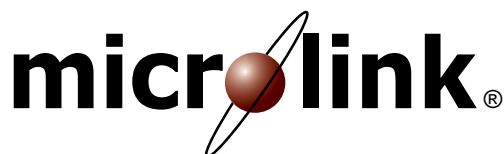


THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.

If you are in any doubt as to the course of action to be taken, you should consult your stockbroker, bank manager, solicitor, accountant or other professional advisers immediately.

Bursa Malaysia Securities Berhad ("Bursa Securities") takes no responsibility for the contents of this Circular, makes no representation as to its accuracy or completeness and expressly disclaims any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this Circular.

This Circular has been reviewed by M&A Securities Sdn Bhd as the Adviser to Microlink Solutions Berhad ("Microlink" or "Company") for the Proposed Bonus Issue (as defined herein).



MICROLINK SOLUTIONS BERHAD

Registration No. 200301018362 (620782-P)
(Incorporated in Malaysia)

CIRCULAR TO SHAREHOLDERS

IN RELATION TO THE

PROPOSED BONUS ISSUE OF UP TO 863,976,624 NEW ORDINARY SHARES IN MICROLINK SOLUTIONS BERHAD ("MICROLINK SHARE(S)" OR "SHARE(S)") ("BONUS SHARES") ON THE BASIS OF 3 BONUS SHARES FOR EVERY 1 EXISTING MICROLINK SHARE HELD AT AN ENTITLEMENT DATE TO BE DETERMINED LATER ("PROPOSED BONUS ISSUE")

AND

NOTICE OF EXTRAORDINARY GENERAL MEETING

Adviser



M&A SECURITIES SDN BHD

Registration No. 197301001503 (15017-H)
(A Wholly-Owned Subsidiary of Insas Berhad)
(A Participating Organisation of Bursa Malaysia Securities Berhad)

The resolution in respect of the above Proposed Bonus Issue will be tabled at the Extraordinary General Meeting ("EGM") of the Company which will be held on Wednesday, 4 August 2021 at 10.00 a.m. as a fully virtual meeting via the online meeting platform at <https://agm.omesti.com> provided by Red Ape Solutions Sdn Bhd in Malaysia. The Notice of the EGM together with the Form of Proxy are enclosed in this Circular.

You are encouraged to attend, participate, speak (in the form of real time submission of typed texts) and vote remotely at the forthcoming EGM using the remote participation and electronic voting facilities. If you are unable to participate in the online EGM, you may appoint a proxy or proxies to participate and vote on your behalf. The Form of Proxy may be submitted by hand or by post to the Registered Office of the Company at Ho Hup Tower – Aurora Place, 2-07-01 - Level 7, Plaza Bukit Jalil, No. 1, Persiaran Jalil 1, Bandar Bukit Jalil, 57000 Kuala Lumpur or by email to osem@quadrantbiz.co or by fax to (603) 9779 1701/02 not less than 24 hours before the time appointed for holding the EGM or any adjournment thereof, otherwise the Form of Proxy shall be treated as invalid. You may also submit the Form of Proxy electronically via the Portal at <https://agm.omesti.com> no later than on Tuesday, 3 August 2021 at 10.00 a.m. The lodging of the Form of Proxy shall not preclude you from participating in the online EGM should you subsequently wish to do so.

Please follow the procedures provided in the Administrative Guide for the EGM which is available on the Company's website at www.microlink.com.my.

Last date and time for lodging the Form of Proxy : Tuesday, 3 August 2021 at 10.00 a.m.

Date and time of EGM : Wednesday, 4 August 2021 at 10.00 a.m. or any adjournment thereof

This Circular is dated 19 July 2021

DEFINITION

Except where the context otherwise requires, the following definition shall apply throughout this Circular:

"Act"	: Companies Act 2016, as may be amended from time to time and any re-enactment thereof
"Application"	: The application to Bursa Securities dated 30 June 2021 in relation to the Proposed Bonus Issue
"Board"	: Board of Directors of Microlink
"Bonus Share(s)"	: Up to 863,976,624 new Microlink Shares to be issued pursuant to the Proposed Bonus Issue
"Bursa Depository"	: Bursa Malaysia Depository Sdn Bhd (Registration No. 198701006854 (165570-W))
"Bursa Securities"	: Bursa Malaysia Securities Berhad (Registration No. 200301033577 (635998-W))
"Circular"	: This circular to shareholders dated 19 July 2021
"EGM"	: Extraordinary General Meeting
"Entitled Shareholders"	: Shareholders of Microlink whose names appear in Microlink's Record of Depositors on the Entitlement Date
"Entitlement Date"	: A date to be determined and announced later by the Board, as at the close of business on which the shareholders of Microlink must be registered in the Record of Depositors of the Company in order to be entitled to participate in the Proposed Bonus Issue
"EPS"	: Earnings per Share
"ESG"	: Employee share grant awarded to eligible employees and directors under the ESGP pursuant to the LTIP to subscribe for new Microlink Shares
"ESGP"	: Employee share grant plan
"ESOS"	: Employees' share option scheme
"ESOS Options"	: Employees' share option scheme options granted to eligible persons to subscribe for new Microlink Shares at a pre-determined option price pursuant to the LTIP in the manner provided by the by-laws governing the LTIP
"Listing Requirements"	: ACE Market Listing Requirements of Bursa Securities, as may be amended from time to time
"LPD"	: 29 June 2021, being the latest practicable date prior to the date of this Circular
"LTIP"	: Long term incentive plan which was implemented on 27 October 2014 with an initial duration of 5 years until 26 October 2019 (which had subsequently been extended for another 5 years until 26 October 2024)

DEFINITION (Cont'd)

"Maximum Scenario"	: Up to 863,976,624 Bonus Shares to be issued, assuming all ESG and/or ESOS Options allowed to be granted are allotted/exercised prior to the Entitlement Date
"Microlink" or "Company"	: Microlink Solutions Berhad (Registration No. 200301018362 (620782-P))
"Microlink Group" or "Group"	: Microlink and its subsidiaries, collectively
"Microlink Share(s)" or "Share(s)"	: Ordinary share(s) in Microlink
"Minimum Scenario"	: 723,871,020 Bonus Shares to be issued, assuming none of the ESG and/or ESOS Options allowed to be granted are allotted/exercised prior to the Entitlement Date
"M&A Securities"	: M&A Securities Sdn Bhd (Registration No. 197301001503 (15017-H))
"NA"	: Net assets
"Proposed Bonus Issue"	: Proposed bonus issue of up to 863,976,624 new Microlink Shares on the basis of 3 Bonus Shares for every 1 existing Microlink Share held on the Entitlement Date
"Record of Depositors"	: A record of securities holders established and maintained by Bursa Depository under the rules of Bursa Depository
"Restricted Issue"	: Restricted issue of 55,629,240 Restricted Shares which was completed on 23 December 2020
"Restricted Shares"	: Microlink Shares issued pursuant to the Restricted Issue
"RM" and "sen"	: Ringgit Malaysia and sen, respectively
"VWAMP"	: Volume weighted average market price

For the purpose of this Circular, all references to a time of day shall be a reference to Malaysian time unless otherwise stated. In this Circular, words importing the singular shall, where applicable, include the plural and vice versa, and words importing the masculine gender shall, where applicable, include the feminine gender and vice versa. References to persons shall, where applicable, include corporations.

Certain figures included in this Circular have been subject to rounding adjustments. References to "we", "us", "our" and "ourselves" are to our Company save where the context otherwise requires, our subsidiaries and to "you" or "your" are to the shareholders of the Company.

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EXECUTIVE SUMMARY

THIS EXECUTIVE SUMMARY HIGHLIGHTS THE SALIENT INFORMATION OF THE PROPOSED BONUS ISSUE. YOU ARE ADVISED TO READ AND CAREFULLY CONSIDER THE ENTIRE CONTENTS OF THIS CIRCULAR WITHOUT RELYING SOLELY ON THIS EXECUTIVE SUMMARY BEFORE VOTING ON THE RESOLUTION PERTAINING TO THE PROPOSED BONUS ISSUE AT THE FORTHCOMING EGM OF THE COMPANY.

Key information	Summary	Reference to Circular
Issue size and basis of allotment	<p>: Up to 863,976,624 Bonus Shares to be issued on the basis of 3 Bonus Shares for every 1 existing Microlink Share held on the Entitlement Date.</p> <p>For illustrative purposes throughout this Circular, the pro forma effects of the Proposed Bonus Issue shall be illustrated based on the following scenarios:</p> <p>Minimum Scenario : 723,871,020 Bonus Shares to be issued, assuming none of the ESG and/or ESOS Options allowed to be granted are allotted/exercised prior to the Entitlement Date</p> <p>Maximum Scenario : Up to 863,976,624 Bonus Shares to be issued, assuming all ESG and/or ESOS Options allowed to be granted are allotted/exercised prior to the Entitlement Date</p>	Sections 1 and 2
Rationale	<p>: The Proposed Bonus Issue serves to reward the shareholders of the Company for their loyalty and continued support to the Microlink Group.</p> <p>After due consideration of the various options available, the Board is of the view that the Proposed Bonus Issue is an appropriate avenue for Microlink to reward its shareholders while at the same time, increase the Company's share base as the Proposed Bonus Issue will:</p> <p>(i) Enable the existing shareholders of Microlink to have greater participation in the equity of the Company in terms of the number of Microlink Shares held, whilst maintaining their percentage of equity interest;</p> <p>(ii) Encourage trading liquidity and marketability of Microlink Shares on ACE Market of Bursa Securities via a larger share base which will promote diversity in investors' profiles to participate in the equity of the Company; and</p> <p>(iii) Maintain the Company's reserves and total NA of the Company as the Proposed Bonus Issue will be implemented via the adoption of the enhanced bonus issue framework without capitalisation of the Company's reserves.</p>	Section 3
Effects	<p>: The effects of the Proposed Bonus Issue are as follows:</p> <p>(i) The number of Microlink Shares in issuance will increase without affecting its issued share capital in RM value;</p> <p>(ii) No effect on the gearing ratio and the earnings of the Group, and the percentage shareholding of the shareholders; and</p> <p>(iii) NA per Share and EPS of the Group will be diluted due to the increase in the number of Microlink Shares in issue after the Proposed Bonus Issue.</p>	Section 4

EXECUTIVE SUMMARY (Cont'd)

Key information	Summary	Reference to Circular
Approvals required and conditionality	<p>The Proposed Bonus Issue is subject to the following approvals:</p> <ul style="list-style-type: none">(i) Bursa Securities, which was obtained vide its letter dated 12 July 2021, for the listing and quotation of the Bonus Shares on the ACE Market of Bursa Securities; and(ii) Shareholders of Microlink at the forthcoming EGM to be convened. <p>The Proposed Bonus Issue is not conditional upon any other proposals undertaken or to be undertaken by the Company.</p>	Section 5
Board recommendation	<p>After having considered all aspects of the Proposed Bonus Issue, the Board is of the opinion that the Proposed Bonus Issue is in the best interest of the Company, and accordingly recommends that the shareholders VOTE IN FAVOUR of the resolution pertaining to the Proposed Bonus Issue to be tabled at the forthcoming EGM of the Company.</p>	Section 8

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MICROLINK SOLUTIONS BERHAD

Registration No. 200301018362 (620782-P)
(Incorporated in Malaysia)

Registered Office:

Ho Hup Tower - Aurora Place
2-07-01 - Level 7
Plaza Bukit Jalil
No. 1, Persiaran Jalil 1
Bandar Bukit Jalil
57000 Kuala Lumpur

19 July 2021

Board of Directors:

Tun Arifin Bin Zakaria (*Independent Non-Executive Chairman*)
Dato' Seri Mohd Khairi Bin Dato' Mat Jahya (*Non-Independent Non-Executive Director*)
Dato' Sri Chee Hong Leong (*Independent Non-Executive Director*)
Dato' Jaganath Derek Steven Sabapathy (*Non-Independent Non-Executive Director*)
Monteiro Gerard Clair (*Executive Director*)
Mah Xian-Zhen (*Non-Independent Non-Executive Director*)
Tai Keat Chai (*Independent Non-Executive Director*)
Martin Chu Leong Meng (*Independent Non-Executive Director*)

To: Shareholders of Microlink Solutions Berhad

Dear Sir / Madam,

PROPOSED BONUS ISSUE

1. INTRODUCTION

On 10 June 2021, M&A Securities, on behalf of the Board, announced that the Company has proposed to undertake the Proposed Bonus Issue.

On 13 July 2021, M&A Securities, on behalf of the Board, announced that Bursa Securities had vide its letter dated 12 July 2021, approved the listing and quotation of up to 863,976,624 Bonus Shares to be issued pursuant to the Proposed Bonus Issue.

Bursa Securities' approval-in-principle is subject to the following conditions:

Conditions	Status of Compliance
(i) Microlink and M&A Securities must fully comply with the relevant provisions under the Listing Requirements pertaining to the implementation of the Proposed Bonus Issue;	To be complied

	Conditions	Status of Compliance
(ii)	Microlink and M&A Securities to inform Bursa Securities upon the completion of the Proposed Bonus Issue;	To be complied
(iii)	Microlink and M&A Securities to furnish Bursa Securities with a written confirmation of its compliance with the terms and conditions of Bursa Securities' approval once the Proposed Bonus Issue is completed; and	To be complied
(iv)	Microlink and M&A Securities are required to make the relevant announcements pursuant to Rule 6.36(2)(a) & (b) and 6.36(4) of the Listing Requirements.	To be complied

THE PURPOSE OF THIS CIRCULAR IS TO PROVIDE YOU WITH DETAILS OF THE PROPOSED BONUS ISSUE, TO SET OUT THE BOARD'S OPINION AND RECOMMENDATION IN RELATION TO THE PROPOSED BONUS ISSUE AND TO SEEK YOUR APPROVAL FOR THE RESOLUTION PERTAINING TO THE PROPOSED BONUS ISSUE TO BE TABLED AT THE FORTHCOMING EGM OF THE COMPANY. THE NOTICE OF EGM TOGETHER WITH THE FORM OF PROXY ARE ENCLOSED WITH THIS CIRCULAR.

YOU ARE ADVISED TO READ AND CONSIDER CAREFULLY THE CONTENTS OF THIS CIRCULAR TOGETHER WITH THE APPENDIX BEFORE VOTING ON THE RESOLUTION TO GIVE EFFECT TO THE PROPOSED BONUS ISSUE AT THE FORTHCOMING EGM.

2. DETAILS OF THE PROPOSED BONUS ISSUE

2.1 Basis and number of Bonus Shares

The Proposed Bonus Issue involves the issuance of up to 863,976,624 Bonus Shares on the basis of 3 Bonus Shares for every 1 existing Microlink Share held by the Entitled Shareholders on the Entitlement Date.

As at the LPD, the issued share capital of Microlink is RM105,582,794.31 comprising 241,290,340 Microlink Shares. The Company does not hold any treasury shares and there are no outstanding ESG or ESOS Options granted under the Company's LTIP as at the LPD. However, the Company has up to 46,701,868 new Shares allowed to be granted under the ESGP and ESOS pursuant to the LTIP as at the LPD.

For illustrative purposes, assuming all ESG and/or ESOS Options allowed to be granted pursuant to the LTIP are allotted/exercised prior to the Entitlement Date, a total of up to 863,976,624 Bonus Shares will be issued and the enlarged issued share capital after the Proposed Bonus Issue will comprise 1,151,968,832 Microlink Shares ("Maximum Scenario").

The actual number of Bonus Shares to be issued pursuant to the Proposed Bonus Issue will depend on the total number of issued Shares of Microlink on the Entitlement Date.

There will be an adjustment to the market price of Microlink Shares listed and quoted on the ACE Market of Bursa Securities pursuant to the Proposed Bonus Issue. Pursuant to Rule 6.31(1A) of the Listing Requirements, the market price of Microlink Shares adjusted for the Proposed Bonus Issue shall not be less than RM0.20 based on the daily VWAMP of Microlink Shares during the past 3-month period before the application date.

For illustrative purposes, based on the 5-day VWAMP up to the LPD and the lowest past 3-month daily VWAMP of Microlink Shares up to the LPD (being the date immediately prior to the submission of the Application), the theoretical ex-bonus share price of Microlink Shares are as follows:

	Before Proposed Bonus Issue	After Proposed Bonus Issue
	VWAMP	Theoretical ex-bonus share price
5-day VWAMP up to the LPD	2.5043	0.6261
Lowest past 3-month daily VWAMP up to the LPD	2.3836	0.5959

Based on the above, the Board confirms that the Proposed Bonus Issue complies with Rule 6.31(1A) of the Listing Requirements.

The Proposed Bonus Issue will not be implemented on a staggered basis.

For illustrative purposes throughout this Circular, the pro forma effects of the Proposed Bonus Issue shall be illustrated based on the following scenarios:

Minimum Scenario	: 723,871,020 Bonus Shares to be issued, assuming none of the ESG and/or ESOS Options allowed to be granted are allotted/exercised prior to the Entitlement Date
Maximum Scenario	: Up to 863,976,624 Bonus Shares to be issued, assuming all ESG and/or ESOS Options allowed to be granted are allotted/exercised prior to the Entitlement Date

2.2 No capitalisation of reserves

The Bonus Shares in respect of the Proposed Bonus Issue will be issued as fully paid, at no consideration and without any capitalisation of the Company's reserves.

For the avoidance of doubt, the Proposed Bonus Issue will increase the number of Microlink Shares but will not increase the value of the issued share capital of Microlink.

2.3 Ranking of the Bonus Shares

The Bonus Shares shall, upon allotment and issuance, rank *pari passu* in all respects with the then existing Microlink Shares, save and except that the Bonus Shares shall not be entitled to any dividends, rights, allotments and/or any other distributions that may be declared, made or paid, the entitlement date of which is prior to the date of allotment and issuance of the Bonus Shares.

2.4 Listing of and quotation for the Bonus Shares

Approval-in-principle has been obtained from Bursa Securities, vide its letter dated 12 July 2021, for the listing and quotation of the Bonus Shares to be issued pursuant to the Proposed Bonus Issue on the ACE Market of Bursa Securities. The Bonus Shares will be listed and quoted on the ACE Market of Bursa Securities on the next market day following the Entitlement Date.

2.5 Details of equity fund-raising exercises undertaken in the past 12 months

Save as disclosed below, Microlink has not undertaken any equity fund-raising exercise in the past 12 months before the announcement of the Proposed Bonus Issue on 10 June 2021.

On 23 December 2020, the Company completed its Restricted Issue. The total gross proceeds raised from the Restricted Issue amounted to RM50.03 million. As at the LPD, the details and status of the utilisation of proceeds are as follows:

Utilisation of proceeds	Timeframe for utilisation	Proposed utilisation	Actual utilisation	Percentage utilised
		RM'000	RM'000	%
Working capital for the Group's project	Within 18 months ⁽¹⁾	49,634	45,230	91.1
Estimated expenses in relation to the Restricted Issue	Within 1 month ⁽²⁾	400	400	100.0
Total proceeds		50,034	45,630	91.2

Notes:

⁽¹⁾ The details on utilisation of proceeds should be read in conjunction with the Company's circular dated 12 November 2020.

⁽²⁾ From the date of completion of the Restricted Issue on 23 December 2020.

3. RATIONALE FOR THE PROPOSED BONUS ISSUE

The Proposed Bonus Issue serves to reward the shareholders of the Company for their loyalty and continued support to the Microlink Group.

After due consideration of the various options available, the Board is of the view that the Proposed Bonus Issue is an appropriate avenue for Microlink to reward its shareholders while at the same time, increase the Company's share base as the Proposed Bonus Issue will:

- (i) Enable the existing shareholders of Microlink to have greater participation in the equity of the Company in terms of the number of Microlink Shares held, whilst maintaining their percentage of equity interest;
- (ii) Encourage trading liquidity and marketability of Microlink Shares on ACE Market of Bursa Securities via a larger share base which will promote diversity in investors' profiles to participate in the equity of the Company; and
- (iii) Maintain the Company's reserves and total NA of the Company as the Proposed Bonus Issue will be implemented via the adoption of the enhanced bonus issue framework without capitalisation of the Company's reserves.

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4. EFFECTS OF THE PROPOSED BONUS ISSUE

4.1 Issued share capital

The pro forma effects of the Proposed Bonus Issue on the issued share capital of Microlink are as follows:

	Minimum Scenario		Maximum Scenario	
	No. of Shares	RM'000	No. of Shares	RM'000
Share capital as at LPD	241,290,340	105,583	241,290,340	105,583
Assuming full granting and allotment/exercise of ESG and/or ESOS Options	-	-	46,701,868 ⁽¹⁾	102,744
Enlarged issued share capital	241,290,340	105,583	287,992,208	208,327
To be issued pursuant to the Proposed Bonus Issue	723,871,020	-	863,976,624	-
Enlarged issued share capital	965,161,360	105,583	1,151,968,832	208,327

Note:

⁽¹⁾ Assuming all ESG and/or ESOS Options allowed to be granted pursuant to the LTIP are allotted/exercised based on the exercise price of RM2.20 each.

4.2 NA and gearing

Based on the audited consolidated statement of financial position of Microlink Group as at 31 March 2020, the pro forma effects of the Proposed Bonus Issue on the NA and gearing of the Microlink Group are as follows:

Minimum Scenario

	Audited as at 31 March 2020	(I) After the subsequent events up to the LPD ^{(1) (2)}	(II) After (I) and the Proposed Bonus Issue
	RM'000	RM'000	RM'000
Share capital	52,833	105,583	105,583
Reserves	45	45	45
Accumulated losses	(14,215)	(14,215)	⁽³⁾ (14,365)
NA	38,663	91,413	91,263
Non-controlling interest	444	444	444
Shareholders' funds	39,107	91,857	91,707
No. of Shares ('000)	184,105	241,290	⁽⁴⁾ 965,161
NA per Share (RM)	0.21	0.38	0.09
Total borrowings (including lease liabilities)	21,835	21,835	21,835
Gearing (times)	0.56	0.24	0.24

Notes:

⁽¹⁾ After adjusting for the following new Shares allotted pursuant to the ESGP/LTIP.

(i) 1,000,000 new Shares at an issue price of RM1.7200 each on 24 August 2020;

- (ii) 205,300 new Shares at an issue price of RM1.4504 each on 9 October 2020;
 - (iii) 120,600 new Shares at an issue price of RM1.5655 each on 10 December 2020;
 - (iv) 150,200 new Shares at an issue price of RM1.8918 each on 13 January 2021; and
 - (v) 80,100 new Shares at an issue price of RM2.2322 each on 11 March 2021.
- (2) After adjusting for the Restricted Issue of 55,629,240 Restricted Shares in Microlink at an issue price of RM0.9003 each on 23 December 2020.
- (3) After deducting estimated expenses of RM150,000 for the Proposed Bonus Issue.
- (4) After the issuance of 723,871,020 Bonus Shares pursuant to the Proposed Bonus Issue.

Maximum Scenario

		(I)	(II) After (I) and full grant and allotment/ exercise of ESG and/or ESOS Options pursuant to the LTIP ⁽³⁾	(III) After (II) and the Proposed Bonus Issue
	Audited as at 31 March 2020 RM'000	After the subsequent events up to the LPD ^{(1) (2)} RM'000	RM'000	RM'000
Share capital	52,833	105,583	208,327	208,327
Reserves	45	45	45	45
Accumulated losses	(14,215)	(14,215)	(14,215)	⁽⁴⁾ (14,365)
NA	38,663	91,413	194,157	194,007
Non-controlling interest	444	444	444	444
Shareholders' funds	39,107	91,857	194,601	194,451
No. of Shares ('000)	184,105	241,290	287,992	⁽⁵⁾ 1,151,969
NA per Share (RM)	0.21	0.38	0.67	0.17
Total borrowings (including lease liabilities)	21,835	21,835	21,835	21,835
Gearing (times)	0.56	0.24	0.11	0.11

Notes:

- (1) After adjusting for the following new Shares allotted pursuant to the ESGP/LTIP.
- (i) 1,000,000 new Shares at an issue price of RM1.7200 each on 24 August 2020;
 - (ii) 205,300 new Shares at an issue price of RM1.4504 each on 9 October 2020;
 - (iii) 120,600 new Shares at an issue price of RM1.5655 each on 10 December 2020;
 - (iv) 150,200 new Shares at an issue price of RM1.8918 each on 13 January 2021; and
 - (v) 80,100 new Shares at an issue price of RM2.2322 each on 11 March 2021.
- (2) After adjusting for the Restricted Issue of 55,629,240 Restricted Shares in Microlink at an issue price of RM0.9003 each on 23 December 2020.

- (3) Assuming all ESG and/or ESOS Options allowed to be granted are allotted/exercised based on the exercise price of RM2.20 each.
- (4) After deducting estimated expenses of RM150,000 for the Proposed Bonus Issue.
- (5) After the issuance of 863,976,624 Bonus Shares pursuant to the Proposed Bonus Issue.

4.3 Earnings and EPS

The Proposed Bonus Issue is not expected to have any material effect on the earnings of the Group. However, the EPS will correspondingly be diluted as a result of the increase in the number of issued Microlink Shares pursuant to the Proposed Bonus Issue.

4.4 Convertible securities

The Company does not have any other outstanding convertible securities as at the LPD.

4.5 Substantial shareholders' shareholdings

The Proposed Bonus Issue will not have any effect on the percentage of shareholdings of the substantial shareholders of Microlink as the Bonus Shares will be allotted on a pro-rata basis to all the Entitled Shareholders. However, the number of Microlink Shares held by the Entitled Shareholders will increase proportionately pursuant to the Proposed Bonus Issue. The pro forma effects of the Proposed Bonus Issue on the substantial shareholders' shareholdings are as follows:

Minimum Scenario

Substantial shareholders	As at the LPD				After the Proposed Bonus Issue			
	Direct		Indirect		Direct		Indirect	
	No. of Shares	%	No. of Shares	%	No. of Shares	%	No. of Shares	%
Omesti Holdings Berhad	129,551,093	53.69	-	-	518,204,372	53.69	-	-
Omesti Berhad	-	-	129,551,093	53.69 ⁽¹⁾	-	-	518,204,372	53.69 ⁽¹⁾
Dato' Seri Mohd Khairi bin Dato' Mat Jahya	19,880,000	8.24	20,000,000	8.29 ⁽²⁾	79,520,000	8.24	80,000,000	8.29 ⁽²⁾
AL Khairi Group Berhad	20,000,000	8.29	-	-	80,000,000	8.29	-	-

Maximum Scenario

Substantial shareholders	As at the LPD				(I) After full grant and allotment/exercise of ESG and/or ESOS Options pursuant to the LTIP *			
	Direct		Indirect		Direct		Indirect	
	No. of Shares	%	No. of Shares	%	No. of Shares	%	No. of Shares	%
Omesti Holdings Berhad	129,551,093	53.69	-	-	129,551,093	44.98	-	-
Omesti Berhad	-	-	129,551,093	53.69 ⁽¹⁾	-	-	129,551,093	44.98 ⁽¹⁾
Dato' Seri Mohd Khairi bin Dato' Mat Jahya	19,880,000	8.24	20,000,000	8.29 ⁽²⁾	19,880,000	6.90	20,000,000	6.94 ⁽²⁾
AL Khairi Group Berhad	20,000,000	8.29	-	-	20,000,000	6.94	-	-

Substantial shareholders	(II)			
	After (I) and the Proposed Bonus Issue			
	Direct		Indirect	
	No. of Shares	%	No. of Shares	%
Omesti Holdings Berhad	518,204,372	44.98	-	-
Omesti Berhad	-	-	518,204,372	44.98 ⁽¹⁾
Dato' Seri Mohd Khairi bin Dato' Mat Jahya	79,520,000	6.90	80,000,000	6.94 ⁽²⁾
AL Khairi Group Berhad	80,000,000	6.94	-	-

Notes:

- * Assuming none of the substantial shareholders are granted any Shares pursuant to the LTIP.
- (1) Deemed interest through Omesti Holdings Berhad, being a wholly-owned subsidiary of Omesti Berhad pursuant to the Act.
- (2) Deemed interested by virtue of his substantial shareholdings in AL Khairi Group Berhad pursuant to the Act.

5. APPROVALS REQUIRED AND CONDITIONALITY

The Proposed Bonus Issue is subject to the following approvals:

- (i) Bursa Securities, which was obtained vide its letter dated 12 July 2021, for the listing and quotation of the Bonus Shares on the ACE Market of Bursa Securities; and
- (ii) Shareholders of Microlink at the forthcoming EGM to be convened.

The Proposed Bonus Issue is not conditional upon any other proposals undertaken or to be undertaken by the Company.

6. SHARE PRICE PERFORMANCE

The monthly highest and lowest prices of Microlink Shares as traded on Bursa Securities for the past 12 months are as follows:

	High (RM)	Low (RM)
2020		
July	1.889	0.756
August	2.068	1.621
September	1.720	1.432
October	1.800	1.631
November	1.770	1.651
December	2.220	1.730
2021		
January	2.640	1.910
February	2.710	2.310

	<u>High</u> <u>(RM)</u>	<u>Low</u> <u>(RM)</u>
March	2.700	2.310
April	2.650	2.480
May	2.570	2.350
June	2.850	2.300
The last transacted market price of Microlink Shares immediately prior to the announcement on 10 June 2021		2.540
Last transacted market price on the LPD		2.570

(Source: M&A Securities)

7. INTEREST OF DIRECTORS, MAJOR SHAREHOLDERS, CHIEF EXECUTIVE AND/OR PERSONS CONNECTED WITH THEM

None of the Directors, major shareholders and chief executive of the Company and/or persons connected with them have any interest, direct and/or indirect, in the Proposed Bonus Issue, other than their respective entitlements as shareholders of the Company under the Proposed Bonus Issue, the rights of which are also available to all other existing shareholders of the Company as at the Entitlement Date.

8. DIRECTORS' RECOMMENDATION

After having considered all aspects of the Proposed Bonus Issue, the Board is of the opinion that the Proposed Bonus Issue is in the best interest of the Company, and accordingly recommends that the shareholders **VOTE IN FAVOUR** of the resolution pertaining to the Proposed Bonus Issue to be tabled at the forthcoming EGM of the Company.

9. ESTIMATED TIMEFRAME FOR COMPLETION

The tentative timetable in relation to the Proposed Bonus Issue is as follows:

<u>Date</u>	<u>Events</u>
4 August 2021	EGM to approve the Proposed Bonus Issue
Mid August 2021	Announcement of the Entitlement Date
End August 2021	Listing and quotation of the Bonus Shares

Barring any unforeseen circumstances and subject to receipt of all relevant approvals, the Proposed Bonus Issue is expected to be completed during the third quarter of 2021.

10. OUTSTANDING CORPORATE EXERCISE ANNOUNCED BUT PENDING IMPLEMENTATION

Save for the Proposed Bonus Issue (being the subject matter of this Circular), there are no other outstanding corporate exercise announced but pending implementation, as at the date of this Circular.

11. EGM

The EGM of Microlink, the Notice of which is enclosed with this Circular, will be held on Wednesday, 4 August 2021 at 10.00 a.m. or any adjournment thereof, as a fully virtual meeting via the online meeting platform at <https://agm.omesti.com> provided by Red Ape Solutions Sdn Bhd in Malaysia, for the purpose of considering and, if thought fit, passing the resolution pertaining to the Proposed Bonus Issue as described herein.

You are encouraged to attend, participate, speak (in the form of real time submission of typed texts) and vote remotely at the forthcoming EGM using the remote participation and electronic voting facilities. If you are unable to participate in the online EGM, you may appoint a proxy or proxies to participate and vote on your behalf. The Form of Proxy may be submitted by hand or by post to the Registered Office of the Company at Ho Hup Tower – Aurora Place, 2-07-01 - Level 7, Plaza Bukit Jalil, No. 1, Persiaran Jalil 1, Bandar Bukit Jalil, 57000 Kuala Lumpur or by email to osem@quadrantbiz.co or by fax to (603) 9779 1701/02 not less than 24 hours before the time appointed for holding the EGM or any adjournment thereof, otherwise the Form of Proxy shall be treated as invalid. You may also submit the Form of Proxy electronically via the Portal at <https://agm.omesti.com> no later than on Tuesday, 3 August 2021 at 10.00 a.m.. The lodging of the Form of Proxy shall not preclude you from participating in the online EGM should you subsequently wish to do so.

12. FURTHER INFORMATION

You are advised to refer to the appendix set out in this Circular for further information.

Yours faithfully,
for and on behalf of the Board of Directors of
MICROLINK SOLUTIONS BERHAD

TUN ARIFIN BIN ZAKARIA
INDEPENDENT NON-EXECUTIVE CHAIRMAN

FURTHER INFORMATION

1. DIRECTORS' RESPONSIBILITY STATEMENT

This Circular has been seen and approved by the Board and they individually and collectively accept full responsibility for the accuracy of the information given in this Circular and confirm that, after making all enquiries as were reasonable in the circumstances and to the best of their knowledge and belief, there are no other facts, the omission of which would make any statement herein misleading.

2. CONSENT AND DECLARATION**Consent**

M&A Securities has given and has not subsequently withdrawn its written consent to the inclusion of its name and all references thereon in the form and context in which they appear in this Circular.

Conflict of interests**M&A Securities**

The ultimate holding company of Microlink is Omesti Berhad (held via its wholly-owned subsidiary, Omesti Holdings Berhad).

Insas Berhad ("Insas") is an indirect major shareholder of Omesti Berhad. Its indirect shareholdings in Omesti Berhad is held through Insas Plaza Sdn Bhd, Gryphon Asset Management Sdn Bhd, M&A Securities, Montego Assets Limited and Winfields Development Pte Ltd. Collectively, Insas has a 10.12% indirect equity interest in Omesti Berhad.

M&A Securities, the Adviser for the Proposed Bonus Issue is a wholly-owned subsidiary of Insas.

Dato' Sri Thong Kok Khee, a major shareholder of Insas, is also the Non-Independent Non-Executive Director of Omesti Berhad.

Y.A.M. Tengku Puteri Seri Kemala Tengku Hajjah Aishah Binti Almarhum Sultan Haji Ahmad Shah, DK(II), SIMP and Dato' Wong Gian Kui, all whom are the Directors of Insas are also Directors of M&A Securities. Dato' Thong Kok Yoon, the brother of Dato' Sri Thong Kok Khee is an Executive Director of M&A Securities and a major shareholder of Insas.

Y.A.M. Tengku Puteri Seri Kemala Tengku Hajjah Aishah Binti Almarhum Sultan Haji Ahmad Shah, DK(II), SIMP and Dato' Wong Gian Kui are also members of M&A Securities' Audit Committee, Risk Management Committee and Nomination and Remuneration Committee.

Notwithstanding the above, M&A Securities is of the view that there is no existing conflict of interest, and the relationship above has not, and would not give rise to a situation of conflict of interest in M&A Securities' role as the Adviser to Microlink in relation to the Proposed Bonus Issue based on the following:

- (i) M&A Securities is a stockbroking firm licenced to undertake the provision of corporate finance services and its appointment as the Adviser is in its ordinary course of business;

- (ii) The role of M&A Securities is governed by agreement with the Company, which clearly sets out the rights, duties and responsibilities of M&A Securities in its capacity as the Adviser in relation to the Proposed Bonus Issue;
- (iii) The Bonus Shares are issued to all shareholders of Microlink on a pro-rata basis, in proportion to their respective shareholdings, affecting all shareholders equally; and
- (iv) Save for its appointment as the corporate finance adviser, there is no direct interest to be derived from M&A Securities' appointment as Adviser for the Proposed Bonus Issue and neither is M&A Securities interested nor affected by the outcome of the Proposed Bonus Issue.

3. MATERIAL LITIGATION

Save as disclosed below and as at the LPD, neither Microlink nor its subsidiaries are engaged in any material litigation, claims or arbitration, either as plaintiff or defendant, and to the best of the Board's knowledge and belief, the Board is not aware of any proceedings, pending or threatened against the Microlink Group or of any facts likely to give rise to any proceeding which may materially and adversely affect the financial position or business of the Microlink Group:

- (i) Kuala Lumpur High Court Civil Suit No.: WA-22NCVC-144-03/2020
 Plaintiff: First Solution Sdn Bhd ("FSSB"), an indirect wholly-owned subsidiary of Microlink
 Defendant: Ageqnies (M) Sdn Bhd

FSSB filed a suit against Ageqnies (M) Sdn Bhd ("Defendant") on 2 March 2020. FSSB's claim against the Defendant is for the payment of RM1.02 million and interest of 1.5% per month from 17 September 2018 to the date of full settlement premised upon the Defendant's failure to pay FSSB the said sum due and owing arising from the delivery of various software licences.

The Defendant has denied FSSB's claim on the basis, amongst others, that they had not given the final approval for FSSB to deliver the software licences and that the activation of the software licences was unilaterally carried out by FSSB.

FSSB had on 11 June 2020 filed an application for summary judgment and the Defendant had on 23 June 2020 filed an application to strike out the suit. Both of the applications aforesaid were dismissed by the High Court on 9 April 2021. The proceedings in the High Court have been fixed for case management on 21 September 2021. No trial dates have been fixed for the suit.

Both FSSB and the Defendant have filed separate appeals against the dismissals of the summary judgment and striking out applications respectively. FSSB's appeal against the dismissal of the summary judgment application and the Defendant's appeal against the dismissal of the striking out application are presently fixed for case management on 11 August 2021 and 5 August 2021, respectively. No hearing dates have been fixed for the appeals.

FSSB's solicitors are of the view that FSSB has a reasonable chance of succeeding in this claim.

- (ii) Kuala Lumpur High Court Winding Up of Company No.: WA-28NCC-811-08/2018
Post Winding Up of Company No.: WA-28PW-362-10/2020
Petitioner: Ambank Islamic Berhad
Respondent: Encoral Digital Solutions Sdn Bhd ("Encoral")
Creditor: Applied Business Systems Sdn Bhd ("ABS"), an indirect wholly-owned subsidiary of Microlink

On 4 June 2020, ABS filed a proof of debt with the Malaysian Department of Insolvency ("MDI") against Encoral for the principal amount of RM1.56 million and interest up to 4 January 2019 of RM0.78 million premised upon Encoral's failure to pay ABS the sum of RM1.56 million due and owing pursuant to the sale of goods and provision of services by ABS. Encoral had been wound up on 4 January 2019 pursuant to a winding up petition filed by Ambank Islamic Berhad. ABS's total claim against Encoral as at 4 January 2019 is RM2.34 million.

Subsequently, towards the end of April 2021, ABS was notified of an application by Ansi Systems Sdn Bhd ("Ansi"), a creditor of Encoral, to set aside the winding up order through Kuala Lumpur High Court Winding Up of Company No.: WA-28NCC-811-08/2018 and Post Winding Up of Company No.: WA-28PW-362-10/2020. ABS opposed the abovementioned application filed by Ansi. The High Court gave directions and fixed Ansi's application for a further hearing on 17 June 2021, which was postponed to 2 July 2021. On 3 June 2021, Ansi notified ABS's solicitors that they would be withdrawing their application. In this regard, ABS's solicitors were instructed by ABS to seek for full costs for the withdrawal and an order that Ansi's application be struck out without liberty to file afresh. The High Court further vacated the hearing date on 2 July 2021 and refixed it on 12 August 2021. The High Court has subsequently given further directions for parties to file their written submissions in respect of the withdrawal and the issue of costs, in light of various letters written to the High Court on the withdrawal by the parties.

ABS is awaiting updates from MDI on the status of winding up and the calling of a creditors' meeting (if any). Ansi's application is pending withdrawal by their solicitors.

4. MATERIAL COMMITMENT

Save as disclosed below and as at the LPD, the Board is not aware of any material commitment, incurred or known to be incurred, which may have a material impact on the results or financial position of the Microlink Group.

Lease liabilities in respect of the buildings, computer software and hardware and motor vehicles are as follows:

Lease liabilities	RM'000
Current	2,731
Non-current	5,724
	8,455

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5. CONTINGENT LIABILITIES

Save as disclosed below and as at the LPD, the Board is not aware of any contingent liabilities, incurred or known to be incurred by the Group, which upon becoming enforceable, may have a material impact on the ability of the Group to meet its obligations as and when they fall due.

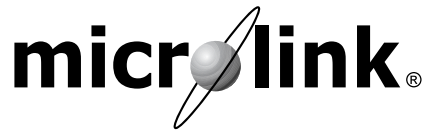
Description	Group level RM'000
Corporate guarantee given to banks for credit facilities granted to subsidiaries (unsecured)	65,600

6. DOCUMENTS AVAILABLE FOR INSPECTION

Copies of the following documents are available for inspection at the Registered Office of the Company at Ho Hup Tower – Aurora Place, 2-07-01 - Level 7, Plaza Bukit Jalil, No. 1, Persiaran Jalil 1, Bandar Bukit Jalil, 57000 Kuala Lumpur during normal business hours (except public holidays) from the date of this Circular up to and including the date of the EGM:

- (i) The constitution of Microlink;
- (ii) The audited consolidated financial statements of Microlink for the 2 financial year ended 31 March 2019 and 31 March 2020 as well as the latest unaudited consolidated financial statements of Microlink for the financial year ended 31 March 2021;
- (iii) Letter of consent and declaration of conflict of interest as referred to in Section 2 above; and
- (iv) The relevant cause papers in respect of the material litigation as referred to in Section 3 of this Appendix.

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MICROLINK SOLUTIONS BERHAD

Registration No. 200301018362 (620782-P)
(Incorporated in Malaysia)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT an Extraordinary General Meeting ("EGM") of Microlink Solutions Berhad ("Microlink" or the "Company") will be held on Wednesday, 4 August 2021 at 10.00 a.m. or any adjournment thereof, as a fully virtual meeting via the online meeting platform at <https://agm.omesti.com> provided by Red Ape Solutions Sdn Bhd in Malaysia, for the purpose of considering and, if thought fit, to pass the following resolution with or without modifications:

ORDINARY RESOLUTION

PROPOSED BONUS ISSUE OF UP TO 863,976,624 NEW ORDINARY SHARES IN MICROLINK SOLUTIONS BERHAD ("MICROLINK SHARE(S)" OR "SHARE(S)") ("BONUS SHARES") ON THE BASIS OF 3 BONUS SHARES FOR EVERY 1 EXISTING MICROLINK SHARE HELD AT AN ENTITLEMENT DATE TO BE DETERMINED LATER ("PROPOSED BONUS ISSUE")

"THAT, subject to the approvals of all relevant authorities or parties (where required) being obtained, approval be and is hereby given to the Board of Directors of the Company ("Board") to issue up to 863,976,624 Bonus Shares in the share capital of the Company credited to the shareholders whose names appear on the Record of Depositors of the Company as at the close of business at 5.00 p.m. on a day to be determined and announced by the Board ("Entitled Shareholders") on the basis of 3 Bonus Shares for every 1 existing Microlink Share held by the Entitled Shareholders;

THAT the Bonus Shares shall, upon allotment and issuance, rank *pari passu* in all respects with the existing Shares, save and except that the Bonus Shares will not be entitled to any dividends, rights, allotments and/or any other distributions that may be declared, made or paid, the entitlement date of which is prior to the date of allotment and issuance of the Bonus Shares;

AND THAT the Board be and is hereby authorised to sign and execute all documents to give effect to the Proposed Bonus Issue with full power to assent to any conditions, variations, modifications and/or amendments in any manner as may be required or imposed by the relevant authorities or deemed necessary by the Board, and to take all steps and do all such acts and matters in the manner as the Board may consider necessary or expedient to implement, finalise and give full effect to the Proposed Bonus Issue."

BY ORDER OF THE BOARD

LIM SHOOK NYEE
MAICSA 7007640

SSM Practicing Certificate No. 201908003593
Company Secretary

Kuala Lumpur
19 July 2021

Notes:

- (i) *As part of the safety measures to curb the spread of the COVID-19, our Company will conduct the EGM as a fully virtual general meeting via Remote Participation and Electronic Voting (RPEV) facilities provided by Red Ape Solutions Sdn Bhd at its Portal at <https://agm.omesti.com>.*

Pursuant to the Guidance Note and Frequently Asked Questions on the Conduct of General Meetings for Listed Issuers revised by the Securities Commission Malaysia on 1 June 2021 (Revised Guidance Note and FAQs), listed issuers are only allowed to conduct fully virtual general meetings during the total lockdown. A fully virtual general meeting is conducted online where all meeting participants including the Chairman of the meeting, board members, senior management and shareholders participate in the meeting online.

The main venue of the EGM for the purpose of complying with Section 327(2) of the Companies Act 2016, which requires the Chairman of the Meeting to be at the main venue, is the online meeting platform provided by Red Ape Solutions Sdn Bhd at its Portal at <https://agm.omesti.com> in Malaysia.

Shareholders/proxies are strongly advised to participate and vote remotely at the EGM through live streaming and online remote voting using the Remote Participation and Electronic Voting (RPEV) facilities.

Please read these Notes carefully and follow the Procedures in the Administrative Guide for the EGM in order to participate remotely.

- (ii) *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 via RPEV facilities. 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 (in the form of real time submission of typed texts) at the General Meeting via RPEV facilities.*
- (iii) *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.*
- (iv) *A member may appoint not more than two (2) proxies to attend and vote at the same meeting. Where a member appoints two (2) proxies, the member shall specify the proportion of his shareholding to be represented by each proxy.*
- (v) *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.*
- (vi) *Only members whose names appear in the Record of Depositors on 28 July 2021 shall be entitled to attend, speak (in the form of real time submission of typed texts) and vote at the EGM or appoint proxy/proxies to attend and/or vote on his/her behalf via RPEV facilities.*
- (vii) *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 Ho Hup Tower – Aurora Place, 2-07-01 – Level 7, Plaza Bukit Jalil, No. 1, Persiaran Jalil 1, Bandar Bukit Jalil, 57000 Kuala Lumpur 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.*
- (viii) *The resolution set out in the Notice of EGM will be put to vote by poll in accordance with Rule 8.31A of the ACE Market Listing Requirements of Bursa Securities.*

**MICROLINK SOLUTIONS BERHAD**Registration No. 200301018362 (620782-P)
(Incorporated in Malaysia)**FORM OF PROXY**

CDS Account No.

No. of shares held

I/We _____ Tel: _____
[Full name in block, and as per NRIC/Passport/Company No.]
of _____

being member(s) of Microlink Solutions Berhad, hereby appoint:

Full Name (in Block and as per NRIC/Passport)	NRIC/Passport No.	Proportion of Shareholdings	
		No. of Shares	%
Address			

and /or

Full Name (in Block and as per NRIC/Passport)	NRIC/Passport No.	Proportion of Shareholdings	
		No. of Shares	%
Address			

or failing him/her, the Chairperson of the meeting, as my/our proxy to vote for me/us and on my/our behalf at the Extraordinary General Meeting of the Company to be held on Wednesday, 4 August 2021 at 10.00 a.m. or any adjournment thereof, as a fully virtual meeting via the online meeting platform at <https://agm.omesti.com> provided by Red Ape Solutions Sdn Bhd in Malaysia, or any adjournment (as the case may be), and to vote as indicated below:

	FOR	AGAINST
Ordinary Resolution		
1 Proposed Bonus Issue		

(Please indicate with an "X" in the space provided whether you wish your votes to be cast "for" or "against" the resolution. In the absence of specific direction, your proxy will vote or abstain at his/her discretion).

Dated this _____ day of _____, 2021

Signature of Shareholder/Common Seal



Notes:

- (i) *As part of the safety measures to curb the spread of the COVID-19, our Company will conduct the EGM as a fully virtual general meeting via Remote Participation and Electronic Voting (RPEV) facilities provided by Red Ape Solutions Sdn Bhd at its Portal at <https://agm.omesti.com>.*

Pursuant to the Guidance Note and Frequently Asked Questions on the Conduct of General Meetings for Listed Issuers revised by the Securities Commission Malaysia on 1 June 2021 (Revised Guidance Note and FAQs), listed issuers are only allowed to conduct fully virtual general meetings during the total lockdown. A fully virtual general meeting is conducted online where all meeting participants including the Chairman of the meeting, board members, senior management and shareholders participate in the meeting online.

The main venue of the EGM for the purpose of complying with Section 327(2) of the Companies Act 2016, which requires the Chairman of the Meeting to be at the main venue, is the online meeting platform provided by Red Ape Solutions Sdn Bhd at its Portal at <https://agm.omesti.com> in Malaysia.

Shareholders/proxies are strongly advised to participate and vote remotely at the EGM through live streaming and online remote voting using the Remote Participation and Electronic Voting (RPEV) facilities.

Please read these Notes carefully and follow the Procedures in the Administrative Guide for the EGM in order to participate remotely.

- (ii) *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 via RPEV facilities. 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 (in the form of real time submission of typed texts) at the General Meeting via RPEV facilities.*
- (iii) *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.*
- (iv) *A member may appoint not more than two (2) proxies to attend and vote at the same meeting. Where a member appoints two (2) proxies, the member shall specify the proportion of his shareholding to be represented by each proxy.*
- (v) *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.*
- (vi) *Only members whose names appear in the Record of Depositors on 28 July 2021 shall be entitled to attend, speak (in the form of real time submission of typed texts) and vote at the EGM or appoint proxy/proxies to attend and/or vote on his/her behalf via RPEV facilities.*
- (vii) *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 Ho Hup Tower – Aurora Place, 2-07-01 – Level 7, Plaza Bukit Jalil, No. 1, Persiaran Jalil 1, Bandar Bukit Jalil, 57000 Kuala Lumpur 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.*
- (viii) *The resolution set out in the Notice of EGM will be put to vote by poll in accordance with Rule 8.31A of the ACE Market Listing Requirements of Bursa Securities.*

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AFFIX
STAMP

The Company Secretary
MICROLINK SOLUTIONS BERHAD
(Registration No. 200301018362 (620782-P))
Ho Hup Tower - Aurora Place
2-07-01 - Level 7
Plaza Bukit Jalil
No. 1, Persiaran Jalil 1
Bandar Bukit Jalil
57000 Kuala Lumpur

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