



**BUSINESS
EVOLVED**

ANNUALREPORT 2022



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VOLUME 1

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79%

68%

95%

At Microlink, we view the current environment as a promising opportunity to continue our focus on helping our customers bridge the digital gap and transform their businesses to adapt to the 'new normal'.

BACKGROUND

It is without doubt that the COVID-19 Pandemic threw the world into turmoil. Adversely affected throughout the previous financial year, Microlink Group has continued to be impacted during the financial year ended (FYE) 31 March 2022. As Malaysia goes through the stages of recovery, navigating through this unprecedented landscape compelled organisations and individuals alike to quickly adapt to the new way of doing business and living our lives.

The effect of widespread movement restrictions, combined in recent months with the impact of the war in Ukraine, has crippled businesses globally. However, we are seeing the economy gradually opening up as vaccination programmes have gained momentum, giving everyone hope that the return to normalcy is a possibility.

The immediate priority for Microlink Solutions Berhad (Microlink/Microlink Group) has been to keep our employees safe, while still being responsive and committed to the needs of our customers and business partners. We have implemented a company-wide hybrid and flexible work-from-home arrangements for employees to continue their daily interaction with colleagues and clients over virtual platforms.

During FY2022, despite the restrictions on economic activity resulting from the continued measures to curb the spread of COVID-19, Malaysia's economy grew by 3.1%, compared to the previous year's decline of 5.5%.

The ICT sector remains to be one of the growing sectors in Malaysia contributing to 22.6% of the country's GDP with a growth of 10.4% from 19.1% in 2019. (Source: Department of Statistics Malaysia Official Portal) At Microlink, we view the current environment as a promising opportunity to continue our focus on helping our customers bridge the digital gap and transform their businesses to adapt to the 'new normal'.

CHAIRMAN'S STATEMENT

PERFORMANCE

Despite the recurring lockdowns and Movement Control Orders (MCO), for FYE 31 March 2022, the Group registered a revenue of RM218.31 million, an increase of 22.57% from RM178.11 million registered a year ago. The Group recorded a profit before tax of RM34.23 million as compared to profit before tax of RM33.19 million in the preceding year. In the previous financial year, the Group's profit before tax was contributed mainly by operational profit and one-off reversal of the Software Development Expenditure impairment. In contrast, the increase in the current financial year was mainly attributable to higher orders and project fulfilments.

The companies within 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:

- IBM Top Distributor (IBM Power Server)
- IBM Top Distributor (IBM Storage)
- IBM Top Distributor (IBM Technical Sales Support)
- HPE Best Growth Distribution Award

Microlink Group practises a policy of diversity and full inclusion at the workplace. Our workforce, numbering some 264 employees, comprises a diverse mix of people who bring a range of technical and non-technical skillsets. This provides a well-balanced team that is results-oriented and focused on achieving the highest standards of excellence for the Group.

OUTLOOK

Going into FYE 31 March 2023, the world is learning to live with COVID-19, as we transition towards endemicity. However, the risk of a resurgence remains a reality as new waves of infection continue to pose a threat to businesses and communities. Nevertheless, the past two years have only reinforced the role that digital technology plays in helping businesses to pivot swiftly. The shift to digitalisation is expected to continue accelerating as businesses look to not only adopt new ways to continue operating or even change direction but also to create a stable and sustainable foundation for the foreseeable future.

The Group is optimistic on the outlook of the ICT industry given the marked increase in the requirement for businesses to transform digitally and automate their operations. This is further reflected in the MyDIGITAL initiative which is included in the Malaysia Digital Economy Blueprint announced by the Government in 2021. Through this initiative, by 2025, the digital economy is expected to contribute 22.6% to the country's GDP and create 500,000 job opportunities in the digital economy. This environment presents significant potential for Microlink Group to participate in and take advantage of the opportunities presented in both the public and private sectors in pursuit of Malaysia becoming a digitally driven, high-income nation and a regional leader in digital economy.





Microlink Group for its part has taken steps to counter the risks posed by the long-lead times required to secure large-scale projects and has continued to focus on securing smaller scale, quick-win projects to expedite deployment and subsequent invoicing and collection. A further initiative has been to develop re-usable or 'white label' solutions and consistently invest in new technology tools to enable quicker time-to-market, and minimise delivery risk.

The Group's partnerships with leading technical and industry experts globally, have provided us with access to a considerable portfolio of technology, expertise and network, allowing us to expand our solution delivery capabilities further. This can be realised through transfer of technology and skillsets during the implementation of customised and localised solutions. These partnerships are expected to create new opportunities for Microlink Group to diversify into other sectors such as telecommunications and public sector as well as expansion beyond Malaysia into other geographies.

In addition, by offering OPEX-based solutions on an As-A-Service basis, in particular On-Premise Cloud and IT managed services, Microlink Group will be able to provide its clients with workable, practical options in their digital transformation journey. Commercial proposals are structured to include alternative financing options such as principal leasing programmes or funding from financial institutions that offer financing for hardware and software projects. This also helps to minimise the risk of possible late payments from business partners.

Microlink Group will continue to take measures to ensure that we remain steadfast and strong in navigating the increasingly complex and uncertain landscape ahead. These include efforts to collaborate more effectively and adopting more agile ways of working. We strive to keep employees engaged, while adapting to hybrid working arrangements to protect the well-being of our employees. Efforts are also being made to strengthen our talent pool by upskilling existing staff and sourcing new talents to support our plans for growth and future-proof critical competencies.

APPRECIATION & ACKNOWLEDGEMENT

I would like to take this opportunity to thank the employees of Microlink Group for their continuous efforts and positive contributions to the business, in particular during the exceptionally demanding times we have experienced during FYE 31 March 2022. Under the good guidance of the Directors and the Management team, it is their commitment in serving our customers that has helped sustain our relationships with our customers to drive the business performance of the Group.

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

Thank you.

TUN ARIFIN BIN ZAKARIA
CHAIRMAN



MANAGEMENT DISCUSSION & ANALYSIS

INTRODUCTION

EMERGING STRONGER

The year began with an optimistic hope that the COVID-19 Pandemic would stabilise and there would be a return to normalcy. It has been extremely challenging to navigate through the stages of Malaysia's National Recovery Plan (NRP). However, this has also led us to discover new opportunities for improved business models and ways of working.

Against this backdrop, the operating environment for Microlink Group during FYE 31 March 2022 has continued to be severely impacted by the COVID-19 Pandemic. Being in a continued state of Movement Control Orders (MCO) imposed by the Malaysian Government, there has been a marked acceleration in the adoption of digitalisation, with the Pandemic acting as a powerful catalyst.

All businesses have been forced to adapt and transform digitally in order to meet their respective customers' needs and business objectives and stay relevant, resilient and remain competitive. In some instances, this has provided Microlink Group with opportunities to work with and partner our customers to create new business models from digital technologies that are able to disrupt traditional ways of working.

As the country transitions towards endemicity, with the ever-evolving operating environment, and new risks and opportunities continuously emerging, it is important that Microlink Group continues to strengthen its foundation while looking at building a sustainable future. We continue to exercise caution to minimise the spread of infection by implementing hybrid and flexible work-from-home arrangements for employees.

We have continued to work closely with customers and business partners alike to ensure communications and expectations are well managed despite having to work remotely. We remain committed in ensuring and delivering the best of breed solutions for our customers.

REVIEW OF BUSINESS OPERATIONS

SOLUTION INTEGRATOR Bridging Business & IT



Agility through digital transformation is imperative. However large-scale transformative IT initiatives are often complex, involving many moving parts and components. Without the right skills and expertise to envision, build, deploy and manage, the digital transformation initiative has high risk of failure – causing business value of technology to go unrealised.

Microlink Group continues to focus on helping customers overcome IT transformation challenges, essentially bridging the gap between business expectations and IT investments, followed by a concerted implementation delivery effort to meet the agreed timeline and budget allocated. As such, this enables customers to focus on their core business and respond swiftly to shifts in the market.

The Microlink Group of companies focuses on building excellence and capacity in the following areas:

- **Solution Integrator** – With expertise to design, build, deploy and manage the project/delivery to achieve desired business outcomes through implementation of cutting-edge technology
- **Solutions Provider / Innovator** – Development of proprietary products and leveraging solutions from other technology partners with the aim of eventually localising and creating proprietary products
- **Trading Services** – Facilitate hardware and software trading for global companies

During the period under review, the Group has expanded its coverage from the Financial Services Industry (FSI) to serve the Telco and the Public Sector (government and GLCs).

MANAGEMENT DISCUSSION & ANALYSIS

FINANCIAL SERVICES INDUSTRY



As the world recovers from the onslaught of Covid-19, Microlink expects to resurface stronger and continue to make significant inroads into new territories.

Key anchor clients continue to invest into their partnership with Microlink; charting a journey of growth together. New partners are also onboarded and are creating some impact in the market; and we continue to strategically invest into building new solutions that will position Microlink well into the future.

Our next generation core banking system continues to make its presence felt in the market; and we continue to be a force to be reckoned with in the FS industry. The new generation of core banking capabilities readies our clients with digital banking presence and prowess. Enabling an end-to-end digital customer journey, the core banking system promotes an integrated, seamless and flexible platform for faster speed-to-market and agility. We help our clients remove operational complexity, allowing them to focus on building customer value and deepening customer engagement by removing operational complexity from their daily business routine.

On the partnership front, we made significant inroads with regional industry players, bringing their solutions into the market and further complementing the Microlink core banking ecosystem. With the advent of virtual and digital banking, cybersecurity becomes the cornerstone of the digital world; and Microlink is partnering with some of the best industry players in this space to strengthen its solution portfolio and is already gaining good momentum. For the long term, building a digital banking partner ecosystem is the key; and we continue to build and expand our solution portfolio, leveraging the strength of each partner and establishing a robust, integrated and agile digital banking ecosystem.

ENTERPRISE SOLUTIONS



Expansion into Telco Sector:

As the project delivery arm of its parent company OMESTI Berhad, Microlink has been involved in the management, design and deployment of the Huawei Business System Support (BSS) for the CRM (Customer Relationship Management) and Billing Solution for Telekom Malaysia Berhad (TM).

As with any large complex implementation, the project is challenging, however delivery is on track and progressing well. A multi-phase schedule has seen the gradual rollout of system capabilities to support business operation needs through simplified processes for faster go-to-market.

In spite of the ongoing lockdowns and MCOs, the delivery teams from both TM and Microlink adapted swiftly and worked together via different technology and delivery options, to ensure continuity of the project delivery goals.

Our partnership with Huawei remains strong, and our excellent track record in implementing Huawei BSS has led Huawei to introduce us to other Telco customers locally and regionally to work on similar BSS transformation opportunities.



New Focus Industry: Public Sector

Microlink secured a key 3-year project, multi-phase roll-out from Jabatan Pengangkutan Jalan (JPJ) Malaysia for the Open System development and technical support of the Automatic Awareness Security System (AwAS).

The AwAS was introduced by JPJ as part of the National Road Safety Plan with the primary goal of reducing road traffic fatalities in the country. Designed to monitor vehicle speeds, traffic light violations and driver behaviour along major highways and at accident blackspots, the AwAS system is aimed at improving driving behaviour, as well as curbing speeding and cutting the number of accidents.

The new Open System being developed by Microlink will allow interoperability and seamless maintenance across all the various components of the AwAS ecosystem. It will enable JPJ to manage the system in-house. In the long run, this interoperability and connectivity will deliver considerable cost efficiencies for JPJ.



PRODUCT INNOVATOR Innovation That Matters



With technology as a core component of its DNA, Microlink continues to invest in innovation in order to:

- Preserve and expand the existing customer base – ensuring that the solution portfolio being delivered/ deployed remains relevant and continues to meet customer requirements. One example of this is the latest version of the Microlink core banking system which is gaining increased momentum and exposure in the market, further expounded by improved customer adoption;
- Remain competitive – creating local products to be integrated to common platforms, in order to respond to market needs and to also differentiate the Group from its competitors;
- Develop the InterACT Digital Interaction Services platform, which sits on top of most legacy applications to enable seamless entry into the 'Digital' world. This allows the majority of portal or mobile applications to be able to interact with legacy systems without having to make major changes to legacy systems, which normally would be prohibitively costly and may cause disruption to business;
- Expand business through partnerships – redesign or customise existing products offered by partners such as Huawei, to meet local market needs, adhering to local regulations;
- Develop new technologies and state-of-the-art systems; delivering cloud-enabled, fully automated and digitalised core systems. A key example is the Huawei core billing system for the Telecommunications industry. With Microlink's proven capabilities, the Group has become the partner of choice for Huawei in the ASEAN region, leading to the pursuit of joint opportunities in new territories.

TRADING SERVICES Future of Distribution



As investment in digital transformation accelerates, there has been a noticeable trend globally towards XaaS (Everything as a Service) where services are provided on a subscription and consumption model. This trend is resulting in a continued decline in hardware revenues and margins on both a global and local basis.

As such, over the past few years, global distributors have been evolving and pivoting to fit market conditions, with major distributors diversifying their portfolio and developing cloud platforms to make headway in this fast-changing environment.

Global distributors have also grown in strength and presence through consolidation and business mergers. This has to a certain extent impacted our business as we continue to facilitate the purchase of hardware and software between global companies and local business partners.

That said, the Microlink Group of companies still represents the largest contributor for IBM and HPE. During the period under review the Trading Services business received the following awards:

- IBM Top Distributor (IBM Power Server)
- IBM Top Distributor (IBM Storage)
- IBM Top Distributor (IBM Technical Sales Support)
- HPE Best Growth Distribution Award

Not spared by the pandemic, the Trading Services business adapted and embarked on a number of key initiatives to maintain business continuity, including:

- Regular communication to maintain presence with key business partners and business owners on the health of the business - exchanging knowledge and ideas to create new businesses or revenue streams in this "new norm"
- Provision of skills enhancement courses (technology refresher courses and certifications) to both business partners and customers via webinars
- Build and sustain pipelines for post-pandemic recovery through mining of existing clientele with solutions-driven engagements and diving deeper into pandemic pain points experienced by clients


Extensive Product Portfolio

Our extensive product portfolio spans enterprise range servers, storage systems, engineered systems and solutions from leading industry partners, and technical and professional services. One of the Malaysia Digital Economy Blueprint strategic goals is to make Malaysia a cyber-security lead in the region. In line with that, Microlink Group has added a new cyber-security solutions specialist, Group-IB, to its portfolio. Group-IB is one of the leading providers of solutions aimed at detection and prevention of cyberattacks, online fraud, and IP protection.


Our services span across a channel network of more than 200 business partners nationwide including System Integrators (SI), Independent Solution Vendors (ISV), Managed Services Providers (MSP) and Cloud Services Providers.

Our diverse portfolio is sourced from various leading principals as follows:


Provided via Microlink subsidiary

 Applied Business Systems Sdn Bhd	
ORACLE Suite	Server, Storage & Software

Provided via Microlink subsidiary

 First Solution Sdn Bhd	
IBM	Server & Storage
Lenovo	Server & Storage
TMax Tiberio DB	Software
Group-IB	Software

Provided via Microlink subsidiary

 Formis Systems & Technology Sdn Bhd	
HP Enterprise	Server & Storage
HPE Aruba	Network & Switches Solution
Hitachi Vantara	Server & Storage
Stratus Technologies	Server & Ever Run FT Solution Software
Sangfor Technologies	HCI & Security Solutions

STRATEGY, RISKS & MITIGATION

Strategy

- To become a **Global Solution Integrator** with strong skillsets and experience in the delivery of complex implementations
- To focus on large **Digital Service Platform** businesses, to drive enterprise-wide **Platform-as-a Service** usage
- To provide an **OPEX-based commercial model** to enable organisations to conserve CAPEX, and reduce operational costs while still being able to embark on digital transformation programmes
- To **leverage on partnerships** for both solution and delivery, to grow our presence in the industries where we participate, the aim being to localise and create our own products

In tandem with efforts and resources required to achieve the above objectives, the business is faced with various risks and challenges. These risks are continuously assessed and appropriate mitigation measures adopted.

Risk	Mitigation
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.	Continued focus on talent acquisition to hire professionals with the right skillsets and ensure healthy development of the talent pipeline, as well as developing the technical skillsets of internal resources.
As with any business involved in the pursuit of large-scale projects, one of the principal risks 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. This process can lead to operational cash flow issues before projects are awarded and start generating revenue.	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 has been to develop re-usable or 'white label' solutions and consistently invest in new technology tools to enable quicker time-to-market, thus minimising delivery risk. In addition, by offering OPEX-based solutions on an As-A-Service basis, in particular On-Premise Cloud and IT managed services, Microlink is able to provide clients with a workable, practical option in their digital transformation journey. Commercial proposals are structured to include alternative financing options such as principal leasing programmes or funding from financial institutions that offer financing for hardware and software projects. This also helps to minimise the risk of possible late payment by business partners.
In the Trading 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 built at the global level.	Build continuity of the supply chain by monitoring slow-paying trade receivables and ensuring debt collection. Developing a strategic relationship with our principals will also add value in all collaborations.

REVIEW OF FINANCIAL PERFORMANCE

Microlink Solutions Berhad reports its financial performance along four business segments as follows:



A snapshot of the 5-Year Financial Highlights is provided on Page 32 of this Annual Report.

REVENUE

For FYE 31 March 2022, the Group registered a revenue of RM218.31 million, an increase of 22.57% from RM178.11 million registered a year ago.

Total revenue generated from the **Financial Services** segment decreased by 24% to RM28.27 million in FYE 31 March 2022 as compared to RM37.31 million in FYE 31 March 2021. This was due mainly to lower progressive revenue recognition.

The **Enterprise Solutions** segment's revenue for the financial year increased by 265% from RM15.19 million to RM55.42 million, mainly due to higher progressive revenue recognition.

The **Trading Services (Distribution)** segment recorded an increase of 7% with total revenue registered at RM144.84 million, as compared to RM135.12 million recorded in the previous year. The increase was due to order fulfilments and progress billings particularly.

Total revenue generated from the **Solution Delivery** segment decreased by 1% to RM7.13 million in FYE 31 March 2022, as compared to RM7.15 million in FYE 31 March 2021, mainly due to lower orders and project fulfilments.

PROFIT BEFORE TAX

The Group recorded a profit before tax of RM34.23 million as compared to profit before tax of RM33.19 million in the preceding year. In the previous financial year, the Group's profit before tax was contributed mainly by operational profit and one-off reversal of the Software Development Expenditure impairment amounting to RM38.74 million as a result of successful closure of new contracts but also made one-off impairment losses totalling RM10.94 million. In contrast, the increase in profit for the current financial year was mainly attributable to higher orders and project fulfilments.

LIQUIDITY & CAPITAL RESOURCES

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

Cash and bank balances increased to RM63.12 million in FYE 31 March 2022, as compared to RM11.01 million in FYE 31 March 2021 due to higher cash from financing activities as a result of issuance of shares pursuant to private placement in the current financial year and increase in operational activities.

The Group has total borrowings of RM27.91 million in FYE 31 March 2022, which was mainly trade facilities to fund the business activities.



OUTLOOK

Going into FYE 31 March 2023, the challenges experienced during FYE 31 March 2022 are expected to persist, but as with any crisis, there will be windows of opportunity to improve and reinvent ourselves, individually and as a company at large. We have learned to work effectively and efficiently, keeping our workforce constantly engaged. While it is expected that the global economy will take longer than anticipated to recover from the effects of the Pandemic and the war in Ukraine, Microlink remains optimistic on the outlook of the ICT industry both in Malaysia and further afield, given the marked increase in the requirement for businesses to transform digitally and automate their operations.

This potential is further reflected in the MyDIGITAL initiative which includes the Malaysia Digital Economy Blueprint announced by the Government earlier in 2021. Through this initiative, by 2025, the digital economy is expected to contribute 22.6% to the country's GDP (Gross Domestic Product) and create 500,000 job opportunities in the digital economy.

Above and beyond that, Microlink's partnerships with technical and industry experts both locally and regionally have provided us with access to a vast portfolio of technology, expertise and network allowing us to expand our solution delivery capabilities further. This can be realised through transfer of technology and skillsets during the implementation of customised and localised solutions. The partnerships are expected to create new opportunities for Microlink Group to expand into emerging markets.

This environment presents significant potential for Microlink Group to participate in and take advantage of the opportunities presented in both the public and private sectors in pursuit of Malaysia becoming a digitally driven, high-income nation and a regional leader in digital economy.



SUSTAINABILITY STATEMENT

Microlink Group aspires to ensure sustainability for all areas of its business activities and the integration of sustainability into all our operations is a continuous process.

In compliance with ACE Market Listing Requirements, our activities are measured based on the criteria detailed in the Global Reporting Initiative (GRI). These criteria span social, economic and environmental factors that impact our business and, in turn, the communities where we operate. This includes making a full assessment of any material factors that may affect the sustainability of the Group's business and taking the necessary steps to mitigate those factors.

The factors considered, which span external and internal spheres of influence, are summarised below. By assessing the impact of these key non-financial metrics on our business operations, we are able to highlight areas where our sustainability management and business processes can be strengthened. They also provide a basis on which we can continually improve our reporting to better meet the expectations of our stakeholders.

EXTERNAL

LEGISLATIVE

Impact of legislation on licence to operate

TECHNOLOGICAL

Access to technology that is relevant to our business

COMPETITION

Strength or otherwise against competitive firms

SOCIAL

Availability and skills levels of suitable workforce; immigration restrictions on recruitment of international talent

POLITICAL

Impact of political upheaval on business

FINANCIAL

Access to affordable financing when required

ECONOMIC

General market conditions

SUPPLY CHAIN MANAGEMENT

Supplier availability and capability to meet our requirements

INTERNAL

GOVERNANCE & STRUCTURE

The various codes of practice that set the boundaries and guidelines for our operations

LEGAL COMPLIANCE

Environment of increasing regulatory requirements

POLICIES & STRATEGIES

Clarity of business vision and objectives and the resources needed to achieve them

CAPACITY & CAPABILITY

Extent and expertise of our resources to be able to deliver our goals

SYSTEMS & STANDARDS

Robust framework of operating procedures and systems including accounting, and finance, etc

STYLE & CULTURE

The character of the organisation, management and leadership style and decision-making processes

INTELLECTUAL PROPERTY

The steps needed to safeguard our Intellectual Property from a technology and contractual perspective

Key focus areas that are of the greatest significance for Microlink Group can be defined as:



SOCIAL

- Talent Attraction & Retention
- Employee Health & Wellbeing
- Diversity
- Community Investment



ECONOMIC

- Ethical Conduct
- Product Development & Innovation
- Client Satisfaction & Engagement
- Brand & Reputation
- Legal & Regulatory Compliance



ENVIRONMENT

- Energy & Resource Utilisation
- Procurement & Supply Chain Management

Microlink Group’s Board of Directors has oversight responsibility for the delivery of sustainable value to stakeholders, and this is achieved through implementation of the principles, policies, objectives and strategies of the Group and all its subsidiaries.

SOCIAL



TALENT ATTRACTION & RETENTION

A major sustainability issue faced by all industry sectors in Malaysia today is the recruitment and retention of employees at all levels, who are equipped with the appropriate mix of skills for the world of work, particularly with regards to the graduate population. This persisted throughout the financial year ending (FYE) 31 March 2022 due to the fall-out effects of the COVID-19 Pandemic.

Our approach to this challenge has been to continue to focus on creating and maintaining a safe and supportive work culture. In this way, we aim to provide a workplace environment that is conducive for empowering talented individuals to achieve their full potential. The size and range of activities covered by our organisation provides an extensive cross-section of opportunities for employees to build their skills portfolio and broaden their experience.

The agile and open nature of the organisation in terms of hierarchical structure means that employees are able to interact with colleagues at all levels of the Group without reservation or strict formality. During the period however, this interaction has been severely limited due to the continued Movement Control Order (MCO) restrictions. Regular online communications with employees have therefore become an important part of the work pattern in order to ensure an inclusive experience.

Relevant training and development in professional and technical skills form an important component of our employees’ progress and this is incorporated into their Annual Key Performance metrics. Employees in all divisions of the Group receive training in areas pertaining to their function and/or technical discipline. Relevant employees also receive ongoing training on the latest legal and regulatory requirements, such as updates to the Employment Act, the Competition Act, the Malaysian Code on Corporate Governance and taxation laws. Leadership and coaching programmes are also provided from time to time to strengthen their management skills.

SOCIAL

Due to the ongoing MCOs during the period, which have disrupted in-person training, employees have been encouraged to pursue online training wherever possible, in order to ensure continuation of their skills development. Throughout this duration, Microlink has invested RM126,283 in this area (50% in technical training and the remaining 50% in professional and soft skills development).

EMPLOYEE HEALTH & WELL-BEING

We recognise that employees are the driving force of a strong business. We firmly believe that a motivated and energised workforce delivers value to the organisation and to our stakeholders. We focus on promoting a healthy outlook and encourage employees to explore new/different concepts and ideas/activities to broaden their horizons.

ENSURING SAFER WORKING ENVIRONMENTS

We are committed to conducting our businesses in a way that protects the health and safety of our employees. In light of the ongoing COVID-19 situation, the physical health and mental well-being of employees has been of paramount importance. Strict adherence to the Government-mandated Standard Operating Procedures (SOPs) with Work-From-Home (WFH) measures have been implemented in order to minimise exposure to the risk of infection.

Maintaining peak operational levels under these circumstances has placed considerable strain on the mental well-being of employees, especially those having to juggle between home schooling with their workload. Employees have been encouraged to reach out for emotional support when needed, with reassurance provided that they are able to do so without fear of judgment or discrimination.

UPHOLDING LABOUR PRACTICES & EMPLOYEE RIGHTS

Microlink Group has a zero-tolerance policy against discrimination in any form and all employees have access to a grievance mechanism to raise concerns related to workplace practices. The Group is committed to treating its employees fairly and with dignity and respect.

The Group complies with all applicable labour laws, rules and regulations where it operates, including the Malaysian Employment Act 1955, Industrial Relations Act and regulations governing key issues such as child labour and forced labour.

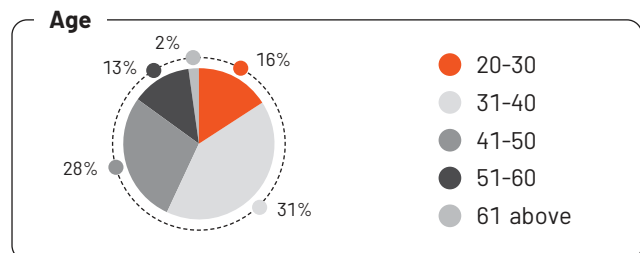
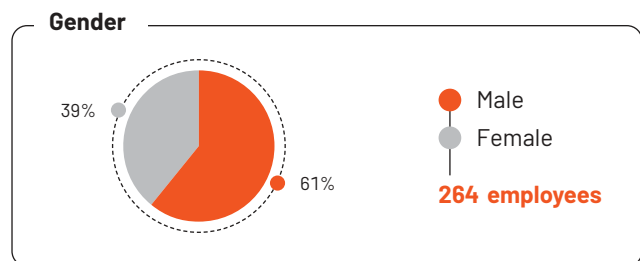
DIVERSITY

Microlink Group practises a policy of full inclusion and diversity. This applies at all levels of the organisation including at the Board level and is designed to ensure the broadest possible range of perspective and experience is available to the organisation at all times. We have recently expanded the diversity of the Board with the addition of one new member who is a leading industry figure.

Appointments, promotions and other employee-related decisions are made solely on the basis of suitability of skills, experience and performance.

Our employee population comprises a well-balanced team with a range of diverse technical and professional skills that is results-oriented and focused on achieving the highest standards of excellence.

In terms of ethnic mix, a person's racial background is of no significance to us and we are therefore colour-blind when recruiting employees.





COMMUNITY INVESTMENT

Microlink Group is invested in providing educational opportunities for future Malaysian talent. However, opportunities to engage in any form of community engagement have been severely hampered since the outbreak of the Pandemic. Once the restrictions are lifted and life returns to some semblance of normality, the Group will re-connect with stakeholders in the community and resume its engagement programmes.



ECONOMIC



One of the highest priorities during the period has been to ensure that Microlink Group can continue to operate in spite of the economic impact of the COVID-19 Pandemic which has seen significant delays in a number of projects being awarded. As such, cash conservation has been key and measures have been implemented across the organisation to protect the business.

ETHICAL CONDUCT

The Group is fully committed to conducting its businesses with the utmost integrity, transparency and accountability and in compliance with local laws and regulations. A code of conduct and ethics, which is included in our respective Group employee handbooks, sets out the standards of conduct and personal behaviours that all our Directors and employees are required to observe to ensure that the Group's commitment is upheld. This code of conduct can be found on our website at <http://www.microlink.com.my/investor-information/>.

ANTI-BRIBERY & CORRUPTION

The Group firmly believes in operating its businesses based on the highest standards of integrity, transparency, ethics and accountability and is against all forms of corruption. Our code of conduct and ethics sets out the Group's business values and practices by which all our Directors and employees are required to abide.

The Malaysian Anti-Corruption Commission (MACC) Act, Section 17A mandates that business be conducted with integrity and that the organisation promotes good governance practices. Commercial organisations are also liable and can be punished if their employees or associates are involved in corruption. The Group's Anti-Bribery & Corruption (ABC) Policy sets out clear requirements in order to ensure strict compliance with the Act. <http://www.microlink.com.my/investor-information/>.

ECONOMIC



Mandatory briefings and familiarisation training are conducted with the Directors, management and employees at all levels of the Group. The following key elements are rigorously emphasised:

- The need for all businesses in the Group to establish an anti-corruption compliance programme;
- The requirement to report audit results and reviews directly to the Board;
- The practice of conducting corruption risk assessments periodically, to identify opportunities for corruption including systems that are not sufficiently robust, high-risk business activities, and supply chain corruption;
- The requirement to conduct regular performance reviews to assess and strengthen the system; and
- The fact that there will be vigorous enforcement and sanctions for non-compliance.

The briefings also cover Money Laundering, highlighting the need to understand the business and background of counterparties and to avoid complex payment arrangements.

The Group also has in place a Group-wide whistleblowing policy with mechanisms to enable employees and external parties to confidentially report any breach, or suspected breach, of any law or of our policies and practices.

All these policies can be found on our website at <http://www.microlink.com.my/investor-information/>.

PRODUCT DEVELOPMENT & INNOVATION

As a technology-first organisation, it is vital that a significant proportion of our resources is allocated to the research, development and commercialisation of future-ready digital solutions to ensure that our business remains relevant, particularly in light of the changing market conditions as a result of the COVID-19 Pandemic. A strong focus on helping clients move from traditional, manual legacy systems to a digital environment is therefore a major plank of our strategy.

Our team comprises experienced business analysts, solution architects and developers with diverse technology skills and experience in order to achieve delivery excellence in the implementation of these digital solutions.

CLIENT SATISFACTION & ENGAGEMENT

The Group understands that client satisfaction and engagement are important material issues that have an impact on our reputation, brand and opportunity for repeat business. Given that many of our technology solutions are customised to meet specific client requirements, it is vital that we understand the market conditions where those clients operate. We therefore engage in regular communication with our clients, conducting product briefing sessions and seminars where applicable.

BRAND & REPUTATION

Microlink Group recognises the importance of its brand and reputation in the market place and the adverse impact on its ability to operate if that reputation is called into question. The Group therefore takes all feasible measures to protect these core elements of its licence to operate by ensuring that its business is conducted to the highest standards of integrity, professionalism and delivery excellence.

LEGAL & REGULATORY COMPLIANCE

Microlink Group ensures that its operations are in strict compliance with all legal and regulatory requirements.



ENVIRONMENT



RESOURCE & ENERGY UTILISATION

As a Group, we aim to minimise our consumption through mindful usage of energy and resources. With the majority of our employees now based in one building – Aurora Place at Bukit Jalil – and a large percentage operating at clients’ offices or working from home, energy consumption during the period has reduced.

The adoption of cloud for a substantial proportion of our operations also reduces the requirement for server rooms, which can add to cost, both in terms of space and energy consumption.

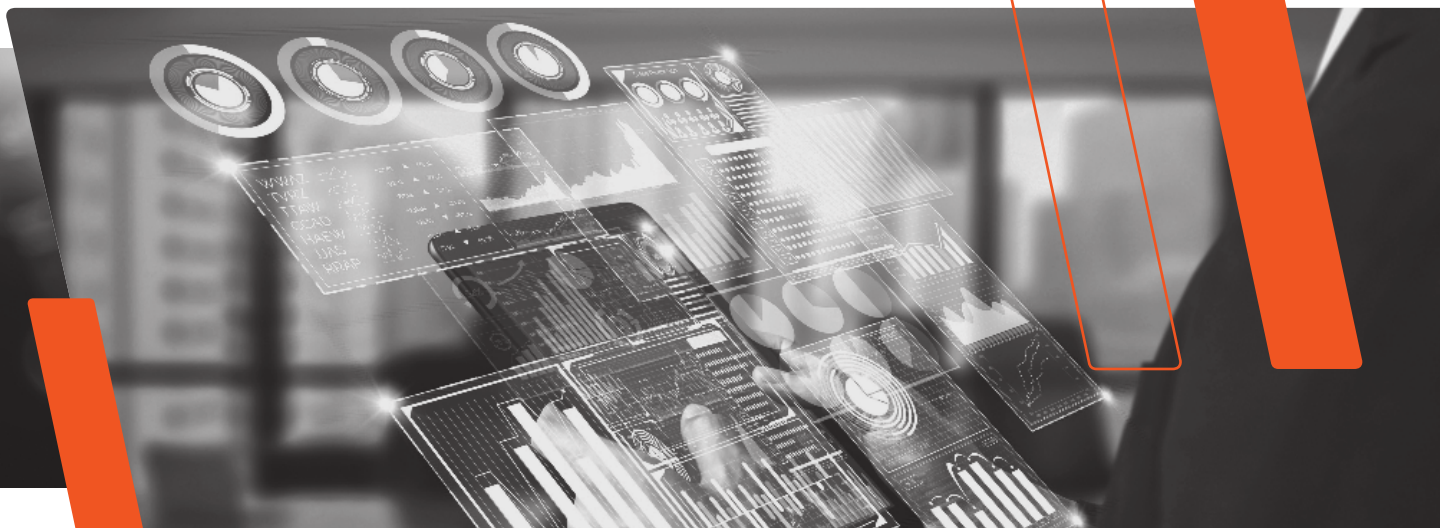
We practice stringent recycling across the Group and campaigns are also held where employees are encouraged to upcycle preloved items which are then donated to underprivileged communities.

PROCUREMENT & SUPPLY CHAIN MANAGEMENT

We are committed to minimising our carbon footprint. Wherever possible, we source the materials, supplies and equipment required for our business operations from locations that offer the least impact on the environment. We also consolidate our purchasing activities to ensure economies of scale both in terms of expenditure and logistics. This activity has been further enhanced during the period under review following restructuring and reorganisation of parts of the Group’s operations.

CONCLUSION

During the coming financial year, the Group will continue to conduct a comprehensive materiality assessment via interface with its key internal and external stakeholders to ensure that all non-financial factors that pose a risk to the sustainability of the Group’s business are understood and that measures are taken to mitigate any such risks.



CORPORATE INFORMATION

BOARD OF DIRECTORS

Independent Non-Executive Chairman

Tun Arifin bin Zakaria

Non-Independent Non-Executive Deputy Chairman

Dato' Jaganath Derek Steven Sabapathy

Executive Director

Monteiro Gerard Clair

Independent Non-Executive Directors

Tan Sri Mazlan bin Lazim
(Appointed on 1 March 2022)

Dato' Sri Chee Hong Leong

Tai Keat Chai

Martin Chu Leong Meng

Wan Mai Gan

(Appointed on 18 July 2022)

Non-Independent Non-Executive Directors

Dato' Seri Mohd Khairi bin Dato' Mat Jahya

Mah Xian-Zhen

(Resigned on 18 July 2022)

GROUP CHIEF EXECUTIVE OFFICER

Chia Yong Wei

BOARD COMMITTEES

Executive Committee

Dato' Jaganath Derek Steven Sabapathy (Chairman)

(Appointed on 18 July 2022)

Dato' Sri Chee Hong Leong
(Appointed on 18 July 2022)

Monteiro Gerard Clair

Chia Yong Wei

(Ceased on 18 July 2022)

Mah Xian-Zhen

(Resigned on 18 July 2022)

Audit & Risk Management Committee

Tai Keat Chai (Chairman)

Martin Chu Leong Meng

Wan Mai Gan

(Appointed on 18 July 2022)

Mah Xian-Zhen

(Resigned on 18 July 2022)

Nominating Committee

Dato' Sri Chee Hong Leong (Chairman)

Tan Sri Mazlan bin Lazim
(Appointed on 18 July 2022)

Wan Mai Gan

(Appointed on 18 July 2022)

Martin Chu Leong Meng

(Ceased on 18 July 2022)

Mah Xian-Zhen

(Resigned on 18 July 2022)

Remuneration Committee

Dato' Jaganath Derek Steven Sabapathy (Chairman)

Dato' Sri Chee Hong Leong

Martin Chu Leong Meng

Long-Term Incentive Plan Committee

Tan Sri Mazlan bin Lazim (Chairman)
(Appointed on 18 July 2022)

Tai Keat Chai

Monteiro Gerard Clair

Martin Chu Leong Meng

(Ceased on 18 July 2022)

COMPANY SECRETARY

Lim Shook Nyee

[MAICSA No. 7007640]

[SSM PC No. 201908003593]

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

T +603 9779 1700

F +603 9779 1702

HEAD OFFICE

Ho Hup Tower - Aurora Place
2-08-01 - Level 8

Plaza Bukit Jalil

No. 1, Persiaran Jalil 1

Bandar Bukit Jalil

57000 Kuala Lumpur

T +603 9779 1700

F +603 9779 1702

AUDITORS

BDO PLT

Level 8

BDO @ Menara CenTARa

360 Jalan Tuanku Abdul Rahman

50100 Kuala Lumpur

T +603 2616 2888

F +603 2616 3190/3191

PRINCIPAL BANKERS

Al Rajhi Banking & Investment Corporation (M) Berhad

Ambank (M) Berhad

CIMB Bank Berhad

Malayan Banking Berhad

SHARE REGISTRAR

Bina Management (M) Sdn Bhd

Lot 10 The Highway Centre

Jalan 51/205

46050 Petaling Jaya

Selangor Darul Ehsan

T +603 7784 3922

F +603 7784 1988

STOCK EXCHANGE LISTING

ACE Market

Bursa Malaysia Securities Berhad

Stock Code: 0126

Stock Name: MICROLN

Sector: Technology

Notes:




Information in this Corporate Information section has been updated to 18 July 2022 to include subsequent changes from the date of signing of the audited financial statements for FYE 31 March 2022 (AFS 2022) on 30 June 2022.


Corporate Information as at 30 June 2022 is as disclosed in the Directors' Report and the AFS 2022, dated 30 June 2022, as presented in Volume 2 of the Annual Report.

PROFILE OF GROUP CHIEF EXECUTIVE OFFICER

CHIA YONG WEI

GROUP CHIEF EXECUTIVE OFFICER

 Age 46  Male  Malaysian

 Appointed as Group Chief Executive Officer on 1 April 2016

Mr Chia joined the OMESTI Group of Companies in January 2014, initially serving as Chief Technology Officer and then as Chief Operating Officer of OMESTI Innovation Lab, the technology and applications development arm of the Microlink Group. In April 2016, he was appointed as Group Chief Executive Officer of Microlink Solutions Berhad.

During his tenure, he has been instrumental in driving the solution delivery performance of the Microlink Group and forging strategic alliances with new partners. He has also been involved in the overall technology development of the organisation, identifying solutions that enable clients and enterprise-wide users to deploy platforms to digitise 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 Berhad.

Prior to that, he held several leadership roles at Accenture, specialising in the telecommunications sector over a 12-year period. On 7 November 2018, he was appointed as Executive Director of OMESTI Berhad.

He holds 3,553,800 (0.33%) 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 & 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 and has no public sanction or penalty imposed by the relevant regulatory bodies during the financial year.



PROFILE OF DIRECTORS

TUN ARIFIN BIN ZAKARIA

INDEPENDENT NON-EXECUTIVE CHAIRMAN



Age 71



Male



Malaysian



Appointed to the Board on 6 June 2017

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, Sessions Court Judge and Senior Assistant Registrar.

He served in various capacities in the Government of Malaysia, both in the Judicial and Legal Departments 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 in 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 is currently the Chairman of Permodalan Nasional Berhad, Trustee of Yayasan Pelaburan Bumiputra, Chairman of the Asian International Arbitration Centre (AIAC) Advisory Council and President of the Inns of Court Malaysia. Tun Arifin also sits on the Board of Vertice Berhad as Independent Non-Executive Chairman.




DATO' JAGANATH DEREK STEVEN SABAPATHY

NON-INDEPENDENT NON-EXECUTIVE DEPUTY CHAIRMAN

 Age 65  Male  Malaysian

 Appointed to the Board on 20 October 2017
Appointed as Deputy Chairman of the Board on 4 August 2021

 Chairman of Executive Committee and Remuneration Committee

Dato' Jaganath Sabapathy holds a Master of Arts from Edinburgh University, Scotland, majoring in Corporate Finance & International Trade. 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 Mergers & Acquisitions, Privatisation and Management Consultancy. He was also an examiner for the Malaysian Association of Certified Public Accountants (MACPA) professional examinations.


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, serving as Managing Director of both companies until 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 a Senior Independent Non-Executive Director of Sime Darby Property Berhad, Non-Independent Non-Executive Director of Omesti Berhad and Independent Non-Executive Director of Principal Asset Management Berhad.

MONTEIRO GERARD CLAIR

EXECUTIVE DIRECTOR

 Age 50  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

 Member of Executive Committee and Long-Term Incentive Plan Committee

A seasoned 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 (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 Divfex Berhad (formerly known as Diversified Gateway Solutions Berhad).


In his younger years, Mr Monteiro 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. He is currently serving as President of the Squash Racquets Association of Malaysia (SRAM).

TAN SRI MAZLAN BIN LAZIM

INDEPENDENT NON-EXECUTIVE DIRECTOR

 Age 60  Male  Malaysian

 Appointed to the Board on 1 March 2022

 Chairman of Long-Term Incentive Plan Committee and Member of Nominating Committee

Tan Sri Mazlan graduated with a Bachelor of Sains Ekonomi Sumber and holds a Master of Science in Human Resources Development, both from Universiti Putra Malaysia.




Prior to his retirement, Tan Sri Mazlan held a long and distinguished career with Polis Di Raja Malaysia (PDRM – Royal Malaysian Police), rising through the ranks. He most recently served as the Deputy Inspector-General of Police


of Malaysia (DIG) from June to December 2021 under Inspector-General (IGP) Acryl Sani Abdullah Sani. He also held the position of Director of the Bukit Aman Logistics & Technology Department at PDRM and had stints as police chief for Kelantan and Kuala Lumpur.


He currently sits on the Board of AHB Holdings Berhad and Computer Forms (Malaysia) Berhad as Independent Non-Executive Chairman.

DATO' SRI CHEE HONG LEONG

INDEPENDENT NON-EXECUTIVE DIRECTOR

 Age 58  Male  Malaysian

 Appointed to the Board on 15 February 2021

 Chairman of Nominating Committee and Member of Executive Committee and Remuneration Committee

Dato' Sri Chee graduated with a Bachelor of Engineering (Computer) in 1987 and a Master of Business Administration in 1989, both from McMaster University, Hamilton, Ontario, Canada. He began his career in 1990, coordinating the development in corporate and annual strategic plans for Leisure Holidays Group of Companies.




From 1992 to 1998, Dato' Sri Chee ventured into the property development sector, serving as Chief Executive Officer at Canary Homes Sdn Bhd and Canary Infoport Sdn Bhd. He subsequently joined Tanco Resort Berhad where, from 1998 to 2002, he held various positions from General Manager rising to Executive Director and Chief Operating Officer.


In March 2003, he joined SYF Resources Bhd, a furniture, boards and property development firm, initially as a member of the Board of Directors and was subsequently appointed as Executive Director in 2011. He also currently sits on the Board of Hextar Industries Berhad as Independent Non-Executive Director.


Dato' Sri Chee has served as Independent Director on the Boards of various organisations in the Palm Oil, Timber and Building Materials business, as well as the Education and Healthcare sectors.

WAN MAI GAN

INDEPENDENT NON-EXECUTIVE DIRECTOR

 Age 58  Female  Malaysian

 Appointed to the Board on 18 July 2022

 Member of Audit & Risk Management Committee and Nominating Committee

A veteran in the electronic payments industry with 34 years of extensive experience, Ms Wan has solid local and international exposure in product development, project delivery, post-live support and pre-sales support of mission-critical software products.

She began her career with SunGard System Access Malaysia Sdn Bhd (SSAMSB) and held various key positions from 1988 to 2010, rising to become Vice President and Director. In July 2010, she joined NCR Payments and Services Malaysia Sdn Bhd (NCR) as General Manager,




Operations and was subsequently appointed as Head of Professional Services for the Payments division, Financial Services, with responsibility for Asia, Africa & Middle East regions. Ms Wan retired from NCR in July 2017.


She is currently the Executive Director of Divfex Berhad (formerly known as Diversified Gateway Solutions Berhad).


Ms Wan holds a Bachelor of Economics (Accounting & Computer Science) degree from Monash University, Victoria, Australia.

MARTIN CHU LEONG MENG

INDEPENDENT NON-EXECUTIVE DIRECTOR

 Age 66  Male  Malaysian

 Appointed to the Board on 6 January 2014

 Member of Audit & Risk Management Committee and Remuneration Committee

Martin Chu graduated with a BSc (Hons) in Mechanical Engineering and an MSc in Management Science 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.




He later moved into banking where he obtained more than 25 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.

TAI KEAT CHAI

INDEPENDENT NON-EXECUTIVE DIRECTOR

 Age 68  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, Marine & General Berhad, MIDF Amanah Asset Management Berhad, HSS Engineers Berhad and several other unlisted companies.

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

DATO' SERI MOHD KHAIRI BIN DATO' MAT JAHYA

NON-INDEPENDENT NON-EXECUTIVE DIRECTOR

 Age 39  Male  Malaysian

 Appointed to the Board on 15 February 2021

Dato' Seri Mohd Khairi is an experienced entrepreneur and seasoned businessman in various industries, including IT services, import/export, property development, and travel and insurance services.

Fluent in Arabic, he plays a key role in fostering strong business relations between Malaysian and Middle Eastern companies and has been at the forefront of development and investment dealings with some of Malaysia's largest institutions, including Tabung Haji and other government-related agencies. In 2011, he founded MKM Ticketing Travel & Tours Sdn Bhd, handling Umrah and Hajj arrangements and becoming the Tabung Haji operator for Hajj (Pengelola Jemaah Haji Tabung Haji), as well as providing inbound and outbound travel services.

Since 2016, he has served as Executive Director of Prima ArenaNiaga Sdn Bhd, a company he founded to provide Core System Services to Banking & Government Agencies, as well as Storage & Cloud Computing and Computer Networking services. Since 2015, he has also served as Director of MKM Solutions Sdn Bhd, a consultancy handling implementation of ERP and XBRL systems for Government Agencies.

He also serves as Chief Executive Officer of the Al-Khairi Group Berhad, an organisation he founded in 2015, setting up joint ventures with other development companies to embark on new housing projects and acquire land banks for future development projects. He is also a Founder and Chairman of Yayasan Mohd Khairi, a charity organisation for underprivileged children.

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;
- other than traffic offences, any conviction for offences within the past 5 years; and
- any public sanction or penalty imposed by the relevant regulatory bodies during the financial year.

Notes:

Information in this Profile of Directors section has been updated to 18 July 2022 to include subsequent changes from the date of signing of the audited financial statements for FYE 31 March 2022 on 30 June 2022.

Directors in office as at 30 June 2022 are as disclosed in the Directors' Report for FYE 31 March 2022, dated 30 June 2022, as presented in Volume 2 of the Annual Report.

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.

SEE KAR FAI

Group Chief Operating Officer

Age 41, Male, Malaysian

Appointed on 10 February 2014

Qualifications

BSc (Hons) Engineering, University of Sheffield

Working Experience

19 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. He was appointed as Group COO for the Microlink Group on 1 September 2018.

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.

FELIX TAN TEE HWA

Group Chief Technology Officer

Age 44, Male, Malaysian

Appointed on 24 March 2014

Qualifications

Bachelor of Electrical & Computer System Engineering, BSc majoring in Mathematics & Computer Science

Working Experience

18 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. On 1 September 2018, he was appointed as Group CTO of Microlink Group.

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



MAH CHON CHEANG

Chief Executive Officer – Distribution

Age 54, Male, Malaysian

Appointed on 1 January 2015

Qualifications

Bachelor of Business Administration

Working Experience

29 years

Profile

Chon Cheang is a seasoned professional with more than 21 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, Lenovo, HPE+Aruba, Oracle, Hitachi Vantara, Stratus, Sangfor 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 a leading position in market share for more than 24 consecutive quarters. He then joined TechD (Malaysia) Sdn Bhd as Product Manager before taking up his current role.

WONG KWANG CHWEN (KC)

Chief Executive Officer – Financial Services

Age 47, Male, Malaysian

Appointed on 2 December 2019

Qualifications

BSc (Second Upper) National University of Malaysia

Working Experience

22 years

Profile

KC joined Microlink with key responsibilities in running the operations for the Financial Services and Enterprise Solutions business. His core focus is not only in growing the business top and bottom line, but driving digital transformation across the Microlink range of products, especially in the core banking and fintech arena.

As part of the overall Microlink business expansion plan, KC also oversees strategic implementation and execution of a new range of products and solutions, as well as building an extensive partner channel.

Prior to joining Microlink, KC was Country Manager for Avanade Malaysia, before pioneering Fusionex as Senior Vice President to become a regionally recognised Big Data Analytics player. After leaving Fusionex, KC led the transformation journey at IFCA MSC Berhad, joining as Executive Vice President and serving as Chief Executive Officer for one of its business divisions.



RAMLEE BIN ABDULLAH

Chief Executive Officer - Public Sector

Age 57, Male, Malaysian

Appointed on 1 June 2022

Qualifications

Diploma Training & Development

Working Experience

25 years

Profile

Ramlee transferred from OVESTI Group to Microlink as Senior Manager, Sales on 1 February 2022. He was subsequently redesignated as Chief Executive Officer - Public Sector on 1 June 2022.

He has over 21 years of sales experience in Banking & Financial Services Solutions. Prior to joining OVESTI, he was with HSBC, Temenos, Silverlake, Oracle, ITS and Sunline International. During his career, Ramlee has managed key client relationships across different regions and worked closely with pre-sales teams to develop winning IT proposals for clients. At OVESTI, Ramlee is primarily responsible for engaging with existing accounts and developing new business across South East Asia.

EDDIE THOO W'Y-KIT

Group Chief Financial Officer

Age 49, Male, Malaysian

Appointed on 30 April 2019

Qualifications

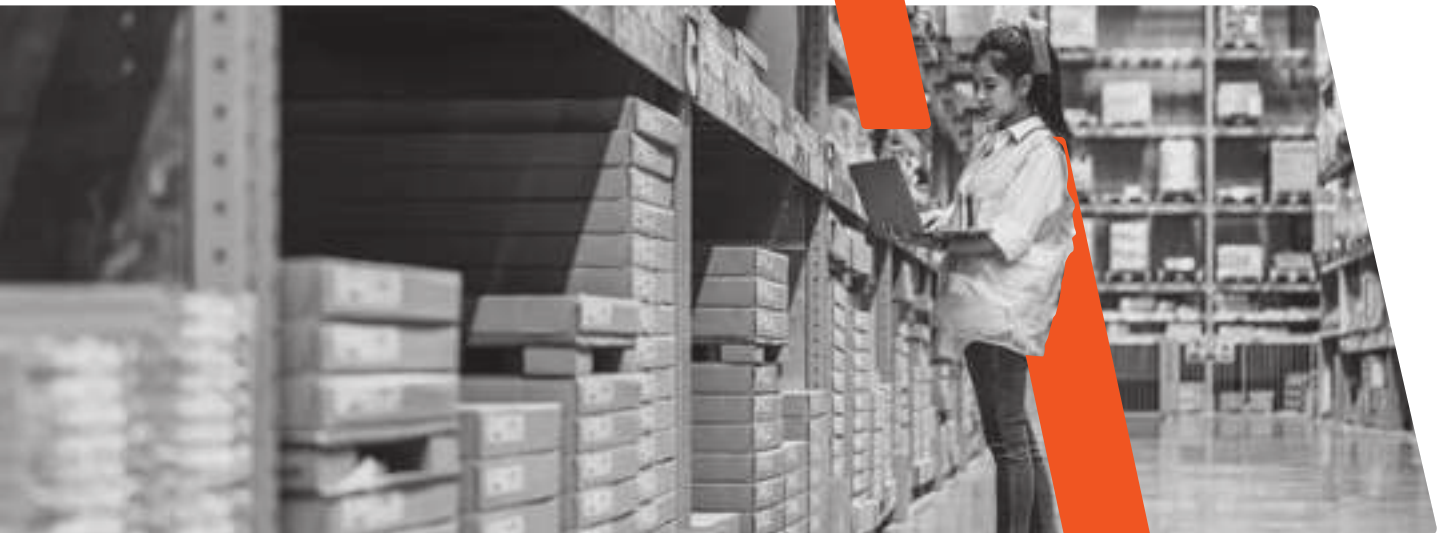
CIMA, MBA from University of Strathclyde, Scotland

Working Experience

26 years

Profile

Eddie has more than 21 years of experience in corporate and operational finance in both public listed and private limited companies in the logistics and other sectors. His role at OVESTI includes ensuring timely and accurate reporting of all financial matters in compliance with the various regulatory and statutory requirements, as well as supporting the Directors and Management in delivering financial and non-financial targets.



NEO POH LIAN

Group Chief Contract Management Officer

Age 61, Female, Malaysian

Appointed on 1 March 2022

Qualifications

BA (Hons) in Finance with Accounting, University of East London

Working Experience

38 years

Profile

Poh Lian first joined the organisation in 1988 as a Finance Executive of subsidiary Formis Computer Services and the following year was promoted to Finance & Administration Manager. In 1994, she was involved in a management buy-out of the company and was appointed to its Board the same year. She subsequently served as Executive Director of Formis (Malaysia) Berhad from 2000 to 2006.

She later joined Formis Resources Berhad (now known as Omesti Bhd) and was appointed as Corporate VP Operations for the Group upon the completion of its acquisition of all the IT businesses of Formis (Malaysia) Berhad. She holds a BA (Hons) in Finance & Accounting from the University of East London.

In March 2022, she was transferred from Omesti Bhd to Microlink Solutions Bhd as Chief Contract Management Officer, to oversee and manage all the business contracts of the Microlink Group. She also oversees the order processing function of the entire Group which includes purchasing and billing. Poh Lian also assists in assessing credit granted to partners in the distribution segment business of the Group.

LIM SHOOK NYEE

Head, Group Company Secretary

Age 53, Female, Malaysian

Appointed on 7 January 2020

Qualifications

The Institute of Chartered Secretaries & Administrators (ICSA)

Working Experience

30 years

Profile

Agnes is a highly experienced Chartered Secretary and an Associate of the Malaysian Institute of Chartered Secretaries & Administrators (MAICSA) since 1995. She first joined the OMESTI Group in December 2006 and helped build the team that provides Company Secretarial Services and statutory advice to all OMESTI Group companies, as well as to external clients. In March 2017, she left the Group to join Puncak Niaga Holdings Berhad Group as General Manager, Secretarial Department, Corporate Services Division/Joint Company Secretary. After nearly three years there, Agnes rejoined OMESTI Group in January 2020 as Head, Group Company Secretary.

With more than 30 years of experience in corporate secretarial practice, Agnes has worked in management consulting firms and public listed companies, supporting the Board of Directors and Management of various organisations in a wide range of statutory matters. She has also been involved in advising on compliance with the various regulatory and statutory requirements.

Save where disclosed above, none of the Key Management Personnel has:

- Any directorship in public companies and listed issuers;
- Any family relationship with any director and/or major shareholder of the Company;
- Any conflict of interests with the Company;
- Other than traffic offences, any convictions for offences within the past 5 years; and
- Any public sanction or penalty imposed by the relevant regulatory bodies during the financial year.

BUSINESS STRUCTURE BY SEGMENT

FINANCIAL SERVICES

MICROLINK

- Microlink Solutions Berhad
- Microlink Software Sdn Bhd
- Microlink Systems Sdn Bhd
- PT Microlink International Maju
- Microlink Innovation Sdn Bhd
- Dhanalynk Sdn Bhd (fka Microlink Technologies Sdn Bhd)
- ML Tridimas Sdn Bhd

DISTRIBUTION SERVICES



Applied Business Systems Sdn Bhd



First Solution Sdn Bhd



Formis Systems & Technology Sdn Bhd

CSA Servis (M) Sdn Bhd



SOLUTION DELIVERY



Omesti Innovation Lab (Malaysia) Sdn Bhd

ENTERPRISE SOLUTIONS



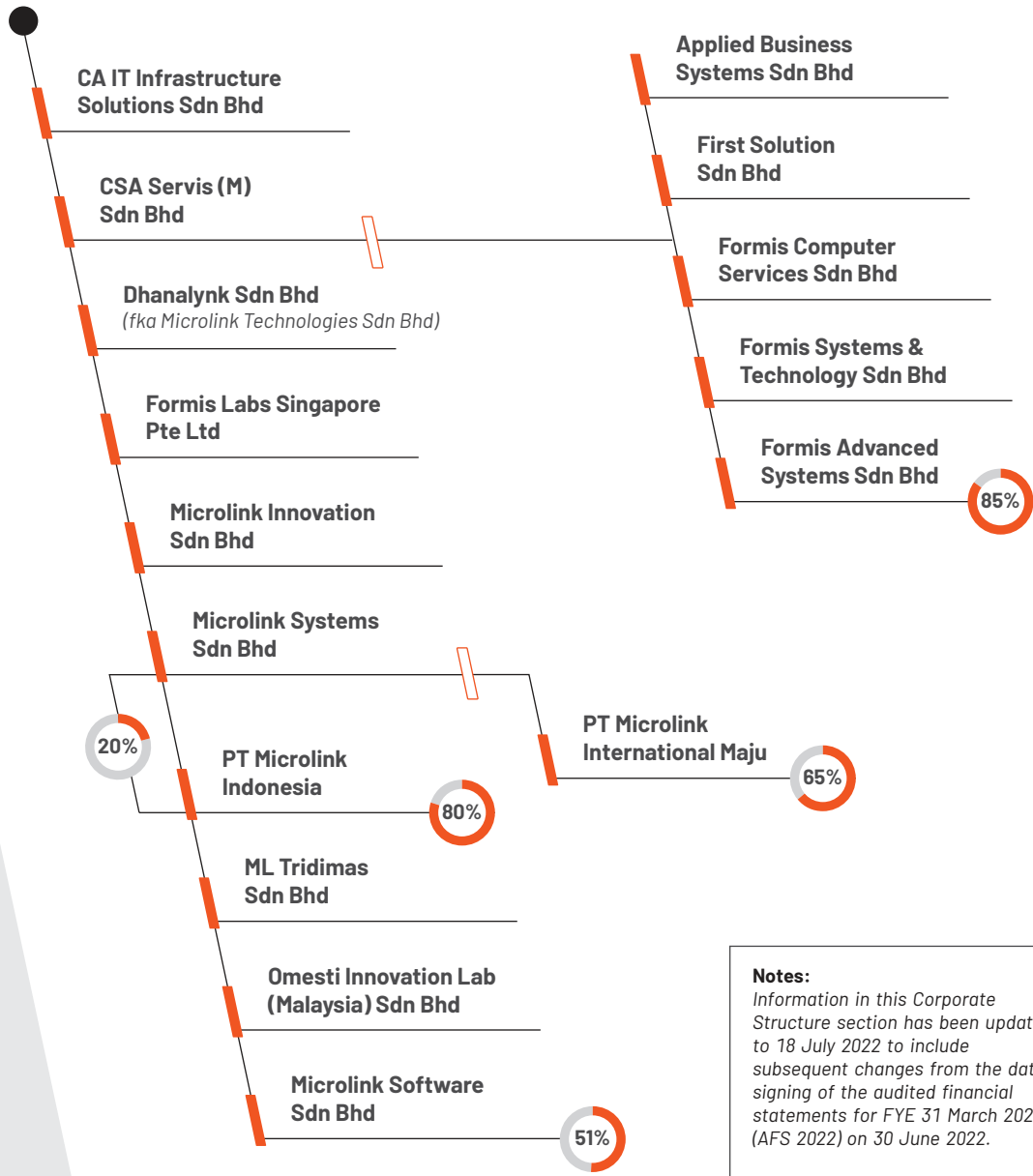
Formis Computer Services Sdn Bhd



CA IT Infrastructure Solutions Sdn Bhd

CORPORATE STRUCTURE

Microlink Solutions Berhad



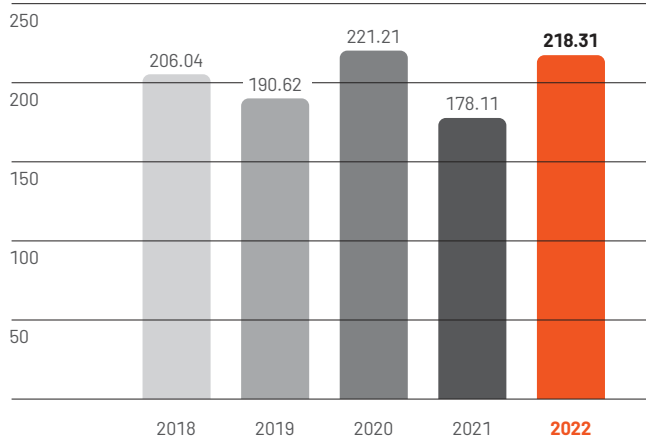
Shareholding is 100% unless otherwise stated

Notes:
 Information in this Corporate Structure section has been updated to 18 July 2022 to include subsequent changes from the date of signing of the audited financial statements for FYE 31 March 2022 (AFS 2022) on 30 June 2022.

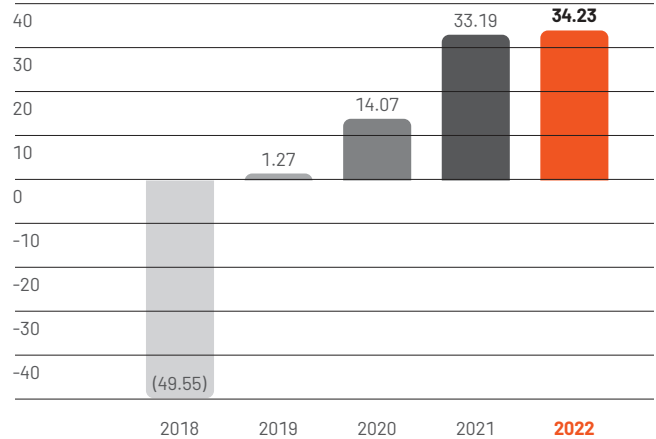
 The Corporate Structure as at 30 June 2022 is as disclosed in the AFS 2022, dated 30 June 2022, as presented in Volume 2 of the Annual Report.

5-YEAR FINANCIAL HIGHLIGHTS 2018-2022

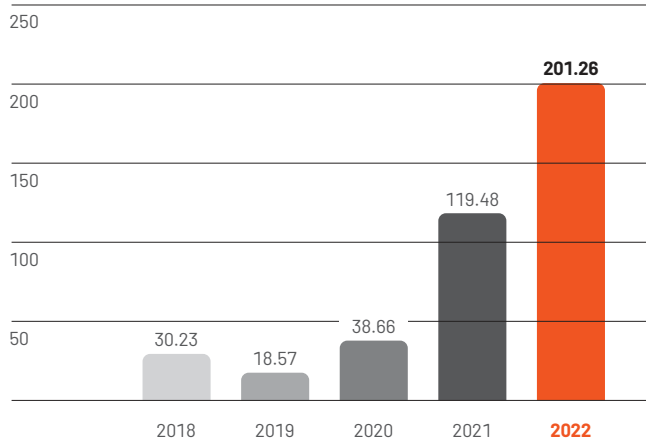
REVENUE (RM million)



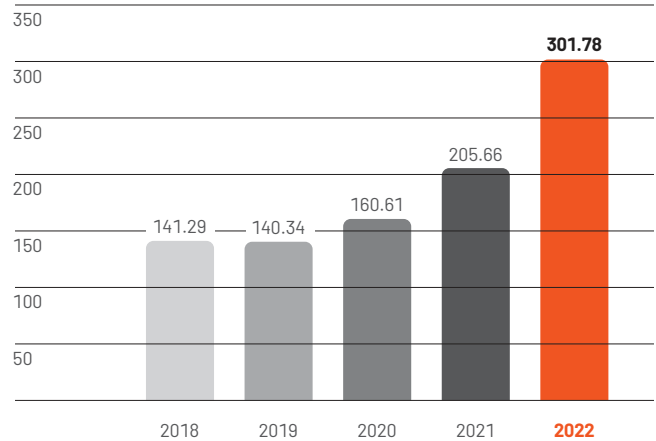
PROFIT/(LOSS) BEFORE TAX (RM million)



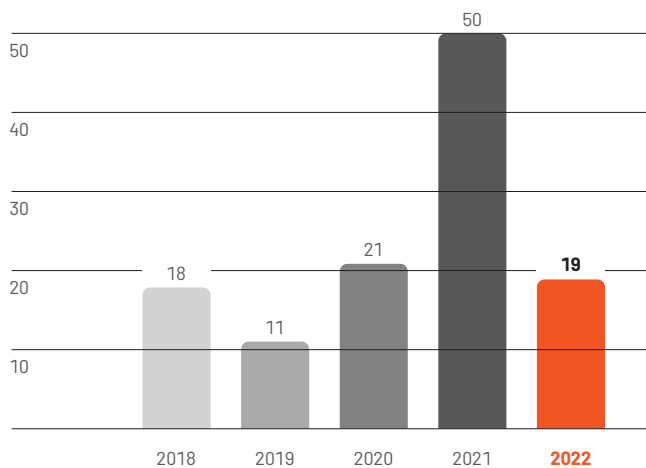
SHAREHOLDERS' EQUITY (RM million)



TOTAL ASSETS (RM million)



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 of the Company. The Board strongly believes in the importance of having and adhering to a sound corporate governance framework in order to deliver sustainable value, enhance shareholders' confidence and achieve the corporate objectives and vision of the Company and its subsidiaries (Group).

This Corporate Governance Overview Statement (CG Overview Statement) seeks to provide investors with key insights into the corporate governance practices of the Company. In this Statement, the Board reports on the way in which the Group has, throughout the financial year ended (FYE) 31 March 2022, adopted and applied the statutory requirements, principles and best practices as set out in the ACE Market Listing Requirements (ACE LR) of Bursa Malaysia Securities Berhad (Bursa Securities), Companies Act 2016 (CA 2016) and the Malaysian Code on Corporate Governance 2021 (MCCG 2021). It also addresses future priorities of the Company.

The Company has generally complied with the MCCG 2021 for the period under review. The status of the Company's application of the MCCG 2021 is disclosed in our Corporate Governance Report 2022 (CG Report) which is accessible to the public at the Company's website <http://www.microlink.com.my/investor-information/>. The CG Report provides details on how the Company has applied each Practice during FYE 31 March 2022, including details of any departures and alternative measures put in place within the Company. It also demonstrates the commitment of the Board and Management of the Group in applying and embracing the highest standards of Corporate Governance across the organisation.

This CG Overview Statement serves to show how our measures are aligned with the principles of good governance in accordance with the MCCG 2021. References are made to the following three (3) key Corporate Governance principles as contained in the MCCG 2021:

A BOARD LEADERSHIP & EFFECTIVENESS

B EFFECTIVE AUDIT & RISK MANAGEMENT

C INTEGRITY IN CORPORATE REPORTING AND MEANINGFUL RELATIONSHIP WITH STAKEHOLDERS

This CG Overview Statement is to be read together with the CG Report, which was approved by the Board on even date.

A

BOARD LEADERSHIP & EFFECTIVENESS

A) BOARD RESPONSIBILITIES**Board Leadership**

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

Separation of Positions of Chairman & Executive Director

The positions of Chairman and Executive Director are held by separate individuals and their roles and responsibilities are distinct, as stated in the Board Charter.

Access to Information, Advice & Company Secretary

In carrying out its duties, 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 Secretary. The roles and responsibilities of the Company Secretary are clearly specified in the Board Charter.

Board Charter

In discharging its duties and responsibilities effectively, the Board is guided by the Board Charter, which clearly defines its roles and responsibilities. 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.

Board Committees

The Board has established five Board Committees:

- Audit & Risk Management Committee (ARMC)
- Nominating Committee (NC)
- Remuneration Committee (RC)
- Long-Term Incentive Plan Committee (LTIPC) and
- Executive Committee (EXCO)

These Committees are each entrusted with specific oversight responsibilities for the Group's affairs and are granted the authority to act on the Board's behalf in accordance with their respective Terms of Reference (TOR). Nevertheless, the Board is ultimately accountable and responsible for the affairs and business of the Group. The Board Charter and the respective TOR of the ARMC, RC and NC are available for reference at the Company's website: <http://www.microlink.com.my/investor-information/>.

Board Meetings & Attendance

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 in order to provide ample time to review matters to be deliberated at the meeting and so facilitate informed decision-making.

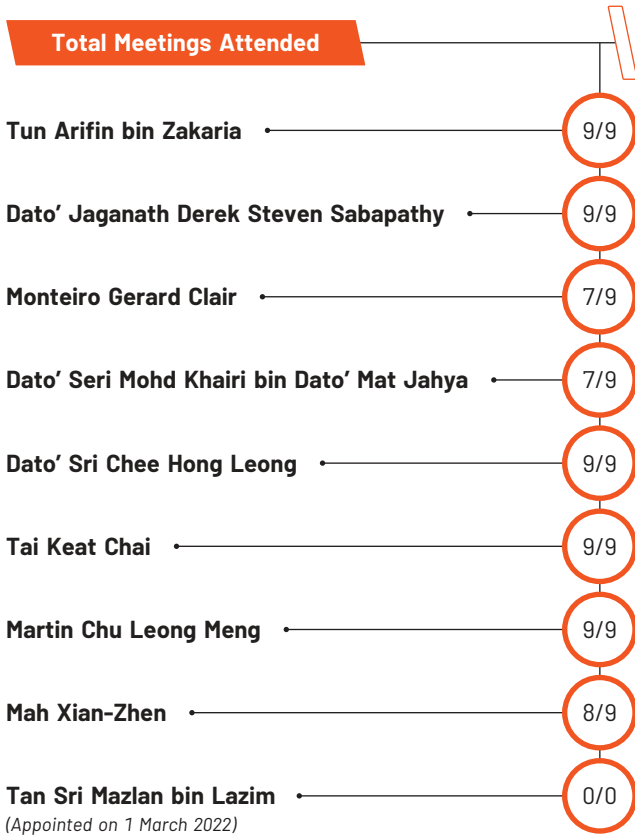
Senior Management members are also invited to attend these meetings, as and when required, to provide the Board with the necessary information and clarification on issues deliberated during the meetings.

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 2022, the Board met nine (9) times during which it reviewed and approved various issues. These included the quarterly financial results of the Group for announcement to Bursa Securities, a fund-raising exercise, bonus issue, corporate exercise and strategic decisions, as well as the financial and operational performance of the Group. The Board also reviewed the adequacy of the Group's internal control system.

In view of the COVID-19 pandemic and subsequent Movement Control Orders imposed by the Malaysian Government, the Board has leveraged on technology to be able to continue to convene Board and Board Committee meetings. During FYE 31 March 2022, all these meetings were held as fully virtual and/or hybrid sessions.

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



During FYE 31 March 2022, all Directors have complied with the minimum 50 percent attendance requirement at Board meetings as stipulated by the ACE LR. 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.

Code of Ethics & Conduct

The Board has formulated and adopted a Code of Ethics & Conduct (Code of Ethics) which applies to all employees and Directors of the Group. The Code, together with other related policies, procedures and guidelines, sets out the principles to guide standards of behaviour and business conduct when employees and Directors deal with third-party individuals or external organisations. These principles are integrated into company-wide management practices. The Directors also observe the Company Directors' Code of Ethics, as established by the Companies Commission of Malaysia.

Whistleblowing Policy

The Group's Whistleblowing Policy (WP) provides a transparent mechanism and avenue for all stakeholders to report or raise genuine concerns on any suspected misconduct, without fear of retribution or intimidation. Confidentiality and anonymity are assured to stakeholders who disclose their concerns in good faith and, in doing so, have followed the appropriate disclosure procedures. The WP sets out a clear procedural guide for stakeholders to follow in raising their concerns to ensure that issues are addressed in respect of the appropriate personnel and definitive action can be taken.

Anti-Bribery & Corruption Policy

In line with the Guidelines on Adequate Procedures pursuant to Section 17A of the Malaysian Anti-Corruption Commission Act 2009, the Company has developed and adopted an Anti-Bribery & Corruption Policy (ABC). This policy sets out the proper practices to be adhered to in relation to improper solicitation, bribery and other corrupt activities and/or issues that may arise in the course of business. The policy is applicable to every employee and Director of the Group.

In addition, the Board has also formulated an Anti-Corruption Policy for Third Parties (ABC - Third Parties) which sets out guidelines to be complied with by third parties engaging with the Group.

The Code of Ethics, WP, ABC and ABC - Third Parties are available for reference at the Company's website <http://www.microlink.com.my/investor-information/>.

A

BOARD LEADERSHIP & EFFECTIVENESS (CONT'D.)

B) BOARD COMPOSITION

Board Balance & Composition

As at 31 March 2022, the Board comprised nine (9) members:



During the year under review, the Board saw changes to its composition with the appointment of Tan Sri Mazlan bin Lazim as INED on 1 March 2022.

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

The Board is well-represented by individuals with diverse professional backgrounds and experience in the areas of finance, accounting, economics, law, business, systems implementation and software products. The diversity of skill, experience and knowledge of its members in these various disciplines and professions allows the Board to address and/or to resolve any related issues in an effective and efficient manner.

There is also a balance in the Board composition with the presence of INEDs of the necessary calibre and experience to carry sufficient weight in Board discussions and decisions. These individuals, together with the Non-Independent and Non-Executive Directors, are highly experienced. Their willingness to challenge the Management without apprehension with pertinent questions, and to debate constructively during Board meetings, helps to reinforce the checks and balances of the Board's decision-making process.

While all the Directors hold equal responsibility for the Group's operations, the role of the INED is particularly important in providing an independent view, advice and judgment that take into account the interests of the Group, shareholders, employees and communities in which the Group operates.

The Profiles of the Directors are presented on Pages 20 to 25 of Volume 1 of this Annual Report.

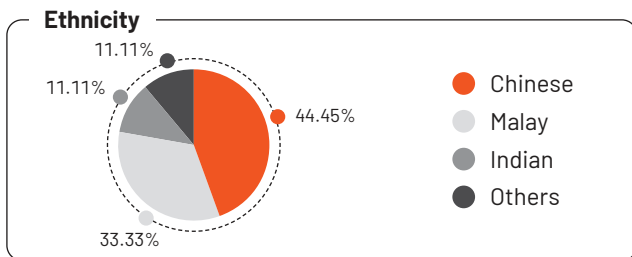
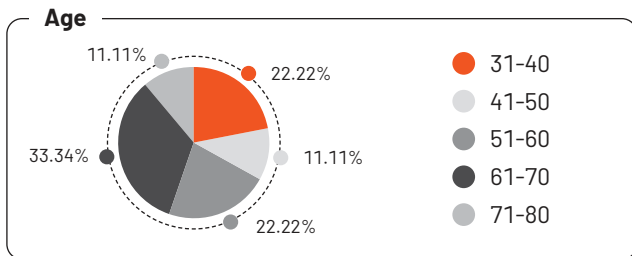
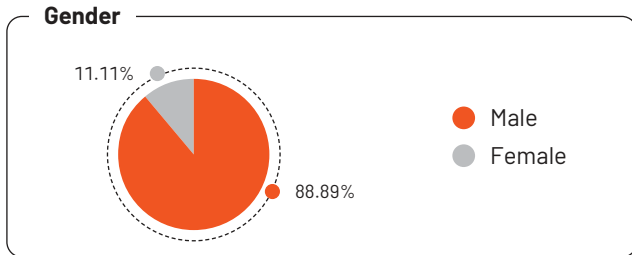
Reinforce Independence

The NC is responsible for assessing the independence of the INED annually. This assessment is based on the independent and constructive views, deliberations and contributions put forward by the INED during the Board meetings. This process is conducted through the Assessment of Independence of INED as part of the annual Board Evaluation. The criteria for assessing independence, as developed by the NC, are applied upon admission, annually and when any new interest or relationship develops.

The NC and the Board have, upon their assessment, concluded that the INEDs continue to demonstrate conduct and behaviour that are essential indicators of independence and their ability to act in the best interests of the Company. It has determined that they continue to fulfil the definition of independence, as set out in the ACE LR.

The Board acknowledges the vital need for diversity to ensure 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(s). Any potential Board candidate will be assessed, wherever reasonably possible, in line with the Board Diversity Policy of the Company.

As at 31 March 2022, the Board's diversity breakdown is depicted in the following matrix:



Nominating Committee Report

The NC established by the Board is responsible for screening, evaluating and recommending suitable candidates to the Board for appointment as Directors, as well as filling the vacant seats of the Board Committees as and when they may arise

The NC is comprised, in the majority, of INEDs 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 18 of Volume 1 of this Annual Report.

The TOR of the NC are available for reference at the Company's website: <http://www.microlink.com.my/investor-information/>.

During FYE 31 March 2022, two (2) NC meetings were held. The NC 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 Director and INEDs;
- Evaluated each Director's performance and ensured no conflict of interest;
- Assessed and confirmed the independence of the INEDs;
- Reviewed the term of office and performance of the ARMC and each of its members;
- Reviewed and made recommendations to the Board with regard to Directors seeking re-election at the Company's 18th Annual General Meeting (AGM);
- Evaluated the training needs of the Board; and
- Discussed the nomination and appointment of new candidate as Director of the Company.

Details on the criteria used in the selection and election process of Directors, as well as the assessment undertaken by the NC, together with the criteria used for such assessment, are set out in the CG Report.

Directors' Training

The Directors are mindful of the need for continuous training to keep abreast of new developments in the technology sector and regulatory environment. As such, they 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.

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

A

BOARD LEADERSHIP & EFFECTIVENESS (CONT'D.)

All the Directors of the Company have attended and successfully completed the MAP prescribed under the ACE LR. In addition, the training/courses attended by the Directors during FYE 31 March 2022 are as follows:

Director	Training/Courses Attended	Date
Tun Arifin bin Zakaria	Onboarding Programme	18 May 2021 – 8 August 2021
	PNB ASNB Board Offsite – ASNB Transformation	30 June 2021
	Rising from Covid 19: Reimagining Work in Malaysia and Beyond	14 July 2021
	Capital Market Directors Programmes (CMDP)	26 & 27 July 2021
	TownHall Session with Staff	12 August 2021
	PNB Knowledge Forum 2021 – Climate Change: A New Green Deal for Malaysia	25 October 2021
Dato' Jaganath Derek Steven Sabapathy	Recent Updates to the Malaysian Code of Corporate Governance (Collaborated with Asia School of Business)	6 September 2021
	ICDM Virtual Workshop – Sustainable Leadership (Part 1) with Stephen Langton	6 January 2022
	Tax Audit for Property Developers by Mr Jagdev Singh (Tax Leader, PwC Malaysia)	17 January 2022
	Anti-Bribery and Anti-Corruption Training by PwC	3 March 2022
Dato' Seri Mohd Khairi bin Dato' Mat Jahya	Mandatory Accreditation Program for Directors of Public Listed Companies	26 – 28 July 2021
Tan Sri Mazlan bin Lazim	Mandatory Accreditation Program for Directors of Public Listed Companies	23 – 25 May 2022
Dato' Sri Chee Hong Leong	Implementing ESG Practices in the Organisation	14 & 15 October 2021
Tai Keat Chai	MIA Webinar Series: Board Assessment – A Key COG in an Effective Governance Structure	29 March 2022
Martin Chu Leong Meng	Fraud Risk Management Workshop	8 December 2021
Mah Xian-Zhen	Future of Healthcare Week Asia 2021 by The Economist Events	22 – 25 November 2021

Save as disclosed above, one Director of the Company was not able to attend any suitable training programmes during the financial year under review due to his work schedule. Nevertheless, this Director continues to devote sufficient time to update his knowledge and enhance his skills through other channels, in line with the ever-changing commercial challenges and risks.

During the Board Committee and Board meetings, the Directors continuously receive briefings and updates from the Management, External Auditors, Company Secretary and Internal Auditors on a variety of topics. These include, but are not limited to, the Group's businesses and operations, risk management activities, corporate governance, finance, new developments in the business environment, new regulations and statutory requirements.

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 Constitution, one third (1/3) of the Directors for the time being shall retire from office and be eligible for re-election at each AGM. This is 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 Constitution of the Company further provides 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.

C) REMUNERATION

Remuneration Committee (RC)

The RC is comprised entirely of Non-Executive Directors. The RC is entrusted under its TOR to assist the Board, amongst others, to carry out an annual review of salaries, incentive arrangements and other employment conditions of the Executive Director and Senior Management. 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 18 of Volume 1 of this Annual Report.

During FYE 31 March 2022, one (1) RC meeting was held and one (1) via circular resolution by the RC members in June 2021. The RC, in discharging its functions and duties, carried out the following activities:

- Reviewed and recommended the Group Annual Increment for FYE 31 March 2021;
- Reviewed and recommended the payment of Directors' Fees and benefits for the period from 30 September 2021 until the next AGM of the Company; and
- Reviewed and recommended the Proposed Shares Grant via Issuance of New Microlink Shares under the ESGP pursuant to the LTIP.



A

BOARD LEADERSHIP & EFFECTIVENESS (CONT'D.)

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)	Salaries (RM)	Defined contribution plan (RM)	Benefits-In-Kind (RM)	Equity compensation benefits (RM)	Other emoluments (RM)	Total (RM)
Executive Director							
Monteiro Gerard Clair	-	120,000 ⁽⁴⁾	14,400	25,000 ⁽⁷⁾	908,340	-	1,067,740
Non-Executive Directors							
Tun Arifin bin Zakaria	189,012 ⁽¹⁾	-	-	21,250 ⁽⁶⁾	-	13,600 ⁽⁵⁾	223,862
Dato' Jaganath Derek Steven Sabapathy	107,248 ⁽²⁾	-	-	-	-	12,720 ⁽⁵⁾	119,968
Tai Keat Chai	85,000 ⁽³⁾	-	-	-	-	20,000 ⁽⁵⁾	105,000
Martin Chu Leong Meng	75,500 ⁽³⁾	-	-	-	-	23,000 ⁽⁵⁾	98,500
Mah Xian-Zhen	73,000 ⁽³⁾	-	-	-	-	19,000 ⁽⁵⁾	92,000
Dato' Seri Mohd Khairi bin Dato' Mat Jahya	60,000 ⁽³⁾	-	-	-	-	9,000 ⁽⁵⁾	69,000
Dato' Sri Chee Hong Leong	61,646 ⁽³⁾	-	-	25,000 ⁽⁸⁾	-	12,000 ⁽⁵⁾	98,646
Tan Sri Mazlan bin Lazim (Appointed on 1 March 2022)	5,000 ⁽³⁾	-	-	-	-	-	-

⁽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-Independent Non-Executive Deputy Chairman

⁽³⁾ Fees paid/payable by the Company for acting as a Non-Independent Non-Executive Director

⁽⁴⁾ Salaries and other emoluments paid by the Company for acting as Executive Director

⁽⁵⁾ Meeting Allowances paid by the Company

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

⁽⁷⁾ Benefits-In-Kind paid by the Company for acting as Executive Director

⁽⁸⁾ Benefits-In-Kind paid by the Company and/or subsidiary companies for acting as Director

B EFFECTIVE AUDIT & RISK MANAGEMENT

A) AUDIT & RISK MANAGEMENT COMMITTEE (ARMC)

As at 31 March 2022, the ARMC comprises three (3) members, all of whom are Non-Executive Directors, with a majority of them being INEDs. The current composition of the ARMC is as set out on Page 18 of Volume 1 of this Annual Report.

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 subsequent AGM.

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

The ARMC Report is presented on Pages 46 to 47 of Volume 1 of this Annual Report.

B) RISK MANAGEMENT FRAMEWORK

Details on the key features of the risk management framework are set out in the Statement on Risk Management & Internal Control on Pages 43 to 45 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. This Statement has been reviewed by the Company's External Auditors, and is provided separately on Pages 43 to 45 of Volume 1 of this Annual Report.

C INTEGRITY IN CORPORATE REPORTING & MEANINGFUL RELATIONSHIP WITH STAKEHOLDERS

A) COMMUNICATION WITH STAKEHOLDERS

The Board recognises the importance of communication and proper dissemination of information to its shareholders and investors. Through extensive disclosures of appropriate and relevant information, the Company aims to effectively provide shareholders and investors with information to maintain transparency and accountability. In this respect, the Company keeps shareholders informed via announcements and timely release of quarterly financial reports, press releases, annual reports and circulars to shareholders.

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 Company's website: <http://www.microlink.com.my>.

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. This enables 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: <http://www.microlink.com.my/investor-information/>.

C

INTEGRITY IN CORPORATE REPORTING & MEANINGFUL RELATIONSHIP WITH STAKEHOLDERS (CONT'D.)

B) CONDUCT OF GENERAL MEETINGS

The Annual General Meeting (AGM) and other meetings of the shareholders, including any Extraordinary General Meeting (EGM) 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.

Following the outbreak of the COVID-19 pandemic in 2020, the Company leveraged on technology by conducting its EGM and subsequent 18th AGM as fully virtual sessions. These were conducted via a secure digital platform. All Directors including the Chairman participated in both the 18th AGM and the EGM remotely from their respective location via the virtual meeting platform.

The notice for the 18th AGM was provided more than 28 days in advance to enable shareholders to make adequate preparation. Shareholders attending the 18th AGM and EGM were able to participate, speak (in the form of real-time submission of typed texts) and cast their votes in real time via the electronic voting facilities provided by the virtual meeting platform. The remote poll voting results were validated by an independent scrutineer and made available immediately following the broadcast.

COMPLIANCE STATEMENT

This Statement on the Company's corporate governance practices is made in compliance with the ACE LR. Having reviewed and deliberated this Statement, the Board is satisfied that, to the best of its knowledge, for the financial year under review the Company is substantially in compliance with the principles and practices set out in the MCCG 2021, as well as the relevant paragraphs under the ACE LR. This statement has been presented and approved by the Board at its meeting held on 12 July 2022.



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 management is only designed to manage rather than eliminate risks of failure in the course of achieving business 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.

ENTERPRISE RISK MANAGEMENT FRAMEWORK

The Board acknowledges that all areas of the Group's activities involve a certain 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 in place a Risk Management Framework to proactively identify, assess, evaluate and manage key risks to an optimal level. The Group has updated the risk register with key potential risks identified, along with the implementation of appropriate risk response strategies and controls in managing these risks.



STATEMENT ON RISK MANAGEMENT & INTERNAL CONTROL (CONT'D.)

As part of the risk assessment (RA) process, focus group sessions were conducted to gain an understanding of changes in business models, strategies, and business operations, to evaluate the current key risks and controls in place as well as to note management concerns or issues. The RA has been conducted as part of a continued activity to create awareness of, understand and evaluate the current key risks vis-a-vis the enterprise risks. Risk implications due to any changes in business models, strategies and business operations were identified, assessed and documented. This assessment serves as a basis for management to take stock of the risks faced by the Group and put in place action plans to manage those risks. The results of the RA are incorporated in the reporting to the ARMC.

The Board's primary objective and direction in managing the Group's risks are focused on the achievement of the Group's business objectives. From time to time, the framework is reviewed to ensure that risks and controls are updated to reflect current situations and to ensure relevance at any given time.

Internal audits are carried out to ensure mitigating measures identified are continuously implemented.

INTERNAL AUDIT

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

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 reviews were conducted to ensure recommendations for improvement on the internal control system are satisfactorily implemented.

Based on the internal audit review conducted, none of the weaknesses 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 2021 to 31 March 2022 amounted to RM100,000.

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 the Group Chief Executive Officer and Chief Financial Officer that the risk management and internal control systems are operating adequately and effectively in all material aspects for reporting.



The Board is committed towards operating a sound system of internal control with effective risk management practices implemented throughout the Group and is of the view that there were no significant weaknesses in the risk management and internal control systems of the Group which had resulted in material losses, contingencies or uncertainties requiring disclosure in the Annual Report.

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, develop 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 & Internal Control intended to be included in the Annual Report for the financial year ended 31 March 2022 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 & Internal Control: Guidelines for Directors of Listed Issuers, nor is the Statement on Risk Management & Internal Control factually inaccurate.

The limited assurance review was performed in accordance with Malaysian Approved Standard on Assurance Engagement, ISAE 3000 (Revised) *Assurance Engagements Other than Audits or Reviews of Historical Financial Information* and AAPG3 *Guidance for Auditors on Engagements to Report on the Statement on Risk Management and Internal Control Included in the Audited Report* 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 requires disclosure in the Annual Report. The Group continually evaluates and takes measures to strengthen the internal control and risk management environment.

This statement is made in accordance with approval from the Board of Directors dated 12 July 2022.



AUDIT & RISK MANAGEMENT COMMITTEE REPORT

As at 31 March 2022, the Audit & Risk Management Committee (ARMC) comprises the following three (3) 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 <http://www.microlink.com.my>.

MEETINGS AND ATTENDANCE

The ARMC held a total of eight (8) meetings during the financial year ended (FYE) 31 March 2022. The attendance record of the respective members is as follows:

Total Meetings Attended	
Tai Keat Chai	8/8
Martin Chu Leong Meng	8/8
Mah Xian-Zhen	8/8

SUMMARY OF ACTIVITIES

During FYE 31 March 2022, the ARMC carried out the following activities:



Financial Results

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



Related Party Transactions

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



Internal Audit

- Reviewed the updates on the Internal Audit for FYE 31 March 2022.



External Audit

- Reviewed the Audit completion of the Group for FYE 31 March 2021;
- Reviewed the Company's Audited Financial Statements for FYE 31 March 2021 and recommended to the Board for their approval and release to Bursa Securities;
- Reviewed and recommended to the Board on the re-appointment of the External Auditors;
- Reviewed and assessed the performance and independence of the External Auditors;
- Reviewed the Audit Planning Memorandum for FYE 31 March 2022 of the Company;

- Discussed any pertinent points/reservations on issues arising from the audit of the Company's accounts which the External Auditors may have to raise to the ARMC, in the absence of the executive Board members and Management; and
- Reviewed with the External Auditors any issues affecting the operations of the Group, as well as the necessary remedial actions, and thereafter reported the same to the Board.



Other Matters

- Reviewed the Circular to Shareholders in relation to the Proposed Bonus Issue of New Ordinary Shares in Microlink Solutions Berhad;
- Reviewed and approved the Statement by the ARMC for inclusion into the Circular to Shareholders in relation to the Proposed Renewal of Existing Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature;
- Reviewed the Statement on Risk Management & Internal Control and the ARMC Report for inclusion in the Company's Annual Report;
- Reviewed and verified the allocation of share options pursuant to the Long-Term Incentive Plan (LTIP) for the FYE 31 March 2021;
- Reviewed and recommended the amendments to the Terms of Reference of the ARMC to the Board for endorsement;
- Reviewed and recommended to the Board for their consideration and approval the Heads of Agreement in relation to the Proposed Acquisitions of Technology Business from Omesti Berhad.

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 2022 is as follows:

- Conducted scheduled IA engagements, focusing primarily on the effectiveness of internal controls and recommended 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 FYE 31 March 2022 was RM100,000.00 (FYE 2021: RM20,000.00).



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 of 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 2022, 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 30 June 2022

ORDINARY SHARES

Total number of issued shares	:	1,068,297,460 ordinary shares
Class of Shares	:	Ordinary Shares
Voting Rights	:	One (1) vote per ordinary share on a poll
Number of Shareholders	:	4,554

DISTRIBUTION OF ORDINARY SHAREHOLDERS

according to the statistical summary of the Record of Depositors as at 30 June 2022

Size of Holdings	No. of Shareholders	% of Shareholders	No. of Shares Held	% of Issued Capital
Less than 100 issued shares	2,927	64.27	49,787	0.00
100 to 1,000 issued shares	644	14.14	241,565	0.02
1,001 to 10,000 issued shares	500	10.99	2,362,400	0.22
10,001 to 100,000 issued shares	313	6.87	11,077,768	1.04
100,001 to less than 5% of issued shares	163	3.58	348,897,340	32.66
5% and above of issued shares	7	0.15	705,668,600	66.06
Total	4,554	100.00	1,068,297,460	100.00

LIST OF THIRTY LARGEST ORDINARY SHAREHOLDERS

according to the Record of Depositors as at 30 June 2022

	Name	No. of Shares Held	%
1.	M & A Nominee (Tempatan) Sdn Bhd Insas Credit & Leasing Sdn Bhd for Omesti Holdings Berhad	275,483,600	25.79
2.	Amsec Nominees (Tempatan) Sdn Bhd Pledged Securities Account – AmBank (M) Berhad for Omesti Holdings Berhad	104,935,000	9.82
3.	RHB Nominees (Tempatan) Sdn Bhd OSK Capital Sdn Bhd for Omesti Holdings Berhad	79,065,000	7.40
4.	MIDF Amanah Investment Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Mohd Khairi bin Mat Jahya (MGN-MKM0005M)	64,360,000	6.02
5.	Cartaban Nominees (Tempatan) Sdn Bhd RHB Trustees Berhad for Kenanga Absolute Return Fund	61,000,000	5.71
6.	Citigroup Nominees (Tempatan) Sdn Bhd Exempt An for Kenanga Investors Bhd	61,000,000	5.71
7.	Amsec Nominees (Tempatan) Sdn Bhd Pledged Securities Account – AmBank (M) Berhad for Omesti Holdings Berhad (SMART)	59,825,000	5.60
8.	Maybank Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Dato' Ong Choo Meng	27,300,000	2.56
9.	M & A Nominee (Asing) Sdn Bhd Montego Assets Limited	22,356,700	2.09

ANALYSIS OF SHAREHOLDINGS (CONT'D.)

	Name	No. of Shares Held	%
10.	Cimsec Nominees (Tempatan) Sdn Bhd CIMB for Mohamed Nizam bin Abdul Razak (PB)	19,892,400	1.86
11.	RHB Capital Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Jaganath Derek Steven Sabapathy	19,222,000	1.80
12.	Kenanga Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Omar Shariff bin Mydeen	14,500,000	1.36
13.	CGS-CIMB Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Ong Choo Meng (MY3918)	14,000,000	1.31
14.	Chan Kong Yew	12,586,100	1.18
15.	M & A Nominee (Tempatan) Sdn Bhd Insas Credit & Leasing Sdn Bhd for Monteiro Gerard Clair	12,000,000	1.12
16.	Maybank Nominees (Tempatan) Sdn Bhd Maybank Private Wealth Management for Mohamed Nazim bin Abdul Razak (PW-M00363) (408782)	9,200,000	0.86
17.	Amsec Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Monteiro Gerard Clair	9,073,688	0.85
18.	Lim Tien Li	8,000,000	0.75
19.	Cimsec Nominees (Tempatan) Sdn Bhd CIMB for Ooi Peng Cuan (PB)	7,800,000	0.73
20.	Alliancegroup Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Koh Kin Lip (8058900)	7,531,300	0.70
21.	Cartaban Nominees (Tempatan) Sdn Bhd Exempt An for Standard Chartered Bank Singapore Branch (BJSSTGGBR-CL LCL)	7,510,800	0.70
22.	Kenanga Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Loh Chen Yook (021)	6,899,000	0.65
23.	Omesti Holdings Berhad	6,286,372	0.59
24.	Maybank Nominees (Tempatan) Sdn Bhd Maybank Private Wealth Management for Seow Voon Ping (PW-M00400) (410083)	6,000,000	0.56
25.	Inter-Pacific Equity Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Kok Tiu Wan	5,784,500	0.54
26.	DB (Malaysia) Nominee (Tempatan) Sdn Bhd Exempt An for Affin Hwang Asset Management Berhad (TSTAC/CLNT-T)	5,150,100	0.48
27.	Jacqueline A/P Earthayanathan	5,000,000	0.47
28.	Maybank Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Mah Siew Kwok	4,800,000	0.45
29.	Proven Venture Capital PLT	4,500,000	0.42
30.	M & A Nominee (Tempatan) Sdn Bhd Majestic Salute Sdn Bhd for Yahya bin Razali	4,000,000	0.37
	Total	945,061,560	88.46

SUBSTANTIAL ORDINARY SHAREHOLDERS

according to the Register of Substantial Shareholders as at 30 June 2022

	Name	No. of Shares Held			
		Direct Interest	%	Deemed Interest	%
1.	Omesi Holdings Berhad (OHB)	525,594,972	49.20	-	-
2.	Omesi Berhad (Omesi)	-	-	525,594,972 ⁽¹⁾	49.20
3.	Dato' Seri Mohd Khairi bin Dato' Mat Jahya	64,560,000	6.04	-	-
4.	RHB Trustees Berhad	61,000,000	5.71	-	-

DIRECTORS' INTERESTS IN ORDINARY SHARES IN THE COMPANY

according to the Register of Directors' Shareholdings as at 30 June 2022

MICROLINK SOLUTIONS BERHAD	No. of Shares Held			
	Direct Interest	%	Deemed Interest	%

Director

1.	Tun Arifin bin Zakaria	-	-	-	-
2.	Dato' Jaganath Derek Steven Sabapathy	19,222,000	1.80	-	-
3.	Tan Sri Mazlan bin Lazim	500,000	0.05	-	-
4.	Dato' Seri Mohd Khairi bin Dato' Mat Jahya	64,560,000	6.04	-	-
5.	Dato' Sri Chee Hong Leong	-	-	-	-
6.	Monteiro Gerard Clair	32,440,496	3.04	31,464 ⁽²⁾	0.00
7.	Tai Keat Chai	-	-	-	-
8.	Martin Chu Leong Meng	-	-	-	-
9.	Mah Xian-Zhen (Resigned on 18 July 2022)	554,664	0.05	2,921,200 ⁽³⁾	0.27

Group Chief Executive Officer

1.	Chia Yong Wei	3,553,800	0.33	-	-
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ANALYSIS OF SHAREHOLDINGS (CONT'D.)

DIRECTORS' INTERESTS IN THE RELATED COMPANY

as at 30 June 2022

OMESTI - ORDINARY SHARES		No. of Ordinary Shares Held			
		Direct Interest	%	Deemed Interest	%

Director

1.	Monteiro Gerard Clair	39,225,855	7.34	67,467,100 ⁽²⁾	12.63
2.	Dato' Jaganath Derek Steven Sabapathy	3,869,800	0.72	-	-
3.	Mah Xian-Zhen (Resigned on 18 July 2022)	1,501,555	0.20	9,645,000 ⁽³⁾	1.01

Group Chief Executive Officer

1.	Chia Yong Wei	565,100	0.11	60,000 ⁽³⁾	0.01
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OMESTI - REDEEMABLE PREFERENCE SHARES (RPS)		No. of RPS Held			
		Direct Interest	%	Deemed Interest	%

Director

1.	Monteiro Gerard Clair	5,976,840	5.62	13,480,000 ⁽²⁾	12.66
2.	Mah Xian-Zhen (Resigned on 18 July 2022)	55,000	0.05	1,929,000 ⁽³⁾	1.81

Group Chief Executive Officer

1.	Chia Yong Wei	84,600	0.08	12,000 ⁽³⁾	0.01
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OMESTI - WARRANTS 2021/2026		No. of Warrants 2021/2026 Held			
		Direct Interest	%	Deemed Interest	%

Director

1.	Monteiro Gerard Clair	13,945,959	5.62	32,620,000 ⁽²⁾	13.13
2.	Dato' Jaganath Derek Steven Sabapathy	3,105,906	1.25	-	-
3.	Mah Xian-Zhen (Resigned on 18 July 2022)	42,000	0.02	4,501,000 ⁽³⁾	1.81

Group Chief Executive Officer

1.	Chia Yong Wei	197,400	0.08	28,000 ⁽³⁾	0.01
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Notes:

⁽¹⁾ Deemed interest by virtue of OHB being a wholly-owned subsidiary of Omesti pursuant to Section 8(4) of the Companies Act 2016 (the Act).

⁽²⁾ Deemed interest by virtue of his substantial interest in H2O Holdings Sdn Bhd pursuant to Section 8(4) of the Act.

⁽³⁾ Deemed interest by virtue of his/her spouse interest in the Company and Omesti pursuant to Section 59(1)(c) of the Act.

OTHER COMPLIANCE INFORMATION

LONG-TERM INCENTIVE PLAN

During the financial year ended (FYE) 31 March 2022, the Company had made a total award of 1,300,000 new ordinary shares (Award Shares) under the Restricted Share Plan (RSP) under the Employees' Share Grant Plan (ESGP) pursuant to the Long-Term Incentive Plan (LTIP). The LTIP is the only scheme that is in existence during FYE 31 March 2022. The Award Shares were vested on 5 July 2021 and 5 August 2021, respectively.

Further information on the LTIP is set out in the Directors' Report and Note 38 of Volume 2 of this Annual Report.

Brief details on the number of shares granted, vested and outstanding during FYE 31 March 2022 are set out below:

1 April 2021 to 31 March 2022	Total	Directors	Chief Executive Officer	Senior Management	Other Entitled Employees
RSP under the ESGP pursuant to the LTIP	-	-	-	-	-
Number of Shares outstanding as at 1 April 2021	-	-	-	-	-
Number of Shares granted	1,300,000	400,000	425,000	250,000	225,000
Number of Shares vested	(1,300,000)	(400,000)	(425,000)	(250,000)	(225,000)
Number of Shares lapsed	-	-	-	-	-
Number of Shares outstanding as at 31 March 2022	-	-	-	-	-

Since the commencement of the LTIP, the actual percentage of ESOS (which had lapsed) granted to the Directors and Senior Management of the Group was 100% of the total ESOS. No ESOS was granted to the Executive Director, the Senior Management of the Group or the Non-Executive Directors of the Company during FYE 31 March 2022.

RSP awards under ESGP pursuant to the LTIP granted to the Executive Director and Senior Management of the Group during FYE 31 March 2022 and since the commencement of the LTIP was 82.69% and 66.09% respectively.

AUDIT & 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 FYE 31 March 2022 are as follows:

	Company (RM)	Group (RM)
Audit fees	50,000	200,500
Non-audit fees	4,000	4,000

OTHER COMPLIANCE INFORMATION (CONT'D.)

MATERIAL CONTRACTS

Save as disclosed below, 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, Chief Executive Officer, who is not a director, 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:

- (1) On 19 January 2022, Microlink Solutions Berhad (MSB) entered into a Heads of Agreement (HOA) with Omesti Berhad (Omesti) and Man Yau Holdings Berhad (MYHB), a wholly-owned subsidiary of Omesti to explore and pursue the following:-
- i. proposed transfer by Omesti of its rights and interests under the TMBSSP Contracts in respect of the Telekom Malaysia Berhad business support system project to MSB for a consideration to be determined at a later date following a valuation exercise;
 - ii. proposed acquisition by MSB from Omesti of the entire equity interest held in Formis Research & Development Sdn Bhd, which is carrying out certain Electronic Services Development And Maintenance Projects, for a consideration to be determined at a later date following a valuation exercise; and
 - iii. proposed acquisition by MSB from MYHB of the entire equity interest held in Omesti Assist Sdn Bhd, which is also carrying out the Electronic Services Projects, for a consideration to be determined at a later date following a valuation exercise.

Save as disclosed below, none of the Directors, major shareholders of MSB and/or persons connected with them have any interest, whether direct or indirect, in the HOA:

- (a) Monteiro Gerard Clair (Interested Director) is the Executive Director of MSB and Omesti;
- (b) Omesti Holdings Berhad, a wholly-owned subsidiary company of Omesti, and Omesti are the major shareholders of MSB;
- (c) Dato' Jaganath Derek Steven Sabapathy is the Non-Independent Non-Executive Deputy Chairman of MSB and the Non-Independent Non-Executive Director of Omesti;
- (d) Mah Xian-Zhen is the Non-Independent Non-Executive Director of MSB and Executive Director of Omesti; and
- (e) Chia Yong Wei is the Group Chief Executive Officer of MSB and Executive Director of Omesti.

UTILISATION OF PROCEEDS RAISED FROM ANY CORPORATE PROPOSAL

On 2 March 2022, the Company completed its Private Placement exercise following the listing of and quotation for 97,036,100 new ordinary shares in the Company. The new ordinary Private Placement shares were issued at the issue price RM0.55 per share and cash proceeds of RM53,369,855 were raised. The summary of the utilisation of the proceeds as at 30 June 2022 is as follows:

Type of Utilisation	Proposed Utilisation RM'000	Actual Utilisation RM'000	Excess/ (Deficit) RM'000	Timeline of utilisation from the listing of the Private Placement Shares
Working capital	33,800	4,263	-	Within 12 months
Future Working Capital	17,720	-	-	Within 18 months
Expenses in relation to the Private Placement Issue	1,850	1,850	-	Within 1 month
Total	53,370	6,113	-	

RECURRENT RELATED PARTY TRANSACTIONS

At the Annual General Meeting (AGM) of MSB held on 29 September 2021, 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 30 September 2021 until the conclusion of the forthcoming AGM of the Company.

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 2022 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 2022 (RM)
MSB Group	Supply of network and software solutions, licences, network infrastructure, computer hardware and software and maintenance services by Omesti Group to MSB Group	Omesti and its subsidiary companies (Omesti Group) ⁽³⁾	Interested Directors - Monteiro Gerard Clair (MGC) ⁽⁵⁾ Interested Major Shareholders - Omesti Holdings Berhad (OHB) ⁽¹⁾ - Omesti ⁽³⁾	688,425
	Supply of network infrastructure and related services, computer hardware and software, provision of hardware and software related services, maintenance services and application related services by MSB Group to Omesti Group			38,929,121
MSB Group	Provision of administrative and management support, training and other related services by Omesti Group to MSB Group	Omesti and Omesti Group		1,419,504
	Provision of administrative and management support, training and other related services by MSB Group to Omesti Group			958,080

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 2022 (RM)
MSB Group	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) ⁽²⁾	Interested Directors - MGC Interested Major Shareholders - OHB ⁽¹⁾ - Omesti ⁽³⁾	175,566
MSB Group	Renting of office spaces and procurement of other related services such as general maintenance services from Ho Hup Group	Ho Hup Group ⁽⁴⁾	Interested Major Shareholders - OHB ⁽¹⁾ - Omesti ⁽³⁾	1,312,018

Notes:

- ⁽¹⁾ OHB is a wholly-owned subsidiary of Omesti.
- ⁽²⁾ MIHCM Asia is a 33.33% associated company of Continuous Network Advisers Sdn Bhd, which in turn is an indirect 33.33% associated company of Omesti. MIHCM Asia is principally engaged in the distribution, marketing, implementation and maintenance of human capital management software solutions and services in Asia.
- ⁽³⁾ Omesti is the holding company of OHB as at 31 March 2022. Omesti is principally engaged in investment holding activities and the provision of management services, and the businesses within the Group are organised along broad business lines of business performance services, as-a-service solutions, trading & distribution services and digital & infrastructure services.
- ⁽⁴⁾ Ho Hup Group is a related party to MSB Group through a common ultimate Major Shareholder, Omesti. As at 31 March 2022, Ho Hup is a 10.89% associated company of OHB. Ho Hup is principally engaged in investment holding, foundation engineering, civil engineering, building contracting works and provision of management services for subsidiary companies, while its subsidiaries are principally involved in property investment, property development, construction and retail.
- ⁽⁵⁾ MGC is an Executive Director of both Omesti and MSB. His direct and indirect interests in Omesti and MSB as at 31 March 2022 are as set out below:

Name of Company	% Interest	
	Direct	Indirect
Omesti	7.34	12.63
MSB	2.66	0.00

NOTICE OF 19TH ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the 19th Annual General Meeting of the Company will be held as a virtual meeting via live streaming broadcast from Redwood Meeting Room, Ho Hup Tower – Aurora Place, 2-09-01 – Level 9, Plaza Bukit Jalil, No 1, Persiaran Jalil 1, Bandar Bukit Jalil, 57000 Kuala Lumpur, on Friday, 2 September 2022 at 10.30 a.m. for the following purposes:

AGENDA

AS ORDINARY BUSINESS:

- | | | |
|----|--|------------------------------------|
| 1. | To receive the Audited Financial Statements for the financial year ended 31 March 2022 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 RM943,500 for the period from 3 September 2022 until the conclusion of the next Annual General Meeting (AGM) of the Company. | Resolution 1 |
| 3. | To re-elect the following Directors retiring by rotation in accordance with Clause 95 of the Company's Constitution and being eligible, have offered themselves for re-election: | |
| | (a) Tun Arifin bin Zakaria | Resolution 2 |
| | (b) Mr Tai Keat Chai | Resolution 3 |
| 4. | To re-elect the following Directors retiring in accordance with Clause 100 of the Company's Constitution and being eligible, have offered themselves for re-election: | |
| | (a) Tan Sri Mazlan bin Lazim | Resolution 4 |
| | (b) Wan Mai Gan | Resolution 5 |
| 5. | To re-appoint BDO PLT as Auditors of the Company for the ensuing year and to authorise the Directors to fix their remuneration. | Resolution 6 |

AS SPECIAL BUSINESS:

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

- | | | |
|----|---|--------------|
| 6. | ORDINARY RESOLUTION:
CONTINUATION IN OFFICE AS INDEPENDENT NON-EXECUTIVE DIRECTOR
"THAT approval be and is hereby given to Mr Tai Keat Chai who has served as an Independent Non-Executive Director of the Company for a cumulative term of more than nine (9) years, to continue to act as an Independent Non-Executive Director of the Company." | Resolution 7 |
| 7. | ORDINARY RESOLUTION:
AUTHORITY TO ALLOT AND ISSUE SHARES PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT 2016
"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 20% of the total number of issued shares 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 (Bursa Securities) and that such authority shall continue to be in force until the conclusion of the next AGM of the Company." | Resolution 8 |

8. **ORDINARY RESOLUTION:****PROPOSED RENEWAL OF EXISTING SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE**

Resolution 9

"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 29 July 2022, 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 Securities;

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. **ORDINARY RESOLUTION:****PROPOSED ALLOCATION OF OPTIONS TO THE ELIGIBLE NON-EXECUTIVE DIRECTORS OF THE COMPANY UNDER THE EMPLOYEES' SHARE OPTION SCHEME (ESOS) PURSUANT TO THE LONG-TERM INCENTIVE PLAN (LTIP) OF THE COMPANY (ESOS OPTIONS)**

"THAT pursuant to the LTIP as approved by the shareholders of the Company at the Extraordinary General Meeting held on 17 October 2014, authority be and is hereby given to the Board (save for the director to whom the ESOS Options are to be granted), 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 provisions of the By-Laws governing the LTIP, to offer and grant to the following Independent Non-Executive Directors of the Company, the ESOS Options of new ordinary shares in the Company (Microlink Shares) which gives him/her the right to subscribe for Microlink Shares at a prescribed subscription price upon the vesting of the ESOS Options under the ESOS pursuant to the LTIP and/or the allotment of new Microlink Shares upon vesting of the Employee Share Grant Plan award pursuant to the LTIP."

Name	Designation	No. of Microlink Shares
(i) Tan Sri Mazlan bin Lazim	Independent Non-Executive Director	2,400,000
(ii) Wan Mai Gan	Independent Non-Executive Director	2,400,000

Resolution 10

Resolution 11

10. **SPECIAL RESOLUTION:****PROPOSED AMENDMENTS TO THE CONSTITUTION OF THE COMPANY**

Resolution 12

“THAT the proposed amendments to the Constitution of the Company as set out in Appendix A which is circulated together with the Notice of the 19th AGM dated 29 July 2022 (Proposed Amendments) be and are hereby approved and adopted by the Company with immediate effect

AND THAT the Board of Directors of the Company be and is hereby authorised to assent to any conditions, modifications and/or amendments as may be required by any relevant authorities, and to do all such acts and things and take all such steps deemed necessary to give full effect to the Proposed Amendments, for and on behalf of the Company.”

11. **SPECIAL RESOLUTION:**

PROPOSED AMENDMENT TO THE CONSTITUTION OF THE COMPANY TO FACILITATE THE IMPLEMENTATION OF THE PROPOSED TRANSFER OF THE LISTING OF AND QUOTATION FOR THE ENTIRE ISSUED SHARE CAPITAL OF THE COMPANY FROM THE ACE MARKET TO THE MAIN MARKET OF BURSA MALAYSIA SECURITIES BERHAD (BURSA SECURITIES) (PROPOSED TRANSFER) (PROPOSED AMENDMENT)

Resolution 13

“THAT subject to the approval of the Securities Commission Malaysia and Bursa Securities for the Proposed Transfer and the approval of any other relevant authorities and/or parties being obtained, if required, the Proposed Amendment to the Constitution of the Company as set out in Appendix B which is circulated together with the Notice of the 19th AGM dated 29 July 2022 be and is hereby approved and adopted by the Company with effect from the date the Company is transferred from the ACE Market to the Main Market of Bursa Securities pursuant to the Proposed Transfer.

AND THAT the Board of Directors of the Company be and is hereby authorised to assent to any conditions, modifications, variations and/or amendments as may be required by the relevant authorities, and to do all acts, deeds and things and take all such steps as may be considered necessary to give full effect to the Proposed Amendment.”

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

By Order of the Board

LIM SHOOK NYEE

MAICSA No. 7007640

SSM PC No. 201908003593

Company Secretary

Kuala Lumpur

29 July 2022

NOTICE OF 19TH ANNUAL GENERAL MEETING (CONT'D.)

EXPLANATORY NOTES:

Agenda 1

Audited Financial Statements for the financial year ended 31 March 2022

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 & 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 3 September 2022 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 assumption of the projected number of Board and Board Committee meetings and the appointment of an additional Non-Executive Director.

Resolutions 2, 3, 4 & 5

Re-election of Directors

Clause 95 of the Company's Constitution provides that at each annual general meeting, one-third of the Directors for the time being, or, if their number is not three or a multiple of three, then the number nearest to one-third, shall retire from office. Each Director shall retire from office once at least in each three years but shall be eligible for re-election. Tun Arifin bin Zakaria and Mr Tai Keat Chai who are retiring by rotation in accordance with Clause 95 of the Company's Constitution and being eligible, have offered themselves for re-election at the 19th AGM.

Clause 100 of the Company's Constitution provides that any Directors appointed within the period under review shall hold office only until the next AGM and shall be eligible for re-election. Tan Sri Mazlan bin Lazim and Ms Wan Mai Gan who were appointed on 1 March 2022 and 18 July 2022 respectively, are standing for re-election as Director and being eligible, have offered themselves for re-election at the 19th AGM.

The Nominating Committee (NC) has conducted an assessment of these Directors as well as the independence of the Independent Director, as applicable, and is satisfied that they comply and meet the independence criteria as required by the ACE LR of Bursa Securities. Their profiles are presented on Pages 20 to 25 of Volume 1 of the Annual Report 2022. These four (4) retiring Directors had abstained from deliberations and decisions on their own eligibility to stand for re-election at the relevant Board and NC Meetings and will continue to abstain from deliberations and decisions on their own eligibility to stand for re-election at this 19th AGM. The Board has endorsed the NC's recommendation subject to the shareholders' approval at the 19th AGM.

Resolution 6

Re-appointment of BDO PLT as Auditors of the Company for the ensuing year

Based on the results of the External Auditors Evaluation for the financial year ended 31 March 2022, the Audit & Risk Management Committee and Board are satisfied with the quality of service, adequacy of resources provided, communication, independence, objectivity and professionalism demonstrated by the External Auditors, BDO PLT, in carrying out their duties. Being satisfied with BDO PLT's performance, the Board recommends their re-appointment for shareholders' approval at the 19th AGM of the Company and who have expressed their willingness to continue in office, to hold office as Auditors of the Company for the ensuing year until the conclusion of the next AGM at a fee to be determined by the Board of Directors of the Company.

Resolution 7

Continuation in office as Independent Non-Executive Director

The proposed resolution, if passed, will allow Mr Tai Keat Chai to be retained and to continue in office as Independent Non-Executive Director of the Company, via a two-tier voting process as recommended under the Malaysian Code on Corporate Governance 2021.

Mr Tai was appointed as an Independent Non-Executive Director of the Company on 28 August 2013 and has exceeded a cumulative term of more than nine (9) years. The Nominating Committee and Board of Directors of the Company, have assessed the independence of Mr Tai and recommended that he continue to act as Independent Non-Executive Director of the Company based on the following justifications:

- (a) He fulfills the criteria of the definition of Independent Director as stated in the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad and had expressed his willingness to continue in office as an Independent Non-Executive Director of the Company;
- (b) His vast extensive would enable him to provide the Board with a diverse range of knowledge, expertise and independent judgment to better manage and run the Group.
- (c) Notwithstanding that he has served the Company as an Independent Non-Executive Director for a cumulative term of more than nine (9) years, during which he had at all times acted in good faith and in the best interests of the Company, exercising his independent judgment during deliberations and decision-making during the Company's Board Meetings and Board Committee Meetings and was familiar with the Company's business operations.
- (d) Mr Tai had proven to be a reliable Independent Non-Executive Director with his professional attitude and outlook of business perspective, had devoted sufficient time and attention to his professional obligations for informed and balanced decision-making and had also exercised due care during his tenure in the best interests of the Company and the shareholders.

Resolution 8	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 19 th AGM.
Resolution 9	Proposed Renewal of Existing 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 Circular to Shareholders dated 29 July 2022 which is dispatched together with the Company's Annual Report 2022.
Resolutions 10 & 11	Proposed Allocation of Options to the Eligible Non-Executive Directors of the Company under the Employees' Share Option Scheme pursuant to the Long-Term Incentive Plan (LTIP) of the Company (ESOS Options) The proposed Resolutions 10 and 11, if passed, will allow the Board of Directors to offer and grant the ESOS Options pursuant to the LTIP to Tan Sri Mazlan bin Lazim and Ms Wan Mai Gan.
Resolution 12	Proposed Amendments to the Constitution of the Company The proposed Resolution 12, if passed, will align the Company's Constitution with the prevailing statutory and regulatory requirements.
Resolution 13	Proposed Amendment to the Constitution of the Company to facilitate the implementation of the proposed transfer of the listing of and quotation for the entire issued share capital of the Company from the ACE Market to the Main Market of Bursa Securities (Proposed Transfer) (Proposed Amendment) The proposed Resolution 13, if passed, will align the Company's Constitution with the Main Market Listing Requirements in facilitating the implementation of the Proposed Transfer.

NOTES:

The broadcast venue is strictly for the purpose of complying with Section 327(2) of the Companies Act 2016, which requires the Chairman of the meeting to be physically present at the main venue of the meeting.

Shareholders/proxies **WILL NOT BE ALLOWED** to attend this 19th AGM in person at the broadcast venue on the day of the 19th AGM. Therefore, shareholders are strongly advised to participate and vote remotely at the 19th AGM 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 19th AGM in order to participate remotely.

- 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 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.
- 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 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.
- 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 25 August 2022 shall be entitled to attend, speak (in the form of real time submission of typed texts) and vote at the 19th AGM or appoint proxy/proxies to attend and/or vote on his/her behalf via RPEV facilities.
- 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 the Registered Office Address 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 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. The Form of Proxy may be submitted electronically via the Portal at <https://agm.omesti.com> (please refer to Step 3 of the Administrative Guide for more details) or by email to osem@quadrantbiz.co, by fax to +603 9779 1701/02 or by post to the above Registered Office address no later than **Thursday, 1 September 2022** at 10.30am.
- vii) The resolutions set out in the Notice of the 19th AGM will be put to vote by poll in accordance with Rule 8.31A of the ACE Market Listing Requirements of Bursa Securities.

APPENDIX A

DETAILS OF THE PROPOSED AMENDMENTS TO THE CONSTITUTION

The Constitution is proposed to be amended in the following manner:

Clause No.	Existing Provisions	Proposed Amendments
4	The Company shall have full capacity to carry on or undertake any business or activity; and shall have for these purposes the full rights, powers and privileges as contained in Section 21 of the Act.	<p>The Company shall have full capacity to carry on or undertake any business or activity; and shall have for these purposes the full rights, powers and privileges as contained in Section 21 of the Act. The powers of the Company in addition to those conferred under Section 21 of the Act shall include:</p> <p>a. To lend and advance money or give credit to such person or companies and on such terms as may seem expedient, and in particular to customers, companies, corporation, firms and others having dealings with the Company; to guarantee and give guarantees or indemnities for the payment of money or the performance of contracts or obligations by any such persons or companies or become surety and guarantor for any such persons or companies; to secure or undertake in any way the repayment of moneys lent or advanced to or the liabilities incurred by any person or company, provided always that doing such acts would render commercial benefit to the Company, its subsidiaries or any related corporations;</p> <p>b. To borrow or raise money with or without security, or to secure the payment or repayment of money or the satisfaction, observance or performance of any obligation or liability undertaken or incurred by the Company in such manner as the Company thinks fit and in particular by mortgage, charge or any other security upon the undertaking or any part of the undertaking of the Company or upon all or any assets of the Company or by creation and issue of debentures or debenture stock (perpetual or terminable) charged as aforesaid or constituting or supported by a floating charge upon present and future property including uncalled and called unpaid capital.</p>
DEFINITION AND INTERPRETATION		
5	RPS Redeemable Preference Shares	Deleted
SHARE CAPITAL		
9	The Company shall have power to issue preference shares ranking equally with, or in priority to, preference shares already issued and which may be converted into paid up shares and/or carrying a right to redemption. Subject to the provisions of the Act, the preference shares shall not be redeemed except out of profits or out of the proceeds of a fresh issue of shares made for the purpose of the redemption and they are fully paid-up.	The Company shall have power to issue preference shares ranking equally with, or in priority to, preference shares already issued and which may be converted into paid up shares and/or carrying a right to redemption. Subject to the provisions of the Act, the preference shares shall not be redeemed except out of profits or out of the proceeds of a fresh issue of shares or out of capital of the Company for the purpose of the redemption and they are fully paid-up.

Clause No.	Existing Provisions	Proposed Amendments
INDEMNITY AND INSURANCE		
161	Subject to the Act, Listing Requirements and any other applicable laws, every Director and other officers (as defined in the Act) for the time being of the Company shall be indemnified out of the assets of the Company against any liability incurred or sustained by him in defending any proceedings, whether civil or criminal, in which judgement is given in his favour or in which he is acquitted or in connection with any application under the Act in respect of any negligence, default breach of duty or breach of trust.	Subject to the Act, Listing Requirements and any other applicable laws, every Director and other officers (as defined in the Act) for the time being of the Company shall be indemnified out of the assets of the Company against any liability incurred or sustained by him in defending any proceedings, whether civil or criminal, in which judgement is given in his favour or in which he is acquitted or in connection with any application under the Act in respect of any negligence, default breach of duty or breach of trust. Subject to the provision of the Act, every Director, Secretary, auditor appointed by the Company and other officers (as defined in the Act) for the time being of the Company shall be indemnified out of the assets of the Company against any liability incurred or sustained by him in or about the execution of his duties of his office or otherwise in relation thereto, and the Company may effect insurance for such persons against such liability.

APPENDIX B

DETAILS OF THE PROPOSED AMENDMENT TO THE CONSTITUTION

The Constitution is proposed to be amended in the following manner:

Clause No.	Existing Provisions	Proposed Amendment
DEFINITION AND INTERPRETATION		
5	Listing Requirements ACE Market Listing Requirements of Bursa Securities, including any amendment that may be made from time to time.	Listing Requirements ACE Market Listing Requirements of Bursa Securities, including any amendment that may be made from time to time. Main Market Listing Requirements of the Exchange, including any amendment that may be made from time to time.

STATEMENT ACCOMPANYING NOTICE OF 19TH 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 ELECTION AS DIRECTORS (EXCLUDING DIRECTORS STANDING FOR RE-ELECTION)

No individual is standing for election as a Director (excluding Directors standing for re-election) at the 19th Annual General Meeting (AGM) of the Company.

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 29 September 2021.

Under the previous mandate, 97,036,100 new ordinary shares were issued at the issue price of RM0.55 per placement share and cash proceeds of RM53,369,855 were raised. The summary of the utilisation of the proceeds is as follows:

Type of Utilisation	Proposed Utilisation RM'000	Actual Utilisation RM'000	Excess/ (Deficit) RM'000	Timeline of utilisation from the listing of the Private Placement Shares
Working capital	33,800	4,263	-	Within 12 months
Future Working Capital	17,720	-	-	Within 18 months
Expenses for the Private Placement	1,850	1,850	-	Within 1 month
Total	53,370	6,113	-	

Bursa Malaysia Securities Berhad (Bursa Securities) has vide its letter dated 23 December 2021 resolved to extend the implementation period of the increased general mandate of 20% for new issue of securities by way of private placement for another 12 months until 31 December 2022.

The Board is of the view that the general mandate which governs the issuance of new securities of not more than 20% of the total number of issued shares (excluding treasury shares), is in the best interest of the Company and its shareholders. It provides 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. This is achieved 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.

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 SIR/S/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 <http://www.microlink.com.my/privacy-policy/>

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: Ho Hup Tower – Aurora Place, 2-07-01 – Level 7, Plaza Bukit Jalil, No. 1 Persiaran Jalil 1, Bandar Bukit Jalil, 57000 Kuala Lumpur
 Tel : +603 9779 1700
 Fax : +603 9779 1701
 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 kewajiban 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, urusan 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 <http://www.microlink.com.my/privacy-policy/>

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

No. Telefon : +603 9779 1700

No. Faks : +603 9779 1701

Emel : 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 dikemaskini. 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 memperoleh persetujuan daripada mereka berkenaan dengan pemrosesan (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 kewajiban 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 pemrosesan (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 ketidakserasagaman atau percanggahan di antara versi Bahasa Inggeris dan Bahasa Malaysia, versi Bahasa Inggeris akan digunapakai.

FORM OF PROXY

MICROLINK SOLUTIONS BERHAD

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

CDS Account No.	
No. of Shares Held	

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

of _____ Email: _____

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

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 19th Annual General Meeting of our Company, held on Friday, 2 September 2022 as a virtual meeting via live streaming broadcast from Redwood Meeting Room, Ho Hup Tower – Aurora Place, 2-09-01 – Level 9, Plaza Bukit Jalil, No 1, Persiaran Jalil 1, Bandar Bukit Jalil, 57000 Kuala Lumpur, and at any adjournment thereof, and to vote as indicated below:

No.	Resolutions	FOR	AGAINST
1	To approve the payment of Directors' fees and benefits to Non-Executive Directors of up to an amount of RM943,500 for the period from 2 September 2022 until the conclusion of the next Annual General Meeting (AGM) of the Company.		
2	To re-elect Tun Arifin bin Zakaria who retires in accordance with Clause 95 of the Company's Constitution.		
3	To re-elect Mr Tai Keat Chai who retires in accordance with Clause 95 of the Company's Constitution.		
4	To re-elect Tan Sri Mazlan bin Lazim who retires in accordance with Clause 100 of the Company's Constitution.		
5	To re-elect Wan Mai Gan who retires in accordance with Clause 100 of the Company's Constitution.		
6	To re-appoint BDO PLT as Auditors of the Company for the ensuing year and to authorise the Directors to fix their remuneration.		
7	Continuation in office of Mr Tai Keat Chai as Independent Non-Executive Director.		
8	Authority to allot and issue shares pursuant to Sections 75 and 76 of the Companies Act 2016.		
9	Proposed Renewal of Existing Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature.		
10	Proposed allocation of ESOS Options to Tan Sri Mazlan bin Lazim.		
11	Proposed Allocation of ESOS Options to Wan Mai Gan.		
12	Proposed Amendments to the Constitution.		
13	Proposed Amendment to the Constitution of the Company to facilitate the implementation of the Proposed Transfer.		

Please indicate with an "X" in the space provided whether you wish your votes to be cast for or against the resolutions. In the absence of specific direction, your proxy will vote or abstain as he/she thinks fit.

Dated this _____ day of _____, 2022

Signature of Member

NOTES:

The broadcast venue is strictly for the purpose of complying with Section 327(2) of the Companies Act 2016, which requires the Chairman of the meeting to be physically present at the main venue of the meeting.

Shareholders/proxies **WILL NOT BE ALLOWED** to attend this 19th AGM in person at the broadcast venue on the day of the 19th AGM. Therefore, shareholders are strongly advised to participate and vote remotely at the 19th AGM 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 19th AGM in order to participate remotely.

- 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 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.
- 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 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.

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To: The COMPANY SECRETARY

MICROLINK SOLUTIONS BERHAD

Ho Hup Tower - Aurora Place

2-07-01 - Level 7

Plaza Bukit Jalil

No 1, Persiaran Jalil 1

Bandar Bukit Jalil

57000 Kuala Lumpur

Fold this flap for sealing

- 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 25 August 2022 shall be entitled to attend, speak (in the form of real time submission of typed texts) and vote at the 19th AGM or appoint proxy/proxies to attend and/or vote on his/her behalf via RPEV facilities.
- 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 the Registered Office Address 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 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. The Form of Proxy may be submitted electronically via the Portal at <https://agm.omesti.com> (please refer to Step 3 of the Administrative Guide for more details) or by email to osem@quadrantbiz.co by fax to +603 9779 1701/02 or by post to the above Registered Office address no later than **Thursday, 1 September 2022** at 10.30am.
- vii) The resolutions set out in the Notice of the 19th AGM will be put to vote by poll in accordance with Rule 8.31A of the ACE Market Listing Requirements of Bursa Securities.

CONTACT DETAILS OF SUBSIDIARIES

APPLIED BUSINESS SYSTEMS SDN BHD

[Reg. No. 198901010967 (188269-D)]

CA IT INFRASTRUCTURE SOLUTIONS SDN BHD

[Reg. No. 201101043921 (972041-X)]

CSA SERVIS (M) SDN BHD

[Reg. No. 199201001228 (232732-T)]

DHANALYNK SDN BHD

(FKA MICROLINK TECHNOLOGIES SDN BHD)

[Reg. No. 202101015160 (1415460-M)]

FIRST SOLUTION SDN BHD

[Reg. No. 199601025665 (398017-P)]

FORMIS COMPUTER SERVICES SDN BHD

[Reg. No. 198301016935 (112344-P)]

FORMIS SYSTEMS & TECHNOLOGY SDN BHD

[Reg. No. 199401026577 (312258-W)]

MICROLINK INNOVATION SDN BHD

[Reg. No. 200801038491 (839837-A)]

MICROLINK SOFTWARE SDN BHD

[Reg. No. 200801023058 (824378-V)]

MICROLINK SYSTEMS SDN BHD

[Reg. No. 199401023450 (309131-H)]

ML TRIDIMAS SDN BHD

[Reg. No. 202001042912 (1399233-X)]

OMESTI INNOVATION LAB (MALAYSIA) SDN BHD

[Reg. No. 199901011709 (486609-V)]

Ho Hup Tower - Aurora Place

2-08-01 - Level 8

Plaza Bukit Jalil

No 1, Persiaran Jalil 1

Bandar Bukit Jalil

57000 Kuala Lumpur

T +603 9779 1700

F +603 9779 1702

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[Reg. No. 200301018362 (620782-P)]

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Plaza Bukit Jalil

No 1, Persiaran Jalil 1

Bandar Bukit Jalil

57000 Kuala Lumpur

T +603 9779 1700

F +603 9779 1702

Branch Office:

No 12, Pusat Pedada, Jalan Pedada,

96000 Sibul, Sarawak, Malaysia.

T +6084 344 801/333 921/333 929

F +6084 333 950

PT MICROLINK INDONESIA

The City Tower, Level 12 Unit 1-N,

JL. M H Thamrin No. 81,

Jakarta Pusat 10310, Indonesia.

T +6221 3049 9589

F +6221 3049 9590






MICROLINK SOLUTIONS BERHAD

[Registration No. 200301018362 (620782-P)]

Ho Hup Tower – Aurora Place, 2-08-01 – Level 8, Plaza Bukit Jalil,
No. 1, Persiaran Jalil 1, Bandar Bukit Jalil, 57000 Kuala Lumpur.

 +603 9779 1700

 +603 9779 1702

 www.microlink.com.my
