

**DPI HOLDINGS BERHAD**  
Registration No. 201701035607 (1249778-M)  
(Incorporated in Malaysia)

EGM/2021

**MINUTES OF THE EXTRAORDINARY GENERAL MEETING OF THE COMPANY HELD FULLY VIRTUAL VIA ONLINE MEETING PLATFORM ON FRIDAY, 23<sup>RD</sup> JULY 2021 AT 10.30 A.M.**

Chairman	: Mr. Choy Mui Seng @ Chai Mui Seng ("Mr. Peter Chai")
Shareholders/Proxies Present	: As per Attendance List
Directors Present	: Mr. Chai Chun Vui ("Mr. Adam Chai") Mr. Fong Yoo Kaw @ Fong Yee Kow Datuk Seri Nurmala Binti Abd. Rahim Mr. Lua Kok Hiyong
In Attendance	: Ms. Wong Youn Kim – Company Secretary : Ms. Lee Chin Wen – Company Secretary
By Invitation	: As per Attendance List

**1. CHAIRMAN**

Mr. Peter Chai as the Chairman of the Board of Directors welcomed all present to the Extraordinary General Meeting ("EGM") of the Company which was held fully virtual via online meeting platform.

The Chairman informed the attendees that this meeting is conducted in a fully virtual environment in accordance with the Securities Commission's Guidance on the Conduct of General Meetings for Listed Issuers as well as in line with Government's efforts to encourage social distancing and limiting mass gathering to prevent the spread of COVID -19.

The Chairman then introduced the members of the Board, the Company Secretary and the Principal Adviser, Affin Hwang Investment Bank Berhad, who were present physically and via video conferencing.

**2. QUORUM**

The requisite quorum being present pursuant to Clause 66 of the Company's Constitution, the Chairman declared the Meeting duly convened and called the Meeting to order at 10.30 a.m.

**3. NOTICE OF MEETING**

The notice convening the Meeting having been circulated within the prescribed period, was with the permission of the Meeting taken as read.

(Minutes of the Extraordinary General Meeting held on 23<sup>rd</sup> July 2021 – cont'd)

4. **BRIEFING ON THE HOUSEKEEPING PROCEDURES**

Ms Wong Youn Kim (the “Company Secretary”) was invited to brief the Shareholders on the housekeeping procedures to be adhered to, especially with regards to the tabling and approving the resolution via the online platform at this fully virtual EGM.

The Company Secretary briefed the meeting that pursuant to Clause 72 of the Constitution of the Company, any resolution set out in the notice of any general meeting or notice of resolution will be voted by poll, which would be conducted by way of online voting upon completion of the business of the meeting.

The Company has appointed Messrs. Niche & Milestones International Sdn Bhd, as Poll Administrator to conduct the polling process and Messrs. USearch Management Services as Independent Scrutineer to verify the poll results. To facilitate the flow of meeting, Mr. Peter Chai, who is shareholder and the proxy holder and Mr. Adam Chai have offered themselves to be the Proposer and Secunder for the motion in this meeting.

5. **ORDINARY RESOLUTION:  
PROPOSED BONUS ISSUE OF 243,365,500 NEW ORDINARY SHARES IN DPI (“DPI SHARES” OR “SHARES”) (“BONUS SHARES”) ON THE BASIS OF 1 BONUS SHARE FOR EVERY 2 EXISTING DPI SHARES HELD ON AN ENTITLEMENT DATE TO BE DETERMINED LATER (“PROPOSED BONUS ISSUE”)**

The Chairman informed the Meeting that the Ordinary Resolution was to approve the Proposed Bonus Issue as set out in the notice of meeting, details of which are in the Circular to Shareholders dated 6 July 2021 for Shareholders’ approval.

6. **QUESTION AND ANSWER**

A summary of questions raised by the Shareholder together with the Company’s responses were annexed hereto and marked as “Annexure 1”.

7. **POLLING**

The Chairman informed that the Meeting was adjourned for approximately 5 minutes for the polling and the vote results to be ascertained. The Meeting was later re-convened for the declaration of poll results.

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**8. DECLARATION OF POLL RESULTS**

At 10.45 a.m., the Chairman reconvened the Meeting for the declaration of result which have been verified by the Scrutineers. The Chairman read out the poll results in respect of Ordinary Resolution 1 which was carried as follows:

Agenda	For		Against		Abstain	Results
	No. of Shares	%	No. of Shares	%		
<b>Resolution 1</b> To approve the proposed bonus issue	363,795,200	99.9958	15,100	0.0042	-	Unanimously Carried

The Chairman then declared that the Ordinary Resolution was duly passed as follows:

**RESOLUTION 1:**

**PROPOSED BONUS ISSUE OF 243,365,500 NEW ORDINARY SHARES IN DPI (“DPI SHARES” OR “SHARES”) (“BONUS SHARES”) ON THE BASIS OF 1 BONUS SHARE FOR EVERY 2 EXISTING DPI SHARES HELD ON AN ENTITLEMENT DATE TO BE DETERMINED LATER (“PROPOSED BONUS ISSUE”)**

“**THAT**, subject to the approvals of all relevant authorities and/or parties (where applicable) being obtained, and to the extent permitted by law and the Constitution of the Company, approval be and is hereby given to the Board of Directors of DPI (“**Board**”) to issue 243,365,500 Bonus Shares in the share capital of the Company on the basis of 1 Bonus Share for every 2 existing DPI Shares held by the entitled shareholders whose names appears in the Record of Depositors of the Company as at the close of business at 5.00 p.m. on an entitlement date to be determined and announced later by the Board.

**THAT** the Bonus Shares shall, upon allotment and issuance, rank *equally* in all respects with the existing DPI Shares, save and except that the Bonus Shares will not be entitled to any dividends, rights, allotment and/or any other distributions that may be declared, made or paid where the entitlement date is before the date of allotment and issuance of the Bonus Shares.

**THAT** the Proposed Bonus Issue will not be implemented on a staggered basis and that any fractional entitlements arising from the Proposed Bonus Issue will be disregarded and shall be dealt with in such manner as the Board in its absolute discretion deems fit and expedient, and in the best interest of the Company.

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**AND THAT** the Board be and is hereby authorised to do all acts, deeds and things and to execute all documents as they may consider necessary to implement, finalise and give full effect to the Proposed Bonus Issue with full power to assent to any conditions, modifications, variations and/or amendments in any manner as may be required or permitted by any relevant authorities or as may be deemed necessary by the Board and in the best interest of the Company.”

9. **CLOSURE OF MEETING**

There being no other notice received to transact any other business as informed by the Company Secretary, the Meeting was closed at 11.00 a.m. with a vote of thanks to the Chair.

Confirmed as a Correct Record

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**CHOY MUI SENG @ CHAI MUI SENG**  
Chairman