



OPENSYS (M) BERHAD

[Registration No.: 199501040614 (369818-W)]
(Incorporated in Malaysia)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT an Extraordinary General Meeting (“EGM”) of OpenSys (M) Berhad (“OpenSys” or “Company”) will be held fully virtual at the Broadcast Venue at Level 26, Tower A, Pinnacle PJ, Jalan Utara C, 46200 Petaling Jaya, Selangor Darul Ehsan on Monday, 28 September 2020 at 3.00 p.m. or any adjournment thereof, for the purpose of considering and if thought fit, passing with or without modifications the following resolution:

ORDINARY RESOLUTION

PROPOSED BONUS ISSUE OF 148,946,009 NEW ORDINARY SHARES IN OPENSYS (“OPENSYS SHARES”) (“BONUS SHARE(S)”) ON THE BASIS OF ONE (1) BONUS SHARE FOR EVERY TWO (2) EXISTING OPENSYS SHARES HELD IN OPENSYS ON AN ENTITLEMENT DATE TO BE DETERMINED LATER (“PROPOSED BONUS ISSUE”)

“THAT, subject to the approvals of all relevant authorities being obtained:

- (a) the Proposed Bonus Issue as set out in the circular to shareholders of the Company dated 10 September 2020 (“Circular”), be and is hereby approved;
- (b) the Board of Directors of the Company (“Board”) be and is hereby empowered and authorized to allot and issue 148,946,009 new OpenSys Shares in the share capital of the Company on the basis of one (1) Bonus Share for every two (2) existing OpenSys Shares held on an entitlement date to be determined later;

THAT, the Bonus Shares shall, upon allotment and issuance, rank equally in all respects with the then existing issued OpenSys Shares, except that, the Bonus Shares will not be entitled to any dividends, rights, allotments and/or other distributions unless such Bonus Shares are issued on or prior to the entitlement date of such dividends, rights, allotments and/or other distributions;

AND THAT, the Board be and is hereby authorized to sign and execute all documents to give 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 imposed by the relevant authorities and to take all steps and do all acts and things in the manner as the Board may consider necessary or expedient in order to implement, finalize and give full effects to the Proposed Bonus Issue.”

By Order of the Board

LIM SECK WAH (MAICSA 0799845)
(SSM PC NO. 202008000054)
KONG MEI KEE (MAICSA 7039391)
(SSM PC NO. 202008002882)
Company Secretaries

Kuala Lumpur
10 September 2020

Notes:

1. The broadcast venue is strictly for the purpose of complying with Section 327(2) of the Companies Act 2016 which requires the Chairman of the Meeting to be at the main venue. **No shareholders/proxies from the public will be physically present at the meeting venue.** Shareholders who wish to participate the EGM will therefore have to register via the link <https://vps.megacorp.com.my/an4kSh>. Kindly refer to the annexure of the Administrative Guide for further information.
2. For the purpose of determining a member who shall be entitled to attend, speak and vote at the meeting, the Company shall be requesting the Record of Depositors as at 18 September 2020. Only a depositor whose name appears on the Record of Depositors as at 18 September 2020 shall be entitled to attend the meeting or appoint proxies to attend, speak and vote on his/her stead.
3. A member entitled to attend, speak and vote at the meeting is entitled to appoint up to two (2) proxies to attend and vote in his/her stead. Where a member appoints two (2) proxies to attend at the same meeting, he/she shall specify the proportions of his/her holdings to be represented by each proxy. All voting will be conducted by way of poll.
4. (i) Where a member is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991, he/she may appoint at least one (1) proxy in respect of each securities account it holds with ordinary shares of the company standing to the credit of the said securities account.
(ii) Where a member of the Company is an exempt authorized 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 authorized nominee may appoint in respect of each omnibus account it holds.
5. If the appointer is a corporation, this form must be executed under its Common Seal or under the hand of its attorney duly authorized.
6. Except for body corporate and nominee accounts, you have the option to register directly at <https://vps.megacorp.com.my/an4kSh> to submit the proxy appointment electronically not later than Saturday, 26 September 2020 at 3.00 p.m. Kindly refer to annexure of the Administrative Guide for further information.
7. All Proxy Form must be deposited at the Registered Office of the Company at Level 15-2, Bangunan Faber Imperial Court, Jalan Sultan Ismail, 50250 Kuala Lumpur or email to EGM-support.OpenSys@megacorp.com.my not less than 48 hours before the time appointed for holding the meeting or any adjournment thereof.

IMPORTANT NOTICE:

You are requested to read and adhere to the Administrative Guide issued which is sent together with this Notice of EGM. Members are also reminded to monitor the Company's website and announcements from time to time for any changes to the EGM arrangements.



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ADMINISTRATIVE GUIDE

Extraordinary General Meeting (“EGM”)

Day & Date : Monday, 28 September 2020
Time : 3.00 p.m.
Broadcast Venue : Level 26, Tower A, Pinnacle PJ, Jalan Utara C, 46200 Petaling Jaya, Selangor Darul Ehsan

MEASURES TO MINIMISE RISKS OF COVID-19 INFECTION

In view of the Coronavirus Disease (COVID-19) pandemic and as part of our safety measures, the Extraordinary General Meeting (“EGM”) of OpenSys (M) Berhad (“OpenSys” or “Company”) will be conducted on a fully virtual basis through remote participation and electronic voting from the Broadcast Venue (“Online EGM”). This is in line with the Guidance Notes on the Conduct of General Meetings for the Listed Issuers issued by the Securities Commission Malaysia on 18 April 2020 and subsequently revised on 14 May 2020 and 11 June 2020.

The Broadcast Venue is strictly for the purpose of complying with Section 327(2) of the Companies Act 2016 which requires the Chairman of the meeting to be present at the main venue of the meeting. Shareholders will not be allowed to physically present at the EGM in person at the Broadcast Venue on the day of the meeting.

DIGITAL BALLOT FORM (“DBF”)

1. No shareholders should be physically present at the Broadcast Venue. Shareholders who wish to participate the EGM will therefore have to do so remotely. Pre-registration of attendance is required via the link <https://vps.megacorp.com.my/an4kSh> and submit all the details requested at least forty-eight hours (48) hours before the time of the EGM. After registration is validated and accepted, shareholders will be sent an email with a link to grant access to the DBF.
2. As a shareholder/proxy, you can register online to participate in the EGM. Kindly follow the steps below to ensure that you are able to obtain your DBF and details to log in to the Webinar session to participate at the EGM online.
3. Shareholders can also appoint proxies or Chairman of the meeting as proxy via online, as in Step 1 above. Please ensure that your details are accurate as any non-compliance may result in you not being able to receive your DBF.
4. Alternatively, you may deposit your duly completed Proxy Form at the Registered Office of the Company at Level 15-2, Bangunan Faber Imperial Court, Jalan Sultan Ismail, 50250 Kuala Lumpur, Wilayah Persekutuan or submit via email at EGM-support.OpenSys@megacorp.com.my not less than forty-eight (48) hours before the time of holding the EGM.
5. For body corporate or nominee accounts, please deposit duly completed Proxy Form at the Registered Office of the Company at Level 15-2, Bangunan Faber Imperial Court, Jalan Sultan Ismail, 50250 Kuala Lumpur, Wilayah Persekutuan or submit via email at EGM-support.OpenSys@megacorp.com.my. Thereafter, the Poll Administrator, Mega Corporate Services Sdn. Bhd. will email a copy of your DBF to you once they have verified your details.
6. Registered shareholders OR proxies would receive 2 emails:
 - a. Webinar session link (to join the virtual meeting)
 - i. Email from **Webinar Master**
 - a. *To join the Virtual Meeting Session*
 - b. DBF - for remote voting purposes.
 - b. Email from EGM-support.OpenSys@megacorp.com.my

POLL VOTING

The voting will be conducted by poll in accordance with Rule 8.31A of ACE Market Listing Requirements of Bursa Malaysia Securities Berhad. The Company has appointed Mega Corporate Services Sdn. Bhd. as Poll Administrator to conduct the poll by way of electronic voting and Cygnus IT Solutions PLT as Scrutineers to verify the poll results.

For the purpose of this EGM, e-voting will be carried out via your digital devices (e.g. Computer/Mobile Phone/Tablets). The DBF itself is self-explanatory. Please read the instructions carefully on the email from **Webinar Master** and EGM-support.OpenSys@megacorp.com.my to familiarize yourself with the steps needed to exercise your rights at the AGM.

Shareholders or Proxies can proceed to vote on the resolutions and submit your votes during the voting period as stipulated on the DBF. Upon completion of the voting session at the EGM, the Scrutineers will verify the poll results after which the Chairman will announce the results of the resolutions.

GENERAL MEETING RECORD OF DEPOSITORS

For the purpose of determining who shall be entitled to attend the EGM, the Company will be requesting Bursa Malaysia Depository Sdn. Bhd. to issue a General Meeting Record of Depositors as at 18 September 2020 and only a depositor whose name appears on such Record of Depositors shall be entitled to attend, participate, speak and vote at the EGM.

NO RECORDING

No recording of the EGM proceedings is allowed without the prior written permission of the Company.

NO REFRESHMENTS AND NO DOOR GIFTS

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

EGM ENQUIRY

For any enquiry prior to the EGM, please contact the Poll Administrator during office hours (Monday to Friday):

Mega Corporate Services Sdn Bhd
Level 15-2, Bangunan Faber Imperial Court
Jalan Sultan Ismail
50250 Kuala Lumpur
Tel No.: +603 - 2692 4271
Email: EGM-support.OpenSys@megacorp.com.my

Person in Charge:

- Alfred John
- Vinoo