

## **SINMAH CAPITAL BERHAD**

Registration No.: 199401015973 (301653-V)  
(Incorporated in Malaysia)

### **NOTIFICATION TO SHAREHOLDERS ON THE CHANGE OF VENUE OF THE TWENTY SEVENTH ANNUAL GENERAL MEETING**

We refer to our earlier announcements made on 10 May 2021, 14 June 2021 and 26 July 2021 in relation to the Twenty Seventh Annual General Meeting (“**27th AGM**”) of the Company.

The Board wishes to inform that the 27th AGM of the Company originally scheduled to be held at Boardroom, 1-17-02, Menara Bangkok Bank, Berjaya Central Park, No. 105 Jalan Ampang, 50450 Kuala Lumpur, W.P. Kuala Lumpur, Malaysia will be changed to be conducted on a fully virtual basis through live streaming and Remote Participation and Voting facilities as set out below:

- Day, Date and Time** : Tuesday, 24 August 2021 at 10.00 a.m. or at any adjournment thereof
- Main Venue** : Fully virtual via online meeting platform at <https://meeting.boardroomlimited.my> (Domain Registration No. with MYNIC - D6A357657)
- Mode of Meeting** : 1. Typed text in the Meeting Platform during the virtual 27th AGM  
2. Shareholders may submit questions by logging into the Boardroom Smart Investor Portal at <https://investor.boardroomlimited.com> prior to virtual 27th AGM  
3. Email questions to [general@sinmah.com.my](mailto:general@sinmah.com.my) prior to virtual 27th AGM

Save for the change of venue, all the agenda stated in the Notice of the 27th AGM remains unchanged. Kindly refer to the updated Administrative Guide and proxy form as attached.

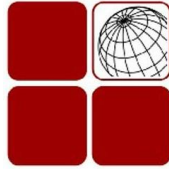
Shareholders are encouraged to appoint the Chairman of the 27th AGM as your proxy if you are unable to participate remotely. Please refer to the Administrative Guide available on our website at [www.sinmah.com.my](http://www.sinmah.com.my) for further details of the virtual 27th AGM. Should you require any assistance, kindly contact the Company at 06-3353329 or [general@sinmah.com.my](mailto:general@sinmah.com.my).

Thank you for your continued support to the Company.

Yours faithfully,

**DATUK HJ. ZAINAL BIN HJ. SHAMSUDIN**  
Independent Non-Executive Chairman

3 August 2021



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### ADMINISTRATIVE GUIDE FOR THE VIRTUAL TWENTY SEVENTH (27TH) ANNUAL GENERAL MEETING

- Day, Date and Time** : Tuesday, 24 August 2021 at 10.00 a.m. or at any adjournment thereof
- Main Venue** : Fully virtual via online meeting platform at <https://meeting.boardroomlimited.my> (Domain Registration No. with MYNIC - D6A357657)
- Mode of Meeting** :
1. Typed text in the Meeting Platform during the virtual Annual General Meeting
  2. Shareholders may submit questions by logging into the Boardroom Smart Investor Portal at <https://investor.boardroomlimited.com> prior to virtual Annual General Meeting
  3. Email questions to [general@sinmah.com.my](mailto:general@sinmah.com.my) prior to virtual Annual General Meeting

#### MODE OF MEETING

In view of the COVID-19 pandemic and the Company's initiative to curb the spread of COVID-19, the Twenty Seventh Annual General Meeting (“**27th AGM**”) of the Company will be conducted virtually via the online meeting platform.

The conduct of a fully virtual 27th AGM is in line with the revised Guidance Note and Frequently Asked Questions (“**the Revised Guidance Note and FAQ**”) by the Securities Commission Malaysia on 16 July 2021. The Revised Guidance Note and FAQ states that in a fully virtual general meeting, all meeting participants including the Chairperson of the meeting, board members, senior management and shareholders are required to participate in the meeting online. Physical gatherings no matter how small are prohibited.

According to the Revised Guidance Note and FAQ, an online meeting platform can be recognised as the meeting venue or place under Section 327(2) of the Companies Act 2016 provided that the online platform is located in Malaysia.

We strongly encourage you to participate in the fully virtual 27th AGM via the Virtual Meeting Facilities provided to exercise your right as a member of the Company to participate (including to pose questions to the Board of Directors and/or Management of the Company) and vote at the 27th AGM. Alternatively, you may also appoint the Chairman of the Meeting as your proxy to attend and vote on your behalf at the 27th AGM.

Kindly ensure that you are connected to the internet at all times to participate and vote when our virtual 27th AGM has commenced. Therefore, it is your responsibility to ensure that connectivity for the duration of the 27th AGM is maintained. Kindly note that the quality of the live webcast is dependent on the bandwidth and stability of the internet connection of the participants.

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**ONLINE REGISTRATION PROCEDURE**

<b>Procedure</b>	<b>Action</b>
<b>Before the day of the 27th AGM</b>	
1. Register Online with Boardroom Smart Investor Portal  <i>(For first time registration only)</i>	<p><i>[Note: If you have already signed up with Boardroom Smart Investor Portal, you are not required to register. You may proceed to Step 2.]</i></p> <ol style="list-style-type: none"> <li>Access website <a href="https://investor.boardroomlimited.com">https://investor.boardroomlimited.com</a></li> <li>Click &lt;&lt;<b>Register</b>&gt;&gt; to sign up as a user.</li> <li>Complete registration and upload softcopy of MyKad (front and back) or Passport in JPEG, PNG or PDF format.</li> <li>Please enter a valid email address.</li> <li>Your registration will be verified and approved within one (1) business day and an email notification will be provided.</li> </ol>
2. Submit request for remote participation	<p>Registration for remote access will be opened on 3 August 2021. Please note that the closing time to submit your request is at 10.00 a.m. on 22 August 2021 (48 hours before the commencement of the 27th AGM).</p> <p><b>Individual Members</b></p> <ol style="list-style-type: none"> <li>Log in to <a href="https://investor.boardroomlimited.com">https://investor.boardroomlimited.com</a> using your user ID and password from Step 1 above.</li> <li>Select <b>SINMAH CAPITAL BERHAD (27TH) ANNUAL GENERAL MEETING</b> from the list of Corporate Meetings and click “<b>Enter</b>”.</li> <li>Click on “<b>Register for RPEV</b>”.</li> <li>Read and accept the General Terms &amp; Conditions and click “<b>Next</b>”.</li> <li>Enter your CDS Account Number and thereafter submit your request.</li> </ol> <p><b>Appointment of Proxy</b></p> <ol style="list-style-type: none"> <li>Log in to <a href="https://investor.boardroomlimited.com">https://investor.boardroomlimited.com</a> using your user ID and password from Step 1 above.</li> <li>Select <b>SINMAH CAPITAL BERHAD (27TH) ANNUAL GENERAL MEETING</b> from the list of Corporate Meetings and click “<b>Enter</b>”.</li> <li>Click on “<b>Submit eProxy Form</b>”.</li> <li>Read and accept the General Terms and Conditions by clicking “<b>Next</b>”</li> <li>Enter your CDS Account Number and number of securities held. Select your proxy – either the Chairman of the meeting or individual named proxy(ies) and enter the required particulars of your proxy(ies).</li> <li>Indicate your voting instructions – FOR or AGAINST, otherwise your proxy will decide your vote.</li> <li>Review and confirm your proxy appointment.</li> <li>Click “<b>Apply</b>”.</li> <li>Download or print the eProxy form as acknowledgement.</li> </ol>

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		<p><b>Corporate Shareholders, Authorised Nominee and Exempt Authorised Nominee</b></p> <p>a. Write in to <a href="mailto:bsr.helpdesk@boardroomlimited.com">bsr.helpdesk@boardroomlimited.com</a> by providing the name of the Member and CDS Account Number, accompanied by the Certificate of Appointment of Corporate Representative or Form of Proxy (as the case may be) to submit the request.</p> <p>b. Please provide a copy of the Corporate Representative's or Proxy's MyKad (front and back) or Passport in JPEG, PNG or PDF format as well as his/her email address.</p>
3.	Email notification	<p>a. You will receive notification(s) from Boardroom that your request(s) has/have been received and is/are being verified.</p> <p>b. Upon system verification against the General Meeting Record of Depositories as at 17 August 2021, you will receive an email from Boardroom approving your registration for remote participation together with the Meeting ID and your remote access user ID and password. You will also be notified in the event your registration is rejected.</p>
<b>On the day of the 27th AGM</b>		
4.	Login to Meeting Platform	<p>a. The Meeting Platform will be open for login one (1) hour before the commencement of the 27th AGM.</p> <p>b. The Meeting Platform can be accessed via one of the following:</p> <ul style="list-style-type: none"> <li>➤ Scan the QR Code provided in the email notification; or</li> <li>➤ Navigate to the website at <a href="https://meeting.boardroomlimited.my">https://meeting.boardroomlimited.my</a></li> </ul> <p>c. Insert the Meeting ID and sign in with the user ID and password provided to you via the email notification in Step 3.</p>
5.	Participate	<p><i>[Note: Please follow the User Guides provided in the confirmation email above to view the live webcast, submit questions and vote.]</i></p> <p>a. If you would like to view the live webcast, select the  broadcast icon.</p> <p>b. If you would like to ask a question during the 27th AGM, select the messaging icon. </p> <p>c. Type your message within the chat box and once completed, click the send button.</p>
6.	Voting	<p>a. Once polling has been opened, the polling icon will appear with the resolutions and your voting choices until the Chairman declares the end of the voting session.</p> <p>b. To vote, select your voting direction from the options provided. A confirmation message will appear to indicate that your vote has been received.</p> <p>c. To change your vote, re-select your voting preference.</p> <p>d. If you wish to cancel your vote, please press <b>“Cancel”</b>.</p>
7.	End of Participation	Upon the announcement by the Chairman on the closure of the 27th AGM, the live webcast will end.

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### **RECORD OF DEPOSITORS FOR THE 27TH AGM**

For the purpose of determining whether a member is entitled to attend, participate and vote at the 27th AGM, the Company shall be requesting the Record of Depositors as at 17 August 2021. Only shareholders whose names appear in the Record of Depositors as at 17 August 2021 shall be entitled to attend, participate and vote at the 27th AGM or appoint proxy/proxies on his/her behalf.

### **PROXY FORM**

Please ensure that the hard copy of the original proxy form is deposited with the Share Registrar, 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 via electronic means through Boardroom Smart Investor Portal at <https://investor.boardroomlimited.com> (**kindly refer to Step 2, online registration procedure above**) not less than forty eight (48) hours before the time appointed for holding the meeting or at any adjournment thereof, and in default the instrument of proxy shall not be treated as valid.

### **NO REFRESHMENTS AND NO DOOR GIFTS**

There will be no distribution of refreshments and door gifts for the 27th AGM of the Company.

### **ENQUIRY**

If you have any general enquiry prior to the 27th AGM, please contact the following persons during office hours (Monday to Friday):

#### **Boardroom Share Registrars Sdn. Bhd.**

Address : 11th Floor, Menara Symphony  
No. 5 Jalan Prof. Khoo Kay Kim  
Seksyen 13  
46200 Petaling Jaya  
Selangor Darul Ehsan  
Malaysia

General Line : 603-7890 4700  
Fax Number : 603-7890 4670  
Email : [bsr.helpdesk@boardroomlimited.com](mailto:bsr.helpdesk@boardroomlimited.com)

### **Personal Data Policy**

By registering for the remote participation and electronic voting meeting and/or submitting the instrument appointing a proxy(ies) and/or representative(s), the member of the Company has consented to the use of such data for purposes of processing and administration by the Company (or its agents); and to comply with any laws, listing rules, regulations and/or guidelines. The member 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.

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**PROXY FORM**

Number of Shares Held	
CDS Account No.	

I/We, \_\_\_\_\_ NRIC/Passport No. \_\_\_\_\_  
 (FULL NAME IN BLOCK LETTERS)

of \_\_\_\_\_  
 (FULL ADDRESS)

contact no. \_\_\_\_\_ email address \_\_\_\_\_ being a member/ members of **Sinmah Capital Berhad ("Company")** hereby appoint the person(s) below as my/our proxy(ies) to vote for me/us and on my/our behalf at the Twenty Seventh Annual General Meeting of the Company ("**27th AGM**") will be held virtually through the online meeting platform provided by Boardroom Share Registrars Sdn. Bhd. at <https://meeting.boardroomlimited.my> (MYNIC Domain Registration Number D6A357657) on Tuesday, 24 August 2021 at 10.00 a.m. and at any adjournment thereof.

**IMPORTANT NOTE:**

Please (i) tick [✓] either **ONE** of the option (a) or (b) for the number of proxy which you wish to appoint, (ii) complete the details of your proxy/proxies and the proportion of your shareholding to be represented (if applicable), (iii) please tick [✓] option (c) if you would like to appoint the Chairman of the 27th AGM as the proxy or failing the proxy to vote on your behalf and (iv) sign or execute this form.

Option	Name of proxy(ies)	NRIC/ Registration No.	Email Address & Phone Number	Proportion of shareholding to be represented
<b>(a)</b>	<b>Appoint ONE proxy only</b> (Please complete details of proxy below)			
				100%
<b>(b)</b>	<b>Appoint MORE THAN ONE proxy</b> (Please complete details of proxies below)			
Proxy 1				%
Proxy 2				%
				100%
<b>(c)</b>	<b>The Chairman of the 27th AGM as my/our proxy and/or failing the above proxy to vote for me/us on my/our behalf</b>			

\*My/our \*proxy/proxies shall vote as follows :-

Please indicate with an "X" in the space provided below how you wish your votes to be casted. If no specific direction as to voting is given, the \*proxy/proxies will vote or abstain for voting at his(her) discretion.

No	Resolution	For		Against	
		Proxy 1	Proxy 2	Proxy 1	Proxy 2
Ordinary Resolution 1	To approve the payment of additional Directors' Remuneration to Non-Executive Directors amounting to RM43,725.00 for the period from 24 July 2020 up to 24 August 2021.				
Ordinary Resolution 2	To approve the payment of the Directors' Remuneration to Non-Executive Directors amounting to RM200,000.00 for the period from 25 August 2021 until the next Annual General Meeting of the Company to be held in 2022.				
Ordinary Resolution 3	To re-elect Encik Mohd Khasan Bin Ahmad, the retiring Director, who retires by rotation and being eligible, offers himself for re-election in accordance with Clause 94 of the Company's Constitution.				

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No	Resolution	For		Against	
		Proxy 1	Proxy 2	Proxy 1	Proxy 2
Ordinary Resolution 4	To re-elect Mr Toh Hong Chye, the retiring Director, who retires and being eligible, offers himself for re-election in accordance with Clause 100 of the Company's Constitution.				
Ordinary Resolution 5	To appoint Messrs TGS TW PLT as Auditors of the Company in place of the retiring auditors, Messrs UHY for the financial year ending 31 December 2021 and to authorise the Directors to fix their remuneration.				
<b>Special Business</b>					
Ordinary Resolution 6	Proposed Continuation in Office of Encik Mohd Khasan Bin Ahmad as Independent Non-Executive Director.				
Ordinary Resolution 7	Authority to Issue Shares pursuant to Section 76 of the Companies Act 2016.				
Ordinary Resolution 8	Proposed allocation of Share Issuance Scheme Options to Mr Toh Hong Chye				
Special Resolution	Proposed Adoption of New Constitution of the Company.				

Dated this \_\_\_\_ day of \_\_\_\_\_ 2021

\_\_\_\_\_  
Signature / Common Seal of Shareholder

Contact No: \_\_\_\_\_

**NOTES:**

1. A member of the Company who is entitled to attend, speak and vote at this 27th AGM may appoint a proxy to attend, speak and vote on his(her) behalf. A proxy may but need not be a member of the Company, and a member may appoint any person to be his(her) proxy without limitation.
2. Where a member appoints more than one (1) proxy to attend and vote at the same Meeting, the appointment shall be invalid unless he(she) specifies the proportion of his(her) holdings to be represented by each proxy.
3. Where a member of the Company is an authorised nominee as defined under the Securities Industry (Central Depository) Act, 1991 ("SICDA"), he(she) may appoint one (1) proxy in respect of each security account it holds with ordinary shares of the Company standing to the credit of the said security account.
4. Where a member of the Company is an exempt authorised nominee holding ordinary shares in the Company for multiple beneficial owners in one (1) 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 SICDA who is exempted from compliance with the provisions of subsection 25A(1) of SICDA.

5. The instrument appointing a proxy shall be in writing by the appointer or an attorney duly authorised in writing or, if the appointer is a corporation, whether under its seal or by an officer or attorney duly authorised.

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6. The instrument appointing either a proxy, a power of attorney or other authorities, where it is signed or certified by a notary as a true copy is deposited with the Share Registrar, 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 via electronic means through the Boardroom Smart Investor Portal at <https://investor.boardroomlimited.com> not less than forty eight (48) hours before the time appointed for holding the meeting or at any adjournment thereof, and in default the instrument of proxy shall not be treated as valid. *(Please follow the procedures as stipulated in the Administrative Guide)*
7. The right of foreigners to vote in respect of deposited securities is subject to Sections 41(1)(e) and 41(2) of the Securities Industry (Central Depositories) Act, 1991; the Securities Industry (Central Depositories) (Foreign Ownership) Regulations 1996 and the Articles of Association of the Company.
8. In respect of deposited securities, only members whose names appear in the Record of Depositors on 17 August 2021 (General Meeting Record of Depositors) shall be eligible to attend, speak and vote at this 27th AGM.
9. Any alteration in the form of proxy must be initialed.
10. Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all the resolutions set out in the Notice of 27th AGM will be put to the vote by poll.

### Personal data privacy:

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the 27th AGM and/or any adjournment thereof, a member of the Company:

- (i) consents to the collection, use and disclose 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 27th AGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the 27th AGM (including any adjournment thereof), and in order for the Company (or its agent) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "Purposes");
- (ii) warrants that the member has obtained the prior consent of such 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 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