# ADMINISTRATIVE GUIDE

# FOR THE FULLY VIRTUAL ELEVENTH ANNUAL GENERAL MEETING

# 1. FULLY VIRTUAL ELEVENTH ANNUAL GENERAL MEETING ("11TH AGM")

Day, Date and Time of Meeting	Thursday, 14 December 2023 at 11.00 a.m.
Meeting Venue and Online Meeting Platform	https://meeting.boardroomlimited.my (Domain Registration No. with MYNIC - D6A357657) provided by Boardroom Share Registrars Sdn. Bhd. in Malaysia

The Company's forthcoming 11<sup>th</sup> AGM will be conducted on a fully virtual basis through live streaming and online Remote Participation and Electronic Voting ("RPEV") facilities via Online Meeting Platform as stated above.

In line with the Malaysian Code on Corporate Governance Practice 13.3, conducting a virtual 11<sup>th</sup> AGM would promote greater shareholder participation as it facilitates electronic voting and remote shareholders' participation. With the RPEV facilities, you may 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 virtual 11<sup>th</sup> AGM. Alternatively, you may also appoint the Chairman of the Meeting as your proxy to attend and vote on your behalf at the virtual 11<sup>th</sup> AGM.

Kindly note that the quality of the live streaming is highly dependent on the bandwidth and stability of the internet connection of shareholders and proxies. Hence, you are to ensure that internet connectivity throughout the duration of the meeting is maintained.

## 2. ENTITLEMENT TO PARTICIPATE AND VOTE REMOTELY

Only shareholders whose names appear on the Record of Depositors as at **6 December 2023** shall be eligible to participate and vote remotely in the virtual 11<sup>th</sup> AGM or appoint proxy(ies)/ the Chairman of the meeting to participate and/or vote on his/her behalf.

# 3. VOTING PROCEDURE

The voting procedure will be conducted by poll in accordance with Paragraph 8.29A of the Listing Requirements. The Company has appointed Boardroom Share Registrars Sdn. Bhd. ("Boardroom") as Poll Administrator to conduct the poll by way of electronic voting ("e-voting") and SKY Corporate Services Sdn. Bhd. ("Scrutineers") as the scrutineers to verify and validate the poll results.

For the purposes of this virtual 11<sup>th</sup> AGM, e-voting will be carried out via personal smart mobile phones, tablets or Laptops.

The polling will only commence after the announcement of poll being opened by the Chairman and until such time when the Chairman announces the closure of poll.

The Scrutineers will verify the poll result reports upon closing of the poll session by the Chairman and the Chairman will declare whether the resolutions put to vote were successfully carried or not.

You must ensure that you are connected to the internet at all times in order to participate and vote remotely when the virtual 11<sup>th</sup> AGM has commenced. Therefore, it is your responsibility to ensure that connectivity for the duration of the virtual 11<sup>th</sup> AGM is maintained. Kindly note that the quality of the

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connectivity to Virtual Meeting Portal for live webcast as well as for remote online voting is dependent on the bandwidth and stability of the internet connection at the location of the remote participants.

# 4. PROCEDURE FOR RPEV

Please note that the RPEV facilities are available to (i) Individual Members; (ii) Corporate Shareholders; (iii) Authorised Nominee; and (iv) Exempt Authorised Nominee shall use the RPEV facilities to participate and vote remotely at the virtual  $11^{th}$  AGM.

If you choose to participate in the Meeting online, you will be able to view a live webcast of the Meeting, ask questions and submit your votes in real time whilst the Meeting is in progress. Kindy follow the steps below on how to request for login ID and password.

Procedure	Action
BEFORE THE DAY OF VIRTUAL 11 <sup>™</sup> AGM	
Step 1 – Register Online with Boardroom Smart Investor Portal "BSIP" (for first time registration only)	<ul> <li>a. Access BSIP website at https://investor.boardroomlimited.com</li> <li>b. Click &lt;&lt; Register&gt;&gt; to sign up as a user.</li> <li>c. Please select the correct account type i.e. sign up as "Sharehelder" or "Corporate Helder"</li> </ul>
Note:  If you have already signed up with BSIP, you are not required to register again. You may proceed to Step 2 to submit your request for Remote Participation user ID and password.	<ul> <li>"Shareholder" or "Corporate Holder".</li> <li>d. Complete the registration with all required information. Upload a softcopy of your or representative's MyKAD/Identification Card (front and back) or Passport.</li> <li>e. For Corporate Holder, kindly upload the authorisation letter as well. Click "Sign Up".</li> <li>f. You will receive an email from Boardroom for email address verification. Click "Verify Email Address" from the email received to continue with the registration.</li> <li>g. Once your email address is verified, you will be redirected to Boardroom Smart Investor Portal for verification of mobile number. Click "Request OTP Code" and an OTP Code will be sent to the registered mobile number. You will need to enter the OTP Code and click "Enter" to complete the process.</li> <li>h. Your registration will be verified and approved within one (1) business day and email notification will be provided to you.</li> </ul>
Step 2 – Submit Request for Remote Participation User ID and Password	(Note: Registration for remote access will be opened on 31 October 2023. The RPEV facilities will open for registration from Tuesday, 31 October 2023 until 11.00 a.m. on Tuesday, 12 December 2023)
	For Shareholders  a. Login to <a href="https://investor.boardroomlimited.com">https://investor.boardroomlimited.com</a> using your user ID and password from Step 1 above.  b. Select "DOLPHIN INTERNATIONAL BERHAD ELEVENTH (11 <sup>TH</sup> ) VIRTUAL ANNUAL GENERAL MEETING" from the list of Meeting Event(s) and click "Enter".
	<ul> <li>To attend the virtual 11<sup>th</sup> AGM remotely</li> <li>a. Click on "Register for RPEV".</li> <li>b. Read and agree to the Terms &amp; Conditions and click "Next".</li> <li>c. Enter your CDS Account and thereafter submit your request.</li> </ul>

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(Note: Registration for remote access will be opened on **31 October 2023**. Please note that the closing time to appoint proxy and submit your request is not less than forty eight (48) hours before the time of holding the virtual 11<sup>th</sup> AGM, i.e. latest by **11:00 a.m. on Tuesday, 12 December 2023**.)

#### To appoint proxy

- a. Click on "Submit eProxy Form".
- Select the company you would like to represent (applicable to Corporate Shareholder that represent more than one company only).
- Enter your CDS Account Number and number of securities held.
- d. Select your proxy either the Chairman of the meeting or individual named proxy(ies).
- Read and accept the General Terms and Conditions by clicking "Next".
- f. Enter the required particulars of your proxy(ies).
- g. Indicate your voting instructions "FOR" or "AGAINST", otherwise your proxy will decide your vote.
- h. Click "Apply".
- Download or print the eProxy form as acknowledgment.

Note for Corporate Shareholders: if you are representing more than one (1) company, kindly click the home button and select "Edit Profile" in order to add Company name

#### Corporate Shareholders (via email)

- a. To submit the request, Corporate Shareholders need to deposit the original hardcopy to BSR and write in to BSR at <u>bsr.helpdesk@boardroomlimited.com</u> by providing softcopy of the Certificate of Appointment of Corporate Representative or Form of Proxy, the name of shareholder and CDS Account Number.
- Please provide a copy of Corporate Representative's MyKad/Identification Card (front and back) or Passport as well as his/her email address.

## **Authorised Nominee and Exempt Authorised Nominee**

#### Via BSIP

- a. Login to https://investor.boardroomlimited.com using your user ID and password from Step 1 above.
- b. Select "DOLPHIN INTERNATIONAL BERHAD ELEVENTH (11<sup>TH</sup>) VIRTUAL ANNUAL GENERAL MEETING" from the list of Meeting Event(s) and click "Enter".
- c. Click on "Submit eProxy Form".
- Select the company you would like to represent (if more than one).
- e. Proceed to download the file format for "Submission of Proxy Form" from BSIP.
- Prepare the file for the appointment of proxies by inserting the required data.
- g. Proceed to upload the duly completed proxy appointment file.
- Review and confirm your proxy appointment and click "Submit".

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 Download or print the eProxy form as acknowledgement.

Note: if you wish to appoint more than one (1) company, kindly click the home button and select "Edit Profile" in order to add Company name

#### Via email

- Exempt Authorised Nominee and Exempt Authorised Nominee need to deposit the original hardcopy Form of Proxy to BSR and write in to BSR at <a href="mailto:bsr.helpdesk@boardroomlimited.com">bsr.helpdesk@boardroomlimited.com</a> by providing softcopy of the Form of Proxy, the name of shareholders and CDS Account Number.
- b. Please provide a copy of the proxy holder's MyKad/Identification Card (front and back) or Passport in JPEG, PNG or PDF format as well as his/her email address.

#### **Email Notification**

- You will receive notification from Boardroom that your request(s) has been received and is being verified.
- b. Upon system verification against the General Meeting Record of Depositors of the virtual 11<sup>th</sup> AGM as at 6 December 2023, you will receive an email from Boardroom either approving or rejecting your registration for remote participation.
- c. If your registration is approved, you will also receive your remote access user ID and password in the same email from Boardroom after the closing date.

## ON THE DAY OF THE VIRTUAL $\mathbf{11}^{\text{TH}}$ AGM

# Step 3 – Login to Online Meeting Platform

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

### Virtual Meeting

- a. The Online Meeting Platform will be opened for login starting an hour (1 hour) before the commencement of virtual 11<sup>th</sup> AGM at 10.00 a.m. on Thursday, 14 December 2023.
- Follow the steps given to you in the email, along with your remote access user ID and password to login to the Online Meeting Platform (Refer to Step 2 above).
- c. The steps will also guide you on how to view the live web cast, ask questions and vote.
- d. The live web cast will end, and the Messaging window will be disabled once the Chairman announces the closure of the virtual 11<sup>th</sup> AGM.
- e. You can then logout from the Online Meeting Platform.

### 5. PARTICIPATION THROUGH LIVE WEBCAST, QUESTIONS AND VOTING AT THE VIRTUAL 11TH AGM

The Chairman and the Board will endeavour their best to respond to the questions submitted by shareholders, which are related to the resolution to be tabled at the virtual 11<sup>th</sup> AGM.

## (a) Prior to the virtual 11th AGM

Shareholders may submit questions in relation to the agenda items by logging in to the Boardroom Portal at <a href="https://investor.boardroomlimited.com">https://investor.boardroomlimited.com</a>, select "DOLPHIN INTERNATIONAL BERHAD ELEVENTH (11<sup>TH</sup>) VIRTUAL ANNUAL GENERAL MEETING" from the list of Corporate Meeting and select "Submit Questions" and pose your questions (Pre-11<sup>th</sup> AGM Meeting

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Questions) latest by 11:00 a.m. on Tuesday, 12 December 2023.

#### (b) During the virtual 11th AGM

Shareholders may type their questions in the chat box at any time during the virtual  $11^{th}$  AGM. Our Board and Management will endeavor to provide the responses to the questions at the virtual  $11^{th}$  AGM. However, being mindful of time constraints, some responses may be emailed after the conclusion of the virtual  $11^{th}$  AGM.

Shareholders may proceed to cast votes on the proposed resolution, to be tabled at the virtual 11<sup>th</sup> AGM, after the Chairman has opened the poll on the resolution. Shareholders are reminded to cast their votes before the poll is closed.

Shareholders who participate in the virtual 11<sup>th</sup> AGM are able to view the Company's presentation or slides via the live webcast.

#### 6. ENTITLEMENT TO PARTICIPATE AND VOTE

In respect of deposited securities, only members whose names appear in the Record of Depositors on **6 December 2023** (General Meeting Record of Depositors) shall be eligible to participate in the virtual 11<sup>th</sup> AGM or appoint proxy(ies) to participate and/or vote on his/her behalf.

### 7. FORM(S) OF PROXY

If you are unable to attend the virtual 11<sup>th</sup> AGM and wish to appoint any proxy(ies) or the Chairman of the virtual 11<sup>th</sup> AGM as your proxy to vote on your behalf, please deposit your Form of Proxy at the office of the Company's share registrar, Boardroom Share Registrars Sdn. Bhd. at 11<sup>th</sup> Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan no later than 11.00 a.m. on Tuesday, 12 December 2023 (forty eight (48) hours before the virtual 11<sup>th</sup> AGM). Any alteration to the Form of Proxy must be initialed.

Alternatively, the proxy appointment may also be lodged electronically at <a href="https://investor.boardroomlimited.com">https://investor.boardroomlimited.com</a>, which is free and available to all individual shareholders no later than **11.00 a.m. on Tuesday, 12 December 2023** (forty eight (48) hours before the virtual 11<sup>th</sup> AGM). For further information, kindly refer to the "**Procedure for RPEV**" above.

If you wish to participate in the virtual 11<sup>th</sup> AGM yourself, please do not submit any Form of Proxy for the virtual 11<sup>th</sup> AGM. You will not be allowed to participate in the virtual 11<sup>th</sup> AGM together with a proxy appointed by you.

#### 8. REVOCATION OF PROXY

If you have submitted your Form of Proxy and subsequently decide to appoint another person or wish to participate in our electronic virtual 11<sup>th</sup> AGM by yourself, please write in to <a href="mailto:bsr.helpdesk@boardroomlimited.com">bsr.helpdesk@boardroomlimited.com</a> to revoke the earlier appointed proxy forty eight (48) hours before the meeting.

### 9. NO RECORDING OR PHOTOGRAPHY

No recording or photography of the virtual 11<sup>th</sup> AGM proceeding is allowed without the prior written permission of the Company.

### PERSONAL DATA PRIVACY

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, participate, speak and vote at the virtual 11<sup>th</sup> 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 our Company (or our agents) for the purpose of the processing and administration by our Company (or our agents) of proxies and representatives appointed for the virtual 11<sup>th</sup> AGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the virtual

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- 11<sup>th</sup> AGM (including any adjournment thereof), and in order for our Company (or our agents) 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 our Company (or our 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 our Company in respect of any penalties, liabilities, claims, demands, losses, and damages as a result of the member's breach of warranty.