenue via its new OPEX-based commercial offerings.
- A further goal is to create commercially viable use cases using Blockchain, and become a driving force in the Blockchain space in Malaysia.
- It will also aim to bring value to partners in the form of deal management where Microlink will provide facilities for Proof of Concept to help push new markets and establish a footprint.

REVIEW OF OPERATING ACTIVITIES

FINANCIAL SERVICES (FSI)

During the year under review, the focus has been on delivery of the projects secured during FY17. In particular, the project secured with Lembaga Pembiayaan Perumahan Sektor Awam (LPPSA) for a loans management system using Microlink's proprietary OneSolution core banking system, has made good progress in terms of time and budget adherence.

The Group also continued to service its long-term FSI clients, delivering a range of enhancements to its core banking solution. Support and maintenance service contracts were also secured for FY18/19.

In Indonesia, the Group completed registration of its OneSolution system with the Central Bank, a key requirement for being able to provide such solutions in the territory. Work has since begun on Proof of Concepts with Tier-2 banks in the country.

ENTERPRISE SOLUTIONS

Microlink Enterprise Solutions business has pushed forward aggressively with its agenda to establish an IoT Blockchain and cloud-based solution play.

We continue to focus on building applications on the cloud; ORION our proprietary cloud-based document management solution, which runs on Azure, remains an attractive solution to law firms and smaller SMEs who wants to take advantage of the low cloud commercial offerings.

The Enterprise Solutions team has also begun engaging on AI and Machine Learning opportunities with utility companies, healthcare organisations and banks. The solutions proposed are running on cloud. Partnerships have also been established with Google, IBM Cloud and Amazon Web Services (AWS). Through these partnerships, the Enterprise Solutions business has embarked on joint effort account planning and go-to-market approach with the major cloud players.

The Solution Delivery team has been heavily deployed on the OMESTI project to design and build the new digital Core Registry system for SSM.

For Blockchain, a partnership has been formed with Digital Asset from the United States. Digital Asset is a financial technology company that builds products using distributed ledger technology for regulated financial institutions. Currently, the Enterprise Solutions team is in talks with several potential customers for Blockchain engagement.

DISTRIBUTION SERVICES - (IBM, LENOVO, ORACLE, HITACHI VANTARA)

The Distribution Services business tracked closely to the targets provided by our principals namely Hitachi Vantara, Oracle, Lenovo and IBM despite the challenging market conditions, made more uncertain towards the end of our financial year.

Strategically, the Distribution Business has focused on aligning itself with the transformation of its principals and key plays. This has included:

- (a) Strengthening business partners on technology transformation and digital technology
- (b) A key focus initiative to enable business partners and enterprise customers

The business has also focused on achieving end-user traction on key accounts, including:

- (a) Hosting one-on-one solution seminars and workshops;

- (b) Addressing end-user pain points and providing end-to-end technology solutions to protect key-based accounts and new opportunities.

The Business is also working to identify additional products for distribution in storage and network security.

SOLUTION DELIVERY

The Solution Delivery team has continued its work for UMobile to enhance, maintain and deliver new initiatives in the mobile application space. It is also working in the financial services sector to assist clients with their customer engagement programmes.

In addition to working for external clients, the Solution Delivery team acts as the de facto in-house technology development arm of the OMESTI Group. During the period under review, the team has been heavily deployed on the project to develop and implement the new Core Registry Upgrade system, the contract secured by OMESTI for Suruhanjaya Syarikat Malaysia (SSM - Companies Commission of Malaysia).

KEY RISKS

One of the biggest risks to impact the Microlink Group business during FY18 was the cancellation by Bank Rakyat of the Letter of Intent for the replacement of its core banking system. This event occurred following significant investment in resources by Microlink to develop a Proof of Concept for the new system, working in conjunction with technology partner SAP Global. Details of the financial impact of this event are provided in the section on Review of Financial Performance on page 10 of Volume 1 of this Annual Report.

Another significant risk to the business is the protracted lead times in the cycle that spans initial expression of interest - request for proposal (RFP) - bid submission - clarification - commercial negotiation - Proof of Concept and final award for projects in the sector.

Competition from local and foreign vendors is also generating increasing pressure, as companies not previously considered competitors move out of their traditional comfort zones into segments where Microlink operates.

In the Distribution Services business, one of the principal risks is potential loss of distributorships, as the regional presence of principals increases in the local space due to acquisition and partnerships fostered at the global level.

The Solution Delivery team is involved in key transformation projects, such as large-scale enterprise architecture platforms. Such turnkey projects are typically complex, high risk and under a stringent timeline. The likelihood of Project Delivery Risk to an organisation such as Microlink is therefore to be expected.

Prompt and timely collection of trade receivables continues to be a concern for the business in the current challenging market environment.

A further risk to the Microlink Group business is staff turnover with the loss of highly skilled and competent professionals. There is also a requirement for resources with new skillsets to take on cloud, mobility, analytics and security projects.

MITIGATION

In mitigation of these risks, the development work completed on the Bank Rakyat Proof of Concept has provided Microlink with a Beta Version of a new contemporary core banking solution based on an SAP-engineered platform. This is available for use by Tier-1 and Tier-2 financial institutions needing to replace their core banking system and all efforts are being focused on the pursuit of such opportunities.

To counter the risk posed by long-lead times required to secure large-scale projects, the Group has continued to focus on securing smaller scale quick-win projects which can be mobilised, deployed and invoiced quickly. A further initiative will be to develop re-usable solutions and consistently invest in new technology tools to enable quicker time-to-market, thus minimising delivery risk.

The proprietary nature of the Microlink FSI solutions means that they are agnostic of technology and this enables the company to work with multiple principals including Oracle, HPE, IBM, Redhat and Microsoft.

In addition, by offering OPEX-based solutions on an as-a-service basis, in particular on-premise cloud and IT managed services, Microlink will be able to provide clients with a workable, practical option in their digital transformation journey.

Concerted efforts are being made to monitor slow paying trade receivables to ensure collectability of the debts. There will also be continued focus on hiring the most appropriate resources to meet the new skillsets requirements, as well as developing the technical skillsets of internal resources.



REVIEW OF FINANCIAL PERFORMANCE

Microlink Solutions Berhad reports its financial performance along the four business segments referenced above, namely:

- Financial Services
- Enterprise Solutions
- Distribution Services
- Solution Delivery

REVENUE

For the financial year ended 31 March 2018, the Group registered a revenue of RM206.04 million, a decrease of 18.31% from RM252.21 million registered a year ago.

The **Financial Services** segment's revenue for the financial year increased by 30.83% from RM39.97 million to RM52.29 million, mainly due to higher progressive revenue recognition, primarily from the new projects secured in current financial year.

Total revenue generated from the **Enterprise Solutions** segment decreased by 29.44% to RM13.35 million in 2018, as compared to RM18.92 million in 2017. This was due largely to lower orders and projects fulfilment.

The **Distribution Services** segment recorded a decrease of revenue by 25.85% with total revenue registered at RM152.61 million, as compared to RM205.81 million registered in the previous year. The decrease was mainly due to lower orders fulfilment arising from competitive business environment and continuous economic slowdown.

Total revenue generated from the **Solution Delivery** segment increased by 13.33% to RM10.21 million in 2018, as compared to RM9.01 million in 2017. Revenue for this segment has continued to record a growth over the past years.

LOSS BEFORE TAX

The Group recorded loss before tax of RM49.55 million as compared to a profit before tax of RM2.52 million in the preceding year. The losses were weighed down primarily by one-off impairments on slow moving or obsolete inventories amounting to RM3.11 million and software development costs of RM39.69 million. The Group has also made impairment loss on trade receivables totaling RM7.91 million during the financial year. The Group would have recorded an operating profit of RM1.16 million in 2018 if not for these one-off impairments.

LIQUIDITY AND CAPITAL RESOURCES

The Group's capital expenditure and working capital requirements have been financed by cash generated from operations and short-term and long-term borrowings provided by financial institutions.

Cash and bank balances reduced to RM19.41 million in 2018, as compared to RM24.98 million in 2017 due to lower cash generated from operating activities as a result of lower sales and higher operating expenses.

The Group has total borrowings of RM25.70 million in 2018. The borrowings were utilised for funding working capital and capital expenditure.

The global tech market in terms of spending through to 2019 is valued at US\$3.2 trillion (Forrester).



OUTLOOK

Digital Transformation is no longer optional — it is an imperative, a necessity in order for enterprises to remain competitive or even just to stay afloat. According to research conducted by Harvard Business School, enterprises that have embraced Digital Transformation saw their three-year average gross margins at 55%, compared to only 37% for digital laggards.

The global tech market in terms of spending through to 2019 is valued at US\$3.2 trillion (Forrester). A number of key trends are at the forefront of the sector and these will provide significant opportunities for the Microlink Group:

- **“AI First” Strategy** – where enterprises use AI and machine learning to automate processes, reduce administrative tasks, and collect and organise data.
- **XaaS (anything as-a-service)** – between 2016 and 2020, the global market has been forecast to grow by 40 per cent each year. Microlink will focus on working with principals and CSP/MSP on Infrastructure-As-A-Service (IAAS), Platform-As-A-Service (PAAS) and Software-As-A-Service (SAAS) pay-on-demand utilisation model.

- **The Internet of Things + Analytics + Edge Computing** – Gartner estimates more than 8.4 billion “Things” are on the internet in 2018, up more than 30% from just one year ago. Utilising the data that is generated from these ‘Things’ will help organisations reduce costs, improve efficiencies to an extent never thought possible. This vast amount of data will also require equally vast storage and processing capacities – which will form the future of cloud. Cutting-edge solutions for sectors such as plantations, properties, town councils and manufacturing include cloud, mobile, IoT, analytics and security to enable organisations to run smart, in order to lower the cost of ownership. Microlink is working to further its position in the sector.
- **Blockchain Adoption:** industrial applications will expand, encompassing the obvious financial uses as well as innovative solutions for banks, insurance, energy, trade, marketing, healthcare, security and more.

All of these trends provide significant opportunities for Microlink.



Corporate Information

Board of Directors

Independent Non-Executive Chairman

Tun Arifin bin Zakaria
(Appointed on 6 June 2017)

Executive Director

Monteiro Gerard Clair

Independent Non-Executive Directors

Tai Keat Chai
Martin Chu Leong Meng

Non-Independent Non-Executive Directors

Dato' Jaganath Derek Steven Sabapathy
(Appointed on 20 October 2017)
Mah Xian-Zhen

Group Chief Executive Officer

Chia Yong Wei

BOARD COMMITTEES

Executive Committee

Monteiro Gerard Clair (Chairman)
Mah Xian-Zhen
Chia Yong Wei

Audit & Risk Management Committee

Tai Keat Chai (Chairman)
Martin Chu Leong Meng
Mah Xian-Zhen

Nominating Committee

Tun Arifin Bin Zakaria (Chairman)
Martin Chu Leong Meng
Mah Xian-Zhen

Remuneration Committee

Dato' Jaganath Derek Steven Sabapathy
(Chairman)
Tun Arifin Bin Zakaria
Martin Chu Leong Meng

Long-Term Incentive Plan Committee

Martin Chu Leong Meng (Chairman)
Tai Keat Chai
Monteiro Gerard Clair

COMPANY SECRETARY

Phang Ai Tee
[MAIGSA No. 7013346]

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F +603 2616 3190/3191

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OCBC Bank (Malaysia) Berhad

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46050 Petaling Jaya
Selangor Darul Ehsan
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F +603 7784 1988

STOCK EXCHANGE LISTING

ACE Market
Bursa Malaysia Securities Berhad
Stock Code: 0126
Stock Name: MICROLINK
Sector: Technology

WEBSITE

www.microlink.com.my

Profile of Group Chief Executive Officer

CHIA YONG WEI

GROUP CHIEF EXECUTIVE OFFICER

- Age 42, Male, Malaysian
- Appointed as Group Chief Executive Officer on 1 April 2016
- Member of Executive Committee

Mr Chia joined the OMESTI Group of Companies in January 2014. Prior to his appointment as Group CEO of Microlink in April 2016, he was Chief Operating Officer of OMESTI Innovation Lab, the technology and applications development arm of the Microlink Group.

Since joining the OMESTI Group, he has been responsible for the overall technology development of the organisation, bringing together innovative technologies that enable clients and enterprise-wide users to deploy effective solutions to grow and drive their businesses.

Prior to joining the OMESTI Group, Mr Chia was the Head of Innovation, Commercial & Technology (ICT) and Regional Head of Customer Relationship Management (CRM) at AirAsia. Prior to that, he held several leadership roles at Accenture, specialising in the telecommunications sector over a 12-year period.

He holds 85,700 (0.051%) ordinary shares in the Company.

Mr Chia holds a Graduate Diploma in Information Technology from the Royal Melbourne Institute of Technology and a Bachelor's Degree in Engineering from the Queen Mary and Westfield College, University of London.

He has no family relationship with any Directors and/or other major shareholders of the Company and has no conflict of interest with the Company. He has not been convicted of any offence within the past five years other than traffic offences.



Profile of Directors

TUN ARIFIN BIN ZAKARIA

INDEPENDENT NON-EXECUTIVE CHAIRMAN

- Age 67, Male, Malaysian
- Appointed to the Board on 6 June 2017
- Chairman of Nominating Committee, Member of Remuneration Committee

Tun Arifin graduated with LLB (Hons) from the University of Sheffield, UK in 1974 and LLM from the University College, London in 1979. He was called to the English Bar at Lincoln's Inn in 1979.

Upon graduation, his distinguished legal career began when he joined the Malaysian Judicial and Legal Service before being posted as Federal Counsel in the Advisory Division of the Attorney General's Chambers and later as Magistrate, Session Court Judge and Senior Assistant Registrar.

He served in various capacities in the Government of Malaysia, both in the Judicial and the Legal Department before being appointed as a Judicial Commissioner on 1 March 1992, and Judge of the High Court of Malaya in 1994. In 2002, he was elevated as Judge of the Court of Appeal, in 2005 as Judge of the Federal Court and then on 24 October 2008 as Chief Judge of the High Court of Malaya. On 14 September 2011, Tun Arifin was appointed as the 13th Chief Justice of Malaysia, where he served until his retirement on 31 March 2017. In 2013 he was made an Honorary Bencher of Lincoln's Inn.

In June 2012, he also served as Co-Chair of the United Nations Environment Programme (UNEP) World Congress on Justice, Governance and Law for Environmental Sustainability as part of his efforts to improve the status of environmental law in the region.

Tun Arifin also sits on the Board of Vertice Berhad (formerly known as Voir Holdings Berhad) as Independent Non-Executive Chairman.

MONTEIRO GERARD CLAIR

EXECUTIVE DIRECTOR

- Age 47, Male, Malaysian
- Appointed to the Board on 16 October 2012 as Non-Independent Non-Executive Director
- Re-Designated as Executive Director on 1 April 2016
- Chairman of Executive Committee and Member of Long-Term Incentive Plan Committee

A serial entrepreneur, Mr Monteiro began his career in 1992 as a sales agent for Riken Auto Sdn Bhd (Riken Auto) and was subsequently appointed as a Director. In 1998, he left Riken Auto and set up Optima Auto Sdn Bhd where he served as Managing Director until 2005.

Since then, he has ventured into the property industry and various other investments via several privately held companies including H2O Holdings Sdn Bhd (formerly known as Red Zone Development Sdn Bhd) (H2O), an investment holding company. He serves as a Director of H2O and of various other private companies, including property development company Montprimo Sdn Bhd where he is Executive Vice Chairman. He also currently serves as an Executive Director of Omesti Berhad, a Director of Omesti Holdings Berhad and a Director of Diversified Gateway Solutions Berhad.

In his younger years, Gerard was an accomplished sportsman, representing Malaysia in squash at both junior and senior levels. Crowned National Junior Champion in 1988, he also captained the victorious National Junior Team in the East Asian Junior Squash Championships in 1999.



DATO' JAGANATH DEREK STEVEN SABAPATHY

NON-INDEPENDENT NON-EXECUTIVE DIRECTOR

- Age 61, Male, Malaysian
- Appointed to the board on 20 October 2017
- Chairman of Remuneration Committee

Dato' Jaganath Sabapathy holds a Master of Arts majoring in Corporate Finance & International Trade from Edinburgh University, UK. Upon graduation in 1981, he joined Price Waterhouse, a leading London firm of chartered accountants.

In 1984, he returned to Malaysia and joined KPMG Peat Marwick as a Manager, and was subsequently admitted as Partner in 1990. Whilst at KPMG Malaysia, he was involved in a wide range of assignments covering audit, investigations, management consultancy and corporate finance in Malaysia, the ASEAN countries, North America and Europe. He served on a variety of KPMG International Committees including committees for Mergers & Acquisitions, Privatisation and Management Consultancy. He was also an examiner for the professional examinations of the Malaysian Association of Certified Public Accountants (MACPA).

Dato' Jaganath left KPMG Malaysia in late 1994 to join Benta Plantation Berhad as an Executive Director. A year later, he was appointed as a Director of Austral Lao Power Co Ltd, a position he held until 1997. He then joined Prime Utilities Berhad and Indah Water Konsortium Sdn Bhd, Malaysia's privatised national wastewater utility, as the Managing Director of both companies, positions he held up to 1999. From 1999 until his retirement in 2013, Dato' Jaganath served as Chief Executive Officer/Director of Bandar Raya Developments Berhad Group.

He is the Founder and currently Chief Executive Officer/Director of Tribeca Real Estate Asset Management Sdn Bhd, a niche property development company. He is also an Independent Non-Executive Director of Sime Darby Property Berhad.

TAI KEAT CHAI

INDEPENDENT NON-EXECUTIVE DIRECTOR

- Age 64, Male, Malaysian
- Appointed to the Board on 28 August 2013
- Chairman of Audit & Risk Management Committee and Member of Long-Term Incentive Plan Committee

Mr Tai brings many years of valuable experience and insight through his work at KPMG, London and PwC in Kuala Lumpur. In 1981, he joined Alliance Investment Bank Berhad where he worked in corporate finance for seven years before venturing into stockbroking, working with SJ Securities Sdn Bhd, AA Anthony Securities Sdn Bhd and Kenanga Investment Bank Berhad.

He is currently a Director of Rex Industry Berhad, Omesti Berhad, Marine & General Berhad, MIDF Amanah Asset Management Berhad and several other unlisted companies.

Mr Tai qualified as a Fellow of the Institute of Chartered Accountants in England & Wales and is a member of the Malaysian Institute of Accountants.



MARTIN CHU LEONG MENG

INDEPENDENT NON-EXECUTIVE DIRECTOR

- Age 62, Male, Malaysian
- Appointed to the Board on 6 January 2014
- Chairman of Long-Term Incentive Plan Committee and Member of Audit & Risk Management Committee, Nominating Committee and Remuneration Committee

Martin Chu graduated with an MSc in Management Science and a BSc (Hons) in Mechanical Engineering from Imperial College, University of London. His early career was spent with Schlumberger Offshore Services Ltd, in the Netherlands and the UK, as a Senior Field Engineer in wireline logging and production services for offshore oil & gas exploration.

Five years later, he moved into banking where he obtained 26 years of experience in Financial Services, spanning multiple disciplines. Initially with Mitsubishi Bank Ltd in London, specialising in Corporate Finance, Treasury, Property Finance and Corporate Restructuring, he then joined EON Bank Bhd in Kuala Lumpur for 15 years, eventually rising to the position of Deputy Chief Executive Officer, Group Management Services.

During this time, he led various corporate exercises including the acquisition of Oriental Bank and Malaysian International Merchant Bank Bhd. In 2000, he was appointed as Executive Director/Acting Chief Executive Officer of Oriental Bank, subsequently leading the merger integration of these two organisations into EON Bank.

From 2008 to 2011, he was Chief Operating Officer of ECM Libra Investment Bank. In 2011, he was reassigned to oversee Treasury & Wealth Management and in 2012, was appointed as Chief Risk Officer. While at ECM Libra, he also sat on the board of Asiasons WFG Ltd, Singapore, as Non-Independent Non-Executive Director from 2009 to 2011.

MAH XIAN-ZHEN

NON-INDEPENDENT NON-EXECUTIVE DIRECTOR

- Age 36, Female, Malaysian
- Appointed to the Board on 1 April 2016
- Member of Audit & Risk Management Committee, Nominating Committee and Executive Committee

Ms Mah graduated with a Bachelor of Arts from Wellesley College, MA, USA, followed by a Graduate Diploma in Law from BPP Law School. She then attended the Bar Vocational Course in London and was called to Bar of England and Wales in 2006. On completing her Bar Vocational Course, Ms Mah returned to Malaysia and in September 2006, joined Messrs Shook Lin & Bok. In 2007, she was called to the Malaysian Bar, and remained with the firm as a Legal Assistant until June 2009, focusing on corporate and commercial litigation. In 2009, she also obtained an Executive Diploma in Islamic Law (Islamic Banking) from International Islamic University, Malaysia.

Subsequently she joined Omesti Berhad (Omesti) in October 2009 as Executive Assistant to the Chief Executive Officer before being appointed as an Executive Director of Omesti in September 2011. She is closely involved in developing, organising, implementing and monitoring strategic plans and programmes throughout the organisation.

She currently serves as an Executive Director of Omesti, Director of Omesti Holdings Berhad and Man Yau Holdings Berhad.

SAVE WHERE DISCLOSED ABOVE, NONE OF THE DIRECTORS HAS:

- any family relationship with any Director and/or major shareholder of the Company;
- any conflict of interest with the Company;
- any conviction for offences within the past 5 years other than traffic offences; and
- any public sanction or penalty imposed by the relevant regulatory bodies during the financial year.

Key Management Personnel

The following section provides details on the senior executives who hold responsibility for management of the principal operations of the businesses within the Microlink Group.

Elwin Lim Yew Mun

Chief Executive Officer – Financial Services Division

- Age 41, Male, Malaysian
- Appointed on 01 November 2016

Qualifications	Working Experience
Bachelor's Degree in Computing, majoring in Information Systems	19 years

Profile

Elwin has developed a successful track record in Project Management, Business Development, System Architecture/Design and Application Software Development. Prior to joining Microlink to head the newly aligned Financial Services Business, he served as Regional Vice-President, Enterprise Solutions for Fusionex International for nine years and prior to that, spent time with KPMG Consulting focusing on IT Strategy, IT Implementation and Project Management.

He brings extensive experience in enterprise solutions, implementing software and hardware systems for the banking, insurance, manufacturing, travel and hospitality sectors, as well as the public sector. Typical projects include mission critical systems for banks, stock exchanges, insurance providers, travel providers, research houses, airlines and entertainment complexes. Elwin also has hands-on experience in providing clients with solutions on Big Data, Mobility, Social and Cloud.

Any directorship in public companies and listed issuers	Any family relationship with any director and/or major shareholder of the listed issuer
None	None

Any conflict of interests that the person has with the listed issuer	Other than traffic offences, the list of convictions for offences within the past 5 years and particulars of any public sanction or penalty imposed by the relevant regulatory bodies during the financial year, if any.
None	None

Mah Chon Cheang

Chief Executive Officer – Distribution

- Age 50, Male, Malaysian
- Appointed on 01 January 2015

Qualifications	Working Experience
Bachelor of Business Administration	25 years

Profile

Chon Cheang is a seasoned professional with more than 20 years' track record in the IT sector. As CEO for Microlink's Distribution Business, he manages the provision of hardware on behalf of principals IBM, Oracle, Lenovo and Hitachi, as well as integration of this hardware into clients' existing systems.

His career began with Bass Consulting in Business Development followed by a stint at KN Kenanga as a Dealer Representative. He subsequently spent more than six years with Hewlett-Packard Malaysia as Product Manager for Industry Standard Servers & Storage, spearheading volume servers and driving HP Intel servers to hold the Number 1 slot in IDC market share for more than 24 consecutive quarters. He then joined AVNET as Product Manager before taking up his current role.

Any directorship in public companies and listed issuers	Any family relationship with any director and/or major shareholder of the listed issuer
None	<ul style="list-style-type: none"> Nephew of Dato' Mah Siew Kwok, Non-Executive Chairman of OMESTI Berhad, [Holding Company of MSB]; Cousin to Mah Xian Zhen, Non-Executive Director of MSB

Any conflict of interests that the person has with the listed issuer	Other than traffic offences, the list of convictions for offences within the past 5 years and particulars of any public sanction or penalty imposed by the relevant regulatory bodies during the financial year, if any.
None	None

See Kar Fai

Chief Operating Officer – Solution Delivery

- Age 37, Male, Malaysian
- Appointed on 01 March 2014

Qualifications	Working Experience
BSc (Hons) Engineering, University of Sheffield	15 years

Profile

Kar Fai joined the OMESTI Group of Companies in 2014 as a pioneer member of Omesti Innovation Lab (Malaysia) Sdn Bhd, the technology and applications development arm of the Microlink Group, which provides innovative, digital implementation services to SMEs and enterprises.

Previously, he held several leadership roles at Accenture from quality control, solution architecture to project management. During this time, he oversaw the solution integrity of large scale end-to-end applications and the delivery of business transformation programmes. He has extensive experience in business development, project management, business process improvement, application development, quality assurance and enterprise solutions.

Any directorship in public companies and listed issuers	Any family relationship with any director and/or major shareholder of the listed issuer
None	None

Any conflict of interests that the person has with the listed issuer	Other than traffic offences, the list of convictions for offences within the past 5 years and particulars of any public sanction or penalty imposed by the relevant regulatory bodies during the financial year, if any.
None	None

Felix Tan Tee Hwa

Chief Technology Officer – Solution Delivery

- Age 40, Male, Malaysian
- Appointed on 01 August 2014

Qualifications	Working Experience
Bachelor of Electrical & Computer System Engineering, BSc majoring in Mathematics & Computer Science	14 years

Profile

Felix leads the development team for the Solution Delivery Business where he is involved in leveraging emerging technologies and bringing new ideas that best fit clients' challenging environments, while ensuring the Microlink Group follows through on its core delivery practices.

He joined the Group in 2014 as Development Manager with Omesti Innovation Lab (Malaysia) Sdn Bhd overseeing solution architecture and delivery of projects. He has a broad range of experience across different IT domains including Cloud Computing, Infrastructure Design, Technical Architecture, and DevOps.

Previously, Felix held key roles as Head of Infrastructure & Network at AirAsia Bhd and at Accenture where he took on different technical architect leadership roles across different industries.

Any directorship in public companies and listed issuers	Any family relationship with any director and/or major shareholder of the listed issuer
None	None

Any conflict of interests that the person has with the listed issuer	Other than traffic offences, the list of convictions for offences within the past 5 years and particulars of any public sanction or penalty imposed by the relevant regulatory bodies during the financial year, if any.
None	None

Business Structure by Segment



microlink®

- Microlink Solutions Berhad
- Microlink Systems Sdn Bhd
- Microlink Innovation Sdn Bhd
- Microlink Software Sdn Bhd
- PT Microlink International Maju

FORMIS

COMPUTER SERVICES

- Formis Computer Services Sdn Bhd



- CA IT Infrastructure Solutions Sdn Bhd

ABS

Applied Business Systems

- Applied Business Systems Sdn Bhd

- CSA Servis (M) Sdn Bhd

FIRST

solution

- First Solution Sdn Bhd

FST

FORMIS Systems & Technology

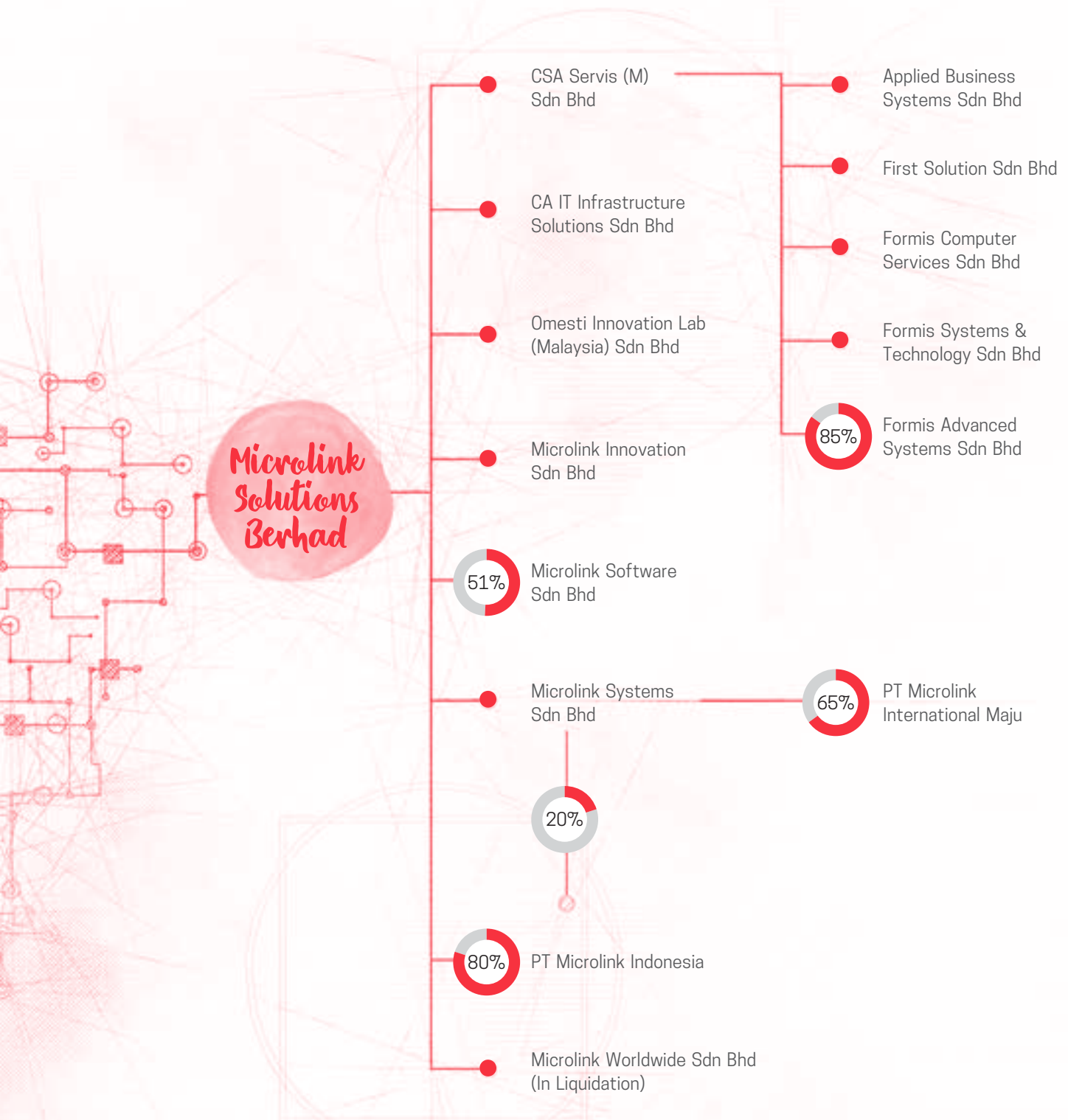
- Formis Systems & Technology Sdn Bhd

Solution Delivery



- Omesti Innovation Lab (Malaysia) Sdn Bhd

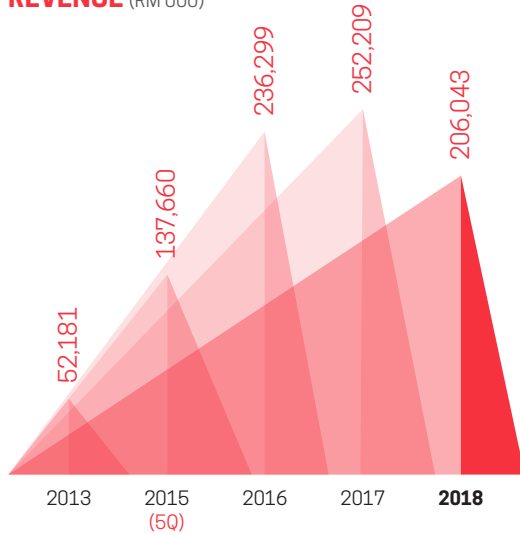
Corporate Structure



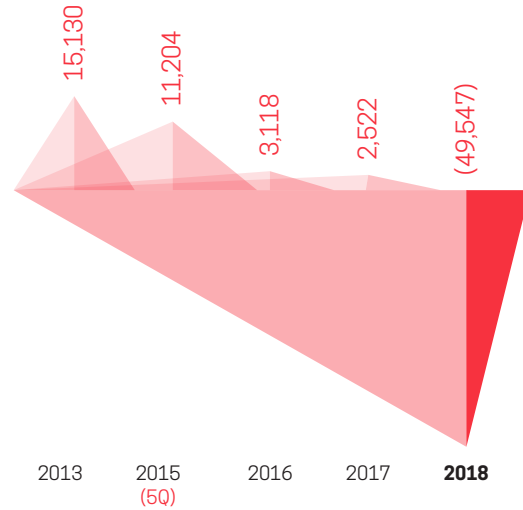
Shareholding is 100% unless otherwise stated

5-Year Financial Highlights 2013-2018

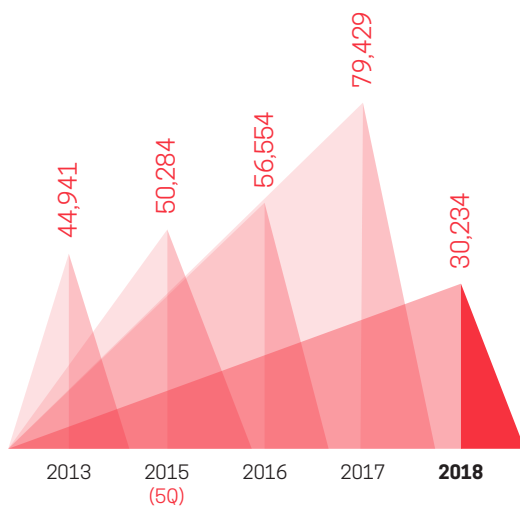
REVENUE (RM'000)



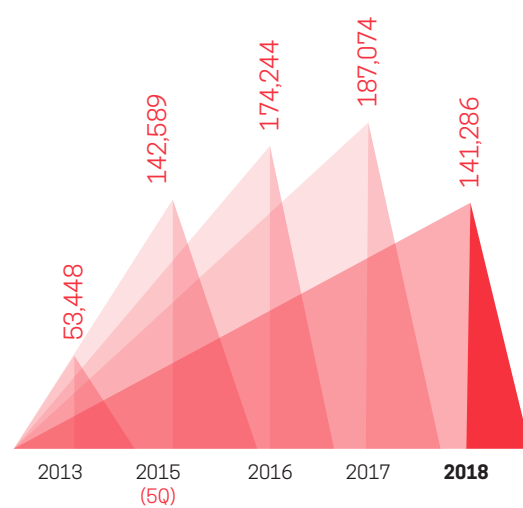
PROFIT/(LOSS) BEFORE TAX (RM'000)



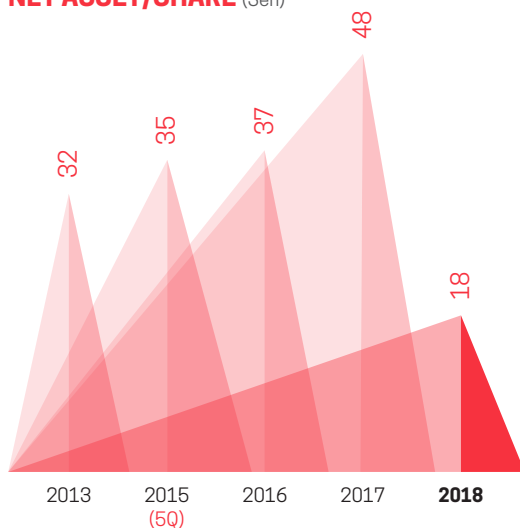
SHAREHOLDERS' EQUITY (RM'000)



TOTAL ASSETS (RM'000)



NET ASSET/SHARE (Sen)



Corporate Governance Overview Statement

The Board of Directors (Board) of Microlink Solutions Berhad (Company) is pleased to provide an overview of the corporate governance practices by the Company. The Board strongly believes in the importance of having and adhering to a sound corporate governance framework for delivering sustainable value, enhancing shareholders' confidence and achieving the corporate objectives and vision of the Company and its subsidiaries (Group).

The Board and Management are committed to ensuring that the business and affairs of the Group are in strict adherence with the doctrine and principles of good corporate governance including integrity, transparency, accountability and responsible business conduct. This is evident by the Group's internal standards, processes, guidelines and systems.

This Statement summarises the application of the following three (3) Principles set out in the new Malaysian Code on Corporate Governance (MCCG) which came into force in April 2017 and governance standards prescribed in the ACE Market Listing Requirements (ACE LR) of Bursa Malaysia Securities Berhad (Bursa Securities):

- (A) Board Leadership & Effectiveness;
- (B) Effective Audit & Risk Management; and
- (C) Integrity in Corporate Reporting and Meaningful Relationship with Stakeholders.

The Company's detailed application of each Practice set out in the MCCG (CG Report) during the financial year ended (FYE) 31 March 2018 was approved by the Board on 4 July 2018. This Statement is to be read together with the CG Report 2018 which is available for reference at the Company's website www.microlink.com.my.

PRINCIPLE A: BOARD LEADERSHIP & EFFECTIVENESS

(A) BOARD RESPONSIBILITIES

Board Leadership

The Board has the overall responsibility for corporate governance, strategic direction, corporate planning and overseeing the investment and business of the Group with the ultimate aim of creating and delivering sustainable value and long-term success.

Board Chairman

The Chairman is responsible for instilling good corporate governance practices, leadership and effectiveness of the Board. The Board is chaired by Tun Arifin Bin Zakaria, an Independent Non-Executive Director who is responsible for orderly conduct and proceedings of meetings and ensures that all Directors receive sufficient relevant information on financial and non-financial matters to enable them to participate actively in Board decisions.

Separation of Positions of Chairman and Executive Director

The positions of Chairman and Executive Director are held by separate individuals and their roles and responsibilities are distinct to ensure proper delegation of work and in ensuring responsibility towards governance.

Access to Information, Advice and Company Secretaries

The Board has full and unrestricted access to all information within the Company and the Group as well as the advice and services of senior management and the Company Secretaries in carrying out its duties.

Board Meetings

The Board holds at least four (4) scheduled quarterly meetings with additional meetings being convened as and when necessary. Prior to each meeting, every Director is provided with the complete agenda and a set of Board papers well in advance to provide ample time to review matters to be deliberated at the meeting and so facilitate informed decision-making.

Senior Management are also invited to attend these meetings as and when required, to provide the Board with the necessary information and clarification on issues deliberated during the meetings.

A formal schedule of matters is adopted which includes strategy and policy issues, major investments, financial decisions and the annual business plan.

During FYE 31 March 2018, the Board met five (5) times during which it reviewed and approved various issues including the quarterly financial results of the Group for announcement to Bursa Securities, as well as the performance of the Group.

The attendance record of the Directors at the Board meetings during the period under review is provided below:

Director	Total Meetings Attended
Tun Arifin bin Zakaria ^(a)	4/4
Dato' Jaganath Derek Steven Sabapathy ^(b)	2/2
Monteiro Gerard Clair	4/5
Tai Keat Chai	5/5
Martin Chu Leong Meng	5/5
Mah Xian-Zhen	5/5

^(a) Appointed as Director of the Company on 6 June 2017

^(b) Appointed as Director of the Company on 20 October 2017

All Directors have complied with the minimum 50 percent attendance requirement at Board meetings during FYE 31 March 2018 as stipulated by the ACE LR of Bursa Securities Berhad. As such, the Board is satisfied with the level of time commitment given by the Directors of the Company towards fulfilling their duties and responsibilities.

Board Charter

The Board has established a Board Charter as a key point of reference that clearly defines the roles and responsibilities of the Board. The Board Charter is periodically reviewed and updated in accordance with the needs of the Company and any new regulations that may have an impact on the discharge of the Board's responsibilities. The Board Charter was reviewed by the Board on 17 May 2018 for consistency with the MCCG and Companies Act, 2016. The Board Charter is available for reference at the Company's website www.microlink.com.my.

Directors' Code of Ethics

The Board observes a code of ethics in accordance with the code of conduct expected of Directors as set out in the Company's Directors' Code of Ethics established by the Companies Commission of Malaysia.

In line with good governance and transparency, a Whistleblowing Policy has been adopted by the Company which sets out the principle and grievance procedures for employees to raise genuine concerns of possible improprieties perpetrated within the Group.

Both the Code of Ethics and the Whistleblowing Policy are available for reference at the Company's website www.microlink.com.my.

(B) COMPOSITION & BOARD BALANCE

Board Composition

The Board comprises six (6) members:

- 3 Independent Non-Executive Directors
- 2 Non-Independent Non-Executive Directors
- 1 Executive Director

The Board's composition complies with the requirements mandated by the ACE LR of Bursa Securities. The Board, through annual review by the Nominating Committee (NC), is of the view that the current Board composition is appropriate in terms of its membership and size.

The Company is led and managed by a well-balanced Board which consists of members with a wide range of diverse backgrounds and specialisations such as business, legal, financial services, accounting, judiciary and public service. This brings insightful depth and diversity to the leadership and management of an evolutionary business.

Although all the Directors have equal responsibility for the Group's operations, the role of the Independent Non-Executive Directors is particularly important in providing an independent view, advice and judgment to take into account the interests of the Group, shareholders, employees and communities in which the Group conducts its businesses. The Profiles of the Directors are presented on pages 14 to 16 of Volume 1 of this Annual Report.

Reinforce Independence

The NC is responsible for assessing the independence of Independent Directors annually based on their independent and constructive views, deliberations and contributions during the Board meetings.

The NC and the Board have upon their assessment, concluded that the Independent Non-Executive Directors continue to demonstrate conduct and behaviour that are essential indicators of independence and their ability to act in the best interests of the Company, and that they continue to fulfil the definition of independence as set out in the ACE LR of Bursa Securities.

One of the recommendations of the MCCG states that the tenure of an Independent Director should not exceed a cumulative term of nine (9) years. Currently, none of the Independent Directors' tenure has exceeded a cumulative term of nine (9) years.

(C) STRENGTHEN COMPOSITION

Board Committees

The Board delegates certain responsibilities to the respective Committees of the Board which operate within clearly defined terms of reference. The Chairmen of the various Committees inform the Directors at Board meetings of matters and recommendations which the respective Committees deem should be highlighted to the Board.

The current composition of the Board Committees is as set out on page 12 of Volume 1 of this Annual Report.

Nominating Committee

The NC is set up to propose new nominees for the Board and to evaluate each individual Director on an on-going basis. The Company has established formal and transparent procedures for the appointment of new Directors. The NC scrutinises the sourcing and nomination of suitable candidates for appointment and also seeks to ensure an optimal mix of qualification, skill and experience among the Board members.

The NC is comprised, in the majority, of Independent Non-Executive Directors with the Chairman being independent and able to contribute effectively to the NC. Meetings of the NC are held as and when required, and at least once a year.

The current composition of the NC is as set out on page 12 of Volume 1 of this Annual Report.

The terms of reference of the NC are available for reference at the Company's website www.microlink.com.my.

During FYE 31 March 2018, two (2) NC meetings were held in May and July 2017 which carried out the following activities:

- assessed the size, composition and effectiveness of the Board Committees and each of its members
- reviewed the overall composition of the Board in terms of appropriate size, required mix of skills, experience, core competencies and effectiveness as well as adequacy of balance between Executive Directors and Independent Non-Executive Directors
- evaluated each Director's performance and ensured no conflict of interest
- assessed and confirmed the independence of the Independent Directors
- reviewed the term of office and performance of the Audit & Risk Management Committee (ARMC) and each of its members
- evaluated the training needs of the Board
- discussed on nomination and appointment of new candidates as Directors of the Company

The Board acknowledges the need for gender diversity for good governance practice and to enhance the efficient functioning of the Board. The Board believes the appointment of new members is guided by the skills, experience, competency and knowledge of the individual candidate and it shall review any potential candidate wherever reasonably possible. In line with this, a Board Diversity Policy has been adopted by the Company.

The Board currently is 83.3% male and 16.7% female. In terms of age, 16.7% aged 31-40, 16.7% aged 41-50 and 66.66% aged 61-70 years old respectively.

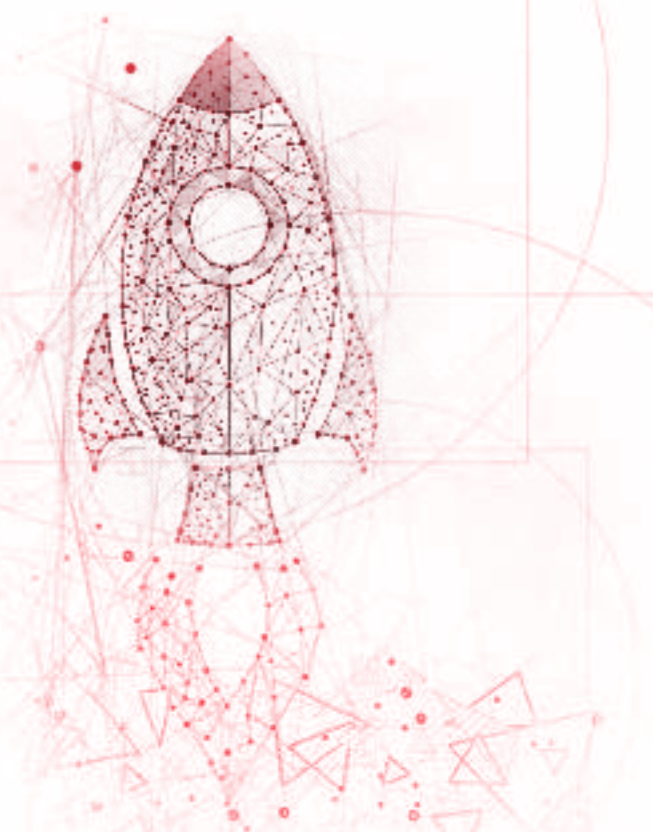
Directors' Training

The Directors are mindful of the need for continuous training to keep abreast of new developments and are encouraged to attend forums, seminars, workshops and conferences facilitated by external professionals in accordance with their respective needs in discharging their duties as Directors. All the Directors of the Company have attended and successfully completed the Mandatory Accreditation Programme prescribed under the Listing Requirements.

During the year under review, the NC reviewed and evaluated the training needs of the Directors and encouraged the individual Directors to identify their own training needs. The Company Secretary has periodically informed the Directors of the availability of appropriate courses, conferences and seminars and the Directors are encouraged to attend such training at the Company's expense.

The training/courses attended by the Directors during FYE 31 March 2018 are as follows:

Director	Training Attended	Date
Tun Arifin Bin Zakaria	▪ Mandatory Accreditation Programme	25-26 September 2017
Tai Keat Chai	▪ Bursa Risk Management Programme - "I Am Ready to Manage Risks"	13 September 2017
	▪ Securities Commission - Conversation with Audit Committees	14 November 2017
Martin Chu Leong Meng	▪ Capital Market Conference 2017	18 July 2017
Monteiro Gerard Clair	▪ 2017 Hitachi ASEAN Partner Leaders Forum	17-20 July 2017
Mah Xian-Zhen	▪ Design Thinking Workshop	18 April 2017 to 20 April 2017
	▪ The Release of the Malaysian Code on Corporate Governance	26 April 2017
	▪ Malaysian Private Equity Tech Conference 2017	18 May 2017
	▪ Driving Financial Integrity and Performance - Enhancing Financial Literacy for Audit Committees	3 August 2017
	▪ AWS re: Invent Conference, Las Vegas, USA	26 November 2017 to 1 December 2017
	▪ Corporate Governance Briefing Sessions: MMSG Reporting and CG Guide	15 March 2018



Dato' Jaganath Derek Steven Sabapathy has not attended any training during the financial year under review due to his tight travelling schedule and busy/heavy work commitments. Nevertheless, he and the other Directors continue to devote sufficient time to update their knowledge and enhance their skills through other alternatives to meet the ever-changing commercial challenges and risks.

In addition, the Directors continuously receive briefings and updates on the Group's businesses and operations, risk management activities, corporate governance, finance, new developments in the business environment, new regulations and statutory requirements from the Management, External Auditors, Company Secretary and the Internal Auditors during the Committees' meetings and Board meetings. The Board will continue to evaluate and determine the training needs of its Directors to enhance their skills and knowledge.

Re-election of Directors

In accordance with the Company's Articles of Association, one third (1/3) of the Directors for the time being shall retire from office and be eligible for re-election at each AGM, provided always that all Directors shall retire from office once every three (3) years but shall be eligible for re-election. The Directors to retire every year shall be those who have been longest in office since their last election.

The Articles of Association of the Company further provide that Directors who are appointed by the Board to fill a casual vacancy or as an addition to the existing Board are subject to re-election by the shareholders at the next AGM following their appointment.

Remuneration Committee

The Remuneration Committee (RC) comprises three (3) Non-Executive Directors. The RC is entrusted under its Terms of Reference to assist the Board, amongst others, to carry out an annual review of salaries, incentive arrangements and other employment conditions of the Executive Directors. Meetings of the RC are held as and when required, and at least once a year.

The current composition of the RC is as set out on page 12 of Volume 1 of this Annual Report.

During FYE 31 March 2018, three (3) RC meetings were held. The RC, in discharging its functions and duties, carried out the following activities:

- reviewed and recommended the remuneration package for Tun Arifin Bin Zakaria, Independent Non-Executive Chairman of the Company
- reviewed and recommended the payment of Directors' Fees for FYE 31 March 2017
- reviewed and recommended the payment of Directors' Fees and benefits for the period from 1 April 2017 until the next AGM of the Company
- reviewed and discussed the Directors' service contracts with the Company or with subsidiaries and ensured they be available at the Registered Office of the Company for inspection by the shareholders holding at least 5% of the total issued and paid-up share capital of the Company pursuant to Section 232 of the Companies Act, 2016
- reviewed and recommended the proposed annual increments for FYE 31 March 2018 and proposed performance bonuses for FYE 31 March 2017 for the staff of the Group

Directors' Remuneration

The remuneration of the Executive and Non-Executive Directors paid/payable by the Group for the financial year under review is as set out in the accompanying table:

Category	Directors' Fees (RM)	Directors' Salaries & Other Emoluments (RM)	Benefits-In-Kind (RM)	Total (RM)
Executive Directors				
Monteiro Gerard Clair	–	134,400 ⁽³⁾	25,000 ⁽⁶⁾	159,400
Non-Executive Directors				
Tun Arifin Bin Zakaria	147,500 ⁽¹⁾	5,000 ⁽⁴⁾	15,245 ⁽⁵⁾	167,745
Dato' Jaganath Derek Steven Sabapathy	26,935 ⁽²⁾	2,000 ⁽⁴⁾	–	28,935
Tai Keat Chai	87,000 ⁽²⁾	17,000 ⁽⁴⁾	–	104,000
Martin Chu Leong Meng	76,500 ⁽²⁾	17,000 ⁽⁴⁾	–	93,500
Mah Xian-Zhen	73,000 ⁽²⁾	13,000 ⁽⁴⁾	–	86,000

⁽¹⁾ Fees paid/payable by the Company for acting as the Chairman of the Board

⁽²⁾ Fees paid/payable by the Company for acting as a Non-Executive Director

⁽³⁾ Salaries and other emoluments paid by the Company for acting as Executive Director

⁽⁴⁾ Meeting Allowances paid by the Company

⁽⁵⁾ Benefits-In-Kind paid by the Company for acting as Executive Director

⁽⁶⁾ Benefits-In-Kind paid by the Company for acting as Chairman

PRINCIPLE 3: EFFECTIVE AUDIT & RISK MANAGEMENT

(A) AUDIT & RISK MANAGEMENT COMMITTEE

The ARMC currently comprises three (3) members, all of whom are Non-Executive Directors, with a majority being independent Directors.

The ARMC Report is presented on pages 33 to 34 of Volume 1 of this Annual Report.

(B) RISK FRAMEWORK

Details on the key features of the risk management framework are set out in the Statement on Risk Management & Internal Control on pages 30 to 32 of Volume 1 of this Annual Report.

(C) INTERNAL AUDIT FUNCTION

Details of the Group's internal control systems and the state of internal controls are further elaborated under the Statement on Risk Management & Internal Control, which has been reviewed by the Company's External Auditors, provided separately on pages 30 to 32 of Volume 1 of this Annual Report.

PRINCIPLE C: INTEGRITY IN CORPORATE REPORTING AND MEANINGFUL RELATIONSHIP WITH STAKEHOLDERS

(A) UPHOLD INTEGRITY IN FINANCIAL REPORTING

The Board acknowledges its responsibility for ensuring that the Company's and the Group's financial statements present a true and fair view of the state of affairs and are prepared in accordance with the applicable Financial Reporting Standards in Malaysia and are in accordance with the provisions of the Companies Act, 2016.

The Board is also committed to providing the highest level of disclosure possible to ensure integrity and consistency of the financial reports. In preparing the financial statements, the Board considers that the Group had used appropriate accounting policies, consistently applied and supported by reasonable and prudent judgments and estimates.

The ARMC holds a key responsibility for ensuring that the financial statements of the Company comply with the Financial Reporting Standards in Malaysia. Such statements comprise annual financial statements and quarterly financial reports. Upon recommendation given by the ARMC, the Board will engage in discussion and reviews before approving and subsequently releasing to Bursa Securities and the public.

The Chief Financial Officer (CFO) presents to the ARMC and the Board details of revenue and expenditure, for review of quarter-to-quarter and year-to-date financial performance against budget. The CFO provides assurance to the ARMC on a quarterly basis that appropriate accounting policies had been adopted and applied consistently.

The ARMC undertakes an annual assessment of the suitability and independence of the External Auditors in accordance with the External Auditor Independence Policy. Having satisfied itself with their performance and fulfilment of criteria as set out in the policy, the ARMC will recommend their re-appointment to the Board, after which the shareholders' approval will be sought at the AGM.

In this regard, in May 2018, the ARMC assessed the performance and the independence of Messrs BDO (BDO) as External Auditors of the Company and reviewed the level of non-audit services rendered by BDO to the Company for FYE 31 March 2018. The ARMC was satisfied with BDO's technical competency and audit independence. The assessment is based on:

- the overall comprehensiveness of the external audit plan
- the timeliness and quality of communications provided under the plan and delivered during the audit
- the competency and industry knowledge of external audit staff
- the adequacy of resources to achieve the scope as outlined in the plan
- the relationships with the Company or any other entity that may impair or appear to impair the External Auditor's judgment or independence

Written assurance is sought from the External Auditors confirming their independence throughout the conduct of the audit engagement in accordance with the terms of all relevant professional and regulatory requirements.

The External Auditors continue to report to members of the Company on their findings from the audit on statutory financial statements which are included as part of the Company's financial reports. The Company has always maintained a formal and transparent relationship with the External Auditors in seeking their professional advice and towards ensuring compliance with the accounting standards. It is the policy of the ARMC to meet with the External Auditors at least twice a year to discuss their audit plan, audit findings and the Group's financial statements. These meetings are held without the presence of the Management.

A summary of the activities of the ARMC during the financial year are set out in the ARMC Report on pages 33 to 34 of Volume 1 of this Annual Report.

(B) ENSURE TIMELY AND HIGH QUALITY DISCLOSURE

Shareholders and members of the public may obtain information on the Group's operations and activities, as well as press releases, announcements and financial information, etc. from the corporate website www.microlink.com.my.

(C) STRENGTHEN RELATIONSHIP BETWEEN COMPANY AND SHAREHOLDERS

The AGM and other meetings of the shareholders, including any Extraordinary General Meeting of the Company, are the principal forums for dialogue and interaction with shareholders. At such meetings, individual shareholders may raise questions or concerns with regard to the Company as a whole. Shareholders are also encouraged to participate in question and answer sessions. The Board, senior Management and relevant advisors are on hand to answer questions raised and provide clarifications as required. Where appropriate, the Board will undertake to provide written answers to any questions that cannot be readily answered at the meeting.

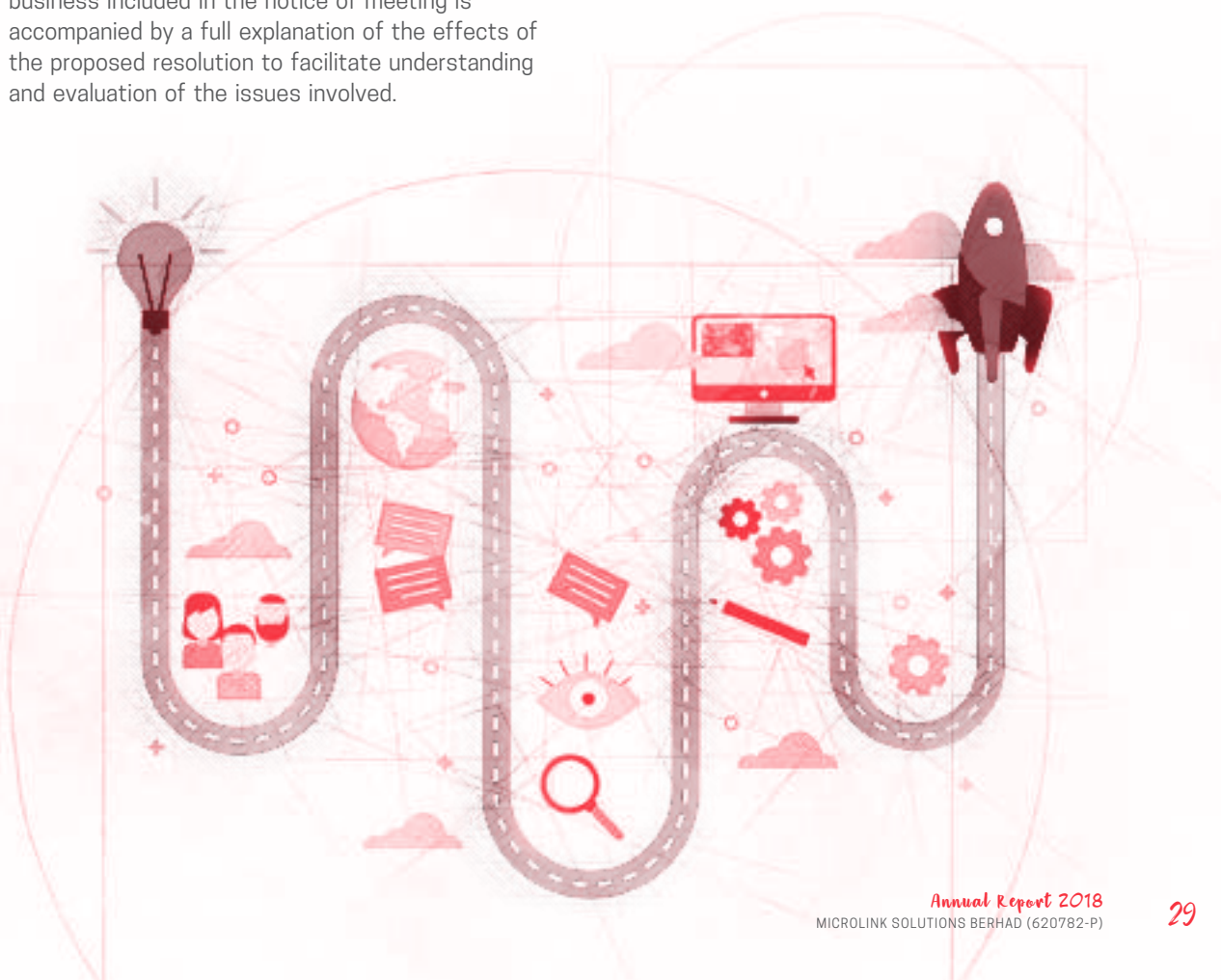
The Board will also ensure that each item of special business included in the notice of meeting is accompanied by a full explanation of the effects of the proposed resolution to facilitate understanding and evaluation of the issues involved.

In line with this, a Shareholders' Communication Policy has been adopted by the Company which sets out the framework that it has put in place to promote effective communication with the shareholders so as to enable the shareholders to engage actively with the Company and exercise their rights as shareholders in an informed manner. The Shareholders' Communication Policy is available for reference at the Company's website www.microlink.com.my.

COMPLIANCE STATEMENT

This statement on the Company's corporate governance practices is made in compliance with the Listing Requirements.

This Statement was approved by the Board on 4 July 2018.



Statement on Risk Management & Internal Control

Introduction

The Board of Directors of Microlink Solutions Berhad (Board) acknowledges its stewardship responsibility for the Group's risk management and internal control system, as well as for reviewing its adequacy and effectiveness throughout Microlink Solutions Berhad and its subsidiaries (the Group).

This Statement on Risk Management & Internal Control is prepared in accordance with Paragraph 15.26(b) of the ACE Market Listing Requirements (AMLR) and Guidance Note 11 of Bursa Malaysia Securities Berhad (Bursa Securities).

BOARD RESPONSIBILITIES

The Board recognises that a sound system of risk management and internal control is an integral part of good corporate governance. The Board is committed and affirms its overall responsibility to maintain both a sound system of risk management and internal control and the proper management of risks throughout the operations of the Group to ensure that shareholders' interests and the Group's assets are safeguarded.

Due to limitations inherent in any system of internal control and risk management, such system put in place by the Management is only designed to manage rather than eliminate risks of failure to achieve business objectives and corporate objectives. Accordingly, the system can only provide reasonable but not absolute assurance against material misstatements, losses or fraud. Due to the ever-changing business environment and conditions, the effectiveness of an internal control and risk management system may vary over time.

RISK MANAGEMENT

The Board acknowledges that all areas of the Group's activities involve some degree of risk and recognises that effective risk management is part of good business management practice for the successful achievement of the Group's business objectives. The oversight of this critical area is carried out by the Audit & Risk Management Committee (ARMC) comprising the Board Members.

The Group has established a Risk Management Framework to proactively identify, evaluate and manage key risks to an optimal level.

Risks are identified by each key business function/activity, assessing the probability and impact of their occurrence, and are evaluated as Low, Medium, High or Significant. The level of residual risk is determined after identifying and evaluating the effectiveness of existing controls and any mitigating measures.

There are two main risks which the Group identifies and the key focus of accountability is as follows:-

Strategic risks are risks primarily caused by events that are external to the Group, but have a significant impact on its strategic decisions or activities. Accountability for managing strategic risks is the responsibility of the Board, Group Chief Executive Officer and the Heads of Department. The advantage of managing this risk effectively is that the Group will be able to forecast and quickly adapt to the changing demands that are placed upon the Group.

Operational risks are inherent risks in the on-going activities within the different business functions of the Group. Examples of operational risks include credit, technology and competency risks. Accountability for managing operational risks rests specifically with the Heads of Department.

As part of the Group's effort to instil a proactive risk management culture and ownership, the Group has in the year under review undertaken the following initiatives:-

- On a day-to-day basis, the respective Heads of Department and key management staff are responsible for managing the risks of their departments. Periodic management meetings are held to address significant issues faced by the Group in order to ensure that significant risks are closely monitored and appropriately addressed. Significant risks of the Group are highlighted to the Board on an exception basis.
 - Internal audits are being carried out to ensure the mitigating measures identified are continuously implemented.
- An experienced and dedicated team of personnel across key functional units;
 - Established internal policies and procedures for key business units within the Group; and
 - Comprehensive guidelines for the employment and retention of employees are in place, including a staff handbook. Training is provided internally to ensure that employees are well-informed and equipped with all the necessary knowledge, skills and abilities to carry out their responsibilities effectively.

OTHER KEY ELEMENTS OF RISK MANAGEMENT AND INTERNAL CONTROL

The Group has put in place the following:

- An organisation structure with well-defined delegation of authority, segregation of duties and lines of responsibility;
- Systematic procedures in Capability Maturity Model Integration (CMMi) to facilitate process improvement and quality control;
- Strategic plans and annual budgets are prepared by respective Heads of Department and approved by the Board;
- Timely financial reporting in providing relevant financial information for Management review. Announcement of financial information is further subject to review by the ARMC prior to the Board's approval. In addition, statutory auditors' advice is sought as and when required;
- Monthly variance analysis between actual performance and approved budgeted numbers is conducted. Comprehensive management accounts and reports are prepared and explanations of major variances are presented in the Executive Committee Meetings (EXCO) which were held six times during this year;
- Board meetings are scheduled regularly. Board papers are distributed to the members of the Board ahead of the meetings and Board members have access to all relevant information. Decisions are made by the Board only after the requisite information is presented and deliberated;
- The Executive Director adopts a hands-on approach in running the business and operations of the Group and he reports to the Board on significant changes in the business and external environment, which affect the operations of the Group at large;

INTERNAL AUDIT

The Group's internal control systems are continually being reviewed and enhanced to ensure that changes in the Group's business and operating environment are adequately managed. The Board, through the ARMC, currently obtains regular assurance on the adequacy and effectiveness of the internal control system through independent reviews performed by the internal audit function which is outsourced to a professional services firm. The Internal Auditors report directly to the ARMC with the principal responsibility for performing regular and systematic reviews of the system of internal control.

During the year under review, the internal audit function conducted reviews in accordance with the risk based internal audit plan approved by the ARMC. Based on the internal audit reviews carried out, the results, including findings of the internal audit and recommended corrective actions, were presented to the ARMC at the scheduled meetings. In addition, follow-up review was conducted to ensure recommendations for improvement on the internal control system are being satisfactorily implemented.

Based on the internal audit review conducted, none of the weaknesses noted have resulted in any material losses, contingencies or uncertainties that would require separate disclosure in this Annual Report.

The costs incurred in maintaining the outsourced internal audit function for the financial period from 1 April 2017 to 31 March 2018 amounted to RM36,000.00.

COMMENTARY ON ADEQUACY & EFFECTIVENESS

The Board is of the view that the systems of risk management and internal controls described above have been in place for the year under review and up to the approval of this statement for inclusion in the Annual Report.

In making this statement, the Board has received assurance from Group Chief Executive Officer that the risk management and internal control systems are operating adequately and effectively in all material aspects for the reporting.

The Board is committed towards operating a sound system of internal control and effective risk management practices throughout the Group.

Nevertheless, the Board is cognisant of the fact that the Group's system of internal control and risk management practices must continuously evolve to meet the changing and challenging business environment. Therefore, the Board will, when necessary, put in place appropriate action plans to further enhance the Group's system of internal control and risk management.

REVIEW OF THE STATEMENT BY EXTERNAL AUDITORS

As required by Paragraph 15.23 of the Listing Requirements of Bursa Securities, the external auditors have reviewed this Statement on Risk Management and Internal Control, and reported to the Board that nothing has come to their attention that causes them to believe that the Statement on Risk Management and Internal Control intended to be included in the Annual Report for the financial year ended 31 March 2018 has not been prepared, in all material aspects, in accordance with the disclosures required by paragraphs 41 and 42 of the Statement on Risk Management and Internal Control: Guidelines for Directors of Listed Issuers, nor is the Statement on Risk Management and Internal Control factually inaccurate.

The limited assurance review was performed in accordance with Audit Assurance and Practice Guide 3 (AAPG 3) issued by the Malaysian Institute of Accountants which does not require the external auditors to form an opinion on the adequacy and effectiveness of the risk management and internal control systems of the Group.

CONCLUSION

There was no major internal control weakness identified that may result in any material loss or uncertainty that would require disclosure in the Annual Report. The Group will continue to take measures to strengthen the internal control and risk management environment.

This statement is made in accordance with approval from the Board of Directors dated 4th July 2018.

Audit & Risk Management Committee Report

The Audit & Risk Management Committee (ARMC) comprises the following three directors:

- Tai Keat Chai (Chairman) – Independent Non-Executive Director
- Martin Chu Leong Meng – Independent Non-Executive Director
- Mah Xian-Zhen – Non-Independent Non-Executive Director

TERMS OF REFERENCE

In performing its duties and discharging its responsibilities, the ARMC is guided by its Terms of Reference, which are available to view at the Company's website www.microlink.com.my. The Terms of Reference were reviewed on 13 February 2018.

MEETINGS

The ARMC held a total of five (5) meetings during the financial year ended (FYE) 31 March 2018. The attendance record of the respective members is as follows:

Committee Member	Total Meetings Attended
Tai Keat Chai	5/5
Martin Chu Leong Meng	5/5
Mah Xian-Zhen	5/5

SUMMARY OF ACTIVITIES

During FYE 31 March 2018, the ARMC carried out the following activities:

FINANCIAL RESULTS

- Reviewed and recommended the quarterly financial results and the annual audited financial statements of the Company and the Group to the Board for consideration and approval prior to release to Bursa Malaysia Securities Berhad (Bursa Securities).

RELATED PARTY TRANSACTIONS

- Reviewed related party transactions within the Company or the Group, including any transaction, mandate, procedure or course of conduct that raises questions of Management integrity.

INTERNAL AUDIT

- Reviewed the proposed re-appointment of Axcelasia Columbus Sdn Bhd as Internal Auditors of the Group;
- Reviewed the Internal Audit Report and recommendations for corrective action plans submitted by the Internal Auditors and received regular updates on the implementation by the Group; and
- Reviewed the Internal Audit Plan FYE 31 March 2019 of the Group.

EXTERNAL AUDIT

- Reviewed with the External Auditors the Audit Review Memorandum of the Group;
- Reviewed with the External Auditors the Company's Audited Financial Statements for FYE 31 March 2018 before recommending to the Board for their approval and release to Bursa Securities and SC;
- Reviewed and recommended to the Board on the re-appointment of the External Auditors;
- Reviewed and assessed the performance and independence of External Auditors; and
- Reviewed the Audit Planning Memorandum for FYE 31 March 2018 of the Company.

OTHER MATTERS

- Reviewed and approved the Statement by the ARMC for inclusion into the circular to shareholders in relation to the Proposed Renewal of Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature;
- Reviewed the Statement on Risk Management & Internal Control and ARMC Report for inclusion in the Company's Annual Report; and
- Reviewed the amendments of Terms of Reference of the ARMC.

INTERNAL AUDIT FUNCTION

The Board recognises the importance of a sound system of internal control to safeguard shareholders' investments and the Company's assets. The internal audit (IA) function in the Company is outsourced to an independent professional firm of auditors to assist in identifying, evaluating, monitoring and managing the significant risks. This ensures proper risk management, adequacy and integrity of the internal control systems in line with the requirements of the Statement on Internal Control - Guidance for Directors of Public Listed Companies. The Internal Auditors report directly to the ARMC.

A summary of work of the IA function during FYE 31 March 2018 was as follows:

- Conducted scheduled IA engagements, focusing primarily on the effectiveness of internal controls and recommending improvements where necessary. Reviewed the system of internal controls and business processes based on the approved Group IA Plan by adopting a risk-based approach and recommended improvements to the existing system of controls;
- Presented the IA Report, which included audit findings, audit recommendations and management's response and also recommended corrective measures proposed by the Internal Auditors to the ARMC; and
- Conducted follow-up reviews to assess if appropriate action had been taken to address issues highlighted in previous audit reports.

The total cost incurred in respect of the Company's internal audit function for the financial year ended 31 March 2018 was RM36,000.00 (FYE 2017: RM36,000.00).

Statement on Directors' Responsibility for Preparing the Financial Statements

The Directors are responsible for ensuring that the annual audited financial statements of the Group and of the Company are drawn up in accordance with the provisions of the Companies Act, 2016, the ACE Market Listing Requirements (ACE LR) and the requirements of the applicable approved Financial Reporting Standards issued by the Malaysian Accounting Standards Board (MASB).

The Directors are also responsible for ensuring that the annual audited financial statements of the Group and the Company present a true and fair view with the state of affairs of the Group and the Company as at the financial year end and their financial performance and cash flows for the financial year then ended.

In preparing the audited financial statements of the Group and of the Company for the financial year ended 31 March 2018, the Directors have ensured that appropriate and relevant accounting policies have been adopted and consistently applied, reasonable and prudent judgments and estimates have been exercised and going concern basis adopted.

The Directors are responsible for ensuring that the Group and the Company keep accounting records which disclose with reasonable accuracy the financial position of the Group and the Company and enable them to ensure that the financial statements comply with the Companies Act, 2016, the ACE LR and the requirements of the applicable approved Financial Reporting Standards issued by the MASB.

The Directors have overall responsibility for taking such steps that are reasonably available to them to safeguard the assets of the Group and the Company to prevent and detect fraud and other irregularities.



Analysis of Shareholdings

As at 29 June 2018

ORDINARY SHARES

Issued and Paid-up Share Capital	: 167,368,100 ordinary shares
Class of Shares	: Ordinary Shares
Voting Rights	: One (1) vote per ordinary share on a poll
Number of Shareholders	: 4,638

DISTRIBUTION OF ORDINARY SHAREHOLDERS

according to statistical summary of the Record of Depositors as at 29 June 2018

Size of Holdings	No. of Shareholders	% of Shareholders	No. of Shares Held	% of Issued Capital
Less than 100 shares	3,303	71.22	30,910	0.02
100 to 1,000 shares	567	12.22	175,444	0.10
1,001 to 10,000 shares	428	9.23	2,417,422	1.45
10,001 to 100,000 shares	260	5.61	8,460,261	5.05
100,001 to less than 5% of issued shares	78	1.68	72,689,363	43.43
5% and above of issued shares	2	0.04	83,594,700	49.95
Total	4,638	100.00	167,368,100	100.00

LIST OF THIRTY LARGEST ORDINARY SHAREHOLDERS

according to the Record of Depositors as at 29 June 2018

Name	No. of Shares Held	%
1. M & A Nominee (Tempatan) Sdn Bhd Insas Credit & Leasing Sdn Bhd for Omesti Holdings Berhad	68,794,700	41.10
2. AmSec Nominees (Tempatan) Sdn Bhd AmBank (M) Berhad for Omesti Holdings Berhad (Smart)	14,800,000	8.84
3. AmSec Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Omesti Holdings Berhad	8,053,193	4.81
4. Omesti Holdings Berhad	7,573,900	4.53
5. Maybank Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Seow Voon Ping	6,215,200	3.71
6. Inter-Pacific Equity Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Kok Tiu Wan	4,248,700	2.54
7. Alliancegroup Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Tan Siew Booy (D18)	4,034,645	2.41
8. AmSec Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Monteiro Gerard Clair	3,441,647	2.06
9. Cartaban Nominees (Tempatan) Sdn Bhd Standard Chartered Bank Singapore for BMO SPORE Branch Local Client	2,788,700	1.67

ANALYSIS OF SHAREHOLDINGS (CONT'D.)

As at 29 June 2018

LIST OF THIRTY LARGEST ORDINARY SHAREHOLDERS (CONT'D.)

according to the Record of Depositors as at 29 June 2018

Name	No. of Shares Held	%
10. Maybank Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Citaglobal Sdn Bhd	2,703,000	1.62
11. Kenanga Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Gan Kong Hiok (001)	2,507,000	1.50
12. RHB Capital Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Jaganath Derek Steven Sabapathy	2,420,500	1.45
13. HSBC Nominees (Asing) Sdn Bhd Exempt an for Credit Suisse (SG BR-TST-ASING)	2,194,831	1.31
14. CimSec Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Tan Siew Booy (MY0267)	2,033,734	1.22
15. Alliancegroup Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Koh Kin Lip (8058900)	2,000,000	1.19
16. Lim Tien Sim	1,392,700	0.83
17. Maybank Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Lim Lucy @ Lim Kim Chee	1,223,000	0.73
18. HSBC Nominees (Tempatan) Sdn Bhd Exempt an for Credit Suisse AG (SG-CLT-T-OS PR)	1,173,413	0.70
19. AmSec Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Ahmad Aminnurdin Bin Dinyati	1,001,187	0.60
20. CimSec Nominees (Tempatan) Sdn Bhd CIMB Bank for Koh Kin Lip (MY0502)	1,000,000	0.60
21. Maybank Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Mohamad Norza Bin Zakaria	1,000,000	0.60
22. Maybank Nominees (Tempatan) Sdn Bhd Maybank Private Wealth Management for Mohamed Nazim Bin Abdul Razak (PW-M00363) (408782)	1,000,000	0.60
23. Yap Eng Huai	807,060	0.48
24. RHB Capital Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Gan Kong Hiok	800,000	0.48
25. RHB Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Tan Bee Ean	667,500	0.40
26. AmSec Nominees (Tempatan) Sdn Bhd KGI Securities (Singapore) Pte. Ltd. for Alwin Kumar Magimay (46129)	558,500	0.33
27. DB (Malaysia) Nominee (Asing) Sdn Bhd Exempt an for Bank of Singapore Limited	501,200	0.30
28. CimSec Nominees (Tempatan) Sdn Bhd CIMB Bank for Rickoh Corporation Sdn Bhd (MY0507)	500,000	0.30
29. Norzaity Binti Othman	500,000	0.30
30. Maybank Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Mah Siew Kwok	440,000	0.26
Total	146,374,310	87.46

ANALYSIS OF SHAREHOLDINGS (CONT'D.)

As at 29 June 2018

SUBSTANTIAL ORDINARY SHAREHOLDERS

according to the Register of Substantial Shareholders as at 29 June 2018

Name	No. of Shares Held			
	Direct Interest	%	Deemed Interest	%
1. Omesti Holdings Berhad (OHB)	99,221,793	59.28	-	-
2. Omesti Berhad (Omesti)	-	-	99,221,793 ⁽¹⁾	59.28

DIRECTORS' INTERESTS IN ORDINARY SHARES IN THE COMPANY

according to the Register of Directors' Shareholdings as at 29 June 2018

Microlink Solutions Berhad	No. of Shares Held			
	Direct Interest	%	Deemed Interest	%
1. Tun Arifin Bin Zakaria	-	-	-	-
2. Dato' Jaganath Derek Steven Sabapathy	2,420,500	1.45	-	-
3. Monteiro Gerard Clair	3,613,647	2.16	-	-
4. Tai Keat Chai	-	-	-	-
5. Martin Chu Leong Meng	-	-	-	-
6. Mah Xian-Zhen	118,666	0.07	-	-

DIRECTORS' INTERESTS IN THE RELATED COMPANY

as at 29 June 2018

Omesti - Ordinary Shares	No. of Ordinary Shares Held			
	Direct Interest	%	Deemed Interest	%
1. Monteiro Gerard Clair	12,109,400	2.80	67,998,300 ⁽²⁾	15.70
2. Mah Xian-Zhen	9,703,700	2.25	-	-

NOTES:

- ⁽¹⁾ Deemed interest by virtue of OHB being a wholly-owned subsidiary of Omesti pursuant to Section 8 of the Companies Act, 2016 (the Act).
⁽²⁾ Deemed interest by virtue of his substantial interest in H2O Holdings Sdn Bhd (formerly known as Red Zone Development Sdn Bhd) which in turn owns 15.70% equity interest in Omesti, the holding company of OHB pursuant to Section 8 of the Act.

ANALYSIS OF SHAREHOLDINGS (CONT'D.)

As at 29 June 2018

REDEEMABLE PREFERENCE SHARES (RPS)

- Issued RPS Capital : RM25,193,044 divided into 25,193,044 RPS
- Class of Shares : RPS
- Voting Rights : The RPS holder shall not have the right to vote or to move or second any resolution at any general meeting of the Company except on any proposal that adversely affects the rights of the RPS as follows:
- (a) capital reduction of the Company;
 - (b) winding up or liquidation of the Company;
 - (c) variation of rights attached to the RPS; and
 - (d) issuance of further shares ranking in priority to or pari passu with the RPS (unless consented to in writing by 75% of the RPS holder).

In any such case, a holder shall have one (1) vote for each RPS held. Any holder may demand a poll at a general meeting of the Company on a resolution on which that holder may vote.

Number of Shareholder : 1

DISTRIBUTION OF RPS HOLDERS

according to statistical summary of the Register of RPS Holders as at 29 June 2018

Size of Holdings	No. of RPS Holders	% of RPS Holders	No. of RPS Held	% of Issued Capital
Less than 100 RPS	-	-	-	-
100 to 1,000 RPS	-	-	-	-
1,001 to 10,000 RPS	-	-	-	-
10,001 to 100,000 RPS	-	-	-	-
100,001 to less than 5% of issued RPS	-	-	-	-
5% and above of issued RPS	1	100.00	25,193,044	100.00
Total	1	100.00	25,193,044	100.00

LIST OF RPS HOLDERS

according to the Register of RPS Holders as at 29 June 2018

Name	No. of RPS Held	%
1. Omesti	25,193,044	100.00

SUBSTANTIAL RPS HOLDERS

according to the Register of Substantial RPS Holders as at 29 June 2018

Name	< ----- No. of RPS Held ----- >			
	Direct Interest	%	Deemed Interest	%
1. Omesti	25,193,044	100.00	-	-

Other Compliance Information

LONG TERM INCENTIVE PLAN (LTIP)

The LTIP comprises Employees' Share Option Scheme (ESOS) and Employees' Share Grant Plan (ESGP) and it is governed by the By-Laws approved by the shareholders at an Extraordinary General Meeting (EGM) held on 17 October 2014 (LTIP Award). The LTIP was implemented on 27 October 2014 and is in force for a duration of five (5) years from the date of implementation (Scheme).

During the financial year under review, the Company had granted a total of 800,000 ESOS to eligible Directors of the Company. These ESOS shall be in force from the date of offer until 13 September 2018.

The number of Option Shares granted to the Directors is disclosed on page 3 of Volume 2 of this Annual Report.

Brief details on the number of ESOS granted, vested and outstanding since the commencement of the LTIP on 27 October 2014 and during FYE 31 March 2018 are set out below:

As at 27 October 2014 to 31 March 2017	Total	Directors	Senior Management	Other Entitled Employees
Employees' Share Option Scheme (ESOS)				
Number of Options granted	17,340,000	2,800,200	3,632,400	10,907,400
Number of Options exercised	-	-	-	-
Number of Options lapsed	4,961,600	-	909,600	4,052,000
Number of Options outstanding as at 31 March 2017	12,378,400	2,800,200	2,722,800	6,855,400

As at 1 April 2017 to 31 March 2018	Total	Directors	Senior Management	Other Entitled Employees
ESOS				
As at 1 April 2017	12,378,400	2,800,200	2,722,800	6,855,400
Number of Options granted	800,000	800,000	-	-
Number of Options exercised	-	-	-	-
Number of Options lapsed	997,800	-	-	997,800
Number of Options outstanding as at 31 March 2018	12,180,600	3,600,200	2,722,800	5,857,600

The new ordinary shares to be issued pursuant to the exercise of ESOS shall upon allotment and issues rank pari-passu in all respects with the existing ordinary shares of the Company.

MAXIMUM ALLOWABLE ALLOCATION OF THE LTIP

Based on the LTIP By-Laws, the aggregate number of shares comprised in the LTIP awards to be awarded to an eligible person in accordance with the By-Laws of the LTIP, shall be determined at the discretion of the LTIP Committee, subject to the following:

- i. The aggregate maximum number of new shares which may be made available under the Scheme shall not in aggregate exceed twenty percent (20%) of the issued and paid-up share capital of the Company (excluding treasury shares, if any) at any point in time during the duration of the Scheme.
- ii. In the event the maximum number of new shares granted under the Scheme exceeds in aggregate twenty percent (20%) of the issued and paid-up share capital of the Company (excluding treasury shares, if any) as a result of the Company purchasing its own shares pursuant to Section 127 of the Companies Act, 2016 or the Company undertaking any corporate proposal and thereby diminishing the issued and paid-up share capital of the Company, then such LTIP Awards granted prior to the adjustment of the issued and paid-up share capital (excluding treasury shares, if any) of the Company shall remain valid and exercisable in accordance with the By-Laws. However, in such a situation no further LTIP Awards shall be made by the LTIP Committee unless the total number of shares to be issued under the Scheme falls below twenty percent (20%) of the issued and paid-up share capital of the Company (excluding treasury shares, if any) at any point of time during the duration of the Scheme as provided in By-Law.
- iii. The Company will keep available sufficient unissued shares to satisfy all outstanding LTIP Awards throughout the duration of the Scheme.

For FYE 31 March 2018 and since the commencement of the LTIP, the actual percentage of ESOS granted to the Directors and senior management of the Group was 19.85% and 20.02% respectively of the total ESOS granted.

AUDIT AND NON-STATUTORY AUDIT FEES

The amounts of audit and non-audit fees paid or payable by the Company and the Group to the External Auditors for the financial year ended 31 March 2018 are as follows:

	Company (RM)	Group (RM)
Audit fees	44,500	204,038
Non-audit fees	3,000	3,000

MATERIAL CONTRACTS

There were no material contracts (not being contracts entered into in the ordinary course of business) entered into by the Company and its subsidiaries involving the interest of its Directors or Major Shareholders of the Group and of the Company which were still subsisting as at the end of the financial year under review or which were entered into since the end of the previous financial year.

RECURRENT RELATED PARTY TRANSACTIONS

At the Annual General Meeting (AGM) of Microlink Solutions Berhad (MSB) held on 14 September 2017, the Company had obtained the approval of the shareholders for the shareholders' mandate to allow the Company and its subsidiaries (MSB Group) to enter into recurrent related party transactions of a revenue or trading nature, which are necessary for its day-to-day operations and in the ordinary course of its business, with related parties (Recurrent Transactions).

The said mandate is effective from 14 September 2017 until the conclusion of the forthcoming AGM of the Company.

OTHER COMPLIANCE INFORMATION (CONT'D.)

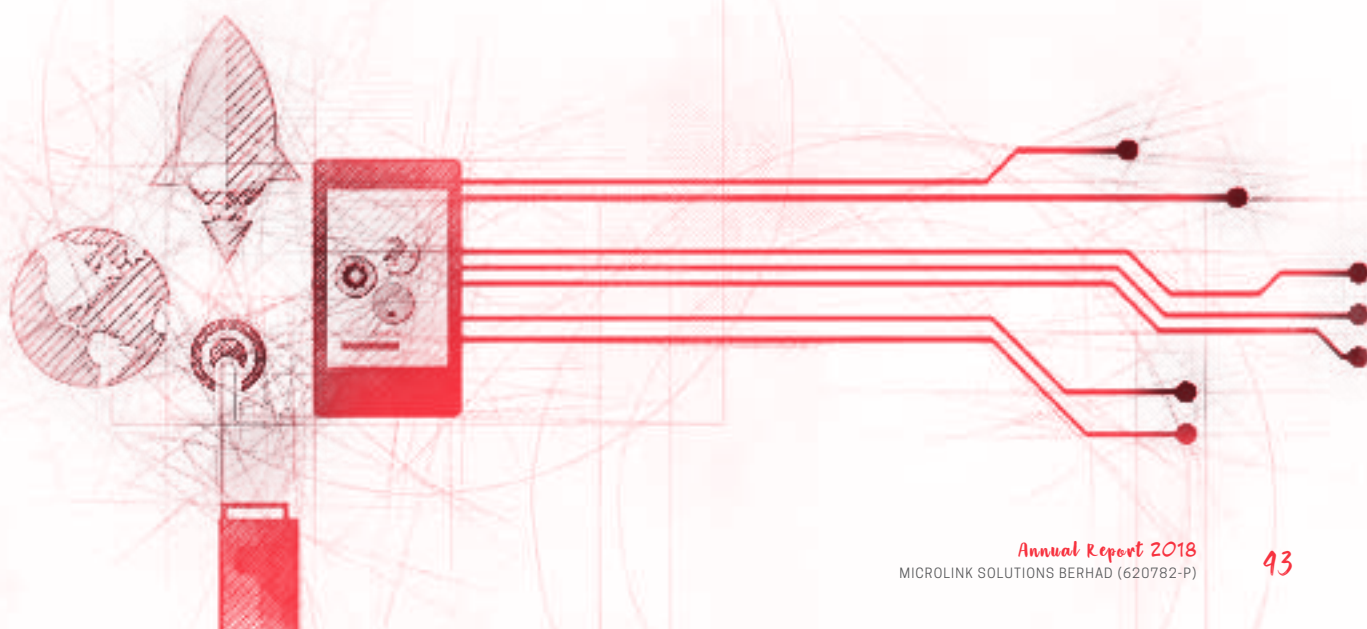
In accordance with Paragraph 3.1.5 of the Guidance Note 8 of the ACE Market Listing Requirements, details of the Recurrent Transactions conducted during FYE 31 March 2018 pursuant to the said shareholders' mandate are as follows:

Companies within MSB Group transacting with Related Parties	Nature of Transactions	Related Party	Interested Directors / Major Shareholders	Aggregate Value of Transactions during FYE 31 March 2018 (RM)
MSB Group	Provision of corporate secretarial, accounting and payroll services by Continuous Network Services Sdn Bhd (CNS) to MSB Group	CNS ⁽²⁾	Interested Director <ul style="list-style-type: none"> - Mah Xian-Zhen (MXZ) ⁽⁶⁾ - Monteiro Gerard Clair (MGC) ⁽⁸⁾ 	96,604.00
	Supply of network and software solutions, licences, network infrastructure, computer hardware and software and maintenance services by Omesti Group to MSB Group	Omesti Berhad (Omesti) and its subsidiary companies (Omesti Group) ⁽⁵⁾	Interested Major Shareholders <ul style="list-style-type: none"> - Omesti Holdings Berhad (OHB) ⁽¹⁾ - Omesti ⁽⁵⁾ 	748,435.95
	Supply of network and software solutions, licences, network infrastructure, computer hardware and software and maintenance services by MSB Group to Omesti Group			7,480,821.54
	Provision of network connectivity and bandwidth services and project management services in relation to telecommunications by Omesti Group to MSB Group			141,559.84
	Provision of administrative and management support, training and other related services by Omesti Group to MSB Group			304,200.00
	Renting of office spaces and provision of other related services by Omesti/Omesti Group to Microlink Group			259,800.00

OTHER COMPLIANCE INFORMATION (CONT'D.)

Companies within MSB Group transacting with Related Parties	Nature of Transactions	Related Party	Interested Directors / Major Shareholders	Aggregate Value of Transactions during FYE 31 March 2018 (RM)
MSB Group	Supply of network and software solutions, network security, storage and network management solutions inclusive of technical /maintenance services by DGSB Group to MSB Group	Diversified Gateway Solutions Berhad and its subsidiary companies (DGSB Group) ⁽³⁾	Interested Director - MXZ ⁽⁶⁾ - MGC ⁽⁸⁾ Interested Major Shareholders - OHB ⁽¹⁾ - Omesti ⁽⁵⁾	-
	Supply of computer hardware, software and services by MSB Group to DGSB Group			119,638.88
	Supply of software solutions, computer hardware and services in relation to human capital management by MIHCM Asia to MSB Group	MIHCM Asia Sdn Bhd (MIHCM Asia) ⁽⁴⁾		75,192.00
	Renting of office spaces and procurement of other related services such as general maintenance services from Ho Hup Group [@]	Ho Hup Group ⁽⁷⁾	Interested Director - MXZ ⁽⁶⁾ - MGC ⁽⁸⁾ Interested Major Shareholders - OHB ⁽¹⁾ - Omesti ⁽⁵⁾	-

[@] The tenure of the office spaces will be for a rental period of not more than three (3) years and rental payment will be on a monthly basis. The Address and build-up area in sq ft cannot be determined as of now as the property is currently under construction and is expected to be ready for occupancy in year 2018/2019.



OTHER COMPLIANCE INFORMATION (CONT'D.)

Notes:

- (1) OHB is a wholly-owned subsidiary of Omesti.
- (2) CNS is a wholly-owned subsidiary of Omesti. CNS is principally involved in the provision of corporate secretarial, accounting and payroll services.
- (3) DGSB is a 15.43% associate Company of OHB as at 31 March 2018. DGSB Group is principally engaged in the business of investment holding whilst its subsidiary companies are involved in the provision of integrated business solutions based on SAP software and in the business of providing networking solutions and management services to both telecommunication and enterprise organizations as well as in the provision of distribution and maintenance of computer networking, network security storage and network management.
- (4) MIHCM Asia is a 33.33% associated Company of Continuous Network Advisers Sdn Bhd, which in turn is a wholly-owned subsidiary of Omesti as at 31 March 2018. MIHCM Asia is principally engaged in the distribution, marketing, implementing and maintenance of human capital management software solutions and services in Asia.
- (5) Omesti is the holding company of OHB as at 31 March 2018. Omesti is principally engaged in investment holding activities and the provision of management services, and through its subsidiaries, are engaged in the following:
- distribution and provision of maintenance for hardware and software;
 - provision of a comprehensive range of tele/data communication and networking solutions and services;
 - provision of legal, financial and commercial software products as well as services to develop and implement platform-independent software solutions;
 - provision of integrated business solutions based on SAP software and customised solutions which include, building automation and management, media publication and broadcasting solutions; and
 - provision of customised systems integration of hardware platforms, continuous maintenance and after sales support services.
- (6) MXZ is a daughter of Dato' Mah. MXZ's direct and indirect interests in Omesti and MSB as at the LPD are as set out below:

Name of Company	% of Interest	
	Direct	Indirect
Omesti	2.22	–
MSB	0.07	–

- (7) Ho Hup Group is a related party to MSB Group through a common ultimate Major Shareholder, Omesti. As at the LPD, Ho Hup is a 13.26% associated company of OHB. Ho Hup Group is principally involved in foundation engineering, civil engineering, building contracting works and hire of plant and machinery.
- (8) MGC are deemed Major Shareholders of Omesti by virtue of their substantial interest in RZD, which in turn owns 15.70% equity interest in Omesti as at 31 March 2018. By virtue of their deemed interests in Omesti, they are deemed interested in the shares of Omesti's subsidiary companies to the extent Omesti has an interest. Their direct and indirect interests in Omesti and MSB as at 31 March 2018 are as set out below:

Name	Omesti		MSB	
	% of Interest		% of Interest	
	Direct	Direct	Direct	Indirect
MGC	2.54	15.70	1.92	–

Notice of 15th Annual General Meeting

MICROLINK SOLUTIONS BERHAD

(Company No. 620782-P)

(Incorporated in Malaysia)



NOTICE IS HEREBY GIVEN THAT the **15th Annual General Meeting** of the Company will be held at **Banquet Hall, The Royal Selangor Golf Club, Jalan Kelab Golf, Off Jalan Tun Razak, 55000 Kuala Lumpur**, on **Thursday, 6 September 2018 at 10.00 am** for the following purposes:

AGENDA

AS ORDINARY BUSINESS:

1. To receive the Audited Financial Statements for the financial year ended 31 March 2018 together with the Reports of the Directors and Auditors thereon. [Please refer to Explanatory Note]
2. To approve the payment of Directors' Fees and benefits to Non-Executive Directors of up to an amount of RM546,500 for the period from 7 September 2018 until the conclusion of the next Annual General Meeting (AGM) of the Company. Resolution 1
4. To re-elect the following Directors retiring pursuant to Article 70 of the Company's Articles of Association and being eligible, have offered themselves for re-election:
 - (a) Mr Martin Chu Leong Meng Resolution 2
 - (b) Ms Mah Xian-Zhen Resolution 3
5. To re-elect Dato' Jaganath Derek Steven Sabapathy who retires pursuant to Article 75 of the Company's Articles of Association and being eligible, has offered himself for re-election. Resolution 4
6. To re-appoint Messrs BDO as Auditors of the Company for the ensuing year and to authorise the Directors to fix their remuneration. Resolution 5

AS SPECIAL BUSINESS:

7. To consider, and if thought fit, to pass the following resolution as an Ordinary Resolution:
AUTHORITY TO ALLOT AND ISSUE SHARES PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT, 2016 Resolution 6

"THAT subject always to the Companies Act, 2016 and the approvals of the relevant authorities, the Directors be and are hereby empowered, pursuant to Sections 75 and 76 of the Companies Act, 2016 to allot and issue shares in the Company at any time and upon such terms and conditions and for such purposes as the Directors may, in their absolute discretion deem fit, provided that the aggregate number of shares issued pursuant to this resolution does not exceed 10% of the issued capital of the Company for the time being and that the Directors be and are also empowered to obtain the approval for the listing of and quotation for the additional shares so issued on the Bursa Malaysia Securities Berhad and that such authority shall continue to be in force until the conclusion of the next AGM of the Company."

8. To consider, and if thought fit, to pass the following resolution as an Ordinary Resolution:

PROPOSED RENEWAL OF SHAREHOLDERS' MANDATE AND NEW SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE

Resolution 7

"THAT the Company and/or its subsidiaries be and is/are hereby authorised to enter into recurrent related party transactions from time to time with Related Parties who may be a Director, a major shareholder of the Company and/or its subsidiaries or a person connected with such a Director or major shareholder, as specified in Section 2.3 of the Circular to Shareholders dated 31 July 2018 subject to the following:

- (i) the transactions are of a revenue or trading nature which are necessary for the day-to-day operations of the Company and/or its subsidiaries and are transacted on terms consistent or comparable with market or normal trade practices and/or based on normal commercial terms and on terms not more favourable to the Related Parties than those generally available to the public and are not to the detriment of the minority shareholders; and
- (ii) disclosure is made in the annual report of the aggregate value of transactions conducted during the financial year pursuant to the shareholders' mandate in accordance with the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad;

THAT the mandate given by the shareholders of the Company shall only continue to be in force until the conclusion of the next AGM of the Company or the expiry of the period within which the next AGM is required to be held pursuant to Section 340(2) of the Companies Act, 2016 (the Act) (but shall not extend to such extension as may be allowed pursuant to Section 340(4) of the Act); unless revoked or varied by Ordinary Resolution of the shareholders of the Company in general meeting, whichever is the earlier;

AND THAT the Directors of the Company be authorised to complete and carry out such acts and actions as they may consider expedient or necessary to give effect to the shareholders' mandate."

9. To consider, and if thought fit, to pass the following resolution as an Ordinary Resolution:

PROPOSED ALLOCATION OF LTIP OPTIONS TO THE ELIGIBLE NON-EXECUTIVE DIRECTOR OF THE COMPANY - DATO' JAGANATH DEREK STEVEN SABAPATHY PURSUANT TO THE LONG TERM INCENTIVE PLAN ("LTIP" OR "SCHEME") OF THE COMPANY

Resolution 8

"THAT conditional upon the approval from the shareholders of the Company and all other relevant authorities (if required) being obtained, the Board (save for the director which the LTIP options is to be granted to) be and is hereby authorised to, at any time and from time to time subject always to such terms and conditions and/or adjustments which may be made in accordance with the provision of the By-Laws governing the Scheme, to offer and grant 600,000 of LTIP options to Dato' Jaganath Derek Steven Sabapathy, being the Non-Independent Non-Executive Director of the Company, the LTIP options which gives the right to subscribe for new shares of the Company at a prescribed subscription price upon the vesting of the LTIP options under the Scheme."

10. To transact any other business of which due notice shall have been given.

By Order of the Board

PHANG AI TEE [MAICSA No. 7013346]
Company Secretary

Kuala Lumpur
31 July 2018

NOTES:

- (i) A member of the Company entitled to attend and vote at this meeting is entitled to appoint a proxy or proxies to attend and vote in his/her stead. A proxy may but need not be a member of the Company. There shall be no restriction as to the qualification of the proxy. A proxy appointed to attend and vote at a General Meeting of the Company shall have the same rights as the member to speak at the General Meeting.
- (ii) Where a member 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), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each Omnibus Account it holds. An exempt authorised nominee refers to an authorised nominee defined under the Securities Industry (Central Depositories) Act, 1991 (SICDA) which is exempted from compliance with provisions of subsection 25A(1) of SICDA.
- (iii) A member may appoint more than two (2) proxies to attend at the same meeting. Where a member appoints two (2) or more proxies, the member shall specify the proportion of his shareholding to be represented by each proxy.
- (iv) The instrument appointing a proxy shall be in writing (in the common or usual form) under the hand of the appointer or of his attorney duly authorised in writing or, if the appointer is a corporation, either under seal or under the hand of an officer or attorney duly authorised.
- (v) Only members whose names appear in the Record of Depositors on 28 August 2018 shall be entitled to attend, speak and vote at the AGM.
- (vi) The instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority, shall be deposited at 10th Floor, Menara SMI, 6 Lorong P. Ramlee, 50250 Kuala Lumpur not less than 48 hours before the time fixed for holding the Meeting or adjourned Meeting at which the person named in the instrument proposed to vote, or, in the case of a poll, not less than twenty-four (24) hours before the time appointed for taking of the poll and in default the instrument of proxy shall not be treated as valid.
- (vii) The resolutions set out in the Notice of 15th AGM will be put to vote by poll in accordance with Rule 8.31A of the ACE Market Listing Requirements of Bursa Securities.

EXPLANATORY NOTES:

Agenda 1 Audited Financial Statements for the financial year ended 31 March 2018

The audited financial statements are for discussion only under Agenda 1, as they do not require shareholders' approval under the provisions of Section 340(1)(a) of the Companies Act, 2016. Hence, they will not be put for voting.

Resolution 1 Directors' Fees and Benefits

Section 230 of the Companies Act, 2016 provides amongst others, that the fee of the Directors and any benefits payable to the Directors of a listed company and its subsidiaries shall be approved at a general meeting.

The proposed Resolution 1, if passed, will authorise the payment of Directors' fees and benefits (being meeting attendance allowance) payable to the Non-Executive Directors for the period from 7 September 2018 until the conclusion of the next AGM of the Company. This authority, unless revoked or varied by the Company in a general meeting will expire at the conclusion of the next AGM of the Company.

The total estimated amount of benefits payable is calculated based on the number of scheduled Board and Board Committee meetings and the current composition of the Board and Board Committees remains unchanged.

The Board is of the view that it is just and equitable for these Directors' fees and benefits to be paid quarterly and as and when incurred respectively, particularly after they have discharged their responsibilities and rendered their services to the Company throughout the said period.

Resolution 6 Authority to Allot Shares

Further information in relation to the general mandate for issue of securities is set out in the Statement Accompanying Notice of 15th AGM.

Resolution 7 Proposed Renewal of Shareholders' Mandate and New Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature

Further information on the Recurrent Related Party Transactions is set out in the Part A of the Circular to Shareholders dated 31 July 2018 which is dispatched together with the Company's Annual Report 2018.

Resolution 8 Proposed Allocation of LTIP options to Dato' Jaganath Derek Steven Sabapathy

Further information on the Proposed Allocation of LTIP options to Dato' Jaganath Derek Steven Sabapathy is set out in the Part B of the Circular to Shareholders dated 31 July 2018 which is dispatched together with the Company's Annual Report 2018.

Statement Accompanying Notice of 15th Annual General Meeting

(Pursuant to Rule 8.29(2) of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad)

A. DETAILS OF THE INDIVIDUALS WHO ARE STANDING FOR RE-ELECTION AS DIRECTORS

The profile of Dato' Jaganath Derek Steven Sabapathy, who is standing for re-election pursuant to Article 75 of the Company's Articles of Association under Agenda 5 of the Notice of the 15th Annual General Meeting (AGM), is set out on Page 15 of Volume 1 of this Annual Report.

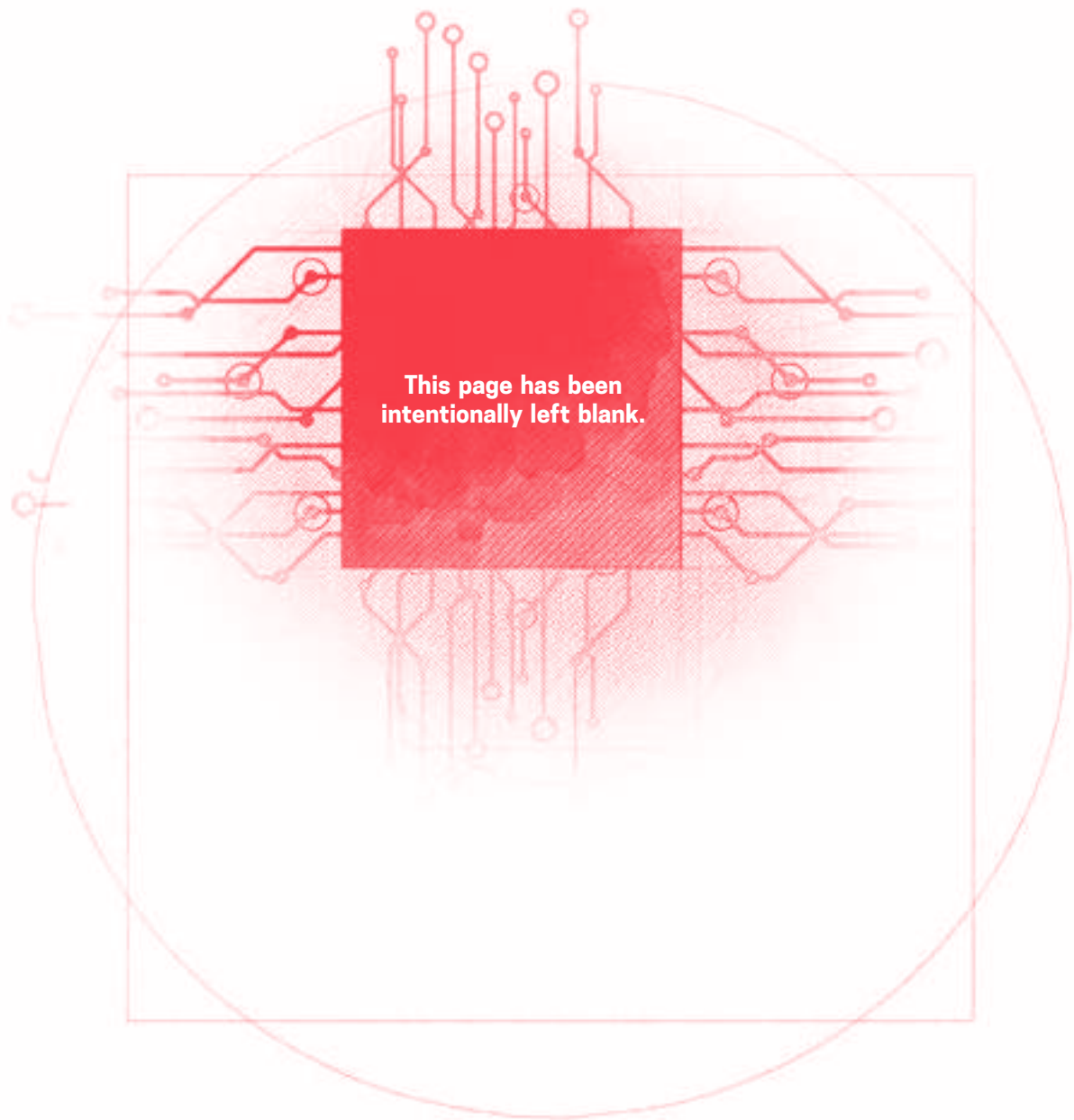
B. STATEMENT RELATING TO GENERAL MANDATE FOR ISSUE OF SECURITIES IN ACCORDANCE WITH RULE 6.04(3) OF THE ACE MARKET LISTING REQUIREMENTS

The resolution in relation to the authority to allot and issue shares pursuant to Sections 75 and 76 of the Companies Act, 2016, is a renewal of the general mandate for the issue of new ordinary shares in the Company which was approved at the last AGM of the Company held on 14 September 2017.

As at the date of the Notice of 15th AGM, no new shares in the Company were issued pursuant to the mandate granted to the Directors at the 14th AGM held on 14 September 2017 and which will lapse at the conclusion of the 15th AGM.

The resolution, if passed, would provide flexibility to the Directors to undertake fund-raising activities, including but not limited to placement of shares for the funding of the Company's future investment projects, working capital and/or acquisitions, by the issuance of shares in the Company to such persons at any time, as the Directors consider it to be in the best interests of the Company. Any delay arising from and cost involved in convening a general meeting to approve such issuance of shares should be eliminated.

This authority, unless revoked or varied by the Company in a general meeting, will expire at the conclusion of the next AGM of the Company.



DEAR SIRS/MADAMS,

This privacy notice for personal data (“**Privacy Notice**”) is issued to all shareholders of Microlink Solutions Berhad (“**Company**”, “**we**”, “**us**” or “**our**”), pursuant to the statutory requirements of the Personal Data Protection Act 2010 (“**PDPA**”).

During the course of your dealings with us, we will collect and process your personal data (including any personal data previously collected from you) for purposes, including, to communicate with you, provide administrative assistance to you in the course of you being our shareholder, respond to your enquiries or input, invite you to meetings and events, provide you with notices, documents, information and/or updates relating to us and any matters relating to your involvement in the Board of Directors, for publication and dissemination of your personal data in any circulars, reports, minutes, websites, newsletters, bulletins, brochures, pamphlets or any other materials which may be published and circulated internally or to the general public, to comply with our legal and regulatory obligations (including monitor and where necessary make disclosure of matters relating to your involvement in any shares, debentures, participatory interests, rights, options, transactions and contracts) and other purposes required to operate and maintain our business as set out in our Privacy Policy (collectively referred to as “**Purposes**”).

We will not disclose any of your personal data to any third party without your consent except to the Company’s group of companies (including the Company’s subsidiaries, related and/or associated companies), our professional advisers, vendors, suppliers, agents, contractors, service providers, business partners, insurance companies, banks and financial institutions, any governmental agencies, regulatory authorities and/or statutory bodies, within or outside Malaysia, where necessary, for the Purposes mentioned above, to any party who undertakes to keep your personal data confidential, to any person as set out in our Privacy Policy, or to whom we are compelled or required under the law to disclose to. A copy of our Privacy Policy is available on our website at www.microlink.com.my/PP.asp.

It is necessary for us to collect and process your personal data. If you do not provide us with your personal data, or do not consent to this Privacy Notice, we will not be able to effectively provide services to you in connection with or incidental to your role as our shareholder or process your personal data for any of the Purposes, if at all.

We are committed to ensuring that your personal data is stored securely. You have the right to request for access to, request for a copy of and request to update or correct, your personal data held by us. You also have the right at any time to request us to limit the processing and use of your personal data, subject to our right to rely on any statutory exemptions and/or exceptions to collect, use and disclose your personal data.

Your written requests or queries should be addressed to:

PERSONAL DATA PROTECTION OFFICER

Address: 10th Floor, Menara SMI, 6 Lorong P Ramlee, 50250 Kuala Lumpur.

Tel : +603 2078 4488

Fax : +603 2070 6893

Email : pdpa@omesti.com

By providing your personal data to us, you consent to us processing your personal data in accordance with this Privacy Notice, and you confirm that all personal data provided by you is accurate and complete, and that none of it is misleading or out of date. You will promptly update us in the event of any change to your personal data.

To the extent that you have provided (or will provide) personal data about your family members, spouse, other dependents (if you are an individual), directors, shareholders, employees, representatives, agents (if you are a corporate entity/an organisation) and/or other individuals, you confirm that you have explained (or will explain) to them that their personal data will be provided to, and processed by, us and you represent and warrant that you have obtained their consent to the processing (including disclosure and transfer) of their personal data in accordance with this Privacy Notice.

In respect of minors (i.e. individuals under 18 years of age) or individuals not legally competent to give consent, you confirm that you are the parent or guardian or person who has parental responsibility over them or the person appointed by court to manage their affairs or that they have appointed you to act for them, to consent on their behalf to the processing (including disclosure and transfer) of their personal data in accordance with this Privacy Notice.

We reserve the right to update and amend this Privacy Notice or our Privacy Policy from time to time. We will notify you of any amendments to this Privacy Notice or our Privacy Policy via announcements on our website or other appropriate means. If we amend this Privacy Notice or our Privacy Policy, the amendment will only apply to personal data collected after we have posted the revised Privacy Notice or Privacy Policy.

In accordance with Section 7(3) of the PDPA, this Privacy Notice is issued in both English and Bahasa Malaysia. In the event of any inconsistencies or discrepancies between the English version and the Bahasa Malaysia version, the English version shall prevail.

Notis Privasi

KEPADA TUAN-TUAN DAN PUAN-PUAN,

Notis privasi untuk data peribadi ini ("**Notis Privasi**") diberikan kepada semua pemegang saham Microlink Solutions Berhad ("**Syarikat**", "**kita**" atau "**kami**"), selaras dengan obligasi statutori di bawah Akta Perlindungan Data Peribadi 2010 ("**PDPA**").

Sepanjang masa urusan anda dengan kami, kami akan mengumpul dan memproses data peribadi anda (termasuk data peribadi yang telah dikumpulkan sebelum ini) untuk tujuan berkomunikasi dengan anda, memberi bantuan pentadbiran kepada anda, memberi maklum balas terhadap pertanyaan atau input anda, menjemput anda ke mesyuarat dan acara kami, memberi anda notis, dokumen, maklumat dan/atau isu-isu terkini berkaitan dengan kami dan perkara-perkara berhubungan dengan penglibatan anda di Lembaga Pengarah, untuk penerbitan dan pendedahan data peribadi anda di pekeliling, laporan, minit, laman web, surat berita, buletin, brosur, risalah atau media lain yang mungkin diterbitkan dan diedarkan di dalam organisasi kami atau kepada orang awam, untuk memenuhi kewajipan kami dalam mematuhi undang-undang dan peraturan-peraturan (termasuk memantau dan membuat pendedahan tentang perkara-perkara yang berkaitan dengan penglibatan anda dalam apa-apa saham, debentur, kepentingan penyertaan, hak, opsyen, urus niaga dan kontrak), serta tujuan-tujuan lain yang kami perlukan untuk mengendalikan dan mengekalkan perniagaan kami sepertimana yang tertera dalam Polisi Privasi kami (secara kolektifnya dirujuk sebagai "**Tujuan-Tujuan**").

Kami tidak akan mendedahkan apa-apa data peribadi anda kepada mana-mana pihak ketiga tanpa kebenaran anda kecuali kepada syarikat-syarikat di dalam kumpulan Syarikat (termasuk subsidiari, syarikat berkaitan dan/atau syarikat bersekutu kami), penasihat profesional, ejen, vendor, pembekal, kontraktor, pembekal perkhidmatan, rakan kongsi perniagaan, syarikat insurans, bank dan institusi kewangan, agensi kerajaan, pihak berkuasa dan/atau badan berkanun, di dalam atau di luar Malaysia, jikalau perlu, bagi Tujuan-Tujuan yang disebut di atas, kepada mana-mana pihak yang berjanji untuk menyimpan data peribadi anda secara sulit, kepada mana-mana pihak sepertimana yang tertera dalam Polisi Privasi kami, atau sekiranya diperlukan di bawah undang-undang. Sesalinan Polisi Privasi kami boleh didapati di laman web kami di www.microlink.com.my/PP.asp.

Kami perlu mengumpul dan menyimpan data peribadi anda. Sekiranya anda tidak memberikan data peribadi anda kepada kami, atau tidak bersetuju dengan Notis Privasi ini, kami mungkin tidak dapat memberikan perkhidmatan secara efektif kepada anda berkaitan atau bersampingan dengan peranan anda sebagai pemegang saham kami atau memproses data peribadi anda bagi Tujuan-Tujuan yang disebut di atas.

Kami akan memastikan data peribadi anda disimpan dengan selamat. Anda mempunyai hak untuk meminta akses kepada, mendapat salinan, mengemaskini atau memperbetulkan data peribadi anda yang disimpan oleh kami. Anda juga mempunyai hak untuk meminta kami menghadkan pemprosesan dan penggunaan data peribadi anda pada bila-bila masa. Walaubagaimana pun, kami mempunyai hak untuk bergantung kepada mana-mana pengecualian dalam mengumpul, mengguna dan mendedah data peribadi anda.

Permintaan atau pertanyaan bertulis anda perlu disampaikan ke alamat di bawah:

PEGAWAI PERLINDUNGAN DATA PERIBADI

Alamat : Aras 10, Menara SMI, 6 Lorong P Ramlee, 50250 Kuala Lumpur.

No. Telefon : +603 2078 4488

No. Faks : +603 2070 6893

E-mel : pdpa@omesti.com

Dengan memberikan data peribadi anda kepada kami, anda bersetuju untuk kami memproses data peribadi anda sepertimana yang tertera dalam Notis Privasi ini, dan anda mengesahkan bahawa semua data peribadi yang diberikan oleh anda adalah betul dan lengkap, dan tiada data peribadi yang mengelirukan atau yang belum dikemaskinikan. Anda mesti, dengan segera, mengemaskini data peribadi anda sekiranya terdapat apa-apa perubahan kepada data peribadi yang anda beri kepada kami.

Setakat mana yang anda telah memberikan (atau akan memberikan) data peribadi tentang ahli keluarga, pasangan, tanggungan anda (jikalau anda ialah seorang individu), pengarah, pemegang saham, wakil, ejen (jikalau anda ialah sebuah entiti korporat/organisasi) dan/atau individu lain, anda mengesahkan bahawa anda telah menjelaskan (atau akan menjelaskan) kepada mereka bahawa data peribadi mereka akan didedahkan kepada, dan akan diproses oleh, kami dan anda menyata dan menjamin bahawa anda telah diberi kuasa untuk mendedahkan data peribadi mereka kepada kami dan anda telah memperolehi persetujuan daripada mereka berkenaan dengan pemprosesan (termasuk pendedahan dan pemindahan) data peribadi mereka sepertimana yang tertera dalam Notis Privasi ini.

Berkenaan dengan individu yang belum mencapai usia dewasa (iaitu individu di bawah umur 18 tahun) atau individu yang tidak mempunyai kompeten untuk memberi persetujuan, anda mengesahkan bahawa anda ialah ibu bapa atau penjaga atau orang yang mempunyai kewajipan terhadap mereka atau orang yang dilantik oleh mahkamah untuk menguruskan urusan mereka atau mereka telah melantik anda untuk mewakili mereka, untuk memberi persetujuan bagi pihak mereka berkenaan dengan pemprosesan (termasuk pendedahan dan pemindahan) data peribadi mereka sepertimana yang tertera dalam Notis Privasi ini.

Kami berhak untuk mengemaskini dan meminda Notis Privasi ini atau Polisi Privasi kami dari semasa ke semasa. Sebarang perubahan atau pemindahan kepada Notis Privasi ini atau Polisi Privasi kami akan dimaklumkan melalui pengumuman di laman web kami atau melalui cara yang bersesuaian. Jika kami meminda Notis Privasi ini atau Polisi Privasi kami, pindaan itu hanya akan berkuat-kuasa untuk data peribadi yang dikumpul selepas kami memaparkan Notis Privasi atau Polisi Privasi kami yang terpinda.

Mengikut Seksyen 7(3) PDPA, Notis Privasi ini diterbitkan dalam Bahasa Inggeris dan Bahasa Malaysia. Sekiranya terdapat sebarang ketidakseragaman atau percanggahan di antara versi Bahasa Inggeris dan Bahasa Malaysia, versi Bahasa Inggeris akan digunapakai.

Form of Proxy

MICROLINK SOLUTIONS BERHAD

(Company No. 620782-P)

(Incorporated in Malaysia)



I/We, _____ NRIC No: _____

of _____

being a member/members of MICROLINK SOLUTIONS BERHAD, hereby appoint _____

_____ NRIC No: _____

of _____

or failing him/her, _____ NRIC No: _____

of _____ or failing whom,

THE CHAIRMAN OF THE MEETING as my/our proxy to vote for me/us and on my/our behalf at the **15th Annual General Meeting** of the Company, to be held at **Banquet Hall, The Royal Selangor Golf Club, Jalan Kelab Golf, Off Jalan Tun Razak, 55000 Kuala Lumpur**, on **Thursday, 6 September 2018** at **10.00am** and at any adjournment thereof in the manner as indicated below:

RESOLUTION	FOR	AGAINST
RESOLUTION 1		
RESOLUTION 2		
RESOLUTION 3		
RESOLUTION 4		
RESOLUTION 5		
RESOLUTION 6		
RESOLUTION 7		
RESOLUTION 8		

(Please indicate with an X in the spaces provided above how you wish your vote to be cast. If you do not indicate how you wish your proxy to vote on any Resolution, the proxy may vote as he or she thinks fit, or at his or her discretion, abstain from voting)

Signed this _____ day of _____ 2018

Number of Ordinary Shares Held

Signature of Shareholder(s)

NOTES:

- (i) A member of the Company entitled to attend and vote at this meeting is entitled to appoint a proxy or proxies to attend and vote in his/her stead. A proxy may but need not be a member of the Company. There shall be no restriction as to the qualification of the proxy. A proxy appointed to attend and vote at a General Meeting of the Company shall have the same rights as the member to speak at the General Meeting.
- (ii) Where a member 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), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each Omnibus Account it holds. An exempt authorised nominee refers to an authorised nominee defined under the Securities Industry (Central Depositories) Act, 1991 (SICDA) which is exempted from compliance with provisions of subsection 25A(1) of SICDA.
- (iii) A member may appoint more than two (2) proxies to attend at the same meeting. Where a member appoints two (2) or more proxies, the member shall specify the proportion of his shareholding to be represented by each proxy.
- (iv) The instrument appointing a proxy shall be in writing (in the common or usual form) under the hand of the appointer or of his attorney duly authorised in writing or, if the appointer is a corporation, either under seal or under the hand of an officer or attorney duly authorised.
- (v) Only members whose names appear in the Record of Depositors on 28 August 2018 shall be entitled to attend, speak and vote at the Annual General Meeting.
- (vi) The instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority, shall be deposited at 10th Floor, Menara SMI, 6 Lorong P. Ramlee, 50250 Kuala Lumpur not less than 48 hours before the time fixed for holding the Meeting or adjourned Meeting at which the person named in the instrument proposed to vote, or, in the case of a poll, not less than twenty-four (24) hours before the time appointed for taking of the poll and in default the instrument of proxy shall not be treated as valid.
- (vii) The resolutions set out in the Notice of 15th Annual General Meeting will be put to vote by poll in accordance with Rule 8.31A of the ACE Market Listing Requirements of Bursa Securities.

Fold this flap for sealing

AFFIX
STAMP
HERE

To: The COMPANY SECRETARY
MICROLINK SOLUTIONS BERHAD
10th Floor, Menara SMI,
6 Lorong P. Ramlee,
50250 Kuala Lumpur

Fold this flap for sealing

Contact Details of Subsidiaries

APPLIED BUSINESS SYSTEMS SDN BHD

(Co No 188269-D)

CSA SERVIS (M) SDN BHD

(Co No 232732-T)

FORMIS SYSTEMS & TECHNOLOGY SDN BHD

(Co No 312258-W)

13th Floor, Menara SMI,
6 Lorong P Ramlee,
50250 Kuala Lumpur, Malaysia.
T +603 2781 0888
F +603 2078 5496

CA IT INFRASTRUCTURE SOLUTIONS SDN BHD

(Co No 972041-X)

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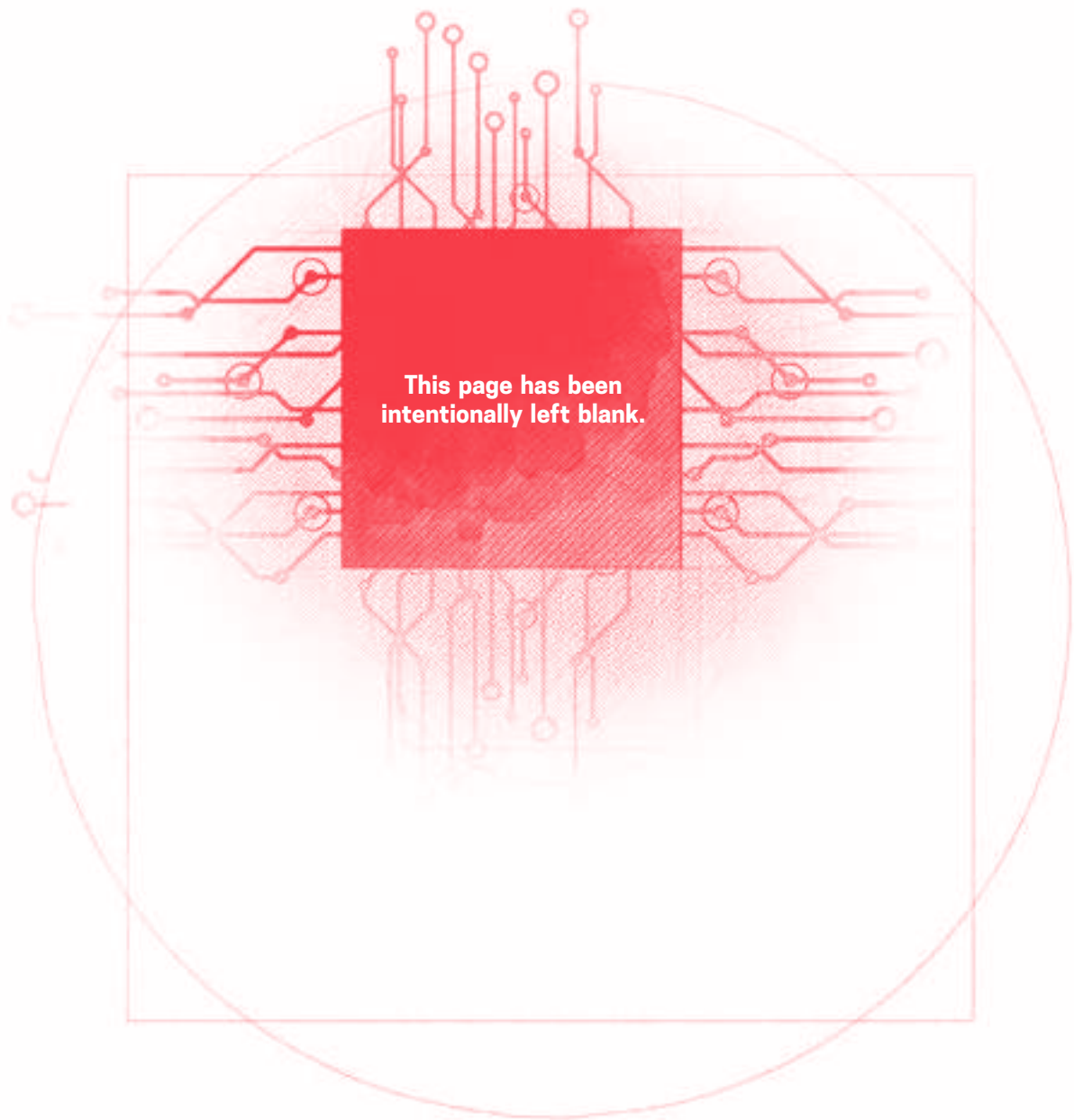
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