

**ADMINISTRATIVE GUIDE OF THE TWENTY-FIFTH ANNUAL GENERAL MEETING****ADMINISTRATIVE GUIDE OF THE TWENTY-FIFTH ANNUAL GENERAL MEETING (“25TH AGM”) FOR THE SHAREHOLDERS, PROXIES AND OTHER ATTENDEES**

- Day and Date : Wednesday, 22 September 2021 or any adjournment thereof
- Time : 10.00 a.m.
- Meeting Platform : <https://meeting.boardroomlimited.my>
(Domain Registration No. with MYNIC – D6A357657)
- Venue : Plot 21, Technoplex, Medan Bayan Lepas, Taman Perindustrian Bayan Lepas Phase IV, 11900 Bayan Lepas, Pulau Pinang.
- Mode of Communication : 1) Type text in the Meeting Platform during the 25th AGM. The Messaging window facility will be opened concurrently with the Meeting Platform, i.e. One (1) hour before the 25th AGM, which is from 9.00 a.m. on Wednesday, 22 September 2021.
- 2) E-mail questions to yenwahchoo@classita.com.my or via Boardroom’s website at <https://investor.boardroomlimited.com> **prior to the 25th AGM** using the same user ID and password provided in Step 2 of the procedures of RPEV facilities and select “SUBMIT QUESTION” to pose questions.

Dear Valued Shareholders,

In view of the Covid-19 outbreak, your safety remains our utmost priority. The 25th AGM of the Company will be conducted on a **FULLY VIRTUAL** basis through live streaming and online remote participation using Remote Participation and Electronic Voting (RPEV) Facilities from the Venue. This is in line with the Guidance Note and FAQs on the Conduct of General Meetings for Listed Issuers issued by the Securities Commission of Malaysia (“SC Guidance Note & FAQs”), and the FAQs on Virtual General Meetings issued by the Companies Commission of Malaysia.

The Venue is strictly for the purpose of compliance with Section 327(2) of the Companies Act 2016 and Clause 77 of the Company’s Constitution, which allows the general meeting to be held using any technology or method that enables the shareholders of the Company to participate and to exercise the shareholders’ right to speak and vote at the general meeting.

Shareholders/Proxies/Corporate Representatives **WILL NOT BE ALLOWED** to attend the 25th AGM in person at the Venue on the day of the meeting. Any Shareholder, Proxy or Corporate Representative who turns up at the Venue would be requested to leave the Venue politely.

REMOTE PARTICIPATION AND ELECTRONIC VOTING (RPEV) FACILITIES

1. Shareholders are to attend, speak (in the form of real time submission of typed texts) and vote (collectively known as “participate”) remotely at the 25th AGM using RPEV facilities provided by the Poll Administrator, Boardroom Share Registrars Sdn. Bhd. (“BSR”).
2. Shareholders who appoint proxies to participate via RPEV facilities in the 25th AGM must ensure that the duly executed proxy forms are deposited in a hardcopy form or by electronic means to BSR no later than **10.00 a.m. on Tuesday, 21 September 2021**.
3. Corporate representatives of corporate shareholders who wish to participate at the 25th AGM via RPEV facilities must deposit their original certificate of appointment of corporate representative to BSR not later than **10.00 a.m. on Tuesday, 21 September 2021**
4. Nominee Company [whose beneficiary of the shares in its Central Depository System (CDS) account] who wishes to participate at the 25th AGM via RPEV facilities must deposit its original hardcopy proxy form and email the softcopy to BSR at bsr_helpdesk@boardroomlimited.com not later than **10.00 a.m. on Tuesday, 21 September 2021** to participate at the 25th AGM.

**ADMINISTRATIVE GUIDE OF THE TWENTY-FIFTH ANNUAL GENERAL MEETING (CONTINUED)**

5. Attorneys appointed by power of attorney who wish to participate at the 25th AGM via RPEV facilities must deposit their original or duly certified power of attorney and email the softcopy to BSR at bsr.helpdesk@boardroomlimited.com not later than **10.00 a.m. on Tuesday, 21 September 2021** to participate at the 25th AGM
6. As the 25th AGM is a fully virtual AGM, shareholders who are unable to participate in the 25th AGM may appoint the Chairman of the meeting as his/her proxy and indicate the voting instructions in the proxy form.
7. If a shareholder has submitted his/her Proxy Form appointing the Chairman of the meeting as his/her proxy to vote on his/her behalf at the 25th AGM, subsequently wishes to revoke his/her proxy form, the Notice of Termination of Authority to act as Proxy must be received by the Company at least twenty-four (24) hours before the time appointed for the holding of the meeting or adjourned meeting, failing which, the termination of the authority of a person to act as proxy will not affect the following in accordance with Section 338 of the Companies Act 2016:-
 - a. the constitution of the quorum at such meeting;
 - b. the validity of anything he did as Chair of such meeting;
 - c. the validity of a poll demanded by him at such meeting; or
 - d. the validity of the vote exercised by him at such meeting.
8. Please note that the Company shall deem that shareholders have no objection to use the provision in the proxy form which has designated the Chairman of the meeting as the authorised person to vote on behalf of shareholders until further instructions are received. The appointed Poll Administrator of this 25th AGM shall be notified of such arrangement accordingly.



ADMINISTRATIVE GUIDE OF THE TWENTY-FIFTH ANNUAL GENERAL MEETING (CONTINUED)

ENTITLEMENTS TO ATTEND, SPEAK AND VOTE (COLLECTIVELY, “PARTICIPATE”)

In respect of deposited securities, only Shareholders whose names appear on the Record of Depositors on 13 September 2021 (“General Meeting Record of Depositors”) shall be eligible to participate the 25th AGM via RPEV facilities. If you are unable to participate, you are encouraged to appoint the Chairman of the Meeting as your proxy and indicate your voting instructions in the proxy form.

PROCEDURES FOR RPEV FACILITIES

Shareholders/proxies/corporate representatives/attorneys who wish to participate the 25th AGM remotely using the RPEV are advised to log in to the Boardroom Smart Investor Portal at <https://investor.boardroomlimited.com> for the following services

- a. Register participation for the virtual AGM
- b. Submit eProxy forms electronically
- c. Submit question prior to the virtual AGM

Kindly follow the steps below to register for the virtual AGM:

	Procedure	Action
BEFORE THE AGM DAY		
Step 1	Register Online with Boardroom Smart Investor Portal (for first time registration only)	<p><i>[Note: If you have already signed up with Boardroom Smart Investor Portal, you are not required to register again. You may proceed to Step 2 - Submit Request for Remote Participation User ID and Password.]</i></p> <ul style="list-style-type: none"> a. Access website https://investor.boardroomlimited.com b. Click <Register> to sign up as a user. c. Complete the registration and upload a softcopy of your MyKAD/Identification Card (front and back) or Passport in JPEG, PNG or PDF format. d. Please enter a valid email address and wait for email verification from Boardroom. e. Your registration will be verified and approved within one (1) business day and an email notification will be provided to you.
Step 2	Submit request for remote participation (User ID and Password)	<p><i>[Note: Registration for remote access will be opened on 20 August 2021. Please note that the closing time to submit your request is not less than twenty-four (24) hours before the time of holding the 25th AGM, i.e. latest by Tuesday, 21 September 2021 at 10.00 a.m.]</i></p> <p>Individual Members</p> <ul style="list-style-type: none"> a. Login to https://investor.boardroomlimited.com using your user ID and password. b. Select “CAELY HOLDING BHD (25TH) ANNUAL GENERAL MEETING” from the list of Corporate Meeting and click “ENTER”. c. Click on “Register for RPEV”. d. Read and agree to the Terms & Conditions and click “Next”. e. Enter your CDS Account and thereafter submit your request.






ADMINISTRATIVE GUIDE OF THE TWENTY-FIFTH ANNUAL GENERAL MEETING (CONTINUED)

	Procedure	Action
BEFORE THE AGM DAY		
Step 2	Submit request for remote participation (User ID and Password)	<p>Corporate Shareholders</p> <ol style="list-style-type: none"> To submit the request, Corporate Shareholders need to deposit the original hardcopy to BSR and write in to BSR at bsr.helpdesk@boardroomlimited.com by providing softcopy of the Certificate of Appointment of Corporate Representative or Form of Proxy, the name of Member and CDS Account Number. Please provide a copy of Corporate Representative's MyKad/Identification Card (front and back) or Passport in JPEG, PNG or PDF format as well as his/her email address. <p>Authorised Nominee and Exempt Authorised Nominee</p> <ol style="list-style-type: none"> To submit the request, Authorised Nominee and Exempt Authorised Nominee need to deposit the original hardcopy Form of Proxy to BSR and write in to BSR at bsr.helpdesk@boardroomlimited.com by providing softcopy of the Form of Proxy, the name of Member and CDS Account Number. Please provide a copy of the proxy holder's MyKad/Identification Card (front and back) or Passport in JPEG, PNG or PDF format as well as his/her email address.
	Email notification	<ol style="list-style-type: none"> You will receive notification from Boardroom that your request(s) has been received and is being verified. Upon system verification against the Record of Depositors of the 25th AGM as at 13 September 2021, you will receive an email from Boardroom either approving or rejecting your registration for remote participation. If your registration is approved, you will also receive your remote access user ID and password in the same email from Boardroom after the closing date. Please note that the closing date and time to submit your request is by Tuesday, 21 September 2021 at 10.00 a.m.



ADMINISTRATIVE GUIDE OF THE TWENTY-FIFTH ANNUAL GENERAL MEETING (CONTINUED)

	Procedure	Action
ON THE AGM DAY		
Step 3	Login to Virtual Meeting Platform	<ul style="list-style-type: none"> a. The Virtual Meeting portal will be opened for login one (1) hour before the commencement of the 25th AGM at 9.00 a.m. on Wednesday, 22 September 2021. b. The Meeting Platform can be accessed via website at https://meeting.boardroomlimited.my. c. Insert the Meeting ID No. and sign in with the user ID and password provided to you via the email notification in Step 2 (c).
	Participate	<p>Please follow the User Guides provided in the confirmation email above to view the live webcast, submit question and vote:-</p> <ul style="list-style-type: none"> a. If you would like to view the live webcast, select the broadcast icon.  b. If you would like to ask a question during the 25th AGM, select the messaging icon.  c. Type your message within the chat box, once completed click the send button.
	Online Remote Voting	<ul style="list-style-type: none"> a. Once the 25th AGM is opened for voting, the polling icon  will appear with the resolutions and your voting choices until the Chairman declares the end of the voting session. b. To vote, please select your voting direction from the options provided. A confirmation message will appear to indicate that your vote has been received. c. To change your vote, simply re-select another voting direction. d. If you wish to cancel your vote, please press "Cancel".
	End of Remote Participation	<ul style="list-style-type: none"> a. Upon the announcement by the Chairman of the meeting on the closure of the 25th AGM, the live webcast will end and the messaging window will be disabled. b. You can now logout from the Meeting Platform.

**ADMINISTRATIVE GUIDE OF THE TWENTY-FIFTH
ANNUAL GENERAL MEETING (CONTINUED)****Notes to RPEV facilities users:**

- (a) Should your application to join the 25th AGM be approved, the system will make available to you the rights to join the live streamed meeting and to vote remotely.
- (b) The quality of your connection to the live broadcast is dependent on the bandwidth and stability of the internet connection at your location and the device you use.
- (c) In the event you encounter any issues with logging-in, connection to the live streamed meeting or online voting, kindly call BSR Help Line for assistance.

Poll Voting

The voting at the 25th AGM will be conducted by poll in accordance with Paragraph 8.29A of Main Market Listing Requirements of Bursa Malaysia Securities Berhad (“Bursa Securities”). The Company has appointed BSR as Poll Administrator to conduct the poll by way of electronic voting and SKY Corporate Services Sdn Bhd as the Independent Scrutineers to verify the poll results.

Shareholders can proceed to vote on the resolutions and submit the votes on the resolutions at any time from the commencement of the 25th AGM at 10.00 a.m. and before the end of the voting session which will be announced by the Chairman of the meeting. Kindly refer to Step 3 of the above Procedures for RPEV for guidance on how to vote remotely.

Upon completion of the voting session, the Independent Scrutineers will verify and announce the poll results followed by the Chairman’s declaration whether the resolutions are duly passed.

**ADMINISTRATIVE GUIDE OF THE TWENTY-FIFTH
ANNUAL GENERAL MEETING (CONTINUED)****APPOINTMENT OF PROXY OR ATTORNEY OR CORPORATE REPRESENTATIVE**

Shareholders who appoint proxy or attorney or authorised representative to participate via RPEV facilities at the 25th AGM must ensure that the duly executed proxy forms are deposited in a hard copy form or by electronic means to BSR no later than **Tuesday, 21 September 2021 at 10.00 a.m.**

The appointment of a proxy may be made in a hard copy form or by electronic means in the following manner:

1. In hardcopy form
In the case of an appointment made in hard copy form, the proxy form must be deposited at the Poll Administrator office, Boardroom Share Registrars Sdn. Bhd. at Ground Floor or 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim Seksyen 13, 46200 Petaling Jaya Selangor Darul Ehsan.
2. By electronic form
The proxy form can be electronically lodged to Boardroom Smart Investor Portal via <https://investor.boardroomlimited.com> (**applicable for individual shareholder only**). Kindly refer to the Procedure for Electronic Submission of Proxy Form below.

Please ensure ALL the particulars as required in the proxy form are completed, signed and dated accordingly.

Any authority pursuant to which such an appointment is made by a power of attorney must be deposited at the Poll Administrator office, Boardroom Share Registrars Sdn. Bhd. at Ground Floor or 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan not later than **Tuesday, 21 September 2021 at 10.00 a.m.** to participate via RPEV facilities in the 25th AGM. A copy of the power of attorney may be accepted provided that it is certified notarially and/or in accordance with the applicable legal requirements in the relevant jurisdiction in which it is executed.

For a corporate member who has appointed a representative, please deposit the ORIGINAL Certificate of Appointment at the Poll Administrator office, Boardroom Share Registrars Sdn. Bhd. at Ground Floor or 11th Floor, Menara Symphony No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan not later than **Tuesday, 21 September 2021 at 10.00 a.m.** to participate via RPEV facilities in the 25th AGM. The Certificate of Appointment should be executed in the following manner:

1. If the corporate member has a common seal, the Certificate of Appointment should be executed under the common seal in accordance with the constitution of the corporate member.
2. If the corporate member does not have a common seal, the Certificate of Appointment 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.

**ADMINISTRATIVE GUIDE OF THE TWENTY-FIFTH ANNUAL GENERAL MEETING (CONTINUED)****PROCEDURE FOR ELECTRONIC SUBMISSION OF PROXY FORM**

The procedures to submit your proxy form electronically via Boardroom Smart Investor Portal are summarised below:-

	Procedure	Action
Step 1	Register Online with Boardroom Smart Investor Portal (for first time registration only)	<p>[Note: If you have already signed up with Boardroom Smart Investor Portal, you are not required to register again. You may proceed to Step 2 – eProxy Lodgement]</p> <ol style="list-style-type: none">Access website https://investor.boardroomlimited.comClick <Register> to sign up as a user.Complete the registration and upload a softcopy of your MyKAD/Identification Card (front and back) or Passport in JPEG, PNG or PDF format.Please enter a valid email address and wait for Boardroom's email verification.Your registration will be verified and approved within one (1) business day and an email notification will be provided to you.
Step 2	Submit your request	<ol style="list-style-type: none">Access website https://investor.boardroomlimited.com using your user ID and password from Step 1 aboveSelect “CAELY HOLDINGS BHD. (25TH) ANNUAL GENERAL MEETING” from the list of Corporate Meeting and click “Enter”Click on “Submit eProxy Form”Read the terms & conditions and confirm the Declaration by clicking “Next”.Enter your CDS Account Number and indicate the number of securities.Appoint your proxy(ies) or the Chairman of the AGM and enter the required particulars for your proxy(ies).Indicate your voting instructions – FOR or AGAINST, otherwise your proxy(ies) will decide your votes.Review and confirm your proxy(ies) appointment.Click submit.Download or print the eProxy Form acknowledgement.

SUBMISSION OF QUESTION TO THE BOARD OF DIRECTORS

- Shareholders may submit questions in advance on the AGM resolutions and Annual Report 2021 no later than Tuesday, 21 September 2021 at 10.00 a.m. via yenwahchoo@classita.com.my or Boardroom's website at <https://investor.boardroomlimited.com> using the same user ID and password provided in Step 2 above, and select “SUBMIT QUESTION” to pose questions.
- Thereafter, on the morning of the 25th AGM, shareholders may also submit questions via the messaging box on Lumi AGM web portal starting at 9.00 a.m. This web portal will remain open throughout the virtual AGM session.
- The Board of Directors will endeavor to respond to Pre-AGM Meeting Questions and questions submitted from 9.00 a.m. on the day of the 25th AGM and throughout the meeting. However, if there is time constraint, the responses will be e-mailed to you at the earliest possible, after the meeting.

**ADMINISTRATIVE GUIDE OF THE TWENTY-FIFTH ANNUAL GENERAL MEETING (CONTINUED)****ANNUAL REPORT 2021 AND OTHER DOCUMENTS**

1. As part of our dedicated commitment to sustainable practices, the following documents can be downloaded from Bursa Securities' website and the Company's website at www.caelyholdings.com:
 - (a) Annual Report 2020
 - (b) Corporate Governance Report 2021
 - (c) Circular to Shareholders
 - (d) Notice of the 25th AGM
 - (e) Proxy Form
 - (f) Administrative Guide
 - (g) Requisition Form

2. Should you need a copy of the printed Annual Report 2021, kindly request via the Annual Report 2021 Requisition Form, alternatively you may submit your request to Mega Corporate Services Sdn Bhd at hisham@megacorp.com.my. Any request for the printed documents will be sent to the requestor as soon as possible.

NO GIFTS DISTRIBUTION

There will be no gifts distribution for Shareholders/Proxies at the 25th AGM.

RECORDING OR PHOTOGRAPHY

Strictly **NO recording or photography** of the proceedings of the 25th AGM is allowed.

ENQUIRY

If you have any enquiry in relation to the conduct of the 25th AGM via RPEV Facilities, depositing of hard copy proxy form, submission of electronic proxy form, depositing of the original certificate of appointment of corporate representative, depositing of original or duly certified power of attorney, please contact the Poll Administrator, BSR during office hours on Mondays to Fridays from 9.00 a.m. to 5.30 p.m., except on public holidays:

Address	Boardroom Share Registrars Sdn. Bhd 11th Floor, Menara Symphony No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan
General Line	603-7890 4700 (Helpdesk)
Fax Number	603-7890 4670
Email	bsr.helpdesk@boardroomlimited.com

**ADMINISTRATIVE GUIDE OF THE TWENTY-FIFTH
ANNUAL GENERAL MEETING (CONTINUED)****ANNUAL REPORT 2021 AND OTHER DOCUMENTS (Continued)****ENQUIRY (Continued)**

If you have any enquiry in relation to the request of hardcopy of Annual Report 2021, please contact the Share Registrar, Mega Corporate Services Sdn. Bhd. during office hours on Mondays to Fridays from 9.00 a.m. to 5.00 p.m., except on public holidays:

Address	Mega Corporate Services Sdn. Bhd. Level 15-2, Bangunan Faber Imperial Court, Jalan Sultan Ismail, 50250 Kuala Lumpur
General Line	603-2692 4271
Fax Number	603-2732 5388
Email	hisham@megacorp.com.my , info@megacorp.com.my