



DIVERSIFIED GATEWAY SOLUTIONS BERHAD

[Registration No. 200401036851 (675362-P)]

ADMINISTRATIVE GUIDE FOR THE 15TH ANNUAL GENERAL MEETING ("15TH AGM")

Date	:	Thursday, 3 December 2020
Time	:	11.00 am
Broadcast Venue	:	Redwood Meeting Room, Ho Hup Tower - Aurora Place, 2-09-01 - Level 9, Plaza Bukit Jalil, No. 1, Persiaran Jalil 1, Bandar Bukit Jalil, 57000 Kuala Lumpur, Malaysia
Meeting Platform	:	https://agm.omesti.com
Registration	:	Virtual Meeting via Remote Participation and Electronic Voting ("RPEV") facilities
Mode of Communication	:	Members may pose questions during live streaming at https://agm.omesti.com

VIRTUAL MEETING

In light of the Coronavirus (COVID-19) pandemic and as part of the safety measures and control for the well-being of the members of Diversified Gateway Solutions Berhad ("DGSB" or "the Company"), the 15th AGM of the Company will be conducted on a fully virtual basis through live streaming and online remote voting using the RPEV facilities. This is in line with the Guidance and FAQs on the Conduct of General Meetings for Listed Issuers issued by the Securities Commission Malaysia on 18 April 2020 and its subsequent revisions including any amendments that may be made from time to time.

Please note that the quality of the live webcast and online remote voting throughout the 15th AGM are dependent on your internet bandwidth and stability of your internet connection.

The Broadcast Venue is strictly for the purpose of complying with Section 327(2) of the Companies Act, 2016 which requires the Chairperson of the meeting to be present at the main venue of the meeting.

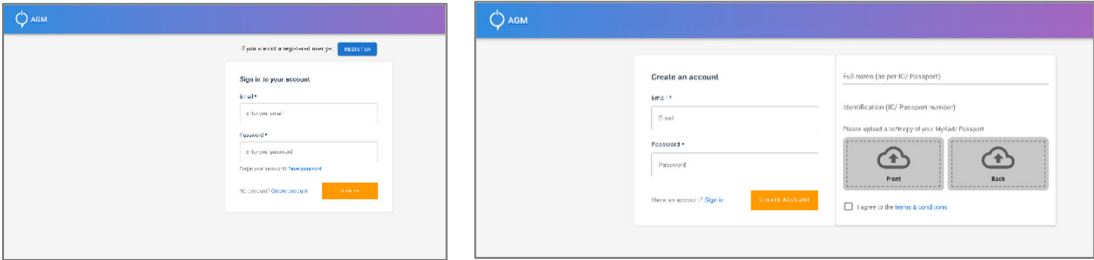
MEMBERS/PROXIES/CORPORATE REPRESENTATIVES/ATTORNEYS from the public are **NOT PERMITTED** to be physically present at the Broadcast Venue on the day of the 15th AGM.

RPEV FACILITIES

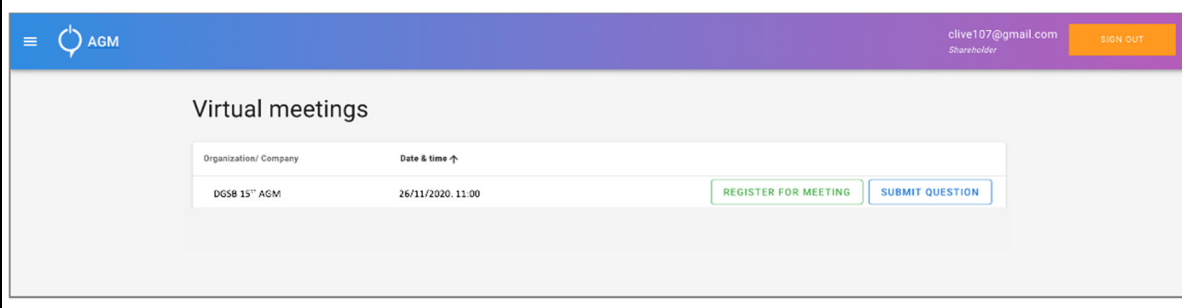
Members are to participate, speak (in the form of real-time submission of typed texts) and vote remotely at the 15th AGM using RPEV facilities provided by Red Ape Solutions Sdn Bhd, the poll administrator appointed by the Company, via the website portal at <https://agm.omesti.com> ("Portal").

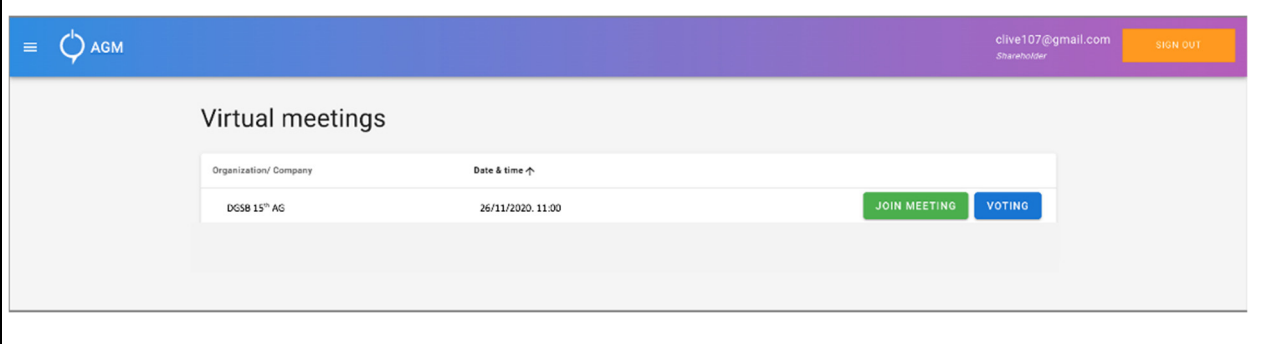
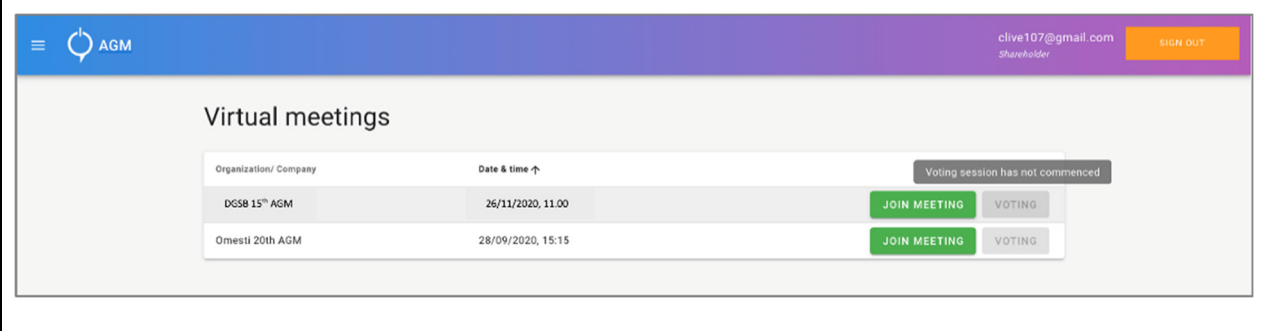
PROCEDURES FOR RPEV

Members/proxies/corporate representatives/attorneys who wish to participate in the 15th AGM remotely using the RPEV facilities, are to follow the requirements and procedures as summarised below:

Procedures	Action
Before the day of the AGM	
<p>1. Register as a User</p>	<ul style="list-style-type: none"> • IMPORTANT NOTE: All members AND proxies must register as users on the Virtual AGM platform. • If you have already previously registered as a user on the Virtual AGM platform, you may skip this step and login with your existing login details. • Registration will open from 9.00 am, Monday, 9 November 2020 • Access the Portal at https://agm.omesti.com. • Click Login followed by Register to sign up as a user. • Complete your registration by filling in the information required and upload a softcopy of your MyKAD (front and back) or Passport. • Read and agree to the terms & conditions and then click Submit. • Your registration will be verified and, once approved, an email will be sent to you. Your email address must be valid in order for you to receive your verification email.
	
<p>2. Register intent to participate in the AGM</p>	<ul style="list-style-type: none"> • You must register your intent to participate in the 15th AGM latest by 11.00 am on Thursday, 3 December 2020. Registration will be available from 9.00 am, Monday, 9 November 2020 onwards. • You may register your intent to participate in the 15th AGM when you register as a user. Alternatively, you may register your intent to participate in the 15th AGM after your registration as a user is approved. • To register your intent to participate, visit the Portal at https://agm.omesti.com and login with your user ID and password. • Go to Main Menu, select Virtual Meetings. • On the Diversified Gateway Solutions Berhad 15th AGM row, select Register for Meeting. • Fill in your details as required, including your CDS account number. • After verification of your registration against the General Meeting Record of Depositors dated 23 November 2020, you will receive an email confirming your registration for remote participation. The email will contain a link for you to join the 15th AGM.
<p>3. Appoint a Proxy</p>	<ul style="list-style-type: none"> • Should you be unable to participate in the 15th AGM, you may appoint a proxy to participate and vote on your behalf. • On the Diversified Gateway Solutions Berhad 15th AGM row, select Nominate Proxy. • Either select Chairperson if you choose Chairperson to be your proxy or Third Party if you choose other people to be your proxy. • Fill in your details as required including your CDS account number and proxy details.

	Procedures	Action
		<ul style="list-style-type: none"> • Should you wish to appoint more than one (1) proxy, please key in their details separately (one application form per proxy) as well as the number of shares represented by each proxy. • Each proxy requires a separate submission of details. • Enter your voting instructions for the resolutions (otherwise your proxy will decide your vote) and submit. • You may view your proxy forms submissions status under My Records.
4.	Submit questions before the AGM	<ul style="list-style-type: none"> • Select Virtual Meeting under Main Menu. • On the Diversified Gateway Solutions Berhad 15th AGM row, select Submit Question to post your questions. • You may only submit questions after your request to participate in the 15th AGM is approved.



Procedures	Action
On the day of the AGM	
<p>1. Login to Portal at https://agm.omesti.com and participate through Live Streaming</p>	<p>EITHER</p> <ul style="list-style-type: none"> Click on the link in your confirmation email at any time within 30 minutes before the start of the 15th AGM. For security purposes, you may be asked for your credentials before entering the Portal. <p>OR</p> <ul style="list-style-type: none"> Login to the Portal with your user ID and password. On the Diversified Gateway Solutions Berhad 15th AGM row, click Join Meeting. You will join the live streaming of the 15th AGM. Please take note that the quality of the live streaming is dependent on the bandwidth and stability of the internet connection at your location.
	
<p>2. Submit questions during the AGM</p>	<ul style="list-style-type: none"> If you have any question(s) during the 15th AGM for the Board of Directors, you may use the Submit Question function on the right of the Live video to submit your question(s). The Board will try to respond to all relevant questions submitted during the 15th AGM.
<p>3. Online Remote Voting</p>	<ul style="list-style-type: none"> Select the Voting function located next to Join Meeting to indicate your votes for the resolutions that are tabled for voting. Voting session will commence from 11.00 am on Thursday, 3 December 2020 until a time when the Chairperson announces the end of the voting session. Cast your vote on all resolutions as shown on the screen and indicate your vote for each resolution. Once submitted, your votes will be final and cannot be changed.
	
<p>4. End of RPEV facilities</p>	<ul style="list-style-type: none"> The RPEV facilities will end and the Submit Question function will be disabled as soon as the Chairperson of the 15th AGM announces the closure of the 15th AGM.

Notes to users of the RPEV facilities:

- (a) Once your application to participate in the 15th AGM is approved, you will be granted the rights to participate in the live stream broadcast of the 15th AGM and to vote remotely. Your login to the Portal on the day of the 15th AGM and clicking "Join Meeting" to join the live stream broadcast will indicate your presence at the 15th AGM.
- (b) If you encounter any issues with your online registration, logging-in or online remote voting at the Portal, please call **+603 9779 1708** during office hours or email to agm@omesti.com for assistance.

APPOINTMENT OF PROXY

1. The 15th AGM will be conducted on a fully virtual basis. If you are unable to participate in the 15th AGM, you may appoint the Chairperson of the 15th AGM as proxy and indicate your voting instructions in the proxy form.
2. A member entitled to participate and vote at the meeting via RPEV is entitled to appoint not more than two (2) proxies to participate and vote in his stead. Where a member appoints more than one (1) proxy, the appointment shall be invalid unless he specifies the proportion of his shareholdings to be represented by each proxy. A proxy need not be a member of the Company.
3. Where a member is an exempt authorised nominee as defined under the Securities Industry (Central Depositories) Act, 1991 which holds 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.
4. Members who wish to appoint proxies/corporate representatives/attorneys to participate in the 15th AGM via RPEV facilities must do so online via the Portal or via submission of original physical proxy form **not later than Tuesday, 1 December 2020 at 11.00 am** in the following manner:
 - (i) By online submission (for individual members only)
Appointment of proxy(ies) can be electronically lodged via the Portal at <https://agm.omesti.com>. Kindly refer to the procedures for '**Appoint a Proxy**' on pages 2 & 3.
 - (ii) In hard copy form
The original proxy form must be deposited at the Company's Registered Office at No. 47-5, The Boulevard, Mid Valley City, Lingkaran Syed Putra, 59200 Kuala Lumpur, Malaysia.
5. **CORPORATE REPRESENTATIVES/ATTORNEYS** : In order to participate in the 15th AGM via RPEV facilities, the following requirements apply and must be completed **not later than Tuesday, 1 December 2020 at 11.00 am** :

Corporate representatives of corporate members	To deposit their original certificate of appointment of corporate representative at the Registered Office of the Company as above
Attorneys appointed by power of attorney	To deposit their original power of attorney or a notarial certified copy of that power at the Registered Office as above

6. Members who have appointed proxies/authorised representatives/attorneys to participate in the 15th AGM via RPEV facilities must ensure that their proxies/authorised representatives/attorneys **register themselves at the Portal not later than Tuesday, 1 December 2020 at 11.00 am**.

POLL VOTING

1. Voting at the 15th AGM will be conducted by poll in accordance with Rule 8.31A of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad. The Company has appointed Red Ape Solutions Sdn Bhd as Poll Administrator to conduct the poll by way of online remote voting. Quantegic Services Sdn Bhd has been appointed as Scrutineers to verify the poll results.
2. Members/proxies may proceed to vote on the resolutions once the 15th AGM starts at 11.00 am on Thursday, 3 December 2020 until the end of the voting session which will be announced by the Chairperson of the meeting.
3. Upon completion of the voting session, the Scrutineers will verify the poll results. The declaration of results will be made by the Chairperson of the meeting.

REVOCAION OF PROXY

If you have submitted your proxy form and subsequently decide to appoint another person or wish to participate in the 15th AGM yourself, please write in to insassec@insas.net to revoke the earlier appointed proxy(ies) forty-eight (48) hours before the 15th AGM i.e. **before 11.00 am on Tuesday, 1 December 2020**. On revocation, your proxy(ies) will not be allowed to participate in the 15th AGM. In such event, you should advise your proxy(ies) accordingly.

RECORD OF DEPOSITORS (ROD) FOR THE 15TH AGM

Only members whose names appear in the **Record of Depositors as at 23 November 2020** shall be entitled to participate and vote remotely at the 15th AGM via RPEV facilities or appoint proxy(ies) to participate and vote on their behalf.

DOOR GIFT/FOOD VOUCHER

There will be no distribution of door gift or food voucher for participating in the 15th AGM.

DIGITAL COPIES OF 15TH AGM DOCUMENTS

1. As part of our commitment to sustainable practices, the following documents of the Company are available for download from the Company's website at <https://www.dgsbgroup.com/annual-reports-general-meetings> :-
 - Annual Report 2020
 - Corporate Governance Report 2020
 - Statement/Circular to Shareholders dated 30 October 2020 in relation to:-
 - Part A - Proposed renewal of authority for the Company to purchase its own shares
 - Part B - Proposed renewal of shareholders' mandate for Recurrent Related Party Transactions of a revenue or trading nature
 - Notice of the 15th AGM
 - Proxy Form
 - Administrative Guide for the 15th AGM
 - Request Form
2. You may request for a printed copy of the Annual Report 2020 and/or the Statement/Circular to Shareholders dated 30 October 2020 by downloading the Request Form and email/fax/post it to:

Company Secretaries

Diversified Gateway Solutions Berhad [Registration No. 200401036851 (675362-P)]

No. 47-5, The Boulevard, Mid Valley City

Lingkaran Syed Putra

59200 Kuala Lumpur Malaysia

Tel : +603 2391 9309

Fax : +603 2282 4688

Email : insassec@insas.net

ENQUIRIES

If you have any enquiry, please contact the following persons during office hours (8.30 am to 5.30 pm) on Mondays to Fridays (except public holidays):-

(i) Enquiries relating to Remote Participation and Electronic Voting facilities

Tel : +603-9779 1708
Email : agm@omesti.com
Contact persons : Adela Hertanto

(ii) Enquiries relating to Annual Report and other documents

Tel : +603-2391 9309
Email : insassecc@insas.net
Contact persons : Ms Venus Lau/ Ms Jane Tan

PERSONAL DATA PRIVACY

By registering for the RPEV and/or submitting the instrument appointing proxy(ies) and/or representative(s), the member of the Company has consented to the use of such data for purposes of processing and administration by the Company (or its agents) in accordance with the Company's privacy policy located at <https://www.dgsbgroup.com/privacy-policy/>; and to comply with any laws, listing rules, regulations and/or guidelines. The member agrees that he/she 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.