

NOTICE OF THE 21ST ANNUAL GENERAL MEETING OF DUOPHARMA BIOTECH BERHAD

(Incorporated in Malaysia)

[Registration No. 200001021664 (524271-W)]



NOTICE IS HEREBY GIVEN that the Twenty-First (21st) Annual General Meeting ("AGM") of Duopharma Biotech Berhad ("Duopharma Biotech" or the "Company") will be held entirely through live streaming from the broadcast venue at the **Meeting Rooms 403 & 404, Level 4, Kuala Lumpur Convention Centre, Kuala Lumpur City Centre, 50088 Kuala Lumpur, Malaysia** (the "Broadcast Venue") and **via the TIIH Online website** at <https://tiah.online> on **Tuesday, 21 June 2022 at 9.00 a.m.** for the following purposes:-

AGENDA

As Ordinary Business

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| 1. | To receive the Audited Financial Statements for the financial year ended 31 December 2021 and the Reports of the Directors and Auditors thereon. | |
| 2. | To re-elect the following Directors who retire in accordance with Article 100 of the Company's Constitution and who, being eligible, offer themselves for re-election:- | |
| | i. Encik Razalee Bin Amin | Ordinary Resolution 1 |
| | ii. Dato' Eisah Binti A. Rahman | Ordinary Resolution 2 |
| | iii. Dato' Dr. Zaki Morad Bin Mohamad Zaher | Ordinary Resolution 3 |
| 3. | To re-elect Puan Amizar Binti Mizuar who was appointed as a Director after the 20 th AGM and retires in accordance with Article 106 of the Company's Constitution and who, being eligible, offers herself for re-election. | Ordinary Resolution 4 |
| 4. | To approve the payment of the proposed total Directors' fees amounting to RM1,270,000 for the period commencing 22 June 2022 until the conclusion of the next Annual General Meeting of the Company, and further, to authorise the Directors to divide the remuneration among them in such proportions and manner as the Directors may determine. | Ordinary Resolution 5 |
| 5. | To approve the payment of the proposed total Directors' Remuneration (other than Directors' Fees) up to an amount of RM646,000 for the period from 22 June 2022 until the conclusion of the next AGM of the Company. | Ordinary Resolution 6 |
| 6. | To re-appoint Messrs. KPMG PLT as Auditors of the Company and to authorise the Directors to fix their remuneration. | Ordinary Resolution 7 |

AS SPECIAL BUSINESS

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| 7. | To consider and, if thought fit, to pass the following Ordinary Resolution:- | Ordinary Resolution 8 |
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ISSUANCE OF NEW DUOPHARMA BIOTECH SHARES PURSUANT TO THE DIVIDEND REINVESTMENT PLAN THAT PROVIDES THE SHAREHOLDERS OF THE COMPANY WITH THE OPTION TO ELECT TO REINVEST THEIR DIVIDEND IN NEW DUOPHARMA BIOTECH SHARES ("DIVIDEND REINVESTMENT PLAN")

“THAT pursuant to the Dividend Reinvestment Plan as approved by the Shareholders at the Extraordinary General Meeting of the Company held on 31 May 2018, and subject to the approvals of all relevant regulatory authorities or parties being obtained, where required, approval be and is hereby given to the Board of Directors of Duopharma Biotech (“Board”) to allot and issue such number of new Duopharma Biotech Shares from time to time as may be required to be allotted and issued pursuant to the Dividend Reinvestment Plan until the conclusion of the Company’s next annual general meeting, upon terms and conditions and to such persons as the Board may, at its absolute discretion, deem fit and in the best interest of the Company;

THAT the issue price of the said new Duopharma Biotech Shares, which will be determined and fixed by the Board on the price-fixing date to be determined, shall not be more than ten percent (10%) discount to the 5-day volume weighted average market price (“VWAMP”) of Duopharma Biotech Shares immediately preceding the price-fixing date, of which the VWAMP shall be adjusted ex-dividend before applying the aforementioned discount in fixing the issue price at the material time;

AND THAT the Board be and is hereby authorised to do all such acts and enter into all such transactions, arrangements, deeds and undertakings and to execute, sign and deliver for and on behalf of the Company, all such documents and impose such terms and conditions or delegate all or any part of its powers as may be necessary or expedient in order to implement, finalise and give full effect to the issuance of New Duopharma Biotech Shares pursuant to the Dividend Reinvestment Plan, with full power to assent to any conditions, variations, modifications and/or amendments in any manner, including amendments, modifications, suspension and termination of the Dividend Reinvestment Plan, as the Board may, in its absolute discretion, deem fit and in the best interest of the Company and/or as may be required or permitted by any relevant authorities and to deal with all matters relating thereto.”

8. To transact any other business of which due notice shall have been received.

By Order of the Board

IBRAHIM HUSSIN SALLEH

License No. : LS 0009121
SSM Practising Certificate No. : 201908001032
Company Secretary

Kuala Lumpur

Date: 28 April 2022

NOTES:

1. As part of the initiatives to curb the spread of Coronavirus Disease 2019 (“COVID-19”), the 21st AGM will be conducted as a virtual meeting with online remote voting via Remote Participation and Voting facilities (“RPV”) provided by Tricor Investor & Issuing House Services Sdn Bhd via its TIIH Online website at <https://tiih.online>. Please follow the procedures provided in the Administrative Guide for the 21st AGM which is available on the Company’s website at <https://duopharmabiotech.com/notice-of-annual-general-meeting/> in order to register, participate and vote remotely via the RPV facilities.
2. The Broadcast Venue of the 21st AGM 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 member or proxy from the public will be physically present at the Broadcast Venue.

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NOTES:

3. All Resolutions in the Notice of AGM are to be conducted by poll voting as per Paragraph 8.29A(1) of the Main Market Listing Requirements issued by Bursa Malaysia Securities Berhad. Poll Administrator and Independent Scrutineers will be appointed to conduct the polling/e-polling process and verify the results of the poll respectively.
4. A member who is entitled to attend, speak (including posing questions to the Company via real time submission of typed text) and vote (collectively, "participate") remotely at the Meeting is entitled to appoint not more than two (2) proxies to attend and vote instead of him/ her. A proxy may but need not be a member of the Company. In the case of a corporation, the corporation may appoint a duly authorised representative to participate in the Meeting on behalf of that corporation.
5. Where a member of the Company appoints two (2) proxies, the appointments shall be invalid unless the member specifies the proportion of his / her shareholdings to be represented by each proxy.
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.
7. An exempt authorised nominee refers to an authorised nominee defined under the Securities Industry (Central Depositories) Act 1991 ("SICDA") which is exempted from compliance with the provisions of subsection 25A(1) of SICDA.
8. A member who has appointed a proxy or authorised representative (as the case may be) to participate at this 21st AGM of the Company via RPV must instruct his/her proxy or authorised representative (as the case may be) to register himself/herself for RPV via **TIIH Online** website at <https://tiih.online>. The proxy or authorised representative (as the case may be) must register at **TIIH Online** website in order to participate in the Meeting via RPV. **Please follow the Procedures for RPV in the Administrative Guide issued by the Company for the 21st AGM of the Company.**
9. The instrument appointing a proxy shall be in writing under the hand of the appointer or his/her attorney duly authorised in writing or, if the appointer is a corporation, either under its common seal, or under the hand of two (2) authorised officers, one of whom shall be a director or of its attorney duly authorised in writing.

10. The instrument appointing a proxy(ies) may be made in a hardcopy form or by electronic means as follows:-

- a. In Hardcopy Form

The Form of Proxy or the Power of Attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority, must be deposited at the Company's Share Registrar, 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.

- b. By Tricor Online System ("TIIH Online")

The Form of Proxy can be electronically lodged with the Company's Share Registrar via TIIH Online. Kindly refer to the Administrative Guide on the procedures for electronic lodgement of proxy form via TIIH Online.

All proxy forms (whether submitted in hardcopy form or by TIIH Online) must be received by the Company's Share Registrar not less than twenty-four (24) hours before the time appointed for taking of the poll as per Section 334(3) of the Companies Act, 2016.

11. Only depositors whose names appear in the Record of Depositors as at 14 June 2022 shall be regarded as members and entitled to attend and vote at the meeting.

Explanatory Notes on Ordinary Business

Audited Financial Statements for financial year ended 31 December 2021 and the Reports of the Directors and the Auditors thereon

The Audited Financial Statements for financial year ended 31 December 2021 and the Reports of the Directors and the Auditors thereon are set out on pages 110 to 187 of the Company's Annual Report 2021.

The Annual Report 2021 is available at <https://duopharmabiotech.com/investor-relations/annual-report/>.

The audited financial statements are laid in accordance with Section 340(1)(a) of the Companies Act 2016 and Article 57 of the Company's Constitution for discussion only under Agenda 1. They do not require shareholders' approval and hence, will not be put for voting.

Ordinary Resolutions 1, 2, 3 and 4 – Approval for the re-election of the Directors who retire in accordance with Articles 100 and 106 of the Company's Constitution

Article 100 of the Company's Constitution provides that at each AGM of the Company, one-third (1/3) of the Directors for the time being, or if their number is not a multiple of three (3), the number nearest to one-third (1/3), shall retire from office at the conclusion of the meeting and that each Director so retiring from office shall be eligible for re-election. Hence, three (3) Directors will be retiring in accordance with Article 100 of the Constitution.

Puan Amizar Binti Mizuar was appointed as Non-Independent Non-Executive Director of the Company on 9 July 2021 and will retire pursuant to Article 106 of the Constitution. Article 106 of the Constitution provides that any Director appointed to fill a casual vacancy or as an additional Director shall hold office only until the next AGM and shall then be eligible for re-election, but shall not be taken into account in determining the number of Directors who are to retire by rotation at such meeting.

For the purpose of determining the eligibility of the Directors to stand for re-election at the 21st AGM, the Nomination and Remuneration Committee ("NRC") had assessed each of the retiring Directors, and considered, among others, the following:-

- the Director's performance and contribution based on the Self and Peer Assessment ("SPA") results of the Board Effectiveness Evaluation for financial year ended 31 December 2021 ("BEE 2021") (other than Puan Amizar who was excluded from BEE 2021 as she had at the material time just been appointed as a Director;
- the application of the fit and proper criteria set out in the Fit and Proper Policy for Directors and Senior Management of the Company ("Fit & Proper Policy") that was adopted by the Board of Directors (the "Board") in January 2022; and
- the Diversity Policy for Directors and Senior Management of the Company that was adopted by the Board in December 2021.

Based on the said assessment, the NRC had recommended that the four (4) Directors who retire in accordance with Articles 100 and 106 of the Company's Constitution were eligible to stand for re-election. The Board had approved the NRC's assessment and recommendation that the Directors who retire in accordance with Articles 100 and 106 of the Company's Constitution are eligible

to stand for re-election. Among the reasons for the Board's recommendation for re-election of the aforesaid Directors are as follows:-

- the recommendation for re-election were based on objective criteria and merit, namely all the said Directors have met the following fit and proper criteria under the Fit & Proper Policy–
 - character and integrity (encompassing the qualities of probity, personal integrity, financial integrity and reputation);
 - experience and competence (encompassing qualifications, training and skills; and relevant past performance or track record); and
 - time and commitment (encompassing ability to discharge role having regard to other commitments, and participation and contribution in the Board);
- the overall high score recorded for each of the said Directors (other than Puan Amizar who was excluded from the BEE 2021 as she had just been appointed) showed that they had performed well in terms of their respective contribution and performance as well as in terms of their calibre and personality. Puan Amizar was assessed by the NRC and the Board in accordance with the aforesaid fit and proper criteria under the Fit & Proper Policy;
- based on the Independent Directors' self-assessment under the BEE 2021, each of the Independent Non-Executive Directors seeking re-election had declared their independence; and
- the tenure of service of each of them calculated until the date of the 21st AGM does not exceed a cumulative term of nine (9) years in a consecutive service nor cumulative service of nine (9) years with interval as prescribed in the Company's Board Charter.

All these retiring Directors had abstained from deliberations and decisions on their own eligibility to stand for re-election at the relevant NRC and Board meetings.

The details of the four (4) Directors of the Company seeking re-election are set out in their respective profiles which appear in the Directors' Profiles on pages 37, 39, 42 and 43 of the Company's Annual Report 2021, as well as in the Statement Accompanying Notice of 21st AGM. The details of their interest in the securities of the Company are set out in their respective profiles as well as the Analysis of Shareholdings on page 190 of the Company's Annual Report 2021.

Any of the Directors that is seeking re-election and who is a shareholder of the Company will abstain from voting on the resolution in respect of his/her re-election.

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Ordinary Resolution 5 – Approval for the proposed payment of Total Directors' Fees for the period commencing from 22 June 2022 until the conclusion of the next AGM of the Company

Pursuant to Section 230(1) of the Companies Act 2016, the fees of the directors and any benefits payable to directors shall be approved at a general meeting. Pursuant to Paragraph 7.24 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, the fees of directors, and any benefits payable to directors shall be subject to annual shareholders' approval at a general meeting.

The Company had at the 20th AGM of the Company held on 28 May 2021 obtained the shareholders' approval for the revision of the Directors' Fees payable to the Directors entitled to receive the Directors' Fees with effect from 29 May 2021 to as follows and in such proportions and manner as the Directors may determine:

Directors' Fees

Chairman of the Board	RM125,000 per annum
Member of the Board (other than Foreign Director)	RM100,000 per annum
Foreign Director	the amount in United States Dollars equivalent to RM100,000 per annum

Board Committee Fees

Chairman of the Board Committee	RM10,000 per annum
Member of the Board Committee (including where member is a Foreign Director)	RM8,000 per annum

The shareholders also resolved that the amount of the Directors' Fees that was revised as aforesaid shall continue to be in force until varied by resolution passed by the shareholders in a general meeting.

The shareholders had at the 20th AGM of the Company also approved the payment of total Directors' Fees amounting to RM1,195,000 for the period commencing 29 May 2021 until the conclusion of the next AGM of the Company on 21 June 2022. The total Directors Fees incurred were as follows:-

Approved at last AGM (from 29 May 2021 until conclusion of 21 st AGM)	Actual (from 29 May 2021 until 31 March 2022)	Forecasted (from 29 May 2021 until conclusion of 21 st AGM)
RM1,195,000	RM839,742	RM1,140,000

With respect to the proposed total Directors' Fees for the period commencing from 22 June 2022 until the conclusion of the next AGM of the Company in 2023, assuming that (a) one (1) additional director is added to the Board; (b) the number of Board Committees remain the same; (c) that each of the existing Board Committees other than the Medical Advisory Committee ("MAC") comprises four (4) members; and (d) the MAC comprises not more than seven (7) members, the amount is estimated to be approximately RM1,270,000. This resolution, if passed, will facilitate the payment of directors' fees on current financial year basis until the conclusion of the next AGM in 2023.

Any Non-Executive Director who is a shareholder of the Company will abstain from voting on Ordinary Resolution 5 in respect of the proposed payment of Directors' Fees.

Note: The Group Managing Director does not receive any Directors' Fees other than those specified in his service contract.

Ordinary Resolution 6 – Approval for the proposed payment of Total Directors’ Remuneration (other than Directors’ Fees) for the period commencing from 22 June 2022 until the conclusion of the next AGM of the Company

The Remuneration Policy and Procedures for the Board of Directors and Senior Management includes the payment of Meeting Allowances for meetings of the Board and Board Committees as well as other benefits comprising business travel and lodging, medical coverage, directors’ training and other claimable benefits.

Note: The Group Managing Director does not receive any Directors’ Remuneration other than those specified in his service contract.

The Company had in 2018 obtained the shareholders’ approval to increase the Directors’ Meeting Allowances payable to the Directors entitled to receive the Directors’ Meeting Allowances with effect from 1 January 2018 to as follows and in such manner as the Directors may determine:

For Meetings of the Board of Directors

Chairman of the Board	RM1,300 per meeting
Member of the Board (including where member is a Foreign Director)	RM1,000 per meeting

For Meetings of the Board Committees

Chairman of the Board Committee	RM1,200 per meeting
Member of the Board Committee (including where member is a Foreign Director)	RM1,000 per meeting

The shareholders also resolved that the amount of the Directors’ Meeting Allowances that was increased as aforesaid shall continue to be in force until varied by resolution passed by the shareholders in a general meeting. Although revision of Directors’ Fees was proposed and approved by the shareholders at the 20th AGM of the Company held on 28 May 2021, there was no change to the Directors’ Meeting Allowances.

The shareholders had at the 20th AGM of the Company approved the payment of total Directors’ Remuneration (other than Directors’ Fees) up to an amount of RM646,000 for the period commencing 29 May 2021 until the conclusion of the next AGM of the Company on 21 June 2022. The total Directors Remuneration (other than Directors’ Fees) incurred were as follows:-

Approved at last AGM (from 29 May 2021 until conclusion of 21 st AGM)	Actual (from 29 May 2021 until 31 March 2022)	Forecasted (from 29 May 2021 until conclusion of 21 st AGM)
RM646,000	RM238,000	RM315,000

In determining the estimated total amount of remuneration (other than Directors’ Fees) for the Directors of the Company, the Board considered various factors including the potential increase in the number of directors on the Board, the number of scheduled meetings for the Board and Board Committees, potential additional unscheduled meetings, and the number of Directors involved in these meetings. The number of Board and Board Committee meetings are determined based on the strategy, plans and operational requirements of the Duopharma Biotech Group.

With respect to the proposed Total Directors’ Remuneration (other than Directors’ Fees) for the period commencing from 22 June 2022 until the date of the next AGM of the Company in 2023 (the “Relevant Period”), the amount is estimated to be approximately RM646,000. In the event that the Directors’ Remuneration (other than Directors’ Fees) proposed is insufficient (e.g. due to more meetings or enlarged board size etc.), approval will be sought at the next AGM for the additional remuneration to meet the shortfall.

Ordinary Resolution 6, if passed, will be made by the Company on a monthly basis and/or as and when incurred. The Board is of the view that it is fair and equitable for the Directors to be paid the Directors’ Remuneration (other than Directors’ Fees) on a monthly basis and/or as and when incurred particularly after they have discharged their responsibilities and rendered their services to the Company throughout the Relevant Period.

Any Non-Executive Director who is a shareholder of the Company will abstain from voting on Ordinary Resolution 6 in respect of the proposed payment of Directors’ Remuneration (other than Directors’ Fees).

Ordinary Resolution 7 – Approval for the re-appointment of Messrs. KPMG PLT as Auditors of the Company

The Audit and Integrity Committee (“AIC”) has undertaken a formal and objective annual evaluation to determine the suitability of re-appointment of the external auditors, KPMG PLT, in accordance with the Company’s Policy on External Auditors. In its assessment, the AIC considered several factors which include the following:

- (a) quality of performance and level of engagement with the AIC;
- (b) ability to provide effective recommendations in addressing weaknesses observed during audits,
- (c) particularly on internal controls relevant to financial reporting process; independence of the external auditors and the level of non-audit services rendered by the external auditors; and
- (d) the external auditors’ governance and leadership structure as well as measures taken by the external auditors to uphold audit quality and manage risks, as set out in KPMG PLT’s Audit Transparency Report.

Private sessions without the presence of the Management were also held in 2021 between the AIC and KPMG PLT to allow the AIC to ask questions on matters that might not have been specifically addressed in the formal part of the audit committee meeting and allows the lead audit engagement partner to provide his review to the AIC.

The AIC had at its meeting held on 8 March 2022 reviewed the outcome of the evaluation results and was satisfied with the suitability of KPMG PLT for the audit services provided to the Group.

The Board had at its meeting held on 15 March 2022 approved the AIC’s recommendation for the shareholders’ approval to be sought at the 21st AGM on the re-appointment of KPMG PLT as the external auditors of the Company for the financial year ending 31 December 2022.

Explanatory Notes on Special Business

Ordinary Resolution 8 – Approval for the issuance of new Duopharma Biotech Shares pursuant to the Dividend Reinvestment Plan that provides the shareholders of the Company with the option to elect to reinvest their dividend in new Duopharma Biotech Shares (“Dividend Reinvestment Plan”)

The Dividend Reinvestment Plan had been approved by the shareholders at the Extraordinary General Meeting of the Company held on 31 May 2018. Details on the Dividend Reinvestment Plan, including the Dividend Reinvestment Plan Statement, were set out in the Circular to Shareholders in relation to the Proposed Bonus Issue and the Proposed Establishment of the Dividend Reinvestment Plan dated 30 April 2018.

This proposed Ordinary Resolution 8, if passed, will give authority to the Board to allot and issue Duopharma Biotech Shares pursuant to the Dividend Reinvestment Plan in respect of dividends declared by the Board from time to time, and such authority shall expire at the conclusion of the next annual general meeting of the Company.

STATEMENT ACCOMPANYING NOTICE OF 21ST ANNUAL GENERAL MEETING

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(Pursuant to Paragraph 8.27(2) of Bursa Malaysia Securities Berhad Main Market Listing Requirements)

The profiles of the Directors who are standing for re-election as per Agenda 2 and 3 of the Notice of 21st AGM are as follows:-

Description	Ordinary Resolution 1
Name	Encik Razalee Bin Amin
Nationality/Age/Gender	Malaysian / 68 / Male
Date of Appointment	1 June 2016
Length of Service	5 years 9 months
Number of Board meetings attended in 2021	17/17
Date of last Re-election	31 May 2019
Qualification(s)	<ul style="list-style-type: none"> • Bachelor of Economics (Hons) in Accounting, University of Malaya, Malaysia • Postgraduate Diploma in Accounting, University of Malaya, Malaysia • Chartered Accountant, Malaysian Institute of Accountants • Certified Public Accountant, Malaysian Institute of Certified Public Accountants • Certified Financial Planner, Financial Planning Association of Malaysia
Directorship(s) of Other Public Companies/Listed Issuers	<ul style="list-style-type: none"> • Velesto Energy Berhad • UMW Holdings Berhad • Heitech Padu Berhad
Working Experience and Occupation	<p>Encik Razalee is a licenced auditor and an approved liquidator, who has more than 44 years' experience in various management positions and directorships in public listed companies with areas of expertise in audit, corporate recovery, finance, banking and investment acquisition. He started his career at Messrs. Hanafiah Raslan & Mohamad, a Chartered Accountants firm. In 1983, he joined Sateras Resources (Malaysia) Berhad as a Group Financial Controller before being appointed as the Senior Vice President of the Investment and Acquisition Division at MBF Finance Berhad in 1987. He subsequently served Damansara Realty Berhad as its Senior General Manager from 1994 until 1996, when he set up his own Chartered Accountants firm, Razalee & Co., where he is presently the Managing Partner.</p> <p>Encik Razalee is a Fellow member of the Institute of Corporate Directors Malaysia (ICDM).</p>

Encik Razalee Bin Amin does not hold any shares in Duopharma Biotech and its subsidiaries, has no family relationship with any Director and/or major shareholder of Duopharma Biotech, has no conflict of interest with Duopharma Biotech and has not been convicted of any offence within the past five years and has not been imposed any public sanction or penalty by the relevant regulatory bodies during the financial year 2021.

STATEMENT ACCOMPANYING NOTICE OF 21ST ANNUAL GENERAL MEETING

(Pursuant to Paragraph 8.27(2) of Bursa Malaysia Securities Berhad Main Market Listing Requirements)

Description	Ordinary Resolution 2
Name	Dato' Eisah Binti A. Rahman
Nationality/Age/Gender	Malaysian / 66 / Female
Date of Appointment	16 November 2016
Length of Service	5 years 4 months
Number of Board meetings attended in 2021	17/17
Date of last Re-election	31 May 2019
Qualification(s)	<ul style="list-style-type: none"> • Master of Science in Pharmaceutical Analysis, University of Manchester, United Kingdom • Bachelor of Pharmacy, Curtin University of Technology, Western Australia, Australia • Postgraduate Diploma in Medical Microbiology, Institute for Medical Research, Kuala Lumpur, Malaysia
Directorship(s) of Other Public Companies/Listed Issuers	None
Working Experience and Occupation	<p>Dato' Eisah has been a key figure in the development of the pharmacy and pharmaceutical sectors in Malaysia, having served the Ministry of Health for more than 35 years. Her career in the Ministry began in 1979 as a pharmacist, unfolding as she went on to hold key positions that included heading the Pharmaceutical Microbiology Lab and GMP and Licensing Section, being Deputy Director of the Centre for Product Registration and, eventually, Director of the National Pharmaceutical Control Bureau ("NPCB"), now known as the National Pharmaceutical Regulatory Agency (NPRA). In 2007, she was made Director of Pharmacy Enforcement and was promoted to Senior Director of Pharmaceutical Services in 2008, taking charge of the entire pharmacy programme in Malaysia. Since 2008, she has also served as Registrar of the Pharmacy Board of Malaysia. Dato' Eisah has been involved in various high-level national committees such as the Ministry of Health's Steering Committee for National Medicines Policy. She has also contributed to international policymaking in her capacity as an advisor in the areas of regulations and pharmaceutical quality assurance, and through sharing her expertise on regulatory matters at healthcare related conferences.</p> <p>She was involved in the ASEAN harmonisation initiatives for pharmaceuticals, medical devices, cosmetics, traditional medicines and health supplements. As Chair of the Pharmaceutical Product Working Group of the ASEAN Consultative Committee for Standards and Quality (ACCSQ), she was instrumental in the implementation of the ASEAN Common Technical Dossier and the ASEAN Technical Guidelines. Under her leadership, NPCB was accepted as a member of the Pharmaceutical Inspection Co-operation Scheme (PIC/S) in 2002, and designated a Non-OECD Member Adhering to the OECD Mutual Acceptance Data (OECD-MAD) System effective March 2013. Also, under her helm, the Pharmaceutical Services Division received the Global Anti-Counterfeiting Award 2013 and the Special Innovation Award 2013 for initiatives to combat counterfeit medicines.</p> <p>Dato' Eisah is a member of the Institute of Corporate Directors Malaysia (ICDM) and a Patron/ Adviser to ISPE Malaysia Affiliate.</p>

Dato' Eisah Binti A. Rahman does not hold any shares in Duopharma Biotech and its subsidiaries, has no family relationship with any Director and/or major shareholder of Duopharma Biotech, has no conflict of interest with Duopharma Biotech and has not been convicted of any offence within the past five years and has not been imposed any public sanction or penalty by the relevant regulatory bodies during the financial year 2021.

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(Pursuant to Paragraph 8.27(2) of Bursa Malaysia Securities Berhad Main Market Listing Requirements)

Description	Ordinary Resolution 3
Name	Dato' Dr. Zaki Morad Bin Mohamad Zaher
Nationality/Age/Gender	Malaysian / 71 / Male
Date of Appointment	6 September 2019
Length of Service	2 years 6 months
Number of Board meetings attended in 2021	16/17
Date of last Re-election	17 June 2020
Qualification(s)	<ul style="list-style-type: none"> • Bachelor of Medicine and Bachelor of Surgery (MBBS), University of Malaya, Malaysia • Postgraduate training in Nephrology - Royal Hallamshire Hospital, Sheffield, United Kingdom – Guys Hospital, London, United Kingdom - General Hospital Kuala Lumpur, Malaysia • Member of the Royal College of Physicians, United Kingdom • Fellow of the Royal College of Physicians of Edinburgh • Fellow of the Academy of Medicine of Malaysia
Directorship(s) of Other Public Companies/Listed Issuers	None
Working Experience and Occupation	<p>Dato' Dr. Zaki Morad graduated from the University of Malaya in 1975 and, after obtaining Membership of the Royal College of Physicians (MRCP) from the Royal College of Physicians, United Kingdom ("UK"), trained in Nephrology in both the UK and Malaysia. He joined the Department of Nephrology, Hospital Kuala Lumpur as a consultant in 1982 and became its head in 1987 until his retirement from government service in 2006. He was appointed as the National Advisor and Head of Service for Nephrology, MOH Malaysia, for the same period. In addition, he served as Director of the Clinical Research Unit of MOH from 2000 to 2006. Dato' Dr. Zaki Morad was President of the Malaysian Society of Nephrology from 1990 to 1992. During his tenure, he initiated and developed the Malaysian Dialysis and Transplant Registry and the Malaysian Registry of Renal Biopsy, which later became National Renal Registry of which he was Chair for the years 2008 to 2010. He was one of the editors of the first two editions of Renal Replacement Therapy: Clinical Practise Guidelines, MOH. He ensured all general hospitals and district hospitals in the country were equipped with haemodialysis and peritoneal dialysis facilities prior to his retirement.</p> <p>Dato' Dr. Zaki Morad lent his expertise in organising many prestigious conferences such as the 12th Asian Colloquium in Nephrology 1998, 8th Congress of Asian Society of Nephrology 2003, 11th Asia Pacific Congress of Nephrology 2008 and 14th Congress of the International Society for Peritoneal Dialysis (ISPD) 2012. Following his retirement, he maintains his interest in nephrology through work with the National Kidney Foundation where he is Chairman of the Board of Directors. Concurrently, he practices as a Resident Consultant Nephrologist at KPJ Ampang Puteri Specialist Hospital, Selangor. He was an Independent Non-Executive Director of KPJ Healthcare Berhad from 3 July 2017 until 7 May 2020.</p> <p>He is also a member of the Institute of Corporate Directors Malaysia (ICDM).</p>

Dato' Dr Zaki Morad Bin Mohamad Zaher does not hold any shares in Duopharma Biotech and its subsidiaries, has no family relationship with any Director and/or major shareholder of Duopharma Biotech, has no conflict of interest with Duopharma Biotech and has not been convicted of any offence within the past five years and has not been imposed any public sanction or penalty by the relevant regulatory bodies during the financial year 2021.

STATEMENT ACCOMPANYING NOTICE OF 21ST ANNUAL GENERAL MEETING

(Pursuant to Paragraph 8.27(2) of Bursa Malaysia Securities Berhad Main Market Listing Requirements)

Description	Ordinary Resolution 4
Name	Puan Amizar Binti Mizuar
Nationality/Age/Gender	Malaysian / 52 / Female
Date of Appointment	9 July 2021
Length of Service	8 months
Number of Board meetings attended in 2021	8/8
Date of last Re-election	Not Applicable
Qualification(s)	<ul style="list-style-type: none"> • Master of Business Administration (Applied Finance & Investment), Universiti Kebangsaan Malaysia • Bachelor of Business Administration (Hons), Universiti Utara Malaysia • Graduate Diploma in Applied Finance & Investment, Securities Institute of Australia • Executive Diploma in Investment Analysis, Institut Teknologi MARA • Diploma in Banking Studies, Institut Teknologi MARA • Capital Markets Services Representative's Licence, Securities Commission Malaysia • Leadership Transition Programme, INSEAD, Fontainebleau, France
Directorship(s) of Other Public Companies/Listed Issuers	None
Working Experience and Occupation	<p>Puan Amizar is presently the Head of the Financial Institution sector in the Strategic Investments Division of Permodalan Nasional Berhad ("PNB"). Since joining PNB in 1995, she has served in various positions in PNB, including Assistant Vice President of Corporate and International, Vice President of Corporate Services and Corporate Finance, and Senior Vice President of Public Equity. With more than 20 years of experience in the corporate finance sector, she has been involved in various aspects of investment management and corporate finance including mergers and acquisitions, corporate restructuring and investment analysis. She previously served as a Director on the Board of HeiTech Padu Berhad from 2018 to 2019 and Chemical Company of Malaysia Berhad from 2018 to 2020.</p> <p>She is also a member of the Institute of Corporate Directors Malaysia (ICDM).</p>

Puan Amizar Binti Mizuar does not hold any shares in Duopharma Biotech and its subsidiaries, has no family relationship with any Director and/or major shareholder of Duopharma Biotech, has no conflict of interest with Duopharma Biotech and has not been convicted of any offence within the past five years and has not been imposed any public sanction or penalty by the relevant regulatory bodies during the financial year 2021.