



ADMINISTRATIVE GUIDE
59TH ANNUAL GENERAL MEETING (“59TH AGM”) AND
EXTRAORDINARY GENERAL MEETING (“EGM”)

Dear Valued Shareholders,

We are pleased to inform that the 59th AGM and EGM of GUH Holdings Berhad (“GUH” or “the Company”) will be held virtually by way of live streaming via remote participation and electronic voting facilities as follows:

59th AGM & EGM

Date	: Wednesday, 31 May 2023
AGM Time	: 10:30 a.m
EGM Time	: 11:00 a.m., or immediately following the conclusion or adjournment (as the case may be) of the 59th AGM, whichever is later
Broadcast Venue	: 2nd Floor, Plot 1240 & 1241, Bayan Lepas Free Industrial Zone, Phase 3, 11900 Bayan Lepas, Penang

As an initiative to promote environmental sustainability, the following documents can be viewed and downloaded from the Company’s website at **www.guh.com.my** under Investor Relations:

- 2022 Annual Report
- Corporate Governance Report 2022 (2022 CG Report)
- Notice of 59th AGM / EGM, Proxy Form and Administrative Guide
- 59th AGM Statement / Circular dated 28 April 2023
- EGM Circular dated 28 April 2023

Voting via Digital Ballot Form at Virtual 59th AGM and EGM (“Meetings”)

1. The broadcast venue is strictly for the purpose of complying with Section 327(2) of the Companies Act 2016 which requires that the Chairman of the meeting to be present at the main venue. Shareholders or proxies are **not allowed** to be physically present at the broadcast venue on the day of the meeting as the venue is only meant to facilitate the conduct of the Meetings. Shareholders who wish to participate at the Meetings will therefore have to do so remotely. Pre-registration of attendance is required via the link at <https://vps.megacorp.com.my/FNVKbj> (please refer to para 4 for further details). After the registration is validated and accepted, shareholders will receive an email with a link and granted access to the **Digital Ballot Form (“DBF”)**.
2. With the DBF, you may exercise your right as a shareholder of the Company to vote during the Meetings at the comfort of your home or from any location. The quality of your connection to the live broadcast is dependent on the bandwidth and stability of the internet at your location and the device you use.
3. During the Meetings, shareholders may use the Questions’ Pane facility (located at the top right corner of the screen) to submit questions in real time via the Live-Streaming solution. Prior to the Meetings, shareholders may also email questions to support.GUH@megacorp.com.my in relation to the Meetings’ agenda.

Registration Procedure

4. Kindly follow the procedures as summarised below in order to obtain your DBF and log in details to the Live-Streaming session to participate and vote remotely during the Meetings online:
 - (a) Access the link <https://vps.megacorp.com.my/FNVKbj> or scan the QR code at the top right corner of this document, and submit all requisite details at least 24 hours before the date of the Meetings.

- (b) Only shareholders are allowed to register their details online. Shareholder(s) who is/are unable to participate in the Meetings is/are encouraged to appoint proxy(ies) or Chairman of the meeting as proxy via online, as in step (a) above. Please ensure that your details are accurate as erroneous details and incomplete Proxy Form would result in being unable to participate in the Meetings.
- (c) Alternatively, you may deposit the duly completed Proxy Form with the proxy's email address and mobile phone number, at the office of the Poll Administrator not less than 48 hours before the Meetings:

Poll Administrator : Mega Corporate Services Sdn. Bhd.
Postal Address : Level 15-2, Bangunan Faber Imperial Court, Jalan Sultan Ismail,
50250 Kuala Lumpur, Malaysia
Email Address : support.GUH@megacorp.com.my

- (d) For corporate shareholders / nominee accounts, please execute Proxy Form as per step (c) above.
- (e) Upon verification of your registration, you will receive the following through an email from the Poll Administrator, Mega Corporate Services Sdn. Bhd.:
- i. **Meeting Link** – for the Live-Streaming Session
 - ii. **DBF** – for Voting Purposes

Entitlement to Participate and Vote

5. Only shareholder(s) whose name(s) appear in the Record of Depositors as at 22 May 2023 shall be entitled to participate and vote at the Meetings or appoint proxy(ies) / corporate representative(s) to participate and vote on his / her behalf.

Poll Voting

6. The voting of the Meetings will be conducted by poll. The Company has appointed Mega Corporate Services Sdn. Bhd. as the Poll Administrator to conduct the polling process by way of e-voting and Cygnus Technology Solutions Sdn. Bhd. as Scrutineers to verify the poll results.
7. Shareholders can proceed to vote on the resolutions and submit your votes during the voting period as stipulated in the DBF. Upon completion of the voting session for the Meetings respectively, the Scrutineers will verify the poll results followed by the announcement on the poll results of the resolutions.

No Refreshments / Door Gifts

There will be no distribution of refreshments and door gifts for attending the Meetings of the Company.

Enquiry

Should you have any enquiry(ies) or require any assistance on the above, please contact the Poll Administrator during office hours (Monday to Friday) as below:

Mega Corporate Services Sdn. Bhd.

Email : support.GUH@megacorp.com.my
Tel : +60 (3) 2694 8984
Alfred : +60 (12) 912 2734
Hisham : +60 (12) 252 9136

**GUH HOLDINGS BERHAD**

196101000062 (4104-W)

PROXY FORM

No. of shares held	
CDS Account No.	

Shareholder	Proxy 1	Proxy 2
Name		
NRIC No.		
Phone No.		
Email		
Address		
%		

or failing him, the Chairman of the Meeting as my/our proxy(ies) to vote for me/us and on my/our behalf at the 59th Annual General Meeting ("AGM") of the Company to be held virtually by way of live streaming via remote participation and electronic voting facilities from the broadcast venue at the Auditorium of the Company at 2nd Floor, Plot 1240 & 1241, Bayan Lepas Free Industrial Zone, Phase 3, 11900 Bayan Lepas, Penang on Wednesday, 31 May 2023 at 10:30 a.m. and at any adjournment thereof.

Please indicate with an "X" as to how you wish to cast your vote. If no instruction as to voting is given, the proxy will vote or abstain from voting at his discretion.

Ordinary Business	For	Against
To approve the payment of Directors' fees and benefits	Resolution 1	
To re-elect Tan Sri Dato' Seri H'ng Bok San who is retiring pursuant to Article 95 of the Company's Constitution	Resolution 2	
To re-elect Datuk Seri Kenneth H'ng Bak Tee who is retiring pursuant to Article 95 of the Company's Constitution	Resolution 3	
To re-elect Dato' Harry H'ng Bak Seah who is retiring pursuant to Article 95 of the Company's Constitution	Resolution 4	
To re-elect Mr. Teng Chang Yeow who is retiring pursuant to Article 92 of the Company's Constitution	Resolution 5	
To re-elect Ms. Phoon Yee Min who is retiring pursuant to Article 92 of the Company's Constitution	Resolution 6	
To re-appoint Messrs. Crowe Malaysia PLT as Auditors of the Company and to authorise the Directors to fix their remuneration	Resolution 7	
Special Business	For	Against
Authority to issue shares pursuant to Sections 75 and 76 of the Companies Act 2016	Resolution 8	
Proposed renewal of Share Buy-Back Authority	Resolution 9	
Proposed renewal of shareholders' mandate for recurrent related party transactions of a revenue or trading nature	Resolution 10	

Dated this.....day of....., 20.....

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Signature of Member/Common Seal

Notes:

1. A member of the Company entitled to attend and vote at this meeting, shall be entitled to appoint any person as his proxy. A proxy need not also be a member. A member who appoints more than 1 proxy must specify the proportion of his holdings to be represented by each proxy.
2. A member shall not be entitled to appoint more than 2 proxies to attend and vote at this meeting. Where a member is an Exempt Authorised Nominee which holds ordinary shares in the Company for multiple beneficial owners in one 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.
3. The instrument appointing a proxy shall be in writing under the hand of the appointor or his attorney duly authorised in writing or, if the appointor is a corporation, either under seal or under the hand of an officer or attorney duly authorised.
4. The instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority shall be deposited at the office of Poll Administrator, Mega Corporate Services Sdn. Bhd. situated at Level 15-2 Bangunan Faber Imperial Court, Jalan Sultan Ismail, 50250 Kuala Lumpur not less than 48 hours before the time appointed for holding the meeting or email to support.GUH@megacorp.com.my. For shareholders' online registrations, kindly refer to the annexure of the Administrative Guide published on the Company's website and announcement.

5. Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions will be put to vote by way of poll. Only a Depositor whose name is registered in the Record of Depositors as at 22 May 2023 shall be regarded as member to attend, speak and vote at this meeting.
6. To attend and vote on any or all of the resolutions at this meeting, you may participate via remote participation and electronic voting facilities in accordance with the procedures as set out in the Administrative Guide, which is made available at the Company's website at <http://www.guh.com.my>, or send in your votes in advance by appointing the Chairman of the Meeting as your proxy. If you have any questions in relation to any item of the Agenda of the meeting, you may send them in via real time submission of typed texts during the Meeting in accordance with the procedures as set out in the Administrative Guide.

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MEGA CORPORATE SERVICES SDN. BHD.

Level 15-2, Bangunan Faber Imperial Court
Jalan Sultan Ismail
50250 Kuala Lumpur
Malaysia

**GUH HOLDINGS BERHAD**

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PROXY FORM

No. of shares held

CDS Account No.

Shareholder		Proxy 1	Proxy 2
Name			
NRIC No.			
Phone No.			
Email			
Address			
%			

or failing him, the Chairman of the Meeting as my/our proxy(ies) to vote for me/us and on my/our behalf at the extraordinary general meeting ("EGM") of the Company to be held virtually by way of live streaming via remote participation and electronic voting facilities from the broadcast venue at the Auditorium of the Company at 2nd Floor, Plot 1240 & 1241, Bayan Lepas Free Industrial Zone, Phase 3, 11900 Bayan Lepas, Penang on Wednesday, 31 May 2023 at 11:00 a.m., or immediately following the conclusion or adjournment of the 59th annual general meeting ("AGM") of the Company which will be held at the same venue and on the same day at 10:30 a.m., whichever is later.

Please indicate with an "X" as to how you wish to cast your vote. If no instruction as to voting is given, the proxy will vote or abstain from voting at his discretion.

Resolution 1	For	Against
Proposed Bonus Issue of Warrants		

Resolution 2	For	Against
Proposed Diversification		

Dated this.....day of....., 20.....

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Signature of Member/Common Seal**Notes:**

1. A member of the Company entitled to attend and vote at this EGM, shall be entitled to appoint any person as his proxy. A proxy need not also be a member. A member who appoints more than 1 proxy must specify the proportion of his holdings to be represented by each proxy.
2. A member shall not be entitled to appoint more than 2 proxies to attend and vote at this EGM. Where a member is an Exempt Authorised Nominee which holds ordinary shares in the Company for multiple beneficial owners in one 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.
3. The instrument appointing a proxy shall be in writing under the hand of the appointor or his attorney duly authorised in writing or, if the appointor is a corporation, either under seal or under the hand of an officer or attorney duly authorised.
4. The instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority shall be deposited at the office of Poll Administrator, Mega Corporate Services Sdn. Bhd. situated at Level 15-2 Bangunan Faber Imperial Court, Jalan Sultan Ismail, 50250 Kuala Lumpur not less than 48 hours before the time appointed for holding the EGM or email to support.GUH@megacorp.com.my. For shareholders' online registrations, kindly refer to the annexure of the Administrative Guide published on the Company's website and announcement.
5. Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions will be put to vote by way of poll. Only a Depositor whose name is registered in the Record of Depositors as at 22 May 2023 shall be regarded as member to attend, speak and vote at this EGM.
6. To attend and vote on any or all of the resolutions at this EGM, you may participate via remote participation and electronic voting facilities in accordance with the procedures as set out in the Administrative Guide, which is made available at the Company's website at <http://www.guh.com.my>, or send in your votes in advance by appointing the Chairman of the EGM as your proxy. If you have any questions in relation to any item of the Agenda of the EGM, you may send them in via real time submission of typed texts during the EGM in accordance with the procedures as set out in the Administrative Guide.

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MEGA CORPORATE SERVICES SDN. BHD.

Level 15-2, Bangunan Faber Imperial Court
Jalan Sultan Ismail
50250 Kuala Lumpur
Malaysia



REQUISITION FORM

Dear Valued Shareholders,

Should you require a printed copy of the following documents, kindly complete the requisition form and return the same to Mega Corporate Services Sdn. Bhd. by mail / fax to 03-27325388 / email to support.GUH@megacorp.com.my:

☐

2022 Annual Report

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59th AGM Statement / Circular dated 28 April 2023

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EGM Circular dated 28 April 2023

Name :

NRIC/Passport/Registration No. :

CDS Account No. :

Mailing Address :

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Phone No. :

Signature of Shareholder

.....

Name:

Date:

"We promote Environment Preservation, please consider softcopy"

Stamp

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