



CAPE EMS BERHAD

[Registration No.: 199901026859 (501759-M)]

("the Company")

(Incorporated in Malaysia)

FORM OF PROXY

(before completing this Form of Proxy, please refer to the notes below)

Number of Shares Held	
CDS Account No.	

*I/We _____ NRIC No./Passport No./Registration No. _____
(FULL NAME IN BLOCK LETTER)

of _____
(FULL ADDRESS)

with email _____ and mobile phone no. _____,

being a *member/members of CAPE EMS BERHAD, do hereby appoint(s):-

Full Name (in Block) [Proxy 1]	NRIC/Passport No.	Proportion of shareholding	
		No. of shares	%
Address:			
Email Address:			
Mobile Phone No.:			

and (If more than one (1) proxy)/or failing *him/her

Full Name (in Block) [Proxy 2]	NRIC/Passport No.	Proportion of shareholding	
		No. of shares	%
Address:			
Email Address:			
Mobile Phone No.:			

or failing *him/her, the Chairman of the Meeting as *my/our proxy to vote for *me/us on *my/our behalf at the 2024 Annual General Meeting ("2024 AGM") of the Company to be held as virtually through live streaming from the broadcast venue at Tricor Business Centre, Gemilang Room, Unit 29-02, Level 29, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia ("Broadcast Venue") using the Remote Participation and Voting ("RPV") facilities provided by Tricor Investor & Issuing House Services Sdn Bhd ("TIIH") via its TIIH Online website at <https://tiih.online> or <https://tiih.com.my> (Domain Registration No. with MYNIC: D1A 282781) on Wednesday, 12 June 2024, at 10:00 a.m. and at any adjournment thereof.

Please indicate with an "X" in the spaces provided below how you wish your votes to be cast. If no specific direction as to voting is given, the proxy(ies) will vote or abstain for voting at his(her) discretion.

ORDINARY BUSINESS (ORDINARY RESOLUTION)		FOR	AGAINST
1.	Approval of the payment of Non-Executive Directors' fees for an amount of up to RM399,600 payable to Non-Executive Directors on a monthly basis for the period from 13 June 2024 until the next Annual General Meeting of the Company, in such proportions and manner as the Directors may determine AND THAT to approve the Non-Executive Directors' benefits (excluding Directors' fees) for an amount of up to RM150,000 payable to Non-Executive Directors for the period from 13 June 2024 until the next Annual General Meeting of the Company, in such manner as the Directors may determine.		
2.	Approval of the payment of Executive Directors' fees for an amount of up to RM546,000.00 payable to an Executive Director on a monthly basis for the period from 13 June 2024 until the next Annual General Meeting of the Company.		
3.	Re-election of Datuk Mohd Rabin Bin Basir as Director of the Company pursuant to the Company's Constitution.		
4.	Re-election of Ms. Tan Sik Hui as Director of the Company pursuant to the Company's Constitution.		
5.	Re-election of Mr. Yau Yin Wee as Director of the Company pursuant to the Company's Constitution.		
6.	Re-appointment of Messrs. Grant Thornton Malaysia PLT as the Auditors of the Company for the ensuing year and to authorise the Directors to fix their remuneration.		
SPECIAL BUSINESS (ORDINARY RESOLUTION)			
7.	Proposed Share Buy-Back of up to ten percent (10%) of the total number of issued shares of the Company at any given point in time.		

Dated this _____ day of _____ 2024

Signature of Member/Common Seal

*Strike out whichever is not desired.

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Notes:-

- (1) The 2024 AGM of the Company will be held virtually through live streaming from the **Broadcast Venue** and online remote voting using Remote Participation and Voting ("RPV") facilities provided by Tricor Investor & Issuing House Services Sdn Bhd ("Tricor") via its TIH Online website at <https://tjih.online>. Please refer to the Administrative Guide for the 2024 AGM which is available at the Company's website at www.cape-group.com.my for the procedures to register, participate and vote remotely at the 2024 AGM through the RPV facilities.
- (2) Shareholders are to attend, speak (including posing questions to the Board via real time submission of typed texts) (collectively, "participate") and vote remotely at the AGM using the RPV facilities.
- (3) The Broadcast Venue of the 2024 AGM 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 at the main venue of the meeting. The Broadcast Venue is to inform shareholders where the electronic AGM production and streaming would be conducted from the public will be physically present at the meeting venue on the day of the 2024 AGM.
- (4) A member who is entitled to attend and vote at the 2024 AGM shall be entitled to appoint not more than two (2) proxies to attend, participate and vote on his/her behalf at the 2024 AGM. A proxy may but need not be a member of the Company, and need also not be an advocate, an approved company auditor or a person approved by the registrar of the Company. Where a member appoints two (2) proxies to attend the 2024 AGM, the member shall specify the proportion of his/her shareholding to be represented by each proxy, failing which the appointment shall be invalid.
- (5) Where a member of the Company is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991, he/she may appoint at least one (1) proxy but not more than two (2) proxies in respect of each securities account it holds with ordinary shares of the Company standing to the credit of the said securities account. The appointment of two (2) proxies in respect of any particular securities account shall be invalid unless the authorised nominee specifies the proportion of its shareholding 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 (1) 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. The appointment of two (2) or more proxies in respect of any particular omnibus account shall be invalid unless the exempt authorised nominee specifies the proportion of its shareholding to be represented by each proxy.
- (7) The instrument appointing a proxy and the power of attorney or other authority, if any, shall be in writing under the hand of appointer or of his attorney duly authorised in writing or a copy of that power of attorney, certified by an advocate and solicitor, or where the appointer is a corporation, either under the corporation's common seal or under the hand of an officer or attorney duly authorised. Any alteration in the Form of Proxy must be initialled.
- (8) A member who has appointed a proxy or attorney or authorised representative to participate at the 2024 AGM via RPV facilities must request his/her proxy or attorney or authorised representative to register himself/herself for RPV facilities via TIH Online at <https://tjih.online>. Procedures for RPV can be found in the Administrative Guide for the 2024 AGM.
- (9) The instrument appointing a proxy may be made via hardcopy or by electronic means in the following manner and must be received by the Company **not less than forty-eight (48) hours before the time appointed for holding the 2024 AGM or at any adjournment thereof:-**
 - (i) In Hard Copy Form
The Form of Proxy shall be deposited by hand or post to the Share Registrar's office, 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.
 - (ii) By Electronic Means
The Form of Proxy can be lodged electronically via Tricor's TIH Online website at <https://tjih.online>. Kindly refer to the Procedure for Electronic Submission of Form of Proxy as set out in the Administrative Guide for the 2024 AGM.
- (10) Pursuant to Paragraph 8.29A of the Main Market Listing Requirements of Bursa Securities, all the resolutions set out in this Notice of AGM will be put to vote by poll.
- (11) In respect of deposited securities, only members whose names appear in the Record of Depositors on 5 June 2024 (General Meeting Record of Depositors) shall be entitled to attend, participate and vote at the AGM, or to appoint proxy(ies) to attend, participate and vote on their behalf.
- (12) Those forms of proxy which are indicated with "X" in the spaces provided to show how the votes are to be cast will also be accepted. Any alteration in the form of proxy must be initialled.

Personal data privacy:

By submitting an instrument appointing proxy(ies) and/or representative(s) to attend, participate and vote at the 2024 AGM and/or any adjournment thereof, the member of the Company accepts and agrees to the personal data privacy terms set out in the Notice of 2024 AGM dated 30 April 2024.

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The Share Registrar of
CAPE EMS BERHAD
[Registration No.: 199901026859 (501759-M)]
c/o: 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.

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