

MICROLINK SOLUTIONS BERHAD

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

NOTIFICATION TO SHAREHOLDERS ADJOURNED 20TH ANNUAL GENERAL MEETING

Adjourned Meeting

- On 4 September 2023, Microlink Solutions Berhad ("Microlink" or the "Company") had announced the need to adjourn its 20th Annual General Meeting ("20th AGM") to a later date as a result of a technical issue in respect of the Remote Participation and Electronic Voting facilities provider, Red Ape Solutions Sdn Bhd.
- 2. Pursuant to the above, the Board of Directors has decided that the 20th AGM shall stand adjourned and the adjourned 20th AGM ("**Adjourned 20th AGM**") shall be convened and held virtually via a live streaming broadcast to transact the businesses set out in the Notice of the 20th AGM dated 28 July 2023 on the date, time and venue as set out below:-

Date : Tuesday, 26 September 2023

Time : 2.30 p.m.

Broadcast Venue: 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, Malaysia

Meeting Platform : <u>https://agm.omesti.com</u>

3. The Broadcast Venue is the main venue in Malaysia where the Chairman of the meeting will be physically present in accordance with Section 327(2) of the Companies Act 2016.

SHAREHOLDERS/PROXIES/CORPORATE REPRESENTATIVES/ATTORNEYS from the public are **NOT PERMITTED** to be physically present at the Broadcast Venue on the day of the Adjourned 20th AGM.

Please note that the quality of the live webcast and online remote voting throughout the Adjourned 20th AGM are dependent on your internet bandwidth and stability of your internet connection.

Ordinary and Special Businesses to be Transacted at the Adjourned 20th AGM

All the businesses stated in the Notice of the 20th AGM of the Company dated 28 July 2023 shall remain unchanged, and are reproduced as follows:

AS ORDINARY BUSINESS:

 To receive the Audited Financial Statements for the financial year ended 31 March 2023 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 (Resolution 1) Directors of up to an amount of RM923,560 for the period from 5 September 2023 until the conclusion of the next Annual General Meeting (AGM) of the Company.

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) Tan Sri Jaganath Derek Steven Sabapathy (Resolution 2)

b) Monteiro Gerard Clair (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 reelection:

a) Dato' Ahmad Najmi bin Abdul Razak

(Resolution 4)

b) Noor Zaliza Yati binti Yahya

(Resolution 5)

5. To re-appoint BDO PLT as Auditors of the Company for the ensuing year and to (Resolution 6) authorise the Directors to fix their remuneration.

AS SPECIAL BUSINESS:

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

6. ORDINARY RESOLUTION:

CONTINUATION IN OFFICE AS INDEPENDENT NON-EXECUTIVE DIRECTORS

"THAT approval be and is hereby given to the following Directors who have served as an Independent Non-Executive Directors of the Company for a cumulative term of more than nine (9) years, to continue to act as an Independent Non-Executive Directors of the Company:

a) Tai Keat Chai (Resolution 7)

b) Martin Chu Leong Meng (Resolution 8)

7. ORDINARY RESOLUTION:

AUTHORITY TO ALLOT AND ISSUE SHARES PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT 2016 AND WAIVER OF THE PRE-EMPTIVE RIGHTS OVER NEW ORDINARY SHARES IN THE COMPANY UNDER SECTION **85 OF THE COMPANIES ACT 2016**

(Resolution 9)

"THAT subject always to the Companies Act 2016 and the approvals of the relevant authorities, the Directors be and are hereby empowered, pursuant to Sections 75 and 76 of the Companies Act 2016 to allot and issue shares in the Company at any time and upon such terms and conditions and for such purposes as the Directors may, in their absolute discretion deem fit, provided that the aggregate number of shares issued pursuant to this resolution does not exceed 10% of the 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.

AND THAT pursuant to Section 85 of the Act to be read together with Clause 13 of the Constitution of the Company, approval be and is hereby given to waive the statutory pre-emptive rights of the shareholders of the Company to be offered new shares of the Company ranking equally to the existing issued shares arising



from any issuance of new shares in the Company pursuant to Sections 75 and 76 of the Act."

8. ORDINARY RESOLUTION:

PROPOSED RENEWAL OF EXISTING SHAREHOLDERS' MANDATE FOR (Resolution 10) RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING **NATURE**

"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 28 July 2023, subject to the following:

- 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;
- (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 Main 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 LONGTERM 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 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)	Dato' Ahmad Najmi bin Abdul	Non-Independent	2,400,000
	Razak	Non-Executive	
		Director	
(ii)	Noor Zaliza Yati binti Yahya	Independent Non-	2,400,000
		Executive Director	

(Resolution 11)

(Resolution 12)

10. ORDINARY RESOLUTION:

PROPOSED ALLOCATION OF OPTIONS TO THE ELIGIBLE EXECUTIVE DIRECTOR OF THE COMPANY UNDER THE LTIP OF THE COMPANY (LTIP AWARDS)

(Resolution 13)

"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 LTIP Awards 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 Dato' Sri Chee Hong Leong, being the Executive Director of the Company, the LTIP Awards of up to 4,000,000 new ordinary shares in the Company (Microlink Shares) each which gives him the right to subscribe for Microlink Shares at a prescribed subscription price upon the vesting of the options under the Employees' Share Option Scheme award 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."

11. ORDINARY RESOLUTION:

PROPOSED ALLOCATION OF OPTIONS TO THE ELIGIBLE CHIEF EXECUTIVE OFFICER OF THE COMPANY UNDER THE LTIP OF THE COMPANY (LTIP AWARD)

(Resolution 14)

"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 LTIP Awards 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 Ramlee bin Abdullah, being the Chief Executive Officer of the Company, the LTIP Awards of up to 16,000,000 new ordinary shares in the Company (Microlink Shares) each which gives him the right to subscribe for Microlink Shares at a prescribed subscription price upon the vesting of the options under the Employees' Share Option Scheme award 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."

Administrative Guide for the Adjourned 20th AGM

Shareholders are advised to refer to the procedures provided in the Administrative Guide for the Adjourned 20th AGM of Microlink Solutions Berhad in order to register, participate and vote remotely.



MICROLINK SOLUTIONS BERHAD

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

ADMINISTRATIVE GUIDE FOR THE ADJOURNED 20TH ANNUAL GENERAL MEETING (ADJOURNED 20TH AGM)

Date : Tuesday, 26 September 2023

Time : 2.30 p.m.

Broadcast Venue : 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, Malaysia

Meeting Platform : <u>https://agm.omesti.com</u>

Registration: Virtual Meeting via Remote Participation & Electronic Voting

(RPEV) facilities

Mode of Communication : Shareholders may pose questions via real-time submission of

typed texts at https://agm.omesti.com

VIRTUAL MEETING

The Broadcast Venue is the main venue in Malaysia where the Chairman of the meeting will be physically present in accordance with Section 327(2) of the Companies Act 2016 together with essential individuals in accordance with Note 1.2 of the Securities Commission's Guidance.

SHAREHOLDERS/PROXIES/CORPORATE REPRESENTATIVES/ATTORNEYS from the public are **NOT PERMITTED** to be physically present at the Broadcast Venue on the day of the Adjourned 20th AGM.

Please note that the quality of the live webcast and online remote voting throughout the Adjourned 20th AGM are dependent on your internet bandwidth and stability of your internet connection.

RPEV FACILITIES

Shareholders are able to participate, speak (in the form of real-time submission of typed texts) and vote remotely at the Adjourned 20th AGM using Remote Participation & Electronic Voting (RPEV) facilities via the portal at https://agm.omesti.com (Portal).

PROCEDURES FOR RPEV

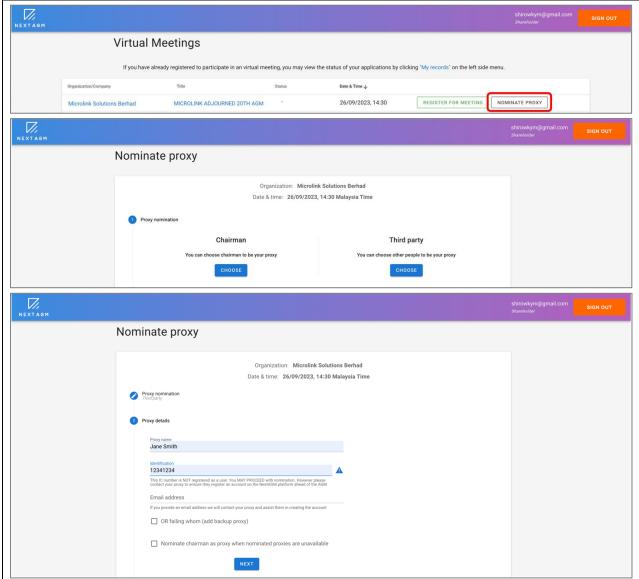
Shareholders/proxies/corporate representatives/attorneys who wish to participate in the Adjourned 20th AGM remotely using the RPEV facilities, are to follow the requirements and procedures as summarised below:



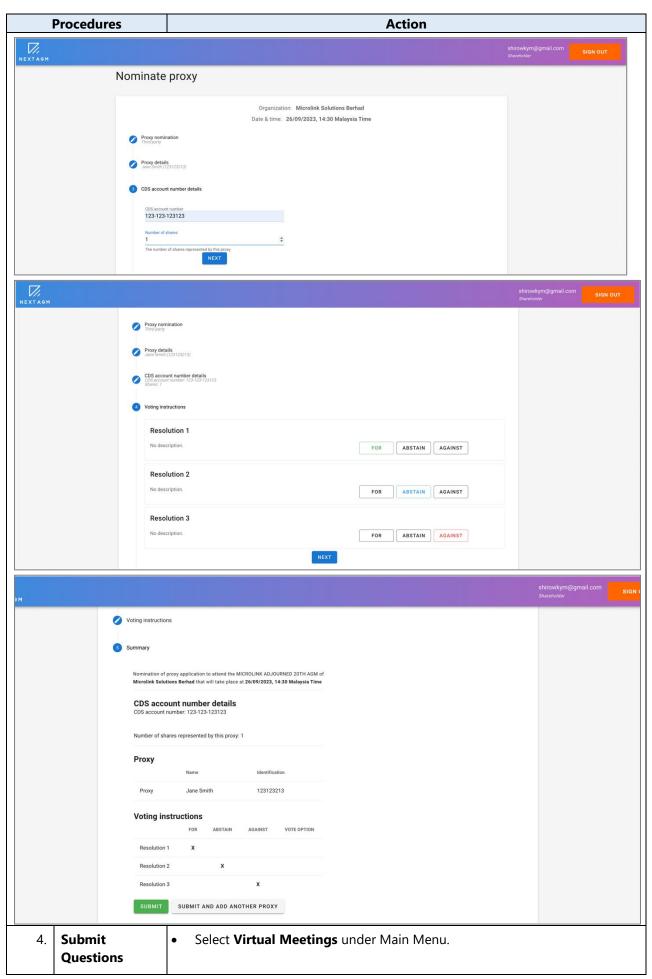
Procedures Action BEFORE THE DAY OF THE ADJOURNED 20TH AGM IMPORTANT: All SHAREHOLDERS AND PROXIES must register as users on Register as a the Portal. [NOTE If you have previously registered as a user on the Portal for User an earlier meeting, you may skip this step.] Access the Portal at https://agm.omesti.com Click **Login** followed by **Register** to sign up as a user. Complete your registration by filling in the information required and upload a softcopy of your MyKAD (front and back) or Passport. Read and agree to the terms & conditions and then click **Submit**. Your registration will be verified and, once approved, an email will be sent to you. Your email address must be valid in order for you to receive your verification email. If you are not a registered user yet, REGISTER NOW **Register intent** You **must register** your intent to participate in the Adjourned 20th AGM to participate latest by 2.30 p.m. on 25 September 2023. Registration will be available in the from 9.00am, Monday, 11 September 2023 onwards. Adjourned 20th **To register** your intent to participate, visit the Portal at **AGM** https://agm.omesti.com and login with your user ID and password. Go to Main Menu, select Virtual Meetings. On the Microlink Adjourned 20th AGM row, select Register For Meeting. Fill in your details as required, including your CDS number. After verification of your registration against the General Meeting Record of Depositors dated 25 August 2023, you will receive an email confirming your registration for remote participation. The email will contain a link for you to join the Adjourned 20th AGM. NOTE: You may register your intent to participate in the Adjourned 20th AGM when you register as a user. Alternatively, you may register your intent to participate in the Adjourned 20th AGM after your registration as a user is approved. Virtual Meetings If you have already registered to participate in an virtual meeting, you may view the status of your applications by clicking "My records" on the left side menu. Date & Time J REGISTER FOR MEETING NOMINATE PROXY 26/09/2023, 14:30 MICROLINK ADJOURNED 20TH AGM



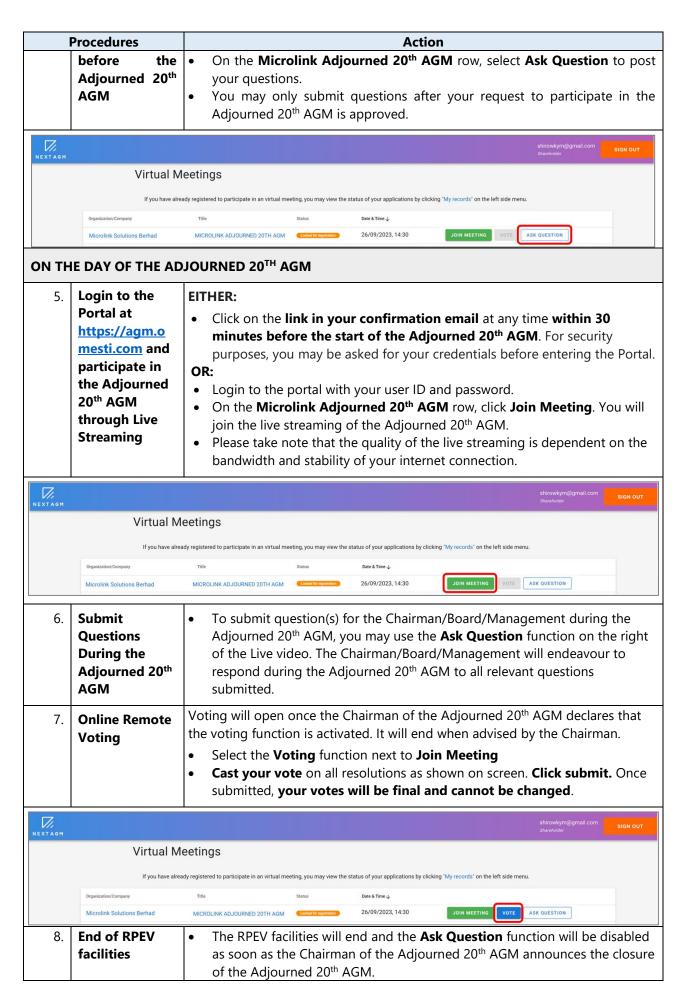
Procedures		Action		
3.	3. Appoint a Proxy Should you be unable to participate in the Adjourned 20 th AGM, y appoint a proxy to participate and vote on your behalf.			
		 On the Microlink Adjourned 20th AGM row in the Portal, select Nominate Proxy. Either select Chairperson if you choose Chairperson to be your proxy or Third Party if you choose other people to be your proxy. Fill in your details as required including your CDS account number and Proxy details. Should you wish to appoint more than one (1) proxy, you will need to key in their details separately (one submission per proxy), as well as the number of shares represented by each proxy. Enter your voting instructions for the resolutions (otherwise your proxy will decide your vote) and submit. You may view your proxy form submissions under My Records. NOTE: Your appointed proxy must register as a user on the portal [See Step 1] to be able to participate in the Adjourned 20th AGM on your behalf. 		
V/ XTAGM		shirowkym@gmail.com Shareholder		
	Virtual Meetings If you have already registered to participate in an virtual meeting, you may view the status of your applications by clicking "My records" on the left side menu.			
	Organization/Company	Title Status Date & Time ↓		
	Microlink Solutions Berhad	MIGROLINK ADJOURNED 20TH AGM - 26/09/2023, 14:30 REGISTER FOR MEETING NOMINATE PROXY		













Note to users of the RPEV facilities:

Once your application to participate in the Adjourned 20th AGM is approved, you will be granted the rights to participate in the live stream broadcast of the Adjourned 20th AGM and to vote remotely. Your login to the Portal on the day of the Adjourned 20th AGM and clicking "**Join Meeting** will indicate your presence at the Adjourned 20th AGM.

APPOINTMENT OF PROXY

- I. The Adjourned 20th AGM will be conducted on a virtual basis. If you are unable to participate in the Adjourned 20th AGM, you may appoint the Chairman of the Adjourned 20th AGM as proxy and indicate your voting instructions in the Form of Proxy.
- II. Form of Proxy which had been deposited prior to the 20th AGM on 4 September 2023 shall remain valid unless new Form of Proxy appointing different proxy(ies) is deposited, in which case the appointment of proxy(ies) stated in the previous Form of Proxy deposited prior to the 20th AGM on 4 September 2023 shall be revoked accordingly.
- III. You may submit the Form of Proxy electronically via the Portal at https://agm.omesti.com no later than Monday, 25 September 2023 at 2.30 p.m. See Step 3 above, "Appoint a Proxy".

You may also submit the Form of Proxy by email to <u>osem@quadrantbiz.co</u>, by fax to +603 9779 1701/02 or by post to the following Registered Office address:

MICROLINK SOLUTIONS BERHAD

[Registration No. 200301018362 (620782-P)] Ho Hup Tower – Aurora Place, 2-07-01 – Level 7 Plaza Bukit Jalil, No. 1, Persiaran Jalil 1 Bandar Bukit Jalil, 57000 Kuala Lumpur

As part of our commitment to protect the environment, please submit your Form of Proxy via the Portal or via email to osem@quadrantbiz.co.

Your Form of Proxy must be submitted **not less than 24 hours before the time appointed for holding the Adjourned 20th AGM or any adjournment thereof, otherwise the Form of Proxy shall be treated as invalid.**

IV. **CORPORATE REPRESENTATIVES/ATTORNEYS:** In order to participate in the Adjourned 20th AGM via RPEV facilities, the following requirements apply and must be completed **not less than 24 hours before the time appointed for holding the Adjourned 20th AGM** or any adjournment thereof:

Corporate representatives of corporate shareholders	To deposit their original certificate of appointment of corporate representative at the Registered Office of the Company as above
Attorneys appointed by power of attorney	To deposit their power of attorney at the Registered Office as above

V. Any shareholder who has appointed a proxy/attorney/authorised representative to participate at the Adjourned 20th AGM via RPEV facilities **must ensure** that this person[s] **register as a user** at the Portal **latest by Monday, 25 September 2023 at 2.30 p.m.**



POLL VOTING

- I. Voting at the Adjourned 20th AGM will be conducted by poll in accordance with Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad. The Company has appointed Red Ape Solutions Sdn Bhd as Poll Administrator to conduct the poll by way of online remote voting. Quantegic Services Sdn Bhd is appointed as Scrutineers to verify the poll results.
- II. Shareholders/proxies may proceed to vote on the resolutions online once the Chairman of the Adjourned 20th AGM declares that the voting platform is activated and will end upon declaration by the Chairman. Please refer to item 7 for voting procedures using the RPEV facilities.
- III. Upon completion of the voting session, the Scrutineers will verify the poll results. The declaration of results will be made by the Chairman of the Adjourned 20th AGM.

REVOCATION OF PROXY

If you have submitted your Form of Proxy prior to the 20th AGM on 4 September 2023 and subsequently decide to personally attend and participate remotely at the Adjourned 20th AGM, you are require to register for remote participation (see Steps 1 & 2 above). Such registration will revoke your proxy appointment submitted earlier. Alternatively, you may email osem@quadrantbiz.co to revoke the earlier appointed proxy(ies) at least 24 hours before the Adjourned 20th AGM. On revocation, your proxy(ies) will not be allowed to participate in the Adjourned 20th AGM. In such event, you should advise your proxy(ies) accordingly.

RECORD OF DEPOSITORS (ROD) FOR THE ADJOURNED 20TH AGM

Only shareholders whose names appear on the ROD as at 25 August 2023 shall be entitled to participate and vote remotely at the Adjourned 20th AGM via RPEV facilities or appoint proxy(ies) to participate in the Adjourned 20th AGM and vote on their behalf.

DOOR GIFT/E-VOUCHER/FOOD VOUCHER

There will be NO door gift/e-voucher/food voucher for participating at the Adjourned 20th AGM.

DIGITAL COPIES OF ADJOURNED 20TH AGM DOCUMENTS

- I. As part of our commitment to sustainable practices, the following documents of the Company are available for download from the Company's website at https://www.microlink.com.my/reports/annual-report-2023/:
 - Volume 1 2023 Annual Report Corporate Report & Compliance Statements including Notice of Annual General Meeting
 - Volume 2 2023 Annual Report Financial Statements
 - Circular to Shareholders dated 28 July 2023
 - Administrative Guide for the Adjourned 20th Annual General Meeting
 - Form of Proxy
 - Request Form
- II. You may request a printed copy of the Annual Report 2023 and/or the Circular to Shareholders dated 28 July 2023 by sending the completed Request Form via email to osem@quadrantbiz.co.



ENQUIRIES

If you have any enquiry relating to the Adjourned 20th AGM, please contact the following persons during office hours (8.30 a.m. to 5.30 p.m.) on Mondays to Fridays (except public holidays):-

(i) Enquiries relating to Online Registration/Login/Online Voting/RPEV facilities

Tel : +603-9779 1708
Email : agm@omesti.com
Contact persons : NextAGM Support

(ii) Enquiries relating to the Annual Report 2023 and/or the Circular to Shareholders dated 28 July 2023

and other documents

Tel : +603 9779 1700 Email : osem@quadrantbiz.co

Contact persons : Ms Lim Shook Nyee / Pn Norshazreeen binti Sabirin / Cik Nur

Amirah Aina

PERSONAL DATA PRIVACY

By registering for the RPEV facilities and/or submitting the instrument appointing proxy(ies) and/or representative(s), the shareholder of the Company has consented to the use of such data for purposes of processing and administration by the Company (or its agents) in accordance with the Company's privacy policy located at https://www.microlink.com.my/privacy-policy/ and to comply with any laws, listing rules, regulations and/or guidelines. The shareholder agrees that he/she will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the shareholder's breach of warranty.