

# Notice of Annual General Meeting

**NOTICE IS HEREBY GIVEN THAT** the Seventh Annual General Meeting of Capital A Berhad (“Capital A” or the “Company”) will be conducted on a virtual basis through live streaming and online remote voting from the broadcast venue at RedQ, Jalan Pekeliling 5, Lapangan Terbang Antarabangsa Kuala Lumpur, 64000 KLIA, Selangor Darul Ehsan, Malaysia (“Broadcast Venue”) via **TIIH Online** website at <https://tiih.online> on Thursday, 13 June 2024 at 10.00 a.m. for the following purposes:-

## AS ORDINARY BUSINESS

1. To receive the Audited Financial Statements together with the Reports of the Directors and Auditors thereon for the financial year ended 31 December 2023.

**Please refer to Explanatory Note A.**

2. To approve the Directors’ fees, allowances and benefits payable to Non-Executive Directors’ as set out in the explanatory note for the period from 14 June 2024 until the next Annual General Meeting of the Company to be held in the year 2025.

**(Ordinary Resolution 1)**

**Please refer to Explanatory Note B.**

3. To re-elect the following Directors who retire by rotation in accordance with Rule 119 of the Company’s Constitution and, being eligible, have offered themselves for re-election:-

- (a) Tan Sri Anthony Francis Fernandes; and
- (b) Dato’ Abdel Aziz @ Abdul Aziz Bin Abu Bakar.

**(Ordinary Resolution 2)**

**(Ordinary Resolution 3)**

**Please refer to Explanatory Note C.**

4. To re-appoint Ernst & Young PLT as Auditors of the Company and to authorise the Directors to determine their remuneration.

**(Ordinary Resolution 4)**

## AS SPECIAL BUSINESS

To consider and, if thought fit, to pass, with or without modifications, the following resolutions:-

5. **AUTHORITY TO ISSUE AND ALLOT SHARES PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT, 2016**

“**THAT**, subject to the Companies Act, 2016 (“Act”), the Main Market Listing Requirements (“Listing Requirements”) of Bursa Malaysia Securities Berhad (“Bursa Securities”), the Constitution of the Company and approvals of the relevant authorities, where required, the Directors of the Company be and are hereby empowered, pursuant to Sections 75 and 76 of the Act, to issue and allot new shares in the Company at any time to such persons and upon such terms and conditions and for such purposes as the Directors may deem fit, provided that the aggregate number of shares issued pursuant to this resolution does not exceed ten per centum (10%) of the total number of issued shares of the Company (excluding treasury shares) for the time being **AND THAT** the Directors be and are also empowered to obtain the approval from Bursa Securities for the listing and quotation for the additional shares so issued **AND THAT** such authority shall continue to be in force until the conclusion of the next Annual General Meeting of the Company or when it is required by law to be held, whichever is earlier.”

**(Ordinary Resolution 5)**

**Please refer to Explanatory Note D.**

**6. PROPOSED RENEWAL OF SHAREHOLDERS' MANDATE AND NEW SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE**

**“THAT** approval be and is hereby given to the Company and its subsidiaries (“Group”) to enter into and give effect to the recurrent related party transactions of a revenue or trading nature with the related parties as set out in Section 2.3 of the Circular/Statement to Shareholders dated 30 April 2024, provided that such arrangements and/or transactions which are necessary for the Group’s day-to-day operations are undertaken in the ordinary course of business, at arm’s length basis, on normal commercial terms and transaction prices which are not more favourable to the related parties than those generally available to the public and not detrimental to the minority shareholders of the Company (hereinafter referred to as the “Proposed RRPT Mandate”).

**THAT** such approval shall continue to be in force until:

- (a) the conclusion of the next Annual General Meeting (“AGM”) of the Company at which time it will lapse, unless by a resolution passed at the meeting, the authority is renewed; or
- (b) the expiration of the period within which the next AGM of the Company after that date is required to be held pursuant to Section 340(2) of the Act (but shall not extend to such extension as may be allowed pursuant to Section 340(4) of the Act); or
- (c) it is revoked or varied by resolution passed by the shareholders at a general meeting,

whichever is earlier.

**AND THAT** the Directors of the Company be and are hereby authorised to complete and to do all such acts and things (including executing all such documents as may be required) as they may consider expedient or necessary to give effect to the Proposed RRPT Mandate.”

**Please refer to Explanatory Note E.**

**(Ordinary Resolution 6)**

## 7. PROPOSED RENEWAL OF SHARE BUY-BACK AUTHORITY

“**THAT**, subject to the Act, the Company’s Constitution, Listing Requirements of Bursa Securities and all other applicable laws, guidelines, rules and regulations, the Directors of the Company be and are hereby authorised to purchase such number of ordinary shares in the Company through Bursa Securities and to take all such steps as are necessary (including the opening and maintaining of a central depository account under the Securities Industry (Central Depositories) Act, 1991) and enter into any agreements, arrangements and guarantees with any party or parties to implement, finalise and give full effect to the aforesaid purchase with full powers to assent to any conditions, modifications, variations and/or amendments (if any) as may be imposed by the relevant authorities from time to time and to do all such acts and things as the Directors may deem fit and expedient in the best interests of the Company, subject further to the following:-

- i. the aggregate number of ordinary shares to be purchased and/or held by the Company pursuant to this resolution does not exceed ten per centum (10%) of the total number of issued shares of the Company at the time of purchase; and
- ii. the maximum funds to be allocated by the Company for the purpose of purchasing the ordinary shares shall not exceed the total retained profits of the Company.

**THAT** such authority shall commence immediately upon the passing of this resolution until:

- a. the conclusion of the next AGM of the Company following the AGM at which such ordinary resolution was passed, at which time it will lapse, unless by ordinary resolution passed at that general meeting, the authority is renewed, either unconditionally or subject to conditions; or
- b. the expiration of the period within which the next AGM of the Company is required by law to be held; or
- c. the authority is revoked or varied by ordinary resolution passed by the shareholders of the Company at a general meeting,

whichever occurs first, but shall not prejudice the completion of the purchase of its own ordinary shares by the Company before the aforesaid expiry date and, in any event, in accordance with the provisions of the Act, the rules and regulations made pursuant thereto and the guidelines issued by Bursa Securities and/or any other relevant authorities.

AND THAT upon completion of the purchase(s) of the ordinary shares or any part thereof by the Company, the Directors of the Company be and are hereby authorised to cancel all the ordinary shares so purchased or retain all the ordinary shares as treasury shares (of which may be dealt with in accordance with Section 127(7) of the Act) or retain part thereof as treasury shares and cancelling the balance, and in any other manner as prescribed by the Act, rules, regulations and orders made pursuant to the Act and the requirements of Bursa Securities and any other relevant authorities for the time being in force.”

**Please refer to Explanatory Note F.**

**(Ordinary Resolution 7)**

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

By Order of the Board

**CYNTHIA GLORIA LOUIS**  
**(SSM PC NO. 201908003061) (MAICSA 7008306)**  
**CHEW MEI LING**  
**(SSM PC NO. 201908003178) (MAICSA 7019175)**

Company Secretaries  
Selangor Darul Ehsan, Malaysia  
30 April 2024

#### **IMPORTANT NOTES**

#### **VIRTUAL AGM**

- (i) The Seventh Annual General Meeting of the Company (“7<sup>th</sup> AGM”) will be held on a virtual basis through live streaming and online remote voting from the Broadcast Venue using Remote Participation and Voting facilities (“RPV”) provided by Tricor Investor & Issuing House Services Sdn Bhd which are available on its TIIH Online website at <https://tiih.online>. Please follow the procedures as set out in the **Administrative Note** for the 7<sup>th</sup> AGM which is available on the Company’s website at [www.capitala.com](http://www.capitala.com) to register, participate, speak and vote remotely via the RPV.
- (ii) The **Broadcast Venue is strictly for the purpose of complying with Section 327(2) of the Act** which requires the Chairman of the meeting to be present at the main venue of the 7<sup>th</sup> AGM.
- (iii) **No members or proxies shall be physically present at the Broadcast Venue on the day of the 7<sup>th</sup> AGM.**

#### **APPOINTMENT OF PROXY**

- (i) A member who is entitled to attend, participate, speak (including posing questions to the Board via real time submission of typed texts) and vote remotely at the 7<sup>th</sup> AGM of the Company via RPV is entitled to appoint not more than two (2) proxies to attend, participate, speak and vote in his/her stead. Where two (2) proxies are appointed, the proportion of shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies, failing which the appointments shall be invalid.
- (ii) A proxy need not be a member of the Company. There shall be no restriction as to the qualification of the proxy.
- (iii) A member who is an exempt authorised nominee for multiple beneficial owners in one securities account (“Omnibus Account”) may appoint any number of proxies in respect of the Omnibus Account.
- (iv) The instrument appointing a proxy shall be in writing under the hand of the appointer or his attorney duly authorised in writing or if the appointer is a corporation either under its common seal or under the hand of an officer or attorney duly authorised in writing.
- (v) All Forms of Proxy must be duly executed and deposited at the Registered Office of the Company at RedQ, Jalan Pekeliling 5, Lapangan Terbang Antarabangsa Kuala Lumpur, 64000 KLIA Selangor, Malaysia or lodged electronically via the **TIIH Online** website at <https://tiih.online>, not less than forty-eight (48) hours before the time appointed for holding of the meeting or adjourned meeting. **Faxed copies of the duly executed form of proxy are not acceptable.**

- (vi) Pursuant to the Securities Industry (Central Depositories) (Foreign Ownership) Regulations 1996 and Rule 41(a) of the Company's Constitution, only those Foreigners (as defined in the Constitution) who hold shares up to the current prescribed foreign ownership limit of 45.0% of the total number of issued shares of the Company, on a first-in-time basis based on the Record of Depositors to be used for the forthcoming AGM, shall be entitled to vote. A proxy appointed by a Foreigner not entitled to vote, will similarly not be entitled to vote. Consequently, all such disenfranchised voting rights shall be automatically vested in the Chairman of the AGM.
- (vii) A member who has appointed a proxy or authorised representative or attorney to participate in the 7<sup>th</sup> AGM via RPV must request his/her proxy or authorised representative or attorney to register himself/herself for RPV at TIIH Online website at <https://tiih.online> in accordance with the procedures set out in the Administrative Note.
- (viii) For the purpose of determining members who shall be entitled to attend the 7<sup>th</sup> AGM, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd to issue a Record of Depositors as at 5 June 2024. Only depositors whose names appear on the Record of Depositors as at 5 June 2024 shall be entitled to attend the said meeting or appoint proxies to attend and vote on their behalf.
- (ix) Pursuant to Paragraph 8.29A(1) of the Listing Requirements of Bursa Securities, all resolutions set out in the notice of 7<sup>th</sup> AGM will be put to vote by poll.
- (x) By submitting the duly executed Form of Proxy, the member and his/her proxy(ies) consent to the Company (and/or its agents/service providers) collecting, using and disclosing the personal data therein in accordance with the Personal Data Protection Act 2010 for the purpose of the 7<sup>th</sup> AGM or any adjournment thereof.

**EXPLANATORY NOTES:**

**A. Audited Financial Statements for the financial year ended 31 December 2023**

The Audited Financial Statements under Agenda item 1 is meant for discussion only as the provision of Section 340(1) of the Act does not require formal approval of shareholders. As such, this item is not put forward for voting.

## B. Ordinary Resolution 1 - Payment of Directors' Remuneration

The Board affirmed for an increase in:-

- the basic board fee from RM262,500 per annum to RM290,000 per annum;
- audit committee chairman fee from RM75,000 per annum to RM110,000 per annum; and
- audit committee member fee from RM60,000 per annum to RM75,000 per annum,

for the period from 14 June 2024 until the next Annual General Meeting of the Company to be held in the year 2025 as shown below:-

<b>Non-Executive Directors' Fees (per annum)</b>	<b>Non-Executive Chairman (RM)</b>	<b>Per Non-Executive Director/Per other Committee Member (RM)</b>
Board of Directors	N/A	290,000
Audit Committee	110,000	75,000
Nomination and Remuneration Committee	55,000	35,000
Safety Review Board	55,000	35,000
Risk Management and Sustainability Committee	55,000	35,000

  

<b>Non-Executive Directors' Benefits (per attendance by each Director or committee member)</b>	<b>Board of Directors (RM)</b>	<b>Board Committees (RM)</b>
<b>Meeting allowance</b>	2,000	2,000

  

<b>Other Non-Executive Directors' Benefits</b>	
Insurance premiums on medical coverage, and other claimable expenses incurred in the course of carrying out their duties.	Up to a total amount of RM100,000 for all Non-Executive Directors.

At this 7<sup>th</sup> AGM, the Company is seeking its shareholders' approval for the payment of the remuneration to the Non-Executive Directors of the Company for the period commencing 14 June 2024 until the next AGM to be held in the year 2025 in accordance with the remuneration structure as set out above, on a monthly basis and/or as and when incurred.

## C. Ordinary Resolutions 2 and 3 - Re-election of Directors

In accordance with Rule 119 of the Company's Constitution, Tan Sri Anthony Francis Fernandes and Dato' Abdel Aziz @ Abdul Aziz Bin Abu Bakar ("retiring directors") are due to retire by rotation, and being eligible, have offered themselves for re-election at the 7<sup>th</sup> AGM.

The Board through the Nomination and Remuneration Committee ("NRC") had undertaken an annual assessment evaluation and fit and proper assessment of the retiring directors.

The retiring directors have met the fit and proper criteria of Character and Integrity, Experience and Competence as well as Time and Commitment as set up in the Directors' Fit and Proper Policy of the Company and the Board is satisfied with the performance and contribution of the retiring directors. The Board has deliberated and endorsed the NRC's recommendation on their re-election and recommended the re-election of the retiring directors for approval by the shareholders at the forthcoming 7<sup>th</sup> AGM.

The profiles of the retiring directors who are standing for re-election are set out in the Company's Annual Report 2023.

**D. Ordinary Resolution 5 - Authority to issue and allot shares pursuant to the Act**

The proposed Ordinary Resolution 5, if passed, will empower the Directors to issue and allot new shares in the Company from time to time provided that the aggregate number of shares issued pursuant to this mandate does not exceed ten per centum (10%) of the total number of issued shares of the Company for the time being. This mandate sought is a renewal of the mandate which was approved by shareholders at the last AGM held on 15 June 2023. As at the date of this notice, the Company has not issued any new shares under this mandate which will lapse at the conclusion of the 7<sup>th</sup> AGM.

The renewal of the general mandate, if approved, will provide flexibility to the Company for any possible fund raising activities, including but not limited to placement of shares for the purpose of funding future investment project(s), working capital and/or acquisition(s) and to avoid any delay or costs involved in convening a general meeting for such issuance of shares.

This mandate will, unless revoked or varied by the Company in the general meeting, expire at the conclusion of the next AGM of the Company, or the expiration of the period within which the next AGM of the Company is required by law to be held, whichever is earlier.

**E. Ordinary Resolution 6 - Proposed Renewal of Shareholders' Mandate and New Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature**

The Proposed Ordinary Resolution 6, if passed, will empower the Company and/or its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature set out in the Circular/Statement to Shareholders of the Company dated 30 April 2024 which are necessary for the Group's day-to-day operations. This mandate, unless revoked or varied at a general meeting, will expire at the conclusion of the next AGM of the Company, or the expiration of the period within which the next AGM of the Company is required by law to be held, whichever is earlier.

Please refer to the Circular/Statement to Shareholders dated 30 April 2024 for further information.

**F. Ordinary Resolution 7 - Proposed Renewal of Share Buy-Back Authority**

The proposed adoption of Ordinary Resolution 7 is for the purpose of renewing the authority granted by the shareholders of the Company at the last AGM held on 15 June 2023. The aforesaid proposed renewal will allow the Directors to exercise the power of the Company to purchase not more than ten per centum (10%) of the total number of issued shares of the Company by utilising the funds allocated which shall not exceed the total retained profits of the Company.

This authority, unless revoked or varied at a general meeting, will expire at the conclusion of the next AGM of the Company, or the expiration of the period within which the next AGM of the Company is required by law to be held, whichever is earlier.

Further information on the Proposed Renewal of Share Buy-Back Authority is set out in the Circular/Statement to Shareholders dated 30 April 2024.

**CAPITAL A BERHAD**

[Registration No.: 201701030323 (1244493-V)]

Incorporated in Malaysia

**FORM OF PROXY**

<b>CDS Account No.:</b> (Nominees Account Only)	<b>No. of shares held:</b>

I/We \_\_\_\_\_ NRIC No./Passport No./Co. No.: \_\_\_\_\_  
(FULL NAME AS PER NRIC/CERTIFICATE OF INCORPORATION IN BLOCK LETTERS) (COMPULSORY)

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

telephone no. \_\_\_\_\_, email address \_\_\_\_\_

being a member(s) of CAPITAL A BERHAD ("the Company") hereby appoint:-

Full Name in Block Letters	NRIC No./Passport No.:	Proportion of Shareholdings	
		No. of Shares	%
Full Address:-	Telephone no.		
	Email address		

\*and/or

Full Name in Block Letters	NRIC No./Passport No.:	Proportion of Shareholdings	
		No. of Shares	%
Full Address:-	Telephone no.		
	Email address		

\*or failing him/her, THE CHAIRMAN OF THE MEETING, as my/our proxy(ies) to vote in my/our name and on my/our behalf at the Seventh Annual General Meeting ("7<sup>th</sup> AGM") of the Company to be conducted on a virtual basis through live streaming and online remote voting from the broadcast venue at RedQ, Jalan Pekeliling 5, Lapangan Terbang Antarabangsa Kuala Lumpur, 64000 KLIA, Selangor Darul Ehsan, Malaysia ("Broadcast Venue") via TIIH Online website at <https://tjih.online> on Thursday, 13 June 2024 at 10.00 a.m. and at any adjournment thereof, and to vote as indicated below:

		FOR	AGAINST
<b>Ordinary Business</b>			
Ordinary Resolution 1	To approve the Directors' fees, allowances and benefits payable to Non-Executive Directors for the period from 14 June 2024 until the next Annual General Meeting of the Company.		
Ordinary Resolution 2	Re-election of Tan Sri Anthony Francis Fernandes as a Director		
Ordinary Resolution 3	Re-election of Dato' Abdel Aziz @ Abdul Aziz Bin Abu Bakar as a Director		
Ordinary Resolution 4	Re-appointment of Ernst & Young PLT as Auditors and to authorise the Directors to determine their remuneration		
<b>Special Business</b>			
Ordinary Resolution 5	Authority to issue and allot shares pursuant to Sections 75 and 76 of the Companies Act, 2016		
Ordinary Resolution 6	Proposed renewal of shareholders' mandate and new shareholders' mandate for Recurrent Related Party Transactions of a revenue or trading nature		
Ordinary Resolution 7	Proposed Renewal of Share Buy-Back Authority		

(Please indicate with an "X" in the appropriate box how you wish your vote to be cast. In the absence of specific instruction, the proxy(ies) will vote or abstain from voting at his/her discretion.)

\* Delete if not applicable.

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2024

\_\_\_\_\_  
Signature(s)/Common Seal of Member(s)



**IMPORTANT NOTES**

**VIRTUAL AGM**

- (i) The Seventh Annual General Meeting of the Company ("7<sup>th</sup> AGM") will be held on a virtual basis through live streaming and online remote voting from the Broadcast Venue using Remote Participation and Voting facilities ("RPV") provided by Tricor Investor & Issuing House Services Sdn Bhd which are available on its **TIIH Online** website at <https://tiih.online>. Please follow the procedures as set out in the **Administrative Note** for the 7<sup>th</sup> AGM which is available on the Company's website at [www.capitala.com](http://www.capitala.com) to register, participate, speak and vote remotely via the RPV.
- (ii) 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 present at the main venue of the 7<sup>th</sup> AGM.
- (iii) **No members or proxies shall be physically present at the Broadcast Venue on the day of the 7<sup>th</sup> AGM.**

**APPOINTMENT OF PROXY**

- (i) A member who is entitled to attend, participate, speak (including posing questions to the Board via real time submission of typed texts) and vote remotely at the 7<sup>th</sup> AGM of the Company via RPV is entitled to appoint not more than two (2) proxies to attend, participate, speak and vote in his/her stead. Where two (2) proxies are appointed, the proportion of shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies, failing which the appointments shall be invalid.
- (ii) A proxy need not be a member of the Company. There shall be no restriction as to the qualification of the proxy.
- (iii) A member who is an exempt authorised nominee for multiple beneficial owners in one securities account ("Omnibus Account") may appoint any number of proxies in respect of the Omnibus Account.
- (iv) The instrument appointing a proxy shall be in writing under the hand of the appointer or his attorney duly authorised in writing or if the appointer is a corporation either under its common seal or under the hand of an officer or attorney duly authorised in writing.
- (v) All Forms of Proxy must be duly executed and deposited at the Registered Office of the Company at RedQ, Jalan Pekeliling 5, Lapangan Terbang Antarabangsa Kuala Lumpur, 64000 KLIA, Selangor, Malaysia or lodged electronically via the **TIIH Online** website at <https://tiih.online>, not less than forty-eight (48) hours before the time appointed for holding of the meeting or adjourned meeting. **Faxed copies of the duly executed form of proxy are not acceptable.**
- (vi) Pursuant to the Securities Industry (Central Depositories) (Foreign Ownership) Regulations 1996 and Rule 41(a) of the Company's Constitution, only those Foreigners (as defined in the Constitution) who hold shares up to the current prescribed foreign ownership limit of 45.0% of the total number of issued shares of the Company, on a first-in-time basis based on the Record of Depositors to be used for the forthcoming AGM, shall be entitled to vote. A proxy appointed by a Foreigner not entitled to vote, will similarly not be entitled to vote. Consequently, all such disenfranchised voting rights shall be automatically vested in the Chairman of the AGM.
- (vii) A member who has appointed a proxy or authorised representative or attorney to participate in the 7<sup>th</sup> AGM via RPV must request his/her proxy or authorised representative or attorney to register himself/herself for RPV at TIIH Online website at <https://tiih.online> in accordance with the procedures set out in the Administrative Note.
- (viii) For the purpose of determining members who shall be entitled to attend the 7<sup>th</sup> AGM, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd to issue a Record of Depositors as at 5 June 2024. Only depositors whose names appear on the Record of Depositors as at 5 June 2024 shall be entitled to attend the said meeting or appoint proxies to attend and vote on their behalf.
- (ix) Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in the notice of 7<sup>th</sup> AGM will be put to vote by poll.
- (x) By submitting the duly executed Form of Proxy, the member and his/her proxy(ies) consent to the Company (and/or its agents/service providers) collecting, using and disclosing the personal data therein in accordance with the Personal Data Protection Act 2010 for the purpose of the 7<sup>th</sup> AGM or any adjournment thereof.

**PLEASE FOLD HERE**



The Company Secretaries  
**CAPITAL A BERHAD**  
[Registration No.: 201701030323 (1244493-V)]

RedQ, Jalan Pekeliling 5  
Lapangan Terbang Antarabangsa  
Kuala Lumpur, 64000 KLIA  
Selangor Darul Ehsan, Malaysia

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## CAPITAL A BERHAD

[Registration No.: 201701030323 (1244493-V)]  
("the Company" or "Capital A")  
(Incorporated in Malaysia)

### ADMINISTRATIVE NOTE SEVENTH ANNUAL GENERAL MEETING OF CAPITAL A BERHAD

**Date** : Thursday, 13 June 2024  
**Time** : 10.00 a.m.  
**Broadcast Venue** : RedQ, Jalan Pekeliling 5  
Lapangan Terbang Antarabangsa Kuala Lumpur  
64000 KLIA  
Selangor Darul Ehsan, Malaysia  
**Meeting Platform** : <https://tiih.online>

### MODE OF MEETING

The Seventh Annual General Meeting ("7<sup>th</sup> AGM") of the Company will be conducted on a virtual basis through live streaming and online remote voting from the Broadcast Venue using the Remote Participation and Voting facilities provided by Tricor Investor & Issuing House Services Sdn. Bhd. via the **TIIH Online** website at <https://tiih.online>.

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 present at the main venue of the meeting.

### REMOTE PARTICIPATION AND VOTING FACILITIES ("RPV")

Members and/or proxy(ies) and/or corporate representative(s) and/or attorney(s) **WILL NOT BE ALLOWED** to be physically present at the Broadcast Venue on the day of the 7<sup>th</sup> AGM, instead are to attend, speak (including posing questions to the Board via real time submission of typed texts) and vote (collectively, "participate") remotely at the 7<sup>th</sup> AGM via the RPV provided by Tricor Investor & Issuing House Services Sdn. Bhd. via its **TIIH Online** website at <https://tiih.online>.

Members who appoint proxies to participate at the 7<sup>th</sup> AGM via RPV must ensure that the duly executed Form of Proxy is deposited in a hard copy form at the registered office of the Company at RedQ, Jalan Pekeliling 5, Lapangan Terbang Antarabangsa Kuala Lumpur, 64000 KLIA, Selangor, Malaysia ("Registered Office") or by electronic lodgement via **TIIH Online** website at <https://tiih.online> not later than **10.00 a.m. on Tuesday, 11 June 2024**. **Faxed copies of the duly executed form of proxy are not acceptable.**

Authorised representatives of corporate members must deposit their original or duly certified certificate of appointment of authorised representative at the Registered Office not later than **10.00 a.m. on Tuesday, 11 June 2024** to participate via RPV at the 7<sup>th</sup> AGM.

Attorneys appointed by power of attorney are to deposit their power of attorney at the Registered Office not later than **10.00 a.m. on Tuesday, 11 June 2024** to participate via RPV at the 7<sup>th</sup> AGM.

A member who has appointed a proxy or authorised representative or attorney to participate in the 7<sup>th</sup> AGM via RPV must request his/her proxy or authorised representative or attorney to register himself/herself for RPV at the TIIH Online website at <https://tiih.online>.

Members who are unable to participate in this 7<sup>th</sup> AGM may appoint the Chairman of the meeting as his/her proxy and indicate the voting instructions in the Form of Proxy.

## PROCEDURES FOR REMOTE PARTICIPATION AND VOTING VIA RPV

Members/proxies/corporate representatives/attorneys who wish to participate remotely at the 7<sup>th</sup> AGM using the RPV are to follow the requirements and procedures as summarised below:

Procedure	Action
<b>BEFORE THE DAY OF 7<sup>th</sup> AGM</b>	
(a) Register as a user with TIIH Online	<ul style="list-style-type: none"> <li>Using your computer, access the TIIH Online website at <a href="https://tiih.online">https://tiih.online</a>. Register as a user under “e-Services” select <b>“Create Account by Individual Holder”</b>. Refer to the tutorial guide posted on the homepage for assistance.</li> <li>Registration as a user will be approved within one (1) working day and you will be notified via e-mail.</li> <li>If you are already a user with TIIH Online, you are not required to register again. You will receive an <b>e-mail to notify</b> you that the remote participation is available for registration at TIIH Online.</li> </ul>
(b) Submit your request to attend 7 <sup>th</sup> AGM remotely	<ul style="list-style-type: none"> <li><b>Registration is open from 10.00 a.m. on Tuesday, 30 April 2024 until the day of the 7<sup>th</sup> AGM on Thursday, 13 June 2024.</b> Member(s) or proxy(ies) or corporate representative(s) or attorney(s) are required to pre-register their attendance for the 7<sup>th</sup> AGM to ascertain their eligibility to participate at the 7<sup>th</sup> AGM using the RPV.</li> <li>Login with your user ID and password and select the corporate event: <b>“(REGISTRATION) CAPITAL A 7TH AGM”</b>.</li> <li>Read and agree to the Terms &amp; Conditions and confirm the Declaration.</li> <li>Select “Register for Remote Participation and Voting”.</li> <li>Review your registration and proceed to register.</li> <li>System will send an <b>e-mail to notify</b> that your registration for remote participation is received and will be verified.</li> <li>After verification of your registration against the General Meeting Record of Depositors as of <b>5 June 2024</b>, the system will send you an <b>e-mail after Tuesday, 11 June 2024 to approve or reject</b> your registration for remote participation. <i>(Note: Please allow sufficient time for approval of new user of TIIH Online and registration for the RPV).</i></li> </ul>
<b>ON THE DAY OF THE 7<sup>th</sup> AGM (THURSDAY, 13 JUNE 2024)</b>	
(c) Login to TIIH Online	<ul style="list-style-type: none"> <li>Login with your user ID and password for remote participation at the 7<sup>th</sup> AGM at any time from <b>9.00 a.m.</b>, i.e. one (1) hour before the commencement of the meeting on <b>Thursday, 13 June 2024 at 10.00 a.m.</b></li> </ul>
(d) Participate through Live Streaming	<ul style="list-style-type: none"> <li>Select the corporate event: <b>“(LIVE STREAM MEETING) CAPITAL A 7TH AGM”</b> to engage in the proceedings of the AGM remotely.</li> <li>If you have any question for the Chairman/Board, you may use the query box to transmit your question. The Chairman/Board will endeavour to respond to questions</li> </ul>

		submitted by remote participants during the 7 <sup>th</sup> AGM. If there is time constraint, the responses will be e-mailed to you earliest possible, after the 7 <sup>th</sup> AGM.
(e)	Online Remote Voting	<ul style="list-style-type: none"> <li>• Voting session via the RPV commences <b>from 10.00 a.m. on Thursday, 13 June 2024</b> until a time when the Chairman announces the completion of the voting session of the 7<sup>th</sup> AGM.</li> <li>• Select the corporate event: “<b>(REMOTE VOTING) CAPITAL A 7TH AGM</b>” or if you are on the live stream meeting page, you can select the “<b>GO TO REMOTE VOTING PAGE</b>” button below the Query Box.</li> <li>• Read and agree to the Terms &amp; Conditions and confirm the Declaration.</li> <li>• Select the CDS account that represents your shareholdings.</li> <li>• Indicate your votes for the resolutions that are tabled for voting.</li> <li>• Confirm and submit your votes.</li> </ul>
(f)	End of remote participation	<ul style="list-style-type: none"> <li>• Upon the announcement by the Chairman on the closure of the 7<sup>th</sup> AGM, the live streaming will end.</li> </ul>

#### Note to users of the RPV:

1. Should your application to join the 7<sup>th</sup> AGM be approved, we will make available to you the rights to join the live streamed meeting and to vote remotely. Your login to TIIH Online on the day of the 7<sup>th</sup> AGM will indicate your presence at the virtual meeting.
2. The quality of your connection to the live broadcast is dependent on the bandwidth and stability of the internet connection at your location and the device you use.
3. In the event you encounter any issues with logging-in, connection to the live streamed meeting or online voting, kindly call the Tricor Help Line at 011-40805616/011-40803168/011-40803169/011-40803170 or e-mail to [tiih.online@my.tricorglobal.com](mailto:tiih.online@my.tricorglobal.com) for assistance.

#### NO DOOR GIFT/FOOD VOUCHER

There will be **no distribution of door gifts or food vouchers**.

We would like to thank our members for your kind cooperation and understanding during these challenging times.

#### GENERAL MEETING RECORD OF DEPOSITORS (“ROD”)

- Only a depositor whose name appears on the **ROD as of 5 June 2024** shall be entitled to attend, speak and vote remotely or appoint proxies to attend, speak and/or vote remotely on his/her behalf at the 7<sup>th</sup> AGM.

#### APPOINTMENT OF PROXY / CORPORATE REPRESENTATIVES / ATTORNEYS

- The AGM will be conducted as a virtual meeting via live streaming and online remote voting from the Broadcast Venue using the RPV. If you are unable to attend the 7<sup>th</sup> AGM via RPV on Thursday, 13 June 2024, you may appoint the Chairman of the meeting as proxy and indicate the voting instructions in the Form of Proxy.
- Accordingly, the Form of Proxy and/or document relating to the appointment of proxy/corporate representative/attorney for the AGM whether in hard copy or by electronic means shall be deposited or submitted in the following manner not later than **10.00 a.m. on Tuesday, 11 June 2024**.

(i) **In Hard Copy:**

By hand or post to the Registered Office of the Company at RedQ, Jalan Pekeliling 5, Lapangan Terbang Antarabangsa Kuala Lumpur, 64000 KLIA, Selangor, Malaysia not less than forty-eight (48) hours before the time appointed for holding the 7<sup>th</sup> AGM or any adjournment thereof, otherwise the Form of Proxy shall not be treated as valid.

(ii) **By Electronic Form:**

All members have the option to submit the Form of Proxy electronically via TIIH Online and the steps to submit are summarised below:

Procedure		Action
<b>i. Steps for Individual Members</b>		
(a)	Register as a User with TIIH Online	<ul style="list-style-type: none"><li>• Using your computer, please access the website at <a href="https://tiih.online">https://tiih.online</a>. Register as a user under the “e-Services” select “<b>Create Account by Individual Holder</b>”. Please do refer to the tutorial guide posted on the homepage for assistance.</li><li>• Registration as a user will be approved within one (1) working day and you will be notified via e-mail.</li><li>• If you are already a user with TIIH Online, you are not required to register again.</li></ul>
(b)	Proceed with submission of Form of Proxy	<ul style="list-style-type: none"><li>• After the release of the notice of 7<sup>th</sup> AGM by the Company, login with your user name (i.e. email address) and password.</li><li>• Select the corporate event: “<b>CAPITAL A 7TH AGM – Submission of Proxy Form</b>”.</li><li>• Read and agree to the Terms &amp; Conditions and confirm the Declaration.</li><li>• Insert your CDS account number and indicate the number of shares for your proxy(ies) to vote on your behalf.</li><li>• Appoint your proxy(ies) and insert the required details of your proxy(s) or appoint the Chairman of the meeting as your proxy.</li><li>• Indicate your voting instructions for the resolutions that are tabled for voting – FOR or AGAINST, otherwise your proxy will decide your vote.</li><li>• Review and confirm your proxy(ies) appointment.</li><li>• Print Form of Proxy for your record.</li></ul>
<b>ii. Steps for Corporation or Institutional Members</b>		
(a)	Register as a User with TIIH Online	<ul style="list-style-type: none"><li>• Access TIIH online at <a href="https://tiih.online">https://tiih.online</a></li><li>• Under e-Services, the authorised or nominated representative of the corporation or institutional member selects “<b>Create Account by Representative of Corporate Holder</b>”.</li><li>• Complete the registration form and upload the required documents.</li><li>• Registration will be verified, and you will be notified by email within one (1) to two (2) working days.</li><li>• Proceed to activate your account with the temporary password given in the email and re-set your own password.</li></ul> <p><i>(Note: The representative of a corporation or institutional member must register as a user in accordance with the above steps before he/she can subscribe to this corporate holder electronic proxy submission. Please contact our Share Registrar if you need clarifications on the user registration.)</i></p>

(b)	Proceed with submission of Form of Proxy	<ul style="list-style-type: none"> <li>● Login to TIIH Online at <a href="https://tiih.online">https://tiih.online</a></li> <li>● Select the corporate event: “<b>CAPITAL A 7TH AGM – Submission of Proxy Form</b>”.</li> <li>● Read and agree to the Terms &amp; Conditions and confirm the Declaration.</li> <li>● Proceed to download the file format for “Submission of Proxy Form” in accordance with the Guidance Note set therein.</li> <li>● Prepare the file for the appointment of proxies by inserting the required data.</li> <li>● Proceed to upload the duly completed proxy appointment file.</li> <li>● Select “Submit” to complete your submission.</li> <li>● Print the confirmation report of your submission for your record.</li> </ul>
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## POLL VOTING

- The voting at the 7<sup>th</sup> AGM will be conducted by poll in accordance with Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad.
- Members can proceed to vote on the resolutions via RPV at any time from the commencement of the meeting at **10.00 a.m. on Thursday, 13 June 2024** but before the end of the voting session which will be announced by the Chairman of the meeting during the 7<sup>th</sup> AGM. Kindly refer to the note above, “Procedures for RPV” for guidance on how to vote remotely from the **TIIH Online** website at <https://tiih.online>.
- Upon completion of the voting session for the 7<sup>th</sup> AGM, the Scrutineers will verify and announce the poll results followed by the Chairman’s declaration whether the resolutions are duly passed.

## ANNUAL REPORT 2023

- The Company’s Annual Report 2023, Notice of the 7<sup>th</sup> AGM, Form of Proxy and this Administrative Note are available at the Company’s Investor Relations website at [www.capitala.com](http://www.capitala.com)
- You may request for a printed copy of the Annual Report 2023 at <https://tiih.online> by selecting “Request for Annual Report/Circular” under the “Investor Services”. Alternatively, you may also make your request through telephone/e-mail to our Share Registrar at the numbers/email addresses given below. Nevertheless, we hope that you would consider the environment before you decide to request for the printed copy.

## PRE-MEETING SUBMISSION OF QUESTION(S) TO THE BOARD

Members may submit questions for the Board prior to the 7<sup>th</sup> AGM via TIIH Online website at <https://tiih.online> by selecting “e-Services” to login, pose questions and submit electronically no later than **10.00 a.m. on Tuesday, 11 June 2024**. The Board will endeavour to answer the questions received at the 7<sup>th</sup> AGM. If there is time constraint during the 7<sup>th</sup> AGM, the responses will be e-mailed to you earliest possible, after the 7<sup>th</sup> AGM.

## RECORDING OR PHOTOGRAPHY

Strictly **NO** unauthorised recording or photography of the proceedings of the 7<sup>th</sup> AGM is allowed.

## ENQUIRY

If you have any enquiries on the above, please contact the following persons during office hours on Mondays to Fridays from 9.00 a.m. to 5.30 p.m. (except on public holidays):

### **Tricor Investor & Issuing House Services Sdn. Bhd.**

General Line : +603-2783 9299  
Fax Number : +603-2783 9222  
Email : [is.enquiry@my.tricorglobal.com](mailto:is.enquiry@my.tricorglobal.com)  
Contact : Mr. Jake Too : +603-2783 9285  
Persons : Mr. Muhamad Aiman : +603-2783 9262