



GHL SYSTEMS BERHAD
(Registration No.: 199401007361 (293040-D))
(Incorporated in Malaysia)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT an Extraordinary General Meeting of GHL Systems Berhad (“GHL” or the “Company”), will be held entirely through live streaming from the Broadcast Venue at Level 3A, C-G-15, Block C, Jalan Dataran SD 1, Dataran SD PJU 9, Bandar Sri Damansara, 55200 Kuala Lumpur on Tuesday, 25 May 2021 at 3.30 p.m. or immediately after the conclusion or adjournment (as the case may be) of the Company’s 27th Annual General Meeting, scheduled to be held at the same Broadcast Venue on the same day at 3.00 p.m., whichever is the later, or at any adjournment thereof, for the purpose of considering and, if thought fit, passing with or without modifications, the following resolutions:-

ORDINARY RESOLUTION 1

PROPOSED ESTABLISHMENT OF AN EMPLOYEES’ SHARE SCHEME (“ESS2021”) OF UP TO 8% OF THE TOTAL ISSUED SHARE CAPITAL OF GHL (EXCLUDING TREASURY SHARES, IF ANY) AT ANY POINT IN TIME DURING THE DURATION OF THE ESS2021 FOR ELIGIBLE DIRECTORS AND EMPLOYEES OF GHL AND ITS SUBSIDIARIES (EXCLUDING DORMANT SUBSIDIARIES) (“PROPOSED ESS2021”)

“THAT, subject to the passing of Ordinary Resolution 2 and the approvals from all relevant regulatory authorities and parties being obtained for the Proposed ESS2021, and to the extent permitted by law and the Constitution of the Company, approval and authority be and is hereby given to the Board of Directors of the Company to undertake the following:-

- (i) to establish the ESS2021 for the benefit of the eligible Directors and employees of the Company and its subsidiaries (excluding subsidiaries which are dormant) (“GHL Group”) who meet certain specified criteria of eligibility for participation in the Proposed ESS2021 and to implement and administer the same in accordance with the by-laws of the Proposed ESS2021 (“By-Laws”) which is set out in Appendix I of the circular to shareholders of GHL dated 23 April 2021;
- (ii) to appoint a trustee to facilitate the implementation of the Proposed ESS2021 (“Trustee”);
- (iii) to provide money or other assistance (financial or otherwise), and/or to authorise and/or procure any one or more of the subsidiaries of the Company, to provide money or other assistance (financial or otherwise) from time to time if required to enable the Trustee to subscribe for and/or purchase such number of new or existing ordinary shares in the Company (as adjusted or modified from time to time pursuant to the By-Laws (“GHL Shares”));
- (iv) to allot and issue and/or procure the transfer of GHL Shares from time to time as may be required for the purpose of or in connection with the Proposed ESS2021 to the Trustee, provided that the total number of GHL Shares be allotted and issued and/or transferred pursuant to the granting of GHL Shares (“Awards”) to eligible Directors and employees of GHL Group in relation to the Proposed ESS2021 shall not exceed 8% in aggregate of the total number of issued shares of the Company (excluding treasury shares, if any) at any point in time throughout the duration of the Proposed ESS2021 and such new GHL Shares shall, upon allotment and issuance, carry the same rights as the existing GHL Shares, save and except that the new GHL Shares would not be entitled to dividend, rights, allotments and/or other forms of distribution which may be declared, made or paid to shareholders of GHL, the entitlement date of which is prior to the date of allotment of the new GHL Shares to be issued pursuant to the Awards;
- (v) to set up a committee to implement and administer the Proposed ESS2021 (“ESS Committee”);
- (vi) to make the necessary application to Bursa Malaysia Securities Berhad (“Bursa Securities”) for permission to deal in and for the listing of and quotation for the new GHL Shares (as adjusted or modified from time to time pursuant to the By-Laws) that may hereafter from time to time be allotted and issued pursuant to the Proposed ESS2021;
- (vii) to do all such acts, execute all such documents and to enter into all such transactions, arrangements and agreements, deeds or undertakings and to make such rules and regulations, or to impose such terms and conditions or delegate part of its power as may be necessary or expedient in order to give full effect to the Proposed ESS2021.

AND THAT the By-Laws which is in compliance with the Main Market Listing Requirements of Bursa Securities (“Listing Requirements”), be and is hereby approved and adopted and the Directors of the Company be and are hereby authorised with full power to modify and/or amend the By-Laws from time to time as may be required or deemed necessary in accordance with the provisions of the By-Laws relating to amendments and/or modifications and to assent to any conditions, modifications, revaluations, variations and/or amendments as may be required by any relevant authorities and to deal with all matters relating thereto and to take all such steps and do all acts and things in any manner as they may deem necessary or expedient for the Proposed ESS2021 to be in effect.”

ORDINARY RESOLUTION 2

PROPOSED TERMINATION OF THE COMPANY’S EXISTING EXECUTIVES’ SHARE SCHEME (“ESS2013”) (“PROPOSED TERMINATION OF ESS2013”)

“THAT, subject to the passing of Ordinary Resolution 1 and the approvals from all relevant authorities and parties being obtained, approval and authority be and is hereby given to the Company to terminate its ESS2013 and all its related matters upon implementation of the Proposed ESS2021.

AND THAT the Directors of the Company be and are hereby authorised and empowered to assent to any conditions, modifications, revaluations, variations and/or amendments as may be required by any relevant authorities and to deal with all matters relating thereto and to take all such steps and do all acts and things in any manner as they may deem necessary or expedient to implement, finalise and give full effect to the Proposed Termination of ESS2013.”

ORDINARY RESOLUTION 3

PROPOSED ALLOCATION OF AWARDS TO LOH HIN YAW

“THAT, subject to the passing of Ordinary Resolutions 1 and 2 and the approvals of the relevant authorities and parties being obtained for the Proposed ESS2021, approval be and is hereby given to the Board of Directors of the Company to authorise the ESS Committee, at any time and from time to time throughout the duration of the Proposed ESS2021, to offer and grant to Loh Hin Yaw, the Managing Director of e-pay (M) Sdn Bhd, a wholly-owned subsidiary of GHL (also being a person connected to Loh Wee Hian, the Executive Vice Chairman of GHL), Awards of not more than 10% of the total Awards to be issued under the Proposed ESS2021, subject always to such terms and conditions of the By-Laws and/or any adjustment which may be made in accordance with the provisions of the By-Laws.”

By Order of the Board

TE HOCK WEE (MAICSA 7054787) (SSM PC No. 202008002124)

WONG WAI FOONG (MAICSA 7001358) (SSM PC No. 202008001472)

Company Secretaries

Kuala Lumpur, Malaysia

23 April 2021

Notes:-

1. IMPORTANT NOTICE

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.

Shareholders will not be allowed to attend this Extraordinary General Meeting (“EGM”) in person at the Broadcast Venue on the date of the meeting.

Shareholders are to attend, speak (including posing questions to the Board via real time submission of typed texts) and vote (collectively, “participate”) remotely at this EGM via the Remote Participation and Voting facilities (“RPV”) provided by Tricor Investor & Issuing House Services Sdn. Bhd. (“Tricor”) via its [TIH Online](https://tjih.online) website at <https://tjih.online>.

Please read these Notes carefully and follow the procedures in the Administrative Guide for this EGM in order to participate remotely via RPV.

2. For the purpose of determining who shall be entitled to participate in this EGM via RPV, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd to make available to the Company, a Record of Depositors as at 18 May 2021. Only a member whose name appears on this Record of Depositors shall be entitled to attend this EGM via RPV.
3. A member who is entitled to participate in this EGM via RPV is entitled to appoint a proxy or attorney or in the case of a corporation, to appoint a duly authorised representative to participate in his/her place. A proxy may but need not be a member of the Company.
4. A member of the Company who is entitled to attend and vote at a general meeting of the Company may appoint not more than two (2) proxies to participate instead of the member at this EGM.
5. Where a member of the Company is an authorised nominee as defined in the Securities Industry (Central Depositories) Act 1991 (“Central Depositories Act”), it may appoint not more than two (2) proxies in respect of each securities account it holds in ordinary shares of the Company standing to the credit of the said securities account.
6. Where a member of the Company 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. An exempt authorised nominee refers to an authorised nominee defined under the Central Depositories Act which is exempted from compliance with the provisions of Section 25A(1) of the Central Depositories Act.
7. Where a member appoints more than one (1) proxy, the proportion of shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies.
8. A member who has appointed a proxy or attorney or authorised representative to participate at this EGM via RPV **must request his/her proxy or attorney or authorised representative to register himself/herself for RPV** via TIH Online website at <https://tjih.online>. Procedures for RPV can be found in the Administrative Guide for this EGM.
9. The appointment of a proxy may be made in a hard copy form or by electronic form in the following manner and must be received by the Company not less than forty-eight (48) hours before the time appointed for holding this EGM or adjourned general meeting at which the person named in the appointment proposes to vote:
 - (i) **In hard copy form**
In the case of an appointment made in hard copy form, this proxy form must be deposited with the Company’s Share Registrar at Tricor Investor & Issuing House Services Sdn. Bhd., Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia, or alternatively, the Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia.
 - (ii) **By electronic means via TIH Online**
The proxy form can be electronically lodged with the Share Registrar of the Company via TIH Online at <https://tjih.online>. Kindly refer to the Administrative Guide for this EGM on the procedures for electronic submission of proxy form via TIH Online.
10. Please ensure ALL the particulars as required in the proxy form are completed, signed and dated accordingly.
11. Last date and time for lodging the proxy form is **Sunday, 23 May 2021 at 3.30 p.m.**
12. Any authority pursuant to which such an appointment is made by a power of attorney must be deposited at the Share Registrar of the Company at Tricor Investor & Issuing House Services Sdn. Bhd., Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or alternatively, the Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia not less than forty-eight (48) hours before the time appointed for holding this EGM or adjourned general meeting at which the person named in the appointment proposes to vote. A copy of the power of attorney may be accepted provided that it is certified notariately and/or in accordance with the applicable legal requirements in the relevant jurisdiction in which it is executed.
13. For a corporate member who has appointed an authorised representative, please deposit the **ORIGINAL** certificate of appointment of authorised representative with the Share Registrar of the Company at Tricor Investor & Issuing House Services Sdn. Bhd., Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or alternatively, the Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia. The certificate of appointment of authorised representative should be executed in the following manner:
 - (i) If the corporate member has a common seal, the certificate of appointment of authorised representative should be executed under seal in accordance with the constitution of the corporate member.
 - (ii) If the corporate member does not have a common seal, the certificate of appointment of authorised representative should be affixed with the rubber stamp of the corporate member (if any) and executed by:
 - (a) at least two (2) authorised officers, of whom one shall be a director; or
 - (b) any director and/or authorised officers in accordance with the laws of the country under which the corporate member is incorporated.
14. Pursuant to Paragraph 8.29A(1) of the Listing Requirements of Bursa Securities, the resolution set out in this Notice will be put to vote by poll.



GHL SYSTEMS BERHAD
(Registration No.: 199401007361 (293040-D))
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ADMINISTRATIVE GUIDE FOR THE EXTRAORDINARY GENERAL MEETING

Date : Tuesday, 25 May 2021
Time : 3.30 p.m. or at the conclusion of the Twenty-Seventh Annual General Meeting, whichever is the later, or at any adjournment thereof
Broadcast Venue : Level 3A, C-G-15, Block C, Jalan Dataran SD 1, Dataran SD PJU 9, Bandar Sri Damansara, 52200, Kuala Lumpur

MODE OF MEETING

In view of the COVID-19 outbreak and as part of the safety measures, the Extraordinary General Meeting (“EGM”) will be conducted entirely through live streaming from the Broadcast Venue. This is in line with the Guidance Note on the Conduct of General Meetings for Listed Issuers issued by the Securities Commission Malaysia, including any amendment that may be made from time to time.

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. Shareholders **WILL NOT BE ALLOWED** to attend the EGM in person at the Broadcast Venue on the day of the meeting.

Due to the constant evolving COVID-19 situation in Malaysia, we may be required to change the arrangements of our EGM at short notice. Kindly check the Company’s website or announcements for the latest updates on the status of the EGM. The Company will continue to observe the guidelines issued by the Ministry of Health and will take all relevant precautionary measures as advised.

REMOTE PARTICIPATION AND VOTING FACILITIES (“RPV”)

Shareholders are to attend, speak (including posing questions to the Board via real time submission of typed texts) and vote (collectively, “participate”) remotely at the EGM via RPV provided by Tricor Investor & Issuing House Services Sdn. Bhd. (“Tricor”) via its **TIIH Online** website at <https://tiih.online>.

Shareholders who appoint proxies to participate via RPV in the EGM must ensure that the duly executed proxy forms are deposited in a hard copy form or by electronic means to Tricor no later than **Sunday, 23 May 2021 at 3.30 p.m.**

Corporate representatives of corporate members must deposit their **original** certificate of appointment of corporate representative to Tricor not later than **Sunday, 23 May 2021 at 3.30 p.m.** to participate via RPV in the EGM.

Attorneys appointed by power of attorney are to deposit their power of attorney with Tricor not later than **Sunday, 23 May 2021 at 3.30 p.m.** to participate via RPV in the EGM.

A shareholder who has appointed a proxy or attorney or authorised representative to participate at this EGM via RPV must request his/her proxy or attorney or authorised representative to register himself/herself for RPV at TIIH Online website at <https://tiih.online>

As the EGM is a fully virtual EGM, members who are unable to participate in this EGM may appoint the Chairperson of the meeting as his/her proxy and indicate the voting instructions in the proxy form.
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PROCEDURES FOR RPV

Shareholders/proxies/corporate representatives/attorneys who wish to participate the EGM remotely using the RPV are to follow the requirements and procedures as summarised below:

	Procedure	Action
BEFORE THE EGM DAY		
(a)	Register as a user with TIIH Online website	<ul style="list-style-type: none"> Using your computer, access the website at https://tiih.online. Register as a user under the “e-Services”. Refer to the tutorial guide posted on the homepage for assistance. Registration as a user will be approved within one (1) working day and you will be notified via e-mail. If you are already a user with TIIH Online website, you are not required to register again. You will receive an e-mail to notify you that the remote participation is available for registration at TIIH Online website.
(b)	Submit your registration for RPV	<ul style="list-style-type: none"> Registration is open from 10.00 a.m. Friday, 23 April 2021 until the day of EGM, Tuesday, 25 May 2021. Shareholder(s) or proxy(ies) or corporate representative(s) or attorney(s) are required to pre-register their attendance for the EGM to ascertain their eligibility to participate in the EGM using the RPV. Login with your user ID and password and select the corporate event: “(REGISTRATION) GHL EGM 2021”. Read and agree to the Terms & Conditions and confirm the Declaration. Select “Register for Remote Participation and Voting”. Review your registration and proceed to register. System will send an e-mail to notify that your registration for remote participation is received and will be verified. After verification of your registration against the General Meeting Record of Depositors as at 18 May 2021, the system will send you an e-mail after 23 May 2021 to approve or reject your registration for remote participation.
ON THE DAY OF THE EGM (25 MAY 2021)		
(c)	Login to TIIH Online website	<ul style="list-style-type: none"> Login with your user ID and password for remote participation at the EGM at any time from 3.00 p.m. i.e. 30 minutes before the commencement of the EGM on Tuesday, 25 May 2021 at 3.30 p.m.
(d)	Participate through Live Streaming	<ul style="list-style-type: none"> Select the corporate event: “(LIVE STREAM MEETING) GHL EGM 2021” to engage in the proceedings of the EGM remotely. If you have any question for the Chairperson/ Board, you may use the query box to transmit your question. The Chairperson/ Board will endeavor to respond to questions submitted by remote participants during the EGM. If there is time constraint, the responses will be e-mailed to you at the earliest possible, after the meeting.
(e)	Online Remote Voting	<ul style="list-style-type: none"> Voting session commences from 3.30 p.m. or immediately after the conclusion of the Twenty-Seventh Annual General Meeting on Tuesday, 25 May 2021 until a time when the Chairperson announces the completion of the voting session of the EGM. Select the corporate event: “(REMOTE VOTING) GHL EGM”

		<p>2021”.</p> <ul style="list-style-type: none"> • Read and agree to the Terms & Conditions and confirm the Declaration. • Select the CDS account that represents your shareholdings. • Indicate your votes for the resolutions that are tabled for voting. • Confirm and submit your votes.
(f)	End of remote participation	<ul style="list-style-type: none"> • Upon the announcement by the Chairperson on the closure of the EGM, the live streaming will end.

Note to users of the RPV facilities:

1. Should your registration for RPV be approved, we will make available to you the rights to join the live stream meeting and to vote remotely. Your login to TIIH Online website on the day of meeting will indicate your presence at the virtual meeting.
2. 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. In the event you encounter any issues with logging-in, connection to the live stream meeting or online voting on the meeting day, kindly call Tricor Help Line at 011-40805616 / 011-40803168 / 011-40803169 / 011-40803170 for assistance or e-mail to tiih.online@my.tricorglobal.com for assistance.

GENERAL MEETING RECORD OF DEPOSITORS (“ROD”)

Only a depositor whose name appears on the ROD as at **18 May 2021** shall be entitled to attend, speak and vote at the EGM or appoint proxies to attend and/or vote on his/her behalf.

APPOINTMENT OF PROXY

The EGM will be conducted via virtual meeting. If you are unable to attend the meetings via RPV on 25 May 2021, you may appoint the Chairperson of the meeting as proxy and indicate the voting instructions in the Proxy Form.

You may submit your proxy form to Tricor at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur or its Customer Service Counter at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, not less than forty-eight (48) hours before the time appointed for holding the EGM or any adjournment thereof, otherwise the proxy form shall not be treated as valid.

You may also submit the proxy form electronically via **TIIH Online** website at <https://tiih.online> no later than Sunday, 23 May 2021 at 3.30 p.m. Please do read and follow the procedures below to submit proxy form electronically.

PROCEDURE FOR ELECTRONIC LODGEMENT OF PROXY FORM

The procedures to submit your proxy form electronically via Tricor’s **TIIH Online** website are summarised below:

	Procedure	Action
	Steps for individual shareholders	
a	Register as a User with TIIH Online website	<ul style="list-style-type: none"> • Using your computer, please access the website at https://tiih.online. Register as a user under the “e-Services”. Please do refer to the tutorial guide posted on the homepage for assistance. • If you are already a user with TIIH Online website, you are not required to register again.
b	Proceed with submission of Proxy Form	<ul style="list-style-type: none"> • After the release of the Notice of Meeting by the Company, login with your user name (i.e. email address) and password. • Select the corporate event: “GHL EGM 2021 - Submission of Proxy Form”.

		<ul style="list-style-type: none"> • Read and agree to the Terms & Conditions and confirm the Declaration. • Insert your CDS account number and indicate the number of shares for your proxy(s) to vote on your behalf. • Appoint your proxy(s) and insert the required details of your proxy(s) or appoint Chairperson as your proxy. • Indicate your voting instructions – FOR or AGAINST, otherwise your proxy will decide your vote. • Review and confirm your proxy(s) appointment. • Print proxy form for your record.
Steps for corporation or institutional shareholders		
a	Register as a User with TIIH Online website	<ul style="list-style-type: none"> • Access TIIH Online website at https://tiih.online. • Under e-Services, the authorised or nominated representative of the corporation or institutional shareholder selects “Create Account by Representative of Corporate Holder”. • Complete the registration form and upload the required documents. • Registration will be verified, and you will be notified by email within one (1) to two (2) working days. • Proceed to activate your account with the temporary password given in the email and re-set your own password. <p>Note: The representative of a corporation or institutional shareholder must register as a user in accordance with the above steps before he/she can subscribe to this corporate holder electronic proxy submission. Please contact our Share Registrar if you need clarifications on the user registration.</p>
b	Proceed with submission of Proxy Form	<ul style="list-style-type: none"> • Login to TIIH Online website at https://tiih.online. • Select the corporate event: “GHL EGM 2021: Submission of Proxy Form”. • Agree to the Terms & Conditions and Declaration. • Proceed to download the file format for “Submission of Proxy Form” in accordance with the Guidance Note set therein. • Prepare the file for the appointment of proxies by inserting the required data. • Submit the proxy appointment file. • Login to TIIH Online website, select corporate exercise name: “GHL EGM 2021: Submission of Proxy Form”. • Proceed to upload the duly completed proxy appointment file. • Select “Submit” to complete your submission. • Print the confirmation report of your submission for your record.

POLL VOTING

The voting at the EGM will be conducted by poll in accordance with Paragraph 8.29A of Main Market Listing Requirements of Bursa Malaysia Securities Berhad. The Company has appointed Tricor as Poll Administrator to conduct the poll by way of electronic voting (e-voting).

Shareholders/proxies/corporate representatives/attorneys can proceed to vote on the resolutions at any time from the commencement of the EGM at 3.30 p.m. or immediately after the conclusion of the Twenty-Seventh Annual General Meeting on 25 May 2021 but before the end of the voting session which will be announced by the Chairperson of the meeting. Kindly refer to item (e) of the above Procedures for RPV for guidance on how to vote remotely from TIIH Online website at <https://tiih.online>.

Upon completion of the voting session for the EGM, the Scrutineers will verify the poll results followed by the Chairperson’s declaration whether the resolutions are duly passed.

PRE-MEETING SUBMISSION OF QUESTION TO THE BOARD OF DIRECTORS

Shareholders may submit questions for the Board in advance of the EGM via Tricor's TIH Online website at <https://tiah.online> by selecting "e-Services" to login, pose questions and submit electronically no later than **Sunday, 23 May 2021 at 3.30 p.m.** The Board will endeavor to answer the questions received at the EGM.

DOOR GIFT/FOOD VOUCHER

There will be **NO distribution** of door gifts or food vouchers for the EGM since the meeting is being conducted on a fully virtual basis.

GHL Systems Berhad would like to thank all its shareholders for their kind co-operation and understanding in these challenging times.

NO RECORDING OR PHOTOGRAPHY

Unauthorised recording and photography are strictly prohibited at the EGM of the Company.

ENQUIRY

If you have any enquiries on the above, please contact the following persons during office hours on Mondays to Fridays from 9.00 a.m. to 5.30 p.m. (except on public holidays):

Tricor Investor & Issuing House Services Sdn. Bhd.

General Line :+603-2783 9299

Fax Number :+603-2783 9222

Email :is.enquiry@my.tricorglobal.com

Contact persons :Pn. Azizah Kadir : +603-2783 9260 / Email: Azizah@my.tricorglobal.com

:Ms Christine Cheng : +603-2783 9265 / Email:

Christine.Cheng@my.tricorglobal.com