

23RD ANNUAL GENERAL MEETING OF DUOPHARMA BIOTECH BERHAD

[Registration No. 200001021664 (524271-W)]

(Incorporated in Malaysia)

ADMINISTRATIVE GUIDE

Date : Thursday, 6 June 2024
Time : 9.00 a.m.
Venue : TIIH Online Meeting Platform at <https://tiih.online>

The Twenty-Third (23rd) Annual General Meeting (“AGM”) of Duopharma Biotech Berhad (“Duopharma Biotech” or the “Company”) will be carried out in the manner as guided by the Securities Commission Malaysia Guidance on the Conduct of General Meetings for Listed Issuers dated 18 April 2020 (revised: 7 April 2022) (“SC Guidance”). Pursuant to the SC Guidance, listed issuers may conduct virtual general meetings. A virtual general meeting is conducted online from a broadcast venue, where only essential individuals are physically present to conduct the virtual general meeting. The essential individuals include the Chairman of the meeting, the Group Managing Director, the Chief Financial Officer, the Company Secretary, the auditor, the scrutineer and those providing audio and visual support for the virtual meeting.

The 23rd AGM of the Company will be held virtually through live streaming and online remote voting using Remote Participation and Voting (“RPV”) facilities via the TIIH Online meeting platform provided by Tricor Investor & Issuing House Services Sdn Bhd (“Tricor”) in Malaysia at <https://tiih.online> (the “TIIH Online Meeting Platform”).

The main venue of the 23rd AGM for the purposes of complying with Section 327(2) of the Companies Act 2016, which requires the Chairman of the Meeting to be at the main venue, is the TIIH Online Meeting Platform.

Duopharma Biotech has appointed Deloitte Business Advisory Sdn. Bhd. as an external party to lend objectivity and transparency by streaming the questions raised by shareholders during the 23rd AGM.

(1.0) GETTING STARTED

1. To participate in the 23rd AGM, shareholders (and their proxies) will need to register and obtain credentials to enter the secure 23rd AGM. Please note that if you are already a user of TIIH Online, you are not required to register again. You will receive a notification via email that the registration to attend the 23rd AGM of Duopharma Biotech is available at TIIH Online.
2. Registration is open from Friday, 26 April 2024 and will continue to be opened until the day of 23rd AGM on Thursday, 6 June 2024. Shareholders as per the Record of Depositors (“ROD”) as at 28 May 2024 will be allowed to join in the 23rd AGM. To register, please click this link <https://tiih.online>.

If you are still unsure as to how to register, you may view this video via YouTube to familiarise yourself with the registration process: <https://www.youtube.com/watch?v=UbCvY1J5mw8>

3. Before you register, please make sure you have the following:
 - (a) A scanned copy of your MyKad or your Passport (for non-Malaysians). You will be required to upload a clear scanned image to ascertain your identity; and
 - (b) A valid email address for registration verification process.

(1.1) Seven steps of TIIH Online user's registration process

The seven-steps registration process are outlined below:

1. Go to <https://tiih.online> and register as a shareholder by clicking "Sign Up" and select "Create Account by Individual Holder".
2. You will then be required to select whether you want to upload your MyKad or Passport image.
3. Remember to check the box that you have read and agree to Tricor's privacy policy.
4. Click the "Register" button.
5. Check your email for confirmation of your registration. You will be provided with a temporary password via the email and a link to activate the registration. Write down the temporary password and click the link provided to activate the account.
6. Enter the temporary password and key in your own unique password. Remember to keep your password confidential and do not reveal it to anyone. The password is unique to you as a shareholder of the Company.
7. If you had forgotten the password, go back to <https://tiih.online> and click "Forgot Password", and follow the procedures online to obtain a new temporary password.

(2.0) REMOTE PARTICIPATION AND VOTING ("RPV")

1. With this virtual AGM facility, you may exercise your rights as member of the Company to participate and pose questions to the Board and Management of the Company, and vote at the 23rd AGM.
2. Members who appoint proxies to participate via RPV in the 23rd AGM must ensure that the duly executed proxy forms are deposited in a hard copy form or by electronic means to Tricor not later than 9.00 a.m. on Wednesday, 5 June 2024.
3. Corporate Representatives of corporate members must deposit their original certificate of appointment of corporate representative to Tricor to participate via RPV in the 23rd AGM.
4. The beneficiary of the shares under a Nominee Company's CDS account who wish to participate via RPV in the 23rd AGM can request its Nominee Company to appoint him/her as a proxy and must ensure that the duly executed proxy forms are deposited in a hardcopy form or by electronic means to Tricor not later than 9.00 a.m. on Wednesday, 5 June 2024.
5. Attorneys appointed by way of powers of attorney are to deposit their powers of attorney with Tricor not later than 9.00 a.m. on Wednesday, 5 June 2024 to participate via RPV in the 23rd AGM.
6. A member who has appointed a proxy, attorney or authorised representative to attend, participate, speak and vote at this 23rd AGM via RPV must instruct his/her proxy to register himself/herself for RPV at TIIH Online website at <https://tiih.online>. The proxy, attorney or authorised representative (as the case may be) must register at TIIH Online website in order to participate in the 23rd AGM via RPV.

As the 23rd AGM is a virtual AGM, members who are unable to participate in this AGM may appoint the Chairperson of the meeting as his/her proxy and indicate the voting instructions in the proxy form.

(2.1) Procedures for RPV

Members/proxies/corporate representatives/attorneys who wish to participate in the 23rd AGM remotely using the RPV are to follow the requirements and procedures as summarised below:



No.	Procedure	Action
BEFORE THE DAY OF THE 23RD AGM		
(a)	Submit your request	<ul style="list-style-type: none"> Registration is open from Friday, 26 April 2024 and will continue to be opened until the day of the 23rd AGM on Thursday, 6 June 2024. Login with your user ID (i.e., email address) and password and select the corporate event “(REGISTRATION) DUOPHARMA BIOTECH BERHAD 23RD AGM)”. 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. The TIIH Online 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’s Record of Depositors as at 28 May 2024, the system will send you an e-mail on 5 June 2024 to approve or reject your registration for remote participation. (Note: Please allow sufficient time for approval of new user of TIIH Online and registration for the RPV).
ON THE DAY OF THE 23RD AGM		
(b)	Login to TIIH Online	Login with your user ID and password for remote participation at the 23 rd AGM at any time from 8.00 a.m. (i.e., 1 hour before the commencement of the 23 rd AGM at 9.00 a.m. on Thursday, 6 June 2024).
(c)	Participate through Live-Streaming	<ul style="list-style-type: none"> Select the corporate event: “(LIVE STREAM MEETING) DUOPHARMA BIOTECH BERHAD 23RD AGM)” to engage in the proceedings of the 23rd AGM remotely. If you have any question for the Chairman of the meeting or the Board of Directors, you may use the query box to transmit your question. The Chairman and/or the other members of the Board of Directors will endeavour to respond to questions submitted by remote participants during the 23rd AGM. If there is time constraint, the responses will be published on the Company’s website at the earliest possible, after the meeting.
(d)	Online Remote Voting	<ul style="list-style-type: none"> Voting session commences from 9.00 a.m., Thursday, 6 June 2024 until a time when the Chairman announces the completion of the voting session of the 23rd AGM. Select the corporate event: “(REMOTE VOTING) DUOPHARMA BIOTECH BERHAD 23RD AGM)” or if you are on the live stream meeting page, you can select “GO TO REMOTE VOTING PAGE” button below the Query Box. 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.
(e)	End of remote participation	Upon the announcement by the Chairman of the closure of the 23 rd AGM, the Live Streaming will end.

Notes to Users of the RPV Facilities

- (a) Should your registration for RPV be approved, Tricor will make available to you the access to join the live stream meeting and to vote remotely. Your login to TIIH Online on the day of meeting will indicate your presence at the virtual meeting.
- (b) 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.
- (c) 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 011-4080 5616/ 011-4080 3168 / 011-4080 3169 / 011-4080 3170 or e-mail to tiih.online@my.tricorglobal.com for assistance.

(3.0) PREPARING FOR THE 23RD AGM

- 1. To read the Notice of the 23rd AGM, click this link or scan the QR Code highlighted on item 4:- <https://duopharmabiotech.com/investor-relations/shareholders-meeting-and-reports/>
- 2. Follow the procedures provided in the Administrative Guide for the 23rd AGM to register for the 23rd AGM.
- 3. All shareholders and their proxies should register via the process outlined above with TIIH Online.
- 4. Familiarise yourself with the identity of the Company's leadership team (i.e., the Board and Senior Management team), the AGM agenda and the order of business in detail. Read up on the relevant materials such as Duopharma Biotech's Integrated Annual Report, Corporate Governance Report and Sustainability Report (to access these documents, please click the web browser link or scan the QR code below):

Please click on the hyperlink to be directed to the materials published by Duopharma Biotech	Please scan the QR code with your handphone to be directed to the materials published by Duopharma Biotech
1. Notice of the 23 rd AGM and Proxy Form 2. Administrative Guide 3. Integrated Annual Report 2023 4. Corporate Governance Report 2023	
Sustainability Report 2023	

Reading the relevant materials will help you to understand the current state of the Company. It will also help you to formulate questions for the Board and Management to answer.

(4.0) ENTITLEMENT TO ATTEND AND VOTE

1. Only members whose names appear on the Record of Depositors as at **28 May 2024** shall be eligible to attend, speak and vote at the 23rd AGM or appoint the Chairman of the Meeting as proxy to attend and vote on their behalf. A member can appoint the Chairman of the Meeting as his/her proxy and indicate the voting instruction in the Proxy Form.
2. If you wish to participate in 23rd AGM yourself via TIIH Online, please do not submit any Proxy Form for the 23rd AGM. You will not be allowed to participate in the 23rd AGM together with a proxy appointed by you. The duly completed Proxy Form must be deposited at the office of the Share Registrar, Tricor Investor & Issuing House Services Sdn. Bhd. at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or its Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia no later than 9.00 a.m. on Wednesday, 5 June 2024. You may also submit the proxy appointment electronically via Tricor's TIIH Online website at <https://tiih.online> no later than 9.00 a.m. on Wednesday, 5 June 2024. All proxy forms submitted must be received by the Company 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.
3. The procedures to lodge your proxy form electronically via Tricor's TIIH Online website are summarised below:

No.	Procedure	Action
i. STEPS FOR INDIVIDUAL SHAREHOLDERS		
(a)	Register as a User with TIIH Online	<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, 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 username (i.e. email address) and password.• Select the corporate event: “Duopharma Biotech Berhad 23rd AGM - Submission of Proxy Form”.• 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 Chairman 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.
ii. STEPS FOR CORPORATION OR INSTITUTIONAL SHAREHOLDERS		
(a)	Register as a User with TIIH Online	<ul style="list-style-type: none">• Access TIIH Online 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.

		<ul style="list-style-type: none"> • 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 at https://tiih.online. • Select the corporate event: “Duopharma Biotech Berhad 23rd AGM – 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. • Login to TIIH Online, select corporate event: “Duopharma Biotech Berhad 23rd AGM – 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.

(5.0) POLL VOTING

1. The voting at the 23rd AGM will be conducted by poll in accordance with Paragraph 8.29A of Bursa Malaysia Securities Berhad Main Market Listing Requirements. The Company has appointed Tricor Investor & Issuing House Services Sdn. Bhd. (“Tricor”) as Poll Administrator to conduct the poll by way of electronic voting (e-voting) and Scrutineer Solutions Sdn. Bhd. as scrutineers to verify the poll results.
2. Shareholders can proceed to vote on the resolutions before the end of the voting session which will be announced by the Chairman of the Meeting and submit their votes at any time from the commencement of the 23rd AGM at 9.00 a.m. Kindly refer to item 2.1 of the procedure for RPV facilities above for guidance on how to vote remotely from TIIH Online website at <https://tiih.online>. Upon completion of the voting session for the 23rd AGM, the scrutineers will verify and announce the poll results followed by the Chairman’s declaration whether the resolutions are duly passed. Subsequently an announcement of the poll results will be made by the Company to the Exchange operated by Bursa Malaysia Securities Berhad at www.bursamalaysia.com.

(6.0) PRE-MEETING SUBMISSION OF QUESTIONS TO THE BOARD

1. Shareholders are encouraged to submit questions before the 23rd AGM via TIIH Online for detailed response from the Company. You may submit questions to the Chairman or the Board of Directors in advance via TIIH Online website at <https://tiih.online> by selecting “e-Services” to login, pose your questions and submit them electronically no later than Wednesday, 5 June 2024 at 9.00 a.m.
2. Shareholders/proxies are requested to pose their questions via the Query Box in the English language. Please note that only shareholders/proxies who have successfully registered to participate via TIIH online system will be allowed to pose questions. The Chairman, the other members of the Board of Directors and/or Management will endeavour to address the received questions via this channel during the 23rd AGM.

Here are some examples of questions to ask:

(Note: each question has a limit of 500 characters)

- What measures have the Company taken to ensure that it complies with Malaysian Code on Corporate Governance regarding boardroom diversity and experience?
- How is the Company planning to diversify its customer base?
- What steps have Duopharma Biotech undertaken during the financial year ended 31 December 2023 to strengthen its balance sheet position?

Note:

Duopharma Biotech welcomes comments and questions that foster civil conversation and shareholder engagement. In the same manner that the Company's officers and staff are expected to be responsible and respectful, which are two (2) of the Company's six (6) core values, the Company also expects that its shareholders and their proxies and representatives to also be responsible and respectful. In order to help maintain a healthy, respectful discussion, please focus your comments and questions on the matters set out in the agenda for the Company's 23rd AGM, and refrain from personal attacks. The Company reserves the right to ignore, remove, block and/or blackout posts, comments, statements and questions that are commercial, self-promotional, obscene, rude, vulgar, disrespectful or disruptive.

(7.0) DURING THE VIRTUAL AGM

Please ensure and check that you have stable internet connection to experience the Virtual AGM without disruption. In addition, ensure that you have updated your browser to the latest version. The supported browsers include Google Chrome, Firefox, Safari, Internet Explorer and Microsoft Edge. However, the use of Google Chrome, Firefox and Safari are recommended for optimal viewing of the virtual AGM proceedings.

(7.1) How to pose questions

1. You are to use only the primary mode of communication which is TIIH Online Query Box to raise your question(s) during the virtual AGM. In the remote and untoward event of a technical failure relating to the primary mode of communication during the virtual AGM, the Company will activate the back up or secondary mode of communication which represents a dedicated e-mail address for the virtual AGM. This dedicated e-mail address will only be availed to shareholders in the event of failure relating to the primary mode of communication (i.e., TIIH Online Query Box).
2. You are requested to ask questions using the English language.
3. Please submit one (1) question at a time. Keep the question(s) short and concise as well as relevant to the resolution(s) being discussed. (Note: each question has a limit of 500 characters).
4. When asking questions, avoid abbreviations that may easily be misunderstood by shareholders or the Company.
5. Be polite, exercise discretion and wisdom when asking questions. Objectionable language, such as offensive remarks, ad hominem remarks, profanities or vulgarities will not be tolerated.
6. Avoid repetitive questions in the query box.
7. If possible, avoid raising questions that are technical or operational in nature. Such questions should be submitted in advance to Duopharma Biotech via TIIH Online.
8. The questions and answers session are a good time to engage the Board and Management on the business and performance of the listed issuer. It is not a time for marketing pitches or a time for lecturing. Ideally, the Query Box serves as a platform that shall only be used for raising questions regarding the resolutions being discussed by the Chairman.

9. Avoid continuously logging in and logging out of TIIH Online during the virtual AGM. If there is an authentication issue that requires you to log in and log out constantly, you may contact the Tricor Help Line as described in the Administrative Guide.

(7.2) Voting during the Virtual AGM

1. At the start of the AGM, a video tutorial on the electronic voting (e-voting) guidelines will be played to guide you to submit your votes remotely.
2. You may cast your votes by way of e-voting once the virtual AGM commences and throughout the virtual AGM until the Chairman declares that the poll is closed.
3. Once you cast your vote and click "Submit", you will not be able to go back and change your vote.
4. Once the poll results have been verified by the scrutineers, Scrutineer Solutions Sdn. Bhd., the poll results will be announced during the virtual AGM.

(8.0) POST-23RD AGM

1. If required, you may inspect the minutes of the 23rd AGM and request for a copy of the minutes. The minutes shall be furnished to you within 14 days after the request is submitted in writing and upon receipt of payment.
2. Duopharma Biotech will publish the minutes of the 23rd AGM incorporating Key Matters discussed on the Company's website within 30 days from the 23rd AGM. As a shareholder, take a few minutes to be informed on the resolution(s) discussed and the outcomes decided at the 23rd AGM.
3. Shareholders are encouraged to give their feedback on the virtual AGM to help the company improve its stakeholder engagement process. Please participate in the Post-Virtual AGM Survey, which will be made available in a weblink and QR code towards the end of the virtual AGM. It should take about five (5) minutes to complete the survey.

(9.0) DOOR GIFT / VOUCHER

As the 23rd AGM will be conducted via RPV, there will be no distribution of breakfast/lunch packs, door gifts or vouchers during the 23rd AGM.

(10.0) INTEGRATED ANNUAL REPORT 2023

1. The Integrated Annual Report 2023 is available on the Company's website at <https://duopharmabiotech.com/investor-relations/shareholders-meeting-and-reports/> and Bursa Malaysia's website at www.bursamalaysia.com under the Company's announcements.
2. You may request for a copy of the printed Integrated Annual Report 2023 at <https://tiih.online> by selecting "Integrated Annual Report Requestion Form" under the "Investor Relations". Alternatively, you may also make your request by completing and submitting online requisition form at Duopharma Biotech Berhad's Corporate Website at <https://dpharma.investors-centre.com/investor-relations/requisition-form/ar-requisition-form.php> tab. Please consider the environment before you decide to print or request for the above reports.

(11.0) ENQUIRY

If you have any enquiry prior to the 23rd AGM, please contact the following officers during office hours:

Address	Contact Details
Duopharma Biotech Berhad [Registration No: 200001021664 (524271-W)] Group Legal and Secretarial Department Suite 18.06, Level 18, CIMB HUB, No. 26, Jalan Sultan Ismail, 50250 Kuala Lumpur Wilayah Persekutuan, Malaysia.	Fatihah Md Fadzil Email: fatihah-fadzil@duopharmabiotech.com General Line: 03 - 2162 0218 Fax: 03 - 2161 0507
Tricor Investor & Issuing House Services Sdn Bhd [Registration Number: 197101000970 (11324-H)] Unit 32-01, Level 32, Tower A Vertical Business Suite, Avenue 3 Bangsar South No. 8, Jalan Kerinchi 59200 Kuala Lumpur, Malaysia.	General Line: 03 - 2783 9299 Fax: 03 – 2783 9222 Email: is.enquiry@my.tricorglobal.com Nur Qaisara Naaila – 03-2783 9272 / Nur.Qaisara.Naaila@my.tricorglobal.com Nor Faeayzah – 03-2783 9274 / Nor.Faeayzah@my.tricorglobal.com
Duopharma (M) Sendirian Berhad [Registration No: 197801005475 (42491-M)] Corporate Finance Lot 2599, Jalan Seruling 59 Kawasan 3, Taman Klang Jaya 41200 Klang Selangor Darul Ehsan, Malaysia.	Vinc Choong Jia Liang Email: vinc-choong@duopharmabiotech.com General Line: 03 - 3323 2759 Fax: 03 - 3323 3923

(12.0) CHANGES TO PROCEEDINGS OF THE 23RD AGM

The Government may from time-to-time issue laws, regulations, rules, guidelines or new procedures which may affect the administration of the 23rd AGM as set out in this Administrative Guide. If there is any material change required to the proceeding of the meeting, the Company will issue announcement on the same accordingly. Hence, please contact the above officers or check the Company's website for announcements on the latest update (if any) in relation to the 23rd AGM.

(13.0) FREQUENTLY ASKED QUESTIONS (“FAQs”)

1. Will the Company respond to all questions from shareholders?

In keeping with good governance practice, as far as possible, Duopharma Biotech intends to respond to all questions posed. This is to ensure that the rights of the shareholder to query the Board is not side-lined. Questions posed will be streamed in an objective manner to the Board for an adequate response. In the interest of time, repetitive or similar questions may not be streamed or answered during the virtual AGM if a similar question had been posed and responded to earlier.

Duopharma Biotech welcomes comments and questions which fosters civil conversation and shareholder engagement. To help maintain a healthy, respectful discussion, please focus comments and questions on the matters set out in the agenda for the Company's 23rd AGM, and refrain from personal attacks. The Company reserves the right to ignore, remove, block and/or blackout posts, comments, statements and questions that are commercial, self-promotional, obscene, rude, vulgar, disrespectful or disruptive.

However, for all practical reasons, it may not be possible to respond to all questions posed during the 23rd AGM. As Duopharma Biotech takes stakeholder engagement seriously, the Company will try to respond to all unanswered questions via the website within one month from the date of the 23rd AGM.

2. What is the role of Deloitte Business Advisory Sdn. Bhd. and how will the questions be handled?

Deloitte Business Advisory Sdn. Bhd. has been appointed as the independent moderator to ensure that Duopharma Biotech's Virtual AGM is transparent with a view of being impartial towards all shareholders in responding to the queries. As an independent party, Deloitte Business Advisory Sdn. Bhd. will facilitate the question-and-answer session in a fair manner, without favouring any one party, whether large institutional or small retail investors, in terms of shareholding. Deloitte Business Advisory Sdn. Bhd. will act professionally in ensuring that questions are streamed to the Board for an adequate response.

3. Will Duopharma Biotech be giving door gifts?

The Company will not be providing any door gifts.

4. Is recording of the 23rd AGM or photography allowed?

No video recording or photography by shareholders are allowed. However, the Company will record the proceeding of the 23rd AGM for legal compliance and internal review purposes.

5. What is the Tricor Help Line number to call if I have issues to log into the 23rd AGM?

You may call any of the numbers here for assistance: 011-40805616, 011-4080 3168, 011- 4080 3170. Alternatively, you may also email to tiih.online@my.tricorglobal.com for assistance.