

# ADMINISTRATIVE DETAILS

for the 12<sup>th</sup> Annual General Meeting (AGM)  
of FGV Holdings Berhad (FGV or the Company)

| Date                 | Time       | Venue   |
|----------------------|------------|---|
| Friday, 19 June 2020 | 11.00 a.m. | Alpha Meeting Room, Level 21, Wisma FGV Jalan Raja Laut, 50350 Kuala Lumpur, Malaysia |

## 1. PRECAUTIONARY MEASURES AGAINST CORONAVIRUS DISEASE 2019 (Covid-19) PANDEMIC

- a. In light of the Government of Malaysia's pronouncement of the Movement Control Order, aimed at curbing the spread of Covid-19, and having regard to the well-being and the safety of our Shareholders, the Company will conduct its forthcoming 12<sup>th</sup> AGM on a virtual basis through live streaming and online remote voting using LUMI AGM facilities. This is in line with the Securities Commission's Guidance Note on the Conduct of General Meetings for Listed Issuers which was issued on 18 April 2020.
- b. With LUMI AGM facilities, a Shareholder may exercise his/her right to participate (including to pose questions to the Board/Management of the Company) and vote at the 12<sup>th</sup> AGM, at the comfort of your home.
- c. The venue of the 12<sup>th</sup> AGM is to inform Shareholders where the live streaming would be conducted from and is strictly for the purpose of complying with Section 327(2) of the Companies Act, 2016 (CA 2016) which requires the Chairman of the meeting to be at the main venue (broadcast venue). No Shareholders/Proxy(ies) from the public will be physically present at the broadcast venue on the day of the 12<sup>th</sup> AGM.
- d. Due to the constant evolving situation of the Covid-19 pandemic, we may be required to change the arrangements of our 12<sup>th</sup> AGM at short notice. Kindly check the Company's website or announcements for the latest updates on the status of the 12<sup>th</sup> AGM.

## 2. LUMI AGM FACILITIES

- a. As the 12<sup>th</sup> AGM will be conducted virtually, you will be able to view a live streaming of the 12<sup>th</sup> AGM proceedings, pose questions to the Board/Management of the Company, and submit your votes remotely.
- b. Kindly follow the steps below on how to request for a login ID and password in order for Shareholders to participate in the 12<sup>th</sup> AGM remotely.

### Before the 12<sup>th</sup> AGM day

#### Step 1: Register online 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. Submit request for remote participation user ID and password.]*

- a. Access website <https://boardroomlimited.my>
- b. Click <<Login>> and click <<Register>> to sign up as a user.
- c. Complete registration and upload softcopy of MYKAD (for Malaysian) front and back or Passport (for non-Malaysian).
- d. Please enter a valid e-mail address and wait for Boardroom's e-mail verification.

Your registration will be verified and approved within one (1) business day and an e-mail notification will be provided.

#### Step 2: Submit request for remote participation user ID and password

*[Note: The registration for remote participation will be open from 11.00 a.m. Thursday, 28 May 2020 up to 11.00 a.m. Thursday, 18 June 2020.]*

#### Individual Shareholders

- a. Login to <https://boardroomlimited.my> using your user id and password above.
- b. Select "Hybrid/Virtual Meeting" from main menu and select the correct Corporate Event for example "FGV 12<sup>th</sup> Virtual AGM".

- c. Enter your CDS account number.
- d. Read and agree to the terms and conditions and thereafter submit your request.

#### Corporate Shareholders

- a. Write in to [bsr.helpdesk@boardroomlimited.com](mailto:bsr.helpdesk@boardroomlimited.com) by providing the name of the Corporate Shareholder, CDS account number accompanied with the Certificate of Appointment of Corporate Representative or Proxy Form to submit the request.
- b. Please provide a copy of Corporate Representative's MYKAD (for Malaysian) front and back or Passport (for non-Malaysian) as well as his/her e-mail address.

#### Authorised Nominees and Exempt Authorised Nominees

- a. Write in to [bsr.helpdesk@boardroomlimited.com](mailto:bsr.helpdesk@boardroomlimited.com) by providing the name of the Shareholder, CDS account number accompanied with the Proxy Form to submit the request.
- b. Please provide a copy of Proxy Holder's MYKAD (for Malaysian) front and back or Passport (for non-Malaysian) as well as his/her e-mail address.
- c. You will receive a notification from Boardroom that your request has been received and is being verified.
- d. Upon system verification against the General Meeting Record of Depositors, you will receive an e-mail from Boardroom either approving or rejecting your registration for remote participation.
- e. You will also receive your remote access user ID and password along with the e-mail from Boardroom if your registration is approved.
- f. Please note that the closing time to submit your request is at **11.00 a.m. Thursday, 18 June 2020**.

#### On the 12<sup>th</sup> AGM day

#### Step 3: Login to virtual meeting portal

*[Please note that the quality of the connectivity to virtual meeting portal for live streaming as well as for online remote voting is highly dependent on the bandwidth and the stability of the internet connectivity available at the location of the remote users.]*

- a. The virtual meeting portal will be open for login starting from **10.00 a.m. Friday, 19 June 2020**, one (1) hour before the commencement of the 12<sup>th</sup> AGM.
- b. Follow the steps given to you in the e-mail along with your remote participation user ID and password to login to the virtual meeting portal. (Refer to Step 2 above).
- c. The steps in the virtual meeting portal will also guide you on how to view live streaming of the 12<sup>th</sup> AGM, how to pose questions and how to vote.
- d. The moment the Chairman of the meeting announces the closure of the AGM, the live streaming will end and the messaging window will be disabled.
- e. You can now logout from the virtual meeting portal.

#### 3. ENTITLEMENT TO PARTICIPATE AND VOTE

Only a depositor (Shareholder) whose name appears on the General Meeting Record of Depositors as at 10 June 2020 shall be entitled to participate and vote at the 12<sup>th</sup> AGM or appoint the Chairman of the meeting as Proxy to participate and vote on such depositor's behalf.

#### 4. PROXY

- a. If you are a Shareholder and you are unable to participate in the 12<sup>th</sup> AGM, you are encouraged to appoint the Chairman of the meeting, in accordance with established practices, to vote on your behalf. This is due to the limitations posed by the online platforms, and to protect the sanctity of your rights to vote.

Independent Scrutineer will be present to verify that the voting is conducted properly and fairly. You may use Boardroom Smart Investor Portal Proxy appointment service to submit your Proxy appointment.

- b. If you are a Shareholder and you wish to participate in the 12<sup>th</sup> AGM yourself, please do not submit any Proxy Form as you will not be allowed to participate in the 12<sup>th</sup> AGM together with a Proxy appointed by you.
- c. The appointment of Proxy may be made in a hardcopy form or by electronic means as follows:

In Hardcopy Form

The Proxy Form shall be deposited at the office of the Share Registrar of the Company at Boardroom Share Registrars Sdn Bhd, 11<sup>th</sup> Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia no later than **Thursday, 18 June 2020 at 11.00 a.m.**, and in default the Proxy Form shall not be treated as valid.

By Electronic Means

The Proxy Form may be submitted :

- i. to the Share Registrar of the Company, Boardroom Share Registrars Sdn Bhd via e-mail to [bsr.helpdesk@boardroomlimited.com](mailto:bsr.helpdesk@boardroomlimited.com), no later than **Thursday, 18 June 2020 at 11.00 a.m.** or
- ii. via electronic means (e-Proxy) no later than **Thursday, 18 June 2020 at 11.00 a.m.** (please refer to the Annexure to the Proxy Form for further information on submission via e-Proxy).

d. Please refer to the notes in the Notice and Proxy Form of the 12<sup>th</sup> AGM for detailed explanation.

**5. PROCEEDINGS OF THE MEETING**

- a. The meeting will start promptly at 11.00 a.m.
- b. The resolutions set out in the Notice of AGM will be considered at the AGM. You will be asked to vote on these resolutions.
- c. In order to enhance the efficiency of the proceedings of the 12<sup>th</sup> AGM, Shareholders may pose questions via LUMI AGM facilities at any time from 10.00 a.m. on the day of the 12<sup>th</sup> AGM until voting session commences. The Chairman/Board/Management will endeavour to address the questions received during the 12<sup>th</sup> AGM. If there is time constraint, the responses will be e-mailed to you at the earliest possible, after the meeting.
- d. You are able to view the Company's presentation slides via the live streaming.
- e. Voting session commences from 11.00 a.m. on the day of the 12<sup>th</sup> AGM until a time when the Chairman announces the completion of the voting session at the 12<sup>th</sup> AGM venue. Please indicate your votes for the resolutions that are tabled for voting, confirm and submit your votes.
- f. No recording or photography of the 12<sup>th</sup> AGM proceedings is allowed without the prior written permission of the Company.

**6. VOTING**

- a. Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad (Bursa Malaysia), all resolutions set out in the Notice of the 12<sup>th</sup> AGM will be put to vote by poll. Poll Administrator and Independent Scrutineers will be appointed to conduct the poll via e-voting process and to verify the results of the poll.
- b. Shareholders can proceed to vote on the resolutions and submit your votes at any time from the commencement of the 12<sup>th</sup> AGM at 11.00 a.m. and before the end of the voting session which will be announced by the Chairman of the meeting. Upon completion of the voting session for the 12<sup>th</sup> AGM, the Independent Scrutineers will verify and announce the poll results followed by the Chairman of the meeting's declaration on the outcome for the resolutions.
- c. The resolutions proposed at the 12<sup>th</sup> AGM and the results of the voting will be announced before the conclusion of the meeting and subsequently an announcement shall be made by the Company to Bursa Malaysia at [www.bursamalaysia.com](http://www.bursamalaysia.com).

**7. ANNUAL INTEGRATED REPORT 2019 (AIR 2019) AND OTHER DOCUMENTS**

- a. As part of our dedicated commitment to sustainable practices, the following documents can be downloaded from Bursa Malaysia's website and the Company's website as follows:

| No. | Document   | Website URL  |
|-----|--|--|
| 1   | Notice of the 12 <sup>th</sup> AGM   | <a href="http://www.fgvholdings.com/ir">www.fgvholdings.com/ir</a>   |
| 2   | Proxy Form   | <a href="http://www.fgvholdings.com/ir">www.fgvholdings.com/ir</a>   |
| 3   | AGM Administrative Details   | <a href="http://www.fgvholdings.com/ir">www.fgvholdings.com/ir</a>   |
| 4   | AIR 2019   | <a href="http://www.fgvholdings.com/air">www.fgvholdings.com/air</a> |
| 5   | Audited Financial Statements for the financial year ended 31 December 2019 and the Reports of the Directors and Auditors thereon   | <a href="http://www.fgvholdings.com/air">www.fgvholdings.com/air</a> |
| 6   | Circular to Shareholders on Proposed Renewal of Shareholders' Mandate for the Existing Recurrent Related Party Transactions of a Revenue or Trading Nature for FGV and its Group of Companies (FGV Group) and Proposed Shareholders' Mandate for the New Recurrent Related Party Transactions of a Revenue or Trading Nature for FGV Group | <a href="http://www.fgvholdings.com/ir">www.fgvholdings.com/ir</a>   |
| 7   | Corporate Governance Report 2019   | <a href="http://www.fgvholdings.com/cg">www.fgvholdings.com/cg</a>   |

- b. If you wish to obtain a printed copy of the AIR 2019, you may submit your request by filling up the Request Form and submit it to the Share Registrar of the Company. The Request Form may also be downloaded from the Company's website at [www.fgvholdings.com/ir](http://www.fgvholdings.com/ir).

**8. NO DOOR GIFT OR FOOD VOUCHER**

There will be **no distribution of door gifts or food vouchers** during the 12<sup>th</sup> AGM.

**9. ENQUIRIES FOR AGM**

- a. If you have any enquiry relating to the AGM Administrative Details, please contact our **Investor Relations** or **Group Strategic Communications** during office hours:

E-mail : [fgv.investors@fgvholdings.com](mailto:fgv.investors@fgvholdings.com)  
[fgv.enquiries@fgvholdings.com](mailto:fgv.enquiries@fgvholdings.com)

- b. If you have any enquiry relating to LUMI AGM facilities, registration and Proxy Form, please contact the **Share Registrar of the Company** during office hours:

E-mail : [bsr.helpdesk@boardroomlimited.com](mailto:bsr.helpdesk@boardroomlimited.com)