



**D'NONCE TECHNOLOGY BHD**  
**[Registration No. 200001000687 (503292-K)]**  
(Incorporated in Malaysia)

## **ADMINISTRATIVE GUIDE FOR THE EXTRAORDINARY GENERAL MEETING (“EGM”)**

Date : Tuesday, 1 November 2022  
Time : 10:30 a.m.  
Broadcast Venue : Lot 18.2, 18<sup>th</sup> Floor, Menara Lien Hoe, No. 8, Persiaran Tropicana, Tropicana Golf & Country Resort, 47410 Petaling Jaya, Selangor Darul Ehsan  
Online Meeting Platform : The EGM will be conducted on virtual basis using the Remote Participation and Voting facilities operated by Mlabs Research Sdn Bhd in Malaysia via <https://rebrand.ly/DTB-EGM>

### **1. MODE OF MEETING**

In line with the Government’s directive and the revised Guidance Note and Frequently Asked Questions (“FAQs”) on the Conduct of General Meetings for Listed Issuers (“SC Guidance Note”) issued by the Securities Commission Malaysia (“SC”) on 7 April 2022, the EGM of the Company will be conducted **on virtual basis through live streaming from the Broadcast Venue.**

The Broadcast Venue of the EGM is strictly for the purpose of complying with Section 327(2) of the Companies Act 2016, whereby the main venue of the meeting shall be in Malaysia and the Chairman of the Meeting shall be present at the main venue of the Meeting together with the essential individuals as indicated in the SC Guidance Note. Shareholders/proxy(ies) from the public **WILL NOT BE ALLOWED** to attend the EGM in person at the Broadcast Venue on the day of the meeting.

Due to the constant evolving COVID-19 situation in Malaysia, we may be required to change the arrangements of our EGM at short notice. Kindly check the Company’s website or announcements for the latest updates on the status of the EGM.

The Company will continue to observe the requirements and guidelines issued by the Government of Malaysia, Ministry of Health, SC and/or other relevant authorities and will take all relevant precautionary measures as advised.

### **2. SHAREHOLDERS’ PARTICIPATION AT THE EGM VIA REMOTE PARTICIPATION AND VOTING (“RPV”) FACILITIES**

Shareholders are to attend, speak (including posing questions to the Board via real time submission of typed texts) and vote (collectively, “participate”) remotely at the EGM using the RPV facilities via <https://rebrand.ly/DTB-EGM>.


A shareholder who has appointed a proxy or attorney or authorised representative to participate at this EGM via RPV facilities must request his/her proxy or attorney or authorised representative to register himself/herself for RPV at <https://rebrand.ly/DTB-EGM>.

We **strongly encourage** you to participate in the EGM via the RPV facilities. You may also consider appointing the Chairman of the Meeting as your proxy to attend and vote on your behalf at the EGM.

Kindly refer to the Procedures for RPV as set out below for the requirements and procedures.

### 3. PROCEDURES FOR RPV VIA RPV FACILITIES

Please read and follow the requirements and procedures below to engage in remote participation through live streaming and online remote voting at the EGM using the RPV facilities:-

Procedure	Action
<b>BEFORE THE EGM DAY</b>	
<p>(a) Register as a participant in the Virtual EGM</p> 	<ul style="list-style-type: none"> <li>Using your computer, access to the website at <a href="https://rebrand.ly/DTB-EGM">https://rebrand.ly/DTB-EGM</a>. Click on the <b>REGISTER</b> link to register as a participant for the EGM.</li> <li>If you are using mobile devices, you can also scan the QR code provided on the left to access the registration page. Click <b>REGISTER</b> and enter your email, followed by <b>NEXT</b> to fill in your details to register for the EGM.</li> <li>Upon submission of your registration, you will receive an email notifying you that your registration has been received and is pending verification.</li> <li>The event is powered by <b>Cisco Webex</b>. You are recommended to download and install Cisco Webex Meetings (available for PC, Mac, Android, and iOS).</li> </ul>
<p>(b) Submit your online registration to participate the EGM remotely</p>	<ul style="list-style-type: none"> <li>Registration for the EGM is <b>open from Monday, 17 October 2022 at 5:00 p.m. and the registration will be closed on Monday, 31 October 2022 at 10:30 a.m.</b> Shareholder(s) or proxy(ies) or corporate representative(s) or attorney(s) are required to pre-register their attendance for the EGM to ascertain their eligibility to participate the EGM using the RPV facilities.</li> <li>Clicking on the link will redirect you to the EGM event page. Click on the <b>REGISTER</b> link for the online registration form.</li> <li>Complete your particulars in the registration page. Your name <b>MUST</b> match your CDS account name <i>[not applicable to proxy(ies) or corporate representative(s) or attorney(s)]</i>.</li> <li>Kindly fill in the CDS account number and indicate the number of shares you hold. If you have more than one CDS account, please state the CDS account number and indicate the number of shares held separately with a comma (,).</li> <li>Read and agree to the Terms &amp; Conditions and confirm the Declaration.</li> <li>Please review your registration and ensure all information given is accurate before you proceed to click <b>SUBMIT</b> to register for your remote participation. Failure to do so will result in your registration being rejected.</li> <li>System will send an e-mail to notify that your registration for remote participation is received and pending verification.</li> <li>After verification of your registration against the Record of Depositors as at 25 October 2022, the system will send you an e-mail <b>after 26 October 2022</b> to approve or reject your registration for remote participation.</li> </ul> <p><i>(Note: Please allow sufficient time for approval of the registration for the RPV.)</i></p>

ON THE DAY OF THE EGM		
(a)	Participating the Virtual EGM	<ul style="list-style-type: none"> <li>Two reminder e-mails will be sent to your inbox. First reminder will be sent one day before the EGM day, while the second reminder will be sent an hour before the commencement of the EGM.</li> <li>Click <b>JOIN EVENT</b> in the reminder email for remote participation at the EGM at any time from 9:30 a.m., i.e. an hour before the commencement of the EGM on <b>Tuesday, 1 November 2022 at 10:30 a.m.</b></li> <li>Please ensure you have downloaded and installed Cisco Webex Meetings application before attending the Virtual EGM.</li> </ul>
(b)	Participate through Live Streaming	<ul style="list-style-type: none"> <li>You will be given a short briefing on the RPV facilities.</li> <li>Your microphone will be muted throughout the whole session.</li> <li>If you have any question for the Chairman/ Board of Directors, you may use the <b>Q&amp;A PANEL</b> to transmit your questions. The Chairman/ Board of Directors will endeavour to respond to relevant questions submitted by remote participants during the EGM. If there is time constraint, the responses will be e-mailed to you at the earliest possible, after the meeting.</li> <li>The meeting session will be recorded.</li> <li>Please note that the quality of the live streaming is dependent on the bandwidth and stability of the internal connection at your location.</li> </ul>
(c)	Online Remote Voting	<ul style="list-style-type: none"> <li>The Chairman of the Meeting will announce the commencement of the voting session and the end of the voting session of the EGM.</li> <li>The list of resolutions for voting will appear at the right-hand side of your computer screen. You are required to indicate your votes for the resolutions that are tabled for voting within the given time frame.</li> <li>Confirm and click the <b>SUBMIT</b> button upon completion to submit your votes.</li> <li>The decision of votes cannot be changed once it is submitted.</li> </ul>
(d)	End of remote participation	<ul style="list-style-type: none"> <li>Upon the announcement by the Chairman on the closure of the EGM, the live streaming will end.</li> </ul>

#### 4. ENTITLEMENT TO PARTICIPATE AND APPOINTMENT OF PROXY

Only members whose names appear on the Record of Depositors as at 25 October 2022 shall be eligible to participate in the EGM or appoint proxy(ies) or corporate representative(s) or attorney(s) and/or the Chairman of the Meeting to participate and vote on his/her behalf.

The hard copy of the proxy forms and/or documents relating to the appointment of proxy(ies) or corporate representative(s) or attorney(s) for the EGM must be deposited by hand or post with the Company's Share Registrar at Workshire Share Registration Sdn Bhd of A1-2-2 Solaris Dutamas, No. 1, Jalan Dutamas 1, 50480 Kuala Lumpur, Wilayah Persekutuan, Malaysia, not later than **Sunday, 30 October 2022 at 10:30 a.m.** The duly completed proxy form transmitted by facsimile or electronic mail will not be accepted.

All members are strongly encouraged to participate and vote remotely at the EGM using the RPV facilities. The procedures and requisite documents to be submitted by the respective members to facilitate remote participation and voting are summarised below:-

**(I) For Individual Members**

If an individual member is unable to participate the EGM, he/she is encouraged to appoint proxy(ies) or the Chairman of the Meeting as his/her proxy and indicate the voting instructions in the Proxy Form in accordance with the notes and instructions printed therein.

**(II) For Corporate Members**

Corporate members [through the appointment of Corporate Representative(s) or proxy(ies)] who wish to participate and vote remotely at the EGM must contact the Company's Share Registrar with the details set out below for assistance and is required to deposit the following documents to the Company's Share Registrar no later than **Sunday, 30 October 2022 at 10:30 a.m.**

- (a) Certificate of appointment of its Corporate Representative or Proxy Form under the seal of the corporation;
- (b) Copy of the Corporate Representative's or proxy's MyKad (front and back)/Passport; and
- (c) Corporate Representative's or proxy's email address and mobile phone number.

Upon receipt of such documents, the Company's Share Registrar will respond to your remote participation request.

If a corporate member [through the appointment of Corporate Representative(s) or proxy(ies)] is unable to participate the EGM, the corporate member is encouraged to appoint the Chairman of the Meeting as its proxy and indicate the voting instructions in the Proxy Form in accordance with the notes and instructions printed therein.

**(III) For Institutional Members**

The beneficiaries of the shares under a Nominee Company's CDS account ("Institutional member(s)") who wish to participate and vote remotely at the EGM may request its Nominee Company to appoint him/her as a proxy to participate and vote remotely at the EGM. The Nominee Company must then contact the Company's Share Registrar with the details set out below for assistance and is required to deposit the following documents to the Company's Share Registrar no later than **Sunday, 30 October 2022 at 10:30 a.m.:**

- (a) Proxy Form under the seal of the Nominee Company;
- (b) Copy of the proxy's MyKad (front and back)/Passport; and
- (c) Proxy's email address and mobile phone number.

Upon receipt of such documents, the Company's Share Registrar will respond to your remote participation request.

If an institutional member is unable to participate the EGM, the institutional member is encouraged to appoint the Chairman of the Meeting as its proxy and indicate the voting instructions in the Proxy Form in accordance with the notes and instructions printed therein.

**5. REVOCATION OF PROXY**

Please note that if a Shareholder has submitted his/her Proxy Form prior to the EGM and subsequently decides to personally participate in the EGM via RPV facilities, the Shareholder must contact the Company's Share Registrar to revoke the appointment of his/her proxy no later than **Sunday, 30 October 2022 at 10:30 a.m.**

**6. VOTING AT MEETING**

The voting at the EGM will be conducted on a poll in accordance with Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities"). The Company has appointed Aldpro Corporate Services Sdn Bhd as the Poll Administrator to conduct the poll voting electronically and CSC Securities Services Sdn Bhd as Independent Scrutineers to verify the poll results.

Shareholders can proceed to vote on the resolutions before the end of the voting session which will be announced by the Chairman of the Meeting and submit your votes at any time from the commencement of the voting session announced by the Chairman of the Meeting. Kindly refer to the “**Procedures for RPV via RPV Facilities**” provided above for guidance on how to vote remotely via the RPV facilities. The Scrutineers will verify and announce the poll results followed by the Chairman’s declaration whether the resolution tabled for voting is duly passed or otherwise.

**7. RESULTS OF THE VOTING**

The resolutions proposed at the EGM and the results of the voting for the same will be announced at the EGM and subsequently via an announcement made by the Company through Bursa Securities at [www.bursamalaysia.com](http://www.bursamalaysia.com).

**8. NO RECORDING OR PHOTOGRAPHY**

By participating at the EGM, you agree that no part of the EGM proceedings may be recorded, photographed, stored in any retrieval systems, reproduced, transmitted or uploaded in any form, platform or social media or by any means whether it is mechanical, electronical, photocopying, recording or otherwise without the prior written consent of the Company. The Company reserves the rights to take appropriate legal actions against anyone who violates this rule.

**9. NO DOOR GIFT/ FOOD PACKS/ ANY VOUCHER**

There will be NO distribution of door gifts or food packs or any vouchers.

**10. ENQUIRY**

If you have any enquiries on the above, please contact the following designated persons during office hours on Mondays to Fridays from 9:00 a.m. to 5:30 p.m. (except on public holidays):-

**(i) For Registration, logging in and system related:**

Name : Ms Eris/ Mr Hong/ Ms Jey  
Contact No. : 03-7688 1013  
Email : vgm@mlabs.com

**(ii) For Proxy Form and other matters:**

Name : Mr Jie Tan Kok Siong  
Contact No. : 03-6413 3271  
Email : sharereg@wscs.com.my