



MALAYSIA MARINE AND HEAVY ENGINEERING HOLDINGS BERHAD
Registration No. 198901001515 (178821-X) (“MHB” or “the Company”)

ADMINISTRATIVE GUIDE FOR 32ND ANNUAL GENERAL MEETING (“AGM”)

- Date : Wednesday, 14 April 2021
- Time : 11.00 a.m.
- Broadcast Venue : Conference Room 2,
Level 17, Menara Dayabumi,
Jalan Sultan Hishamuddin,
50050 Kuala Lumpur, Malaysia.
- Meeting Platform : <https://web.lumiagm.com/>
- Mode of Communication : 1. Shareholders may pose questions during live streaming at <https://web.lumiagm.com>
2. Shareholders may submit questions in advance on the AGM resolutions and Annual Report 2020 commencing from **11 March 2021** and in any event no later than 11.00 a.m., Wednesday, 14 April 2021 via Boardroom’s website at <https://boardroomlimited.my> using the same user ID and password provided in Step 2 below, and select “SUBMIT QUESTION” to pose questions (“Pre-AGM Meeting Questions”).

Dear Shareholders,

The COVID-19 pandemic and the ensuing enforcement of the Movement Control Order (MCO) have changed the ordinary course of our lives and business. Considering the new norm, the Company’s AGM will be conducted virtually on the above Meeting Platform, as the safety of our Shareholders, Directors, staff and other stakeholders who will attend the AGM is of paramount importance to us.

In line with the Malaysian Code on Corporate Governance Practice 12.3, the conduct of a virtual AGM would facilitate greater shareholders’ engagement as it enables electronic voting and remote shareholders’ participation.

With the Remote Participation and Electronic Voting (“RPEV”) facilities, you may exercise your right as a shareholder of the Company to participate remotely (including posing questions to the Board of Directors and/or Management of the Company) and vote via electronic voting at the virtual AGM. Alternatively, you may also appoint the Chairman of the Meeting as your proxy to attend and vote on your behalf at the virtual AGM.

Kindly ensure that you are connected to the internet at all times in order to participate and vote when our virtual AGM has commenced. Therefore, it is your responsibility to ensure that connectivity for the duration of the meeting is maintained. The quality of the live webcast is dependent on the bandwidth and stability of the internet connection of the attendees.

Broadcast Venue

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

Shareholders/proxies/corporate representatives **WILL NOT BE ALLOWED to be physically present** nor will they be admitted at the Broadcast Venue on the day of the AGM.

Entitlement to Participate in the Virtual AGM

In respect of deposited securities, only Shareholders whose names appear on the **General Meeting Record of Depositors as at 7 April 2021** shall be eligible to participate and vote at the virtual AGM or appoint proxy(ies)/corporate representatives to participate and vote on his/her/their behalf.

Lodgement of Proxy Form

1. Shareholders are encouraged to go online, participate, and vote at the AGM using RPEV facilities. Shareholders who are unable to join the virtual AGM are encouraged to appoint the Chairman of the Meeting or their proxy to vote on their behalf.

2. If you wish to attend the virtual AGM yourself, please do not submit any Proxy Form. You will not be allowed to attend the virtual AGM together with a proxy appointed by you.
3. The Proxy Form can be deposited with the Company's Share Registrars, Boardroom Share Registrars Sdn. Bhd. at **Ground Floor or 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia** or by electronic means through the Share Registrar's website, Boardroom Smart Investor Online Portal, not later than 48 hours before the AGM (i.e. **latest by Monday, 12 April 2021 at 11.00 a.m.**) which is free and available to all individual shareholders. For further information, kindly refer to the "Electronic Lodgement of Form of Proxy" below:

**Step 1 Register Online with Boardroom Smart Investor Online Portal (for first-time registration only)
(Note: If you have already signed up with Boardroom Smart Investor Online Portal, you are not required to register again. You may proceed to Step 2 on e-Proxy Lodgement.)**

- (a) Access website <https://boardroomlimited.my>.
- (b) Click <<Login>> and click <<Register>> to sign up as a user.
- (c) Complete the registration and upload a softcopy of your MyKAD/Identification Card (front and back) or Passport in JPEG or PNG format.
- (d) Please enter a valid email address and wait for Boardroom's email verification.
- (e) Your registration will be verified and approved within one (1) business day and an email notification will be provided.

Step 2 e-Proxy Lodgement


- (a) Access website <https://boardroomlimited.my>.
- (b) Login with your User ID and Password given above.
- (c) Go to "**e-Proxy Lodgement**" and browse the Meeting List for "**MALAYSIA MARINE AND HEAVY ENGINEERING HOLDINGS BERHAD THIRTY-SECOND (32ND) VIRTUAL ANNUAL GENERAL MEETING**" and click "**APPLY**".
- (d) Read the terms & conditions and confirm the Declaration.
- (e) Enter your CDS Account Number and indicate the number of securities.
- (f) Appoint your proxy(ies) or the Chairman of the AGM and enter the required particulars for your proxy(ies).
- (g) Indicate your voting instructions – FOR or AGAINST, otherwise your proxy(ies) will decide your votes.
- (h) Review and confirm your proxy(ies) appointment.
- (i) Click submit

Revocation of Proxy

If you have submitted your Proxy Form prior to the AGM and subsequently decide to appoint another person or wish to participate in the virtual AGM by yourself, please write to bsr.helpdesk@boardroomlimited.com to revoke the earlier appointed proxy(ies) at least 48 hours before the AGM. On revocation, your proxy(ies) will not be allowed to participate in the virtual AGM. In such an event, you should advise your proxy(ies) accordingly.

Poll Voting (For Virtual AGM)

1. The voting will be conducted by poll in accordance with Paragraph 8.29A of Main Market Listing Requirements of Bursa Malaysia Securities Berhad. The Company has appointed Boardroom Share Registrars Sdn Bhd as Poll Administrator to conduct the poll by way of electronic voting (e-Voting) and Boardroom Corporate Services Sdn Bhd as Scrutineers to verify the poll results.
2. During the virtual AGM, the Chairman will invite the Poll Administrator to brief on the e-Voting housekeeping rules.
3. For the purposes of the virtual AGM, the remote participation and e-Voting will be carried out via the following voting devices:
 - (a) Personal smart mobile phones;
 - (b) Tablets; or
 - (c) Laptops.
4. There are three (3) methods for the Shareholders and proxies who wish to use their personal voting device to vote as follows:
 - (a) Launch Lumi Apps by scanning the QR Code provided in the email notification; or
 - (b) Using website URL <https://web.lumiagm.com>.

5. Shareholders and proxies can login immediately after registering their attendance, but polling will only start after the Chairman announces the opening of polling session and until such time when the Chairman announces the closure of the poll.
6. Once the voting session is opened, the polling icon  will appear with the resolutions and the voting choices.
 - To vote simply select your voting direction from the options provided. A confirmation message will appear to show your vote has been received.
 - To change your vote, simply select another voting direction.
 - If you wish to cancel your vote, please press "Cancel".
7. The Scrutineers will verify the poll result reports upon closure of the poll voting session by the Chairman. Scrutineers will pass the poll results to the Chairman, who will then will declare whether the resolution put to vote was successfully carried or not.

Remote Participation and Electronic Voting ("RPEV")

1. Please note that the RPEV facilities are available to:
 - (i) Individual shareholder ;
 - (ii) Corporate shareholder;
 - (iii) Authorised Nominee; and
 - (iv) Exempt Authorised Nominee
2. If you choose to participate in the virtual AGM, you will be able to view a live webcast of the AGM proceedings, pose questions to the Board, and submit your votes in real-time whilst the meeting is in progress.
3. Kindly follow the steps below on how to request for login ID and password.

Step 1 – Register Online with Boardroom Smart Investor Online Portal (for first-time registration only)
[Note: If you have already signed up with Boardroom Smart Investor Online Portal, you are not required to register again. You may proceed to Step 2. Submit a request for Remote Participation user ID and password.]

- (a) Access website <https://boardroomlimited.my>.
- (b) Click <<Login>> and click <<Register>> to sign up as a user.
- (c) Complete registration and upload softcopy of MyKAD (front and back) or Passport in JPEG or PNG format.
- (d) Please enter a valid email address and wait for Boardroom's email verification.
- (e) Your registration will be verified and approved within one (1) business day and an email notification will be provided.

Step 2 – Submit Request for Remote Participation User ID and Password
[Note: The registration for remote access will be opened on 11 March 2021.]

Individual Shareholders

- Login to <https://boardroomlimited.my> using your user ID and password above.
- Select "**VIRTUAL MEETING**" from the main menu and select the correct Corporate Event "**MALAYSIA MARINE AND HEAVY ENGINEERING HOLDINGS BERHAD THIRTY-SECOND (32ND) VIRTUAL ANNUAL GENERAL MEETING**".
- Read and agree to the terms & conditions.
- Enter your CDS Account and thereafter submit your request.

Corporate Shareholders, Authorised Nominee and Exempt Authorised Nominee

- Write to bsr.helpdesk@boardroomlimited.com by providing the name of Member, CDS Account Number accompanied with the Certificate of Appointment of Corporate Representative or Form of Proxy to submit the request.
- Please provide a copy of the Corporate Representative's MyKad (Front and Back) or Passport in JPEG or PNG format as well as his/her email address.

- (a) You will receive a notification from Boardroom that your request has been received and is being verified.
- (b) Upon system verification against the **General Meeting Record of Depositors as at 7 April 2021** you will receive an email from Boardroom either approving or rejecting your registration for remote participation.
- (c) You will also receive your remote access user ID and password along with the email from Boardroom if your registration is approved.
- (d) Please note that the closing time to submit your request is by **Monday, 12 April 2021 at 11.00 a.m.** (48 hours before the AGM).

Step 3 – Login to Virtual Meeting Portal

[Please note that the quality of the connectivity to Virtual Meeting Portal for live webcast as well as for remote online voting is highly dependent on the bandwidth and the stability of the internet connectivity available at the location of the remote users.]



- (a) The Virtual Meeting Portal will be opened for login starting one (1) hour before the commencement of the AGM at **10.00 a.m. on 14 April 2021**.
- (b) Follow the steps given to you in the email along with your remote access user ID and password to login to the Virtual Meeting portal. (Refer to Step 2(c) above).
- (c) The steps will also guide you on how to view the live webcast, ask questions and vote.
- (d) The live webcast will end and the Messaging window will be disabled upon announcement by the Chairman on the closure of the virtual AGM.

Live Webcast, Question and Voting at the Virtual EGM

The Login User Guide for participation, posing questions and voting at the AGM, will be emailed to you together with your remote access user ID and password once your registration has been approved.

The Chairman and the Board of Directors will endeavour their best to respond to the questions submitted by Shareholders which are related to the resolution to be tabled at the AGM.

[Note: Questions submitted online will be moderated before being sent to the Chairman to avoid repetition. All questions and messages will be presented with the full name and identity of the participant raising the question.]

- (i) If you would like to view the live webcast, select the broadcast icon. 
- (ii) If you would like to ask a question during the EGM, select the messaging icon. 
- (iii) Type your message within the chatbox, once completed click the send button.

Shareholders may proceed to cast votes on the proposed resolution to be tabled at the AGM, after the Chairman has opened the poll voting session on the resolution. Shareholders are reminded to cast their votes before the poll is closed.

No recording or photography of the virtual AGM proceedings is allowed without the prior written permission of the Company.

No Door Gift/ Vouchers or Souvenirs

There will be NO Door Gift/ Vouchers or any souvenirs for shareholders/ proxies/ corporate representatives who participate at the virtual AGM.

Enquiry

Please email to the Company's Poll Administrator, Boardroom Share Registrars Sdn Bhd at bsr.helpdesk@boardroomlimited.com or **call the helpdesk number at 03-7890 4700** if you have queries pertaining to the RPEV, prior to the virtual AGM.

PERSONAL DATA PRIVACY

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the AGM and/or any adjournment thereof, a member of the Company (i) consents to the collection, use and disclosure of the member's personal data by the Company (or its agents) for the purpose of the processing and administration by the Company (or its agents) of proxies and representatives appointed for the AGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the AGM (including any adjournment thereof), and in order for the Company (or its agents) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "**Purposes**"), (ii) warrants that where the member discloses the personal data of the member's proxy(ies) and/or representative(s) to the Company (or its agents), the member has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, and (iii) agrees that the member will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member's breach of warranty.