



**BRAHIM'S HOLDINGS BERHAD**

(Registration No. 198201002985 (82731-A))

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**ADMINISTRATIVE GUIDE  
FOR 42ND ANNUAL GENERAL MEETING (“AGM”)**

Day and Date : Friday, 28 June 2024

Time : 10.00 a.m.

Meeting Platform /  
Venue : Fully virtual meeting at <https://meeting.boardroomlimited.my>

Mode of Communication : 1. Type text in the meeting platform. The messaging window facility will be opened concurrently with the Meeting Platform i.e. one (1) hour before the AGM, which is from 9.00 a.m. on Friday, 28 June 2024.

2. Shareholders may submit questions in advance on the AGM resolutions and Audit Report 2023 commencing from 14th June 2024 and in any event no later than 10.00 a.m., Friday, 28 June 2024 via Boardroom Smart Investor Portal (“BSIP”) at <https://investor.boardroomlimited.com> using the same user ID and password provided in Step 2 below and select “SUBMIT QUESTION” to pose questions (“Pre-AGM Meeting Questions”).

**A. FULLY VIRTUAL MEETING**

1. In support of the Government of Malaysia’s (the Government) ongoing efforts to contain the spread of the Coronavirus (COVID-19) and the Government’s advice of social distancing and not having mass gatherings, the Company would like to leverage on technology advancement by conducting the 42nd AGM of the Company on a fully virtual basis through Remote Participation and Electronic Voting (“RPEV”) facilities provided by Boardroom Share Registrars Sdn. Bhd. (“Boardroom”)
2. The conduct of a **fully virtual 42nd AGM** is in line with the revised Guidance Note and Frequently Asked Questions on the Conduct of General Meetings for Listed Issuers issued by the Securities Commission Malaysia on 7 April 2022 (“Revised Guidance Note and FAQs”). The Revised Guidance Note and FAQs state that in a fully virtual general meeting, all meeting participants including **the Chairperson of the meeting, board members, senior management and shareholders will participate in the meeting online.**

According to the Revised Guidance Note and FAQs, an online meeting platform can be recognised as the meeting venue or place under Section 327(2) of the Companies Act 2016 provided that the online platform is located in Malaysia.

3. We strongly encourage you to participate in the fully virtual AGM via the RPEV Facilities provided to 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 42nd AGM. Alternatively, you may also appoint the Chairman of the Meeting as your proxy to attend and vote on your behalf at the 42nd AGM.
4. With the RPEV facilities, this will facilitate and enable all shareholders to participate fully in the proceedings by audio and/or video capabilities without the need to be physically present at the Broadcast Venue, which is advantageous given the current circumstances relating to COVID-19 and best health practices.
5. The Company will be using Boardroom's meeting platform which is available on the designated link at <https://meeting.boardroomlimited.my>.

## **B. ENTITLEMENT TO PARTICIPATE**

1. Only members whose names appear on the **General Meeting Record of Depositors as at 20 June 2024** shall be eligible to participate and vote at the virtual 42nd AGM of the Company or appoint proxy(ies) / corporate representatives to participate and vote on his/her/their behalf.
2. If a shareholder is unable to participate at the 42nd AGM, he/she may also appoint the Chairman of the meeting as his/her proxy and indicate the voting instructions in the Proxy Form.

## **C. REGISTRATION FOR REMOTE PARTICIPATION AND ELECTRONIC VOTING**

1. Shareholders are encouraged to go online, participate and vote at the AGM via remote participation and electronic voting. Please follow the steps below on how to request for log in user ID and password.
2. Please note that the remote participation and electronic voting are available to:
  - (i) Individual Shareholders;
  - (ii) Corporate Shareholders;
  - (iii) Authorised Nominees; and
  - (iv) Exempt Authorised Nominees.

### **Step 1 : Register online with Boardroom Smart Investor Portal (BSIP) for Individual and Corporate Shareholder**

*[Note:• If you have previously registered with BSIP, you may proceed to Step (2).  
• BSIP now facilitates the registration of Corporate Holder via BSIP].*

- (a) Access the website <https://investor.boardroomlimited.com>.
- (b) Click '**Register**' to sign up as a user.
- (c) Select the correct account type i.e. "**Shareholder**" or "**Corporate Holder**".
- (d) Complete registration and upload compulsory documents such as softcopy of MyKad (front and back) or passport and authorisation letter (template available) for Corporate Holder.
- (e) Enter a valid mobile number and email address.
- (f) You will receive an email from BSIP for email address verification. Click '**Verify E-mail Address**' from the email received to continue with the registration.

- (g) Once your email address is verified, you will be re-directed to BSIP for verification of mobile number. Click on '**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.
- (h) Once your mobile number is verified, registration of your new BSIP account will be pending for final verification. Your registration will be verified and approved within one (1) business day and an email notification will be provided.

## **Step 2 : Submit Request for Remote Participation User ID and Password**

*[Note: The registration for remote access will be opened on 14 June 2024]*

- Registration for remote access will be opened from 10.00 a.m. on Friday, 14 June 2024 until Friday, 28 June 2024 at 10.00 a.m.
- The instrument appointing a proxy must be received latest by 10.00 a.m. on Wednesday, 26 June 2024.
- **For Individual Shareholders, Corporate Shareholders:**
  - a. Log in to <https://investor.boardroomlimited.com> using your user ID and password from Step 1 above.
  - b. Select '**BRAHIM'S HOLDINGS BERHAD FORTY-TWO (42nd) ANNUAL GENERAL MEETING**' from the list of Meeting Event and click '**Enter**'.
  - c. To attend the virtual 42nd AGM remotely:
    - Click '**Register for RPEV**'.
    - Enter the CDS account number.
    - Read and accept the General Terms and Conditions and click '**Register**' to submit your request.
- For Corporate Shareholders/Authorised Nominees/Exempt Authorised Nominees/Attorneys, you may also write to [bsr.helpdesk@boardroomlimited.com](mailto:bsr.helpdesk@boardroomlimited.com) and provide the name of the shareholder, CDS account no. and the Certificate of Appointment of Corporate Representative or Proxy Form (as the case may be). A copy of MyKad or passport and a valid email address is required.

## **Step 3: Verification and email notification**

### **For Individual Shareholders, Corporate Shareholders, Authorised Nominees/ Exempt Authorised Nominees and Attorneys**

- a. An email notification will be sent by Boardroom to notify that your request for remote participation has been received for system verification.
- b. Upon system verification against the General Meeting Record of Depositors as at 20 June 2024, you will receive an email from Boardroom either approving or rejecting your registration for remote participation.
- c. If your registration is approved, the said email will provide the Meeting ID, User Name and Password for the virtual 42nd AGM.

## **Step 4:**

### **Login to the Virtual Meeting**

- a. The Virtual Meeting portal will be opened for login one (1) hour before the commencement of the Platform 42nd AGM at 9.00 a.m. on Friday, 28 June 2024.
- b. Click the link provided in the email in Step 3(c) to join the virtual AGM. Insert the Meeting ID and sign in with the User Name and Password provided to you via the same email.

### **Participate**

- a. Please follow the user guides in the email to view the live webcast, submit questions and vote.
- b. If you would like to view the live webcast, select the broadcast icon.
- c. If you would like to ask a question during the 42nd AGM, select the messaging icon. Type your message within the chat box, once completed click the send button.

### **Online Remote Voting**

- a. Once voting has commenced, the polling icon will appear with the resolutions and voting choices until such time that the Chairman declares the end of the voting session.
- b. To vote, select your voting preference from the options provided. A confirmation message will appear to indicate that your vote has been received.
- c. To change your vote, re-select your voting preference.
- d. If you wish to cancel your vote, please press '**CANCEL**'.

### **End of remote participation**

- a. Upon the announcement by the Chair of the meeting on the closure of the 42nd AGM, the live webcast will end.
- b. You can now logout from the Meeting Platform.

## **D. LODGEMENT OF FORM OF PROXY (APPOINTMENT OF PROXY)**

1. Shareholders are encouraged to go online, participate, and vote at the 42nd AGM using RPEV facilities. Shareholders who are unable to join the 42nd AGM are encouraged to appoint the Chairman of the Meeting or their proxy to vote on their behalf
2. If you wish to participate in the 42nd AGM yourself, please do not submit any Form of Proxy. **You will not be allowed to participate in the 42nd AGM together with a proxy appointed by you.**
3. If you have submitted your Form of Proxy prior to the 42nd AGM and subsequently decide to appoint another person or wish to participate in the AGM yourself, please write in to [bsr.helpdesk@boardroomlimited.com](mailto:bsr.helpdesk@boardroomlimited.com) to revoke the earlier appointed proxy(ies) at least forty-eight (48) hours before the time appointed for holding of the 42nd AGM. On revocation, your proxy(ies) will not be allowed to participate in the 42nd AGM. In such event, you should advise your proxy(ies) accordingly.
4. The Proxy Form must be deposited at the office of the Share Registrars, Boardroom Share Registrars Sdn. Bhd. at 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia OR via electronic means through Boardroom Smart Investor Online Portal at <https://investor.boardroomlimited.com> which is free and available to all individual shareholders (in accordance with the step below) not less than 48 hours before the time appointed for holding of the 42nd AGM or at any adjournment thereof.

For further information, kindly refer to the “Electronic Lodgement of Form of Proxy” below:

**Step 1 : Register/Sign-up as Online User with Boardroom Smart Investor Portal (for first time registration only)**

[Note: If you have already signed up with Boardroom Smart Investor Portal, you are not required to register again. You may proceed to Step 2 - eProxy Lodgement.]

- a. Access website <https://investor.boardroomlimited.com>.
- b. Click “**Register**” to sign up as a user.
- c. Select the correct account type i.e. “**Shareholder**” or “**Corporate Holder**”
- d. Complete the registration with all required information. Upload and attach a softcopy of your MyKAD/Identification Card (front and back) or Passport and authorisation letter (template available) for Corporate Holder. Click “**Register**”.
- e. Enter a valid mobile number and email address.
- 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.
- g. Once your email address is verified, you will be re-directed to Boardroom Smart Investor Portal for verification of your 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.
- h. Your registration will be verified and approved within one (1) business day and an email notification will be provided to you.

**Step 2 : Submit your request**

**For Individual and Corporate Shareholders (eProxy Lodgement)**

- a. Access the website <https://investor.boardroomlimited.com> using your user ID and password from Step 1 above.
- b. Select ‘**BRAHIM’S HOLDINGS BERHAD FORTY FIRST (42nd) ANNUAL GENERAL MEETING**’ from the list of Meeting Event and click “**Enter**”.
- c. Click on “**Submit eProxy Form**”.
- d. Select the company you would like to be represented (if more than one) for Corporate Shareholder.
- e. Read and accept General Terms & Conditions by clicking “**Next**”.
- f. Enter your CDS Account Number and indicate the number of securities held.
- g. Appoint your proxy(ies) or the Chair of the AGM and enter the required particulars for your proxy(ies).
- h. Indicate your voting instructions – **FOR** or **AGAINST** or **ABSTAIN**. If you wish to have your proxy(ies) to act upon his/her discretion, please indicate **DISCRETIONARY**.
- i. Review and confirm your proxy(ies) appointment.
- j. Click “**Apply**”
- k. Download or print the eProxy Form acknowledgement.

**For Authorised Nominees and Exempt Authorised Nominees (eProxy Lodgement)**

- a. Access the website <https://investor.boardroomlimited.com> using your user ID and password from Step 1 above.
- b. Select ‘**BRAHIM’S HOLDINGS BERHAD FORTY FIRST (42nd) ANNUAL GENERAL MEETING**’ from the list of Meeting Event and click “**Enter**”.
- c. Click “**Submit eProxy Form**”.
- d. Select the company you would like to be represented (if more than one).
- e. Proceed to download the file format for “**Submission of Proxy Form**”.
- f. Prepare the file for the appointment of proxy(ies) by inserting the required data.
- g. Proceed to upload the duly completed Proxy Appointment file.

- h. Review and confirm your proxy(ies) appointment and click "**Submit**".
- i. Download or print the eProxy Form as an acknowledgement.

Note: If you are the authorised representative for more than one (1) authorised nominee/exempt authorised nominee/corporate shareholder, kindly click the home button and select "Edit Profile" in order to add the company name.

#### **E. PROCEDURE OF THE 42<sup>nd</sup> AGM**

1. The Login User Guide for participation, posing questions and voting at the 42nd AGM, will be emailed to you together with your remote access user ID and password once your registration has been approved.
2. No recording or photography of the meeting proceedings is allowed without the prior written permission of the Company.
3. You must ensure that you are connected to the internet at all times in order to participate and vote when the 42nd AGM has commenced. Therefore, it is your responsibility to ensure that connectivity for the duration of the meeting is maintained. Kindly note that the quality of the live streaming is dependent on the bandwidth and stability of the internet connection at the location of the remote participants.

#### **F. PARTICIPATION THROUGH LIVE WEBCAST AND QUESTION AT THE 42<sup>nd</sup> AGM**

1. The participants will be able to view the Company's presentation or slides via the live webcast.
2. The Chairman and the Board of Directors will endeavour their best to respond to the questions submitted by shareholders which are related to the resolutions to be tabled at the 42nd AGM, as well as financial performance/ prospect of the Company, to the extent where time permits.
3. In the event the Board is unable to respond to your questions during the 42nd AGM, you may email your questions to [infor@brahimsgroup.com](mailto:infor@brahimsgroup.com) after the meeting.

#### **G. VOTING PROCEDURE AT THE 42<sup>nd</sup> GM**

1. The voting will be conducted by the poll in accordance with Paragraph 8.29A of Main Market Listing Requirements of Bursa Malaysia Securities Berhad. The Company has appointed Boardroom Share Registrars Sdn. Bhd. as Poll Administrator to conduct the poll by way of electronic voting (e-Voting). The Company has also appointed Sky Corporate Services Sdn. Bhd. as Scrutineers to verify the poll results.
2. During the 42nd AGM, the Chairman will invite the Poll Administrator to brief on the e-Voting housekeeping rules. The voting session will commence as soon as the Chairman calls for the poll to be opened and until such time when the Chairman announces the closure of the poll.
3. For the purposes of the 42nd AGM, the remote participation and e-Voting will be carried out via personal smart mobile phones, tablets or personal computer/laptops.

4. There are two (2) methods for members and proxies who wish to use their personal voting device to vote remotely, as follows:
  - Use the OR Scanner Code provided in the email notification; or  
Log in to the website URL <https://meeting.boardroomlimited.my>.
5. Members and proxies can login immediately after registering their attendance, but polling will only be opened after the announcement of the poll voting session open by the Chairman and until such time when the Chairman announces the closure of the poll.
6. You may proceed to cast your votes on each of the proposed resolution to be tabled at the 42nd AGM as soon as the Chairman calls for the poll to be opened and until such time when the Chairman announces the closure of the poll.
7. The Scrutineers will verify the poll result reports upon closing of the poll voting session by the Chairman. Scrutineers will pass the poll results to the Chairman thereafter and the Chairman will declare whether the resolution put to vote was successfully carried or not.

#### **H. NO DOOR GIFT/ VOUCHERS OR SOUVENIRS**

There will be NO Door Gift/ Vouchers or any souvenirs for shareholders/ proxies/ corporate representatives who participate at the 42nd AGM.

#### **I. SUBMISSION OF QUESTIONS**

1. Shareholders may submit questions in advance on the AGM resolutions and Audit Report 2023 commencing from 14 June 2024 and in any event no later than 10.00 a.m., Wednesday, 26 June 2024 via Boardroom Smart Investor Portal (“BSIP”) at <https://investor.boardroomlimited.com> using the same user ID and password provided in Step 2 below and select “SUBMIT QUESTION” to pose questions (“Pre-AGM Meeting Questions”).
2. Alternative, on the morning of the 42nd AGM, shareholders may also submit questions via Boardroom meeting platform at <https://meeting.boardroomlimited.my> starting at 9.00 a.m. This webportal will remain open throughout the 42nd AGM session.

#### **J. ENQUIRY**

If you have any enquiries prior to the 42nd AGM or if you wish to request for technical assistance to participate in the fully virtual meeting, please contact Boardroom during office hours from Monday to Friday (8.30 a.m. to 5.30 p.m.), details as follows:-

Address : Boardroom Share Registrars Sdn. Bhd.  
11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim  
Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan Malaysia.

General Line : 603-7890 4700 (Helpdesk)

Email : [bsr.helpdesk@boardroomlimited.com](mailto:bsr.helpdesk@boardroomlimited.com)

## PERSONAL DATA PRIVACY

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the AGM and/or any adjournment thereof, a member of the Company (i) consents to the collection, use and disclosure of the member's personal data by the Company (or its agents) for the purpose of the processing and administration by the Company (or its agents) of proxies and representatives appointed for the AGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the AGM (including any adjournment thereof), and in order for the Company (or its agents) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "**Purposes**"), (ii) warrants that where the member discloses the personal data of the member's proxy(ies) and/or representative(s) to the Company (or its agents), the member has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, and (iii) agrees that the member will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member's breach of warranty.