

NOTICE OF EIGHTEENTH ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Eighteenth Annual General Meeting (“18th AGM” or “Meeting”) of DGB Asia Berhad (“DGB” or “the Company”) will be held at the Main Venue at Level 4.1, Menara Lien Hoe, No. 8, Persiaran Tropicana, 47410 Petaling Jaya, Selangor Darul Ehsan and virtual basis through live streaming and online remote participation and voting facilities at <https://rebrand.ly/DGB-AGM> operated by InsHub Sdn. Bhd. on Tuesday, 24 June 2025 at 11:00 a.m. or at any adjournment thereof, to transact the following businesses:-

AGENDA

As Ordinary Business:

- | | | |
|----|--|--|
| 1. | To receive the Audited Financial Statements for the financial year ended 31 December 2024 together with the Reports of the Directors and Auditors thereon. | Please refer to
Explanatory Note 1 |
| 2. | To approve the payment of Directors’ fees and/or benefits of up to RM1,000,000 for the period commencing from the date immediately after this 18 th AGM until the next Annual General Meeting (“AGM”) of the Company. | Ordinary Resolution 1 |
| 3. | To re-elect the following Directors who retire by rotation pursuant to Clause 85 of the Company’s Constitution:-

(i) Mr. Ong Tee Kein
(ii) Mr. Ho Jien Shiung | Ordinary Resolution 2
Ordinary Resolution 3 |
| 4. | To re-appoint ChengCo PLT as Auditors of the Company until the conclusion of the next AGM and to authorise the Directors to fix their remuneration. | Ordinary Resolution 4 |

As Special Business:

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

- | | | |
|----|--|------------------------------|
| 5. | RETENTION OF INDEPENDENT NON-EXECUTIVE DIRECTOR

“THAT subject to the passing of Ordinary Resolution 2, Mr. Ong Tee Kein who has served as the Independent Non-Executive Director of the Company for a cumulative term of more than nine (9) years, be and is hereby retained as the Independent Non-Executive Director of the Company.” | Ordinary Resolution 5 |
| 6. | GENERAL AUTHORITY FOR THE DIRECTORS TO ISSUE AND ALLOT SHARES PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT 2016 (“ACT”)

“THAT subject always to the Constitution of the Company, the Act, the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad (“Bursa Securities”) and the approvals of the relevant governmental/regulatory authorities, where required, the Directors of the Company, be and are hereby authorised and empowered pursuant to Sections 75 and 76 of the Act, to issue and allot new ordinary shares in the Company (“Shares”) to such persons, at any time, and upon such terms and conditions and for such purposes as the Directors may, in their absolute discretion, deem fit, provided that the aggregate number of shares to be issued does not exceed ten per centum (10%) of the total number of issued shares of the Company (excluding treasury shares, if any) at any point of time (“Mandate”) AND the Directors be and also empowered to obtain the approval for the listing of and quotation for the additional shares so issued on Bursa Securities AND the Mandate shall continue in force until the conclusion of the next Annual General Meeting (“AGM”) of the Company held next after the approval was given or at the expiry of the period within which the next AGM is required to be held after the approval was given, whichever is the earlier. | Ordinary Resolution 6 |

AND THAT the new Shares to be issued pursuant to the Mandate, shall, upon issuance and allotment, rank pari passu in all respects with the existing shares of the Company, save and except that they shall not be entitled to any dividends, rights, allotments and/or any other forms of distribution that which may be declared, made or paid before the date of allotment of such new Shares.”

NOTICE OF EIGHTEENTH ANNUAL GENERAL MEETING (CONT'D)

7. PROPOSED RENEWAL OF EXISTING SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE AND/OR TRADING NATURE ("PROPOSED RENEWAL OF EXISTING SHAREHOLDERS' MANDATE")

Ordinary Resolution 7

"THAT authority be and is hereby given in line with Rule 10.09 of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad, for the Company and/or its subsidiaries to enter into any of the recurrent related party transactions with the related party(ies) as set out in Section 2.3(i) of the Circular to Shareholders dated 30 April 2025 in relation to the Proposed Renewal of Existing Shareholders' Mandate which are necessary for the day-to-day operations of the Company and/or its subsidiaries within the ordinary course of business of the Company and/or its subsidiaries, made on an arm's length basis and on normal commercial terms which are those generally available to the public and are not detrimental to the minority shareholders of the Company.

AND THAT such authority shall commence immediately upon the passing of this resolution and shall continue to be in force until:

- (i) the conclusion of the next Annual General Meeting ("AGM") of the Company following the general meeting at which the ordinary resolution for the Proposed Renewal of Existing Shareholders' Mandate was passed, at which time it shall lapse, unless the authority is renewed by a resolution passed at the next AGM;
- (ii) the expiration of the period within which the next AGM after that date it is required by law to be held pursuant to Section 340(2) of the Companies Act 2016 ("Act") (but shall not extend to such extension as may be allowed pursuant to Section 340(4) of the Act); or
- (iii) revoked or varied by an ordinary resolution passed by the shareholders of the Company at a general meeting,

whichever is earlier.

AND FURTHER THAT the Directors of the Company be and are hereby authorised to do all acts, deeds and things as they may be deemed fit, necessary, expedient and/or appropriate in order to implement the Proposed Renewal of Existing Shareholders' Mandate with full power to assent to all or any conditions, variations, modifications and/or amendments in any manner as may be required by any relevant authorities or otherwise and to deal with all matters relating thereto and to take all such steps and to execute, sign and deliver for and on behalf of the Company all such documents, agreements, arrangements and/or undertakings, with any party or parties and to carry out any other matters as may be required to implement, finalise and complete, and give full effect to the Proposed Renewal of Existing Shareholders' Mandate in the best interest of the Company."

8. PROPOSED NEW SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE AND/OR TRADING NATURE ("PROPOSED NEW SHAREHOLDERS' MANDATE")

Ordinary Resolution 8

"THAT authority be and is hereby given in line with Rule 10.09 of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad, for the Company and/or its subsidiaries to enter into any of the recurrent related party transactions with the related party(ies) as set out in Section 2.3(ii) of the Circular to Shareholders dated 30 April 2025 in relation to the Proposed New Shareholders' Mandate which are necessary for the day-to-day operations of the Company and/or its subsidiaries within the ordinary course of business of the Company and/or its subsidiaries, made on an arm's length basis and on normal commercial terms which are those generally available to the public and are not detrimental to the minority shareholders of the Company.



NOTICE OF EIGHTEENTH ANNUAL GENERAL MEETING (CONT'D)

AND THAT such authority shall commence immediately upon the passing of this resolution and shall continue to be in force until:

- (i) the conclusion of the next Annual General Meeting ("AGM") of the Company following the general meeting at which the ordinary resolution for the Proposed New Shareholders' Mandate was passed, at which time it shall lapse, unless the authority is renewed by a resolution passed at the next AGM;
- (ii) the expiration of the period within which the next AGM after that date it is required by law to be held pursuant to Section 340(2) of the Companies Act 2016 ("Act") (but shall not extend to such extension as may be allowed pursuant to Section 340(4) of the Act); or
- (iii) revoked or varied by an ordinary resolution passed by the shareholders of the Company at a general meeting

whichever is earlier.

AND FURTHER THAT the Directors of the Company be and are hereby authorised to do all acts, deeds and things as they may be deemed fit, necessary, expedient and/or appropriate in order to implement the Proposed New Shareholders' Mandate with full power to assent to all or any conditions, variations, modifications and/or amendments in any manner as may be required by any relevant authorities or otherwise and to deal with all matters relating thereto and to take all such steps and to execute, sign and deliver for and on behalf of the Company all such documents, agreements, arrangements and/or undertakings, with any party or parties and to carry out any other matters as may be required to implement, finalise and complete, and give full effect to the Proposed New Shareholders' Mandate in the best interest of the Company."

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

By order of the Board

TEA SOR HUA (MACS 01324) (SSM PC NO.: 201908001272)
LEE SIEW FUN (MAICSA 7063623) (SSM PC NO.: 202008000735)
 Company Secretaries

Petaling Jaya, Selangor Darul Ehsan
 Date: 30 April 2025

NOTES:

- (a) A member who is entitled to present, participate, speak and vote at the Meeting shall be entitled to appoint more than one (1) proxy to attend and vote at the Meeting in his/her stead. Where a member appoints more than one (1) proxy, he/she shall specify the proportion of his/her shareholdings to be represented by each proxy.
- (b) A proxy may, but need not, be a member of the Company. A member may appoint any person to be his proxy. A proxy appointed to attend and vote at the Meeting shall have the same rights as the member to speak and vote at the Meeting.
- (c) The instrument appointing a proxy shall be in writing signed by the appointor or his attorney duly authorised in writing, or if the appointor is a corporation, either under its common seal or signed by an officer or attorney duly authorised.
- (d) Where a member of the Company is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991, it may appoint one (1) proxy in respect of each securities account it holds with ordinary shares of the Company standing to the credit of the said securities account.
- (e) Where a member of the Company is an exempt authorised nominee which holds 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. The appointment of multiple proxies shall not be valid unless the proportion of its shareholdings represented by each proxy is specified.
- (f) To be valid, the instrument appointing a proxy must be deposited at the office of the Share Registrar of the Company situated at No. 2-1, Jalan Sri Hartamas 8, Sri Hartamas, 50480 Kuala Lumpur, Wilayah Persekutuan or via email at ir@shareworks.com.my not less than forty-eight (48) hours before the time for holding the Meeting or adjourned meeting.
- (g) For the purpose of determining a member who shall be entitled to attend the Meeting, the Company will be requesting Bursa Malaysia Depository Sdn. Bhd. in accordance with Clause 63(b) of the Company's Constitution to issue a General Meeting Record of Depositors as at 13 June 2025. Only members whose names appear in the General Meeting Record of Depositors as at 13 June 2025 shall be regarded as members and entitled to attend and vote at the Meeting.
- (h) All the resolutions as set out in this Notice of Meeting will be put to vote by poll.
- (i) The members are advised to refer to the Administrative Notes on the registration and voting process for the Meeting.
- (j) Kindly check Bursa Securities' website at www.bursamalaysia.com and the Company's website at www.dgbasia.com for the latest updates on the status of the Meeting.

NOTICE OF EIGHTEENTH ANNUAL GENERAL MEETING (CONT'D)

EXPLANATORY NOTES TO ORDINARY AND SPECIAL BUSINESS

1. Item 1 of the Agenda - Audited Financial Statements for the financial year ended 31 December 2024

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

2. Item 2 of the Agenda - Directors' Fees and/or Benefits

Pursuant to Section 230(1) of the Act, the directors' fees and any benefits payable to the directors of a listed company and its subsidiaries shall be approved by the shareholders at a general meeting. This resolution is to facilitate the payment of Directors' fees and/or benefits for the period commencing from the date immediately after this 18th AGM until the date of the next AGM of the Company. If the proposed amount is insufficient due to more meetings or an enlarged Board size, approval will be sought at the next AGM for such shortfall.

3. Item 3 of the Agenda - Re-election of Directors

Clause 85 of the Company's Constitution provides that one-third (1/3) of the Directors of the Company for the time being or if their number is not a multiple of three (3), then the number nearest to one-third (1/3) shall retire from office and be eligible for re-election PROVIDED ALWAYS that all Directors shall retire from office at least once every three (3) years but shall be eligible for re-election. Hence, two (2) out of six (6) Directors of the Company are to retire in accordance with Clause 85 of the Company's Constitution.

Following thereto, Mr. Ong Tee Kein and Mr. Ho Jien Shiung will retire by rotation pursuant to Clause 85 of the Company's Constitution (collectively referred to as "Retiring Directors"). The Retiring Directors being eligible, have offered themselves for re-election at the Meeting.

The Board has endorsed the Nomination and Remuneration Committee's recommendation to seek for shareholders' approval to re-elect the Retiring Directors as they possess the required skill sets to facilitate and contribute to the Board's effectiveness and value.

The Retiring Directors had abstained from all deliberations and decisions on their own eligibility to stand for re-election at the Board meeting.

The details and profiles of the Retiring Directors are provided in the Annual Report 2024.

4. Item 5 of the Agenda - Retention of Independent Non-Executive Director

The Board had assessed the independence of Mr. Ong Tee Kein, who has served as the Independent Non-Executive Director of the Company for a cumulative term of more than nine (9) years. The Board is satisfied that he had met the independence and recommended him to continue to act as the Independent Non-Executive Director of the Company based on the following reasons:-

- (a) he has declared and confirmed that he fulfilled the criteria under the definition of Independent Director as set out in Rule 1 of the Listing Requirements of Bursa Securities;
- (b) he has vast experience in his industry which could provide the Board with a diverse set of experience, expertise and independent judgement;
- (c) he has good knowledge of the Group's business operations;
- (d) he has devoted sufficient time and attention to his professional obligations for informed and balanced decision making; and
- (e) he has exercised due care during his tenure as Independent Non-Executive Director of the Company and carried out his duties in the best interest of the Company and shareholders of the Company.

Pursuant to Practice 5.3 of the Malaysian Code on Corporate Governance, the retention of Mr. Ong Tee Kein as the Independent Non-Executive Director of the Company is subject to the shareholders' approval through a two-tier voting process.

5. Item 6 of the Agenda - General Authority for the Directors to Issue and Allot Shares pursuant to Sections 75 and 76 of the Act

The Ordinary Resolution 6 proposed under item 6 of the Agenda is to seek a general mandate for issuance and allotment of shares by the Company pursuant to Sections 75 and 76 of the Act. This Ordinary Resolution, if passed, will empower the Directors to issue and allot new Shares in the Company up to an amount not exceeding in total ten per centum (10%) of the total number of issued shares of the Company (excluding treasury shares) for such purposes as the Directors consider would be in the interest of the Company. This would avoid any delay and cost involved in convening a general meeting to approve the issuance and allotment of such new Shares. This authority, unless revoked or varied by the Company at a general meeting, will expire at the conclusion of the next AGM or the expiration of the period within which the next AGM is required by law to be held, whichever is earlier.

This general mandate will provide flexibility to the Company for issuance and allotment of new Shares for any possible fund raising activities, including but not limited to further placing of shares, for the purpose of funding current and/or future project(s), working capital, acquisitions, investments and/or for issuance of shares as a form of settlement of purchase consideration or such other applications as the Directors may deem fit and expedient in the best interest of the Company.

The Company had at its 17th AGM, obtained a general mandate pursuant to Sections 75 and 76 of the Act from its shareholders, to empower the Directors to issue and allot shares in the Company to such persons, at any time, and upon such terms and conditions and for such purposes, as the Directors may, in their absolute discretion, deem fit, provided that the aggregate number of shares to be issued does not exceed ten percent (10%) of the total number of issued shares of the Company (excluding treasury shares) at any point of time.

As at the date of this Notice, no new Shares in the Company were issued and allotted pursuant to the mandate granted to the Directors at the 17th AGM held on 27 June 2024 which will lapse at the conclusion of the Meeting.

6. Items 7 and 8 of the Agenda - Proposed Renewal of Existing Shareholders' Mandate and Proposed New Shareholders' Mandate

The Ordinary Resolution 7 and Ordinary Resolution 8 proposed under items 7 and 8 of the Agenda, if passed, will give the mandate to the Company and/or its subsidiaries to enter into recurrent related party transactions of a revenue and/or trading nature in accordance with Rule 10.09 of the Listing Requirements of Bursa Securities. The mandate, unless revoked or varied by the Company at a general meeting, will expire at the next AGM of the Company.

Please refer to the Circular to Shareholders dated 30 April 2025 for further details.

ADMINISTRATIVE NOTES

FOR THE EIGHTEENTH ANNUAL GENERAL MEETING ("18TH AGM" OR "MEETING") OF DGB ASIA BERHAD ("DGB" OR "THE COMPANY")

Meeting Day and Date : Tuesday, 24 June 2025

Time : 11:00 a.m., or at any adjournment thereof

Venue : Main Venue
Level 4.1, Menara Lien Hoe,
No. 8, Persiaran Tropicana, 47410 Petaling Jaya, Selangor Darul Ehsan

Online Platform
<https://rebrand.ly/DGB-AGM> operated by InsHub Sdn. Bhd.

MODE OF MEETING

In line with the Guidance Note and Frequently Asked Questions (FAQs) on the Conduct of General Meetings for Listed Issuers issued by the Securities Commission Malaysia on 7 April 2022 ("SC Guidance"), the 18th AGM of the Company will be conducted on a hybrid mode.

Shareholders shall have the option to attend the hybrid 18th AGM either physically at the Main Venue ("Physical Attendance") or virtually via Online Platform ("Virtual Attendance").

REGISTRATION FOR PHYSICAL ATTENDANCE AT THE 18TH AGM

- (a) Registration will commence at 10:00 a.m. (or if earlier as may be determined by the Company) and will end at a time as directed by the Chairman of the Meeting.
- (b) Please present your original National Registration Identify Card (NRIC) or passport (for Non-Malaysian) to the registration personnel at the registration counter for verification.
- (c) Upon verification, you are required to sign the Attendance List and will be given a wristband for entry to the meeting venue. There will be no replacement of wristband in the event if you lose or misplace the wristband.
- (d) Registration must be done in person. No person is allowed to register on behalf of another person.
- (e) The registration counter will handle verification of identity, registration and revocation of proxy/proxies

ONLINE REMOTE PARTICIPATION AND VOTING ("RPV") FACILITIES FOR VIRTUAL ATTENDANCE


Shareholders are to present, participate, speak (in the form of real time submission of typed texts) and vote (collectively, "participate") remotely at the 18th AGM using the RPV facilities provided by InsHub via <https://rebrand.ly/DGB-AGM>.

A shareholder who has appointed a proxy or attorney or authorised representative to participate at this 18th AGM via RPV facilities must request his/her proxy or attorney or authorised representative to register himself/herself for RPV at <https://rebrand.ly/DGB-AGM> provided by InsHub.

Shareholders who are unable to participate in this 18th AGM via RPV facilities may also appoint the Chairman of the Meeting as his/her proxy and indicate the voting instructions in the proxy form.

PROCEDURES FOR THE RPV

Shareholder(s) or proxy(ies) or corporate representative(s) or attorney(s) who wish to participate and vote remotely in the 18th AGM using the RPV facilities are advised to follow the requirements and procedures as indicated below:-

Procedures		Action
Before the 18th AGM		
1.	Register as a participant in DGB Virtual 18 th AGM 	<ul style="list-style-type: none"> Using your computer, access the website at https://rebrand.ly/DGB-AGM. Click on the Register link to register for the 18th AGM session. If you are using mobile devices, you can also scan the QR provided on the left to access the registration page. Click Register and enter your email followed by Next to fill in your details to register for the 18th AGM session. Upon submission of your registration, you will receive an email notifying you that your registration has been received and is pending verification. The event is powered by Cisco Webex. You are recommended to download and install Cisco Webex Meetings (available for PC, Mac, Android, and iOS). Refer to the tutorial guide posted on the same page for assistance.

ADMINISTRATIVE NOTES (CONT'D)

FOR THE EIGHTEENTH ANNUAL GENERAL MEETING

("18TH AGM" OR "MEETING") OF DGB ASIA BERHAD ("DGB" OR "THE COMPANY")

Procedures		Action
Before the 18th AGM		
2.	Submit your online registration	<ul style="list-style-type: none"> All the Shareholders are required to register prior to the meeting. Registration for the 18th AGM is open from 11:00 a.m. on 26 May 2025 till 11:00 a.m. on 22 June 2025. Clicking on the link in item 1 will redirect you to the 18th AGM event page. Click on the Register link for the online registration form. Complete your particulars on the registration page. Your name MUST match your CDS account name. 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 (,). Read and agree to the Terms & Conditions and confirm the Declarations. Please ensure all information given is accurate before you click Submit to register your remote participation. Failure to do so will result in your registration being rejected. The system will send an email to notify you that your registration for remote participation has been received and is pending verification. After verification of your registration against the General Meeting Record of Depositors of the Company ("ROD") as at 13 June 2025 the system will send you an email to notify you if your registration is approved or rejected after 13 June 2025. If your registration is rejected, you can contact ShareWorks Sdn. Bhd. for clarifications or to appeal.
On the day of 18th AGM		
3.	Attending DGB Virtual 18 th AGM	<ul style="list-style-type: none"> Two reminder emails will be sent to your inbox. The first is one day before the 18th AGM day, while the 2nd will be sent 1 hour before the 18th AGM session. Click Join Event in the reminder email to participate in the RPV. Please ensure you have downloaded and installed the Cisco Webex Meetings application before attending the Virtual 18th AGM.
4.	Participating in live video	<ul style="list-style-type: none"> You will be given a short brief about the system. Your microphone is muted throughout the whole session. If you have any questions for the Chairman/Board, you may use the Q&A panel to send your questions. The Chairman/Board will try to respond to relevant questions if time permits. All relevant questions will be collected throughout the session and replied to later through your registered email. The session will be recorded. Please note that the quality of the live streaming is dependent on the bandwidth and stability of the internet connection at your location.
5.	Online Remote Voting	<ul style="list-style-type: none"> The Chairman will announce the commencement of the Voting session and the duration allowed at the 18th AGM. The list of resolutions for voting will appear at the right-hand side of your computer screen under the "Slido" panel. You are required to fill in your full MyKad(NRIC) / Passport number and indicate your votes for the resolutions within the given stipulated time frame. Click on the Submit button when you have completed it. Votes cannot be changed once it is submitted. Note that your vote will be deemed invalid if the MyKad(IC) / Passport number is incorrect or invalid.
6.	End of remote participation	Upon the announcement by the Chairman on the closure of the 18 th AGM, the live session will end.

RECORD OF DEPOSITORS

Only a depositor name appears on the ROD as at 13 June 2025 shall be entitled to present, participate, speak and vote at the 18th AGM or appoint proxy(ies)/corporate representative(s) attorney(s) to attend and/or vote on his/her behalf.

INDIVIDUAL SHAREHOLDERS

Individual shareholders are strongly encouraged to take advantage of RPV Facilities to participate and vote remotely at the 18th AGM. Please refer to the details as set out above for information.

If an individual member is unable to attend the 18th AGM, he/she is encouraged to appoint 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.

ADMINISTRATIVE NOTES (CONT'D)

FOR THE EIGHTEENTH ANNUAL GENERAL MEETING ("18TH AGM" OR "MEETING") OF DGB ASIA BERHAD ("DGB" OR "THE COMPANY")

CORPORATE MEMBERS

Corporate members (through Corporate Representatives or appointed proxies) are also strongly advised to participate and vote remotely at the 18th AGM using the RPV Facilities. Corporate members who wish to participate and vote remotely at the 18th AGM must contact ShareWorks Sdn. Bhd. with the details set out below for assistance and will be required to provide the following documents to the Company no later than Sunday, 22 June 2025 at 11:00 a.m.:-

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

If a Corporate member (through Corporate Representative(s) or appointed proxy(ies)) is unable to attend the 18th AGM, it 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.

NOMINEE COMPANY MEMBERS

The beneficiaries of the shares under a Nominee Company's CDS account ("Nominee Company member(s)") are also strongly advised to participate and vote remotely at the 18th AGM using RPV Facilities. Nominee Company members who wish to participate and vote remotely at the 18th AGM can request its Nominee Company to appoint him/her as a proxy to participate and vote remotely at the 18th AGM. Nominee Company must contact ShareWorks Sdn. Bhd. with the details set out below for assistance and will be required to provide the following documents to the Company no later than Sunday, 22 June 2025 at 11:00 a.m.:-

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

If a Nominee Company member is unable to attend the 18th AGM, it is encouraged to request its Nominee Company to appoint the Chairman of the meeting as its proxy and to indicate the voting instructions in the Proxy Form in accordance with the notes and instructions printed therein.

If a shareholder is unable to attend the 18th AGM, he/she may appoint a proxy or the Chairman of the meeting as his/her proxy and to indicate the voting instructions in the Proxy Form in accordance with the notes and instructions printed therein.

REVOCATION OF PROXY

Please note that if a Shareholder has submitted his/her Proxy Form prior to the 18th AGM and subsequently decides to personally participate in the 18th AGM via RPV Platform, the Shareholder must contact ShareWorks Sdn. Bhd. to revoke the appointment of his/her proxy no later than Sunday, 22 June 2025 at 11:00 a.m.

POLL VOTING

The voting at the 18th AGM will be conducted by poll in accordance with Rule 8.31A of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities"). The Company has appointed ShareWorks Sdn. Bhd. as Poll Administrator to conduct the poll by way of electronic means and SharePolls Sdn. Bhd. as 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. The Scrutineers will verify and announce the poll results followed by the Chairman's declaration of whether the resolution is duly passed or otherwise.

The results of the voting for all resolutions will be announced at the 18th AGM and on Bursa Securities' website at www.bursamalaysia.com.

RECORDING/PHOTOGRAPHY

By participating at the 18th AGM, you agree that no part of the 18th AGM 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, electronic, photocopying, recording or otherwise without the prior written consent of the Company. The Company reserves the right to take appropriate legal actions against anyone who violates this rule.

ADMINISTRATIVE NOTES (CONT'D)

FOR THE EIGHTEENTH ANNUAL GENERAL MEETING

("18TH AGM" OR "MEETING") OF DGB ASIA BERHAD ("DGB" OR "THE COMPANY")

NO DOOR GIFTS OR VOUCHERS

There will be NO distribution of door gifts or vouchers.

OTHER INFORMATION FOR PHYSICAL ATTENDANCE AT THE 18TH AGM

- (a) Parking bays are available at Menara Lien Hoe. Kindly use Touch 'n Go card, debit card or credit card to enter the parking bay as it is a cashless payment system.
- (b) All attendees are required to register with the security personnel at the lobby of the building before they access to the meeting venue.
- (c) Although the wearing of face mask in an enclosed area is now optional, attendees are encouraged to wear the face mask throughout the meeting session.

ENQUIRY

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

For Registration, logging in and system related:		For Proxy and other matters:	
Name	: Ms Eris / Mr Calvin / Ms Ameera	Name	: Mr Chan Wai Kien & Ms Heemala
Telephone No.	: +603-7688 1013	Telephone No.	: +603-6201 1120
Email	: vgm@mlabs.com	Email	: ir@shareworks.com.my