

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 45th Annual General Meeting (“45th AGM”) of the Company will be held on a fully virtual basis at Lot 6.03, 6th Floor, Menara Hai-O, Jalan Bukit Bintang, 55100 Kuala Lumpur, Malaysia (“Broadcast Venue”) on Thursday, 1 October 2020 at 11:30 a.m. to transact the following businesses: -

AGENDA

1. To lay before the Meeting the Audited Financial Statements for the financial year ended 30 April 2020 and the Reports of the Directors and Auditors thereon. **Refer to Explanatory Note**
 2. To re-elect the following Directors who are retiring by rotation pursuant to Clause 119 of the Company's Constitution:-
 - i. Mr. Tan Keng Kang **Resolution 1**
 - ii. Mr. Chia Kuo Wui **Resolution 2**
 - iii. Mr. Tan Kim Siong **Resolution 3**
 3.
 - i. To approve the payment of Directors' fees amounting to RM230,000 for the financial year ended 30 April 2020. **Resolution 4**
 - ii. To approve the payment of Directors' remuneration and benefits (excluding Directors' fees) to the Non-Executive Directors up to an amount of RM800,000 from 2 October 2020 until the next Annual General Meeting of the Company. **Resolution 5**
 4. To declare a final single tier dividend of 4 sen per ordinary share for the financial year ended 30 April 2020. **Resolution 6**
 5. To re-appoint Messrs KPMG PLT as Auditors of the Company and to authorise the Directors to fix their remuneration. **Resolution 7**
- As Special Business: -**

6. To consider and if thought fit, to pass the following ordinary resolutions: -

ORDINARY RESOLUTION I

- i. **To authorise the allotment and issuance of shares pursuant to Sections 75 and 76 of the Companies Act 2016: -** **Resolution 8**

“THAT pursuant to Sections 75 and 76 of the Companies Act 2016 and subject always to the approval of the relevant authorities, the Directors be and are hereby empowered to issue shares in the Company at any time and upon such terms and conditions and for such purposes as the Directors may, in their absolute discretion deem fit and in the interest of the Company, provided that the aggregate number of the shares issued pursuant to this resolution does not exceed 10% of the total number of issued shares of the Company for the time being and that the Directors be and are also empowered to obtain the approval for the listing of and quotation for the additional shares so issued on Bursa Malaysia Securities Berhad and that such authority shall continue to be in force until the conclusion of the next Annual General Meeting of the Company.”

ORDINARY RESOLUTION II

- ii. **Proposed Renewal of Share Buy-Back Authority** **Resolution 9**

“THAT subject to the rules, regulations and orders made pursuant to the Companies Act 2016 (“the Act”), provisions of the Company's Constitution and the Listing Requirements of Bursa Malaysia Securities Berhad (“Bursa Securities”) and any other relevant authorities, the Board be and is hereby authorised to purchase the Company's shares (“Hai-O Shares”) through Bursa Securities (“Proposed Share Buy-Back”) subject to the following:-

NOTICE OF ANNUAL GENERAL MEETING

(CONTINUED)

- a. the maximum number of Hai-O Shares which may be purchased and/or held as treasury shares by the Company at any point in time pursuant to the Proposed Share Buy-Back shall not exceed ten percent (10%) of the total number of issued shares of the Company;
- b. the maximum fund to be allocated by the Company for the purpose of purchasing the Hai-O Shares shall not exceed the aggregate of the retained profits of the Company;
- c. the authority conferred by this resolution will be effective immediately upon the passing of this resolution and will expire at the conclusion of the next Annual General Meeting of the Company unless by ordinary resolution passed at that meeting, the authority is renewed, either unconditionally or subject to conditions or the expiration of the period within which the next Annual General Meeting is required by law to be held or the authority is revoked or varied by an ordinary resolution of the shareholders of the Company at a general meeting, whichever is the earlier, but not so as to prejudice the completion of purchase(s) by the Company before the aforesaid expiry date and, in any event, in accordance with the provisions of the Listing Requirements of Bursa Securities or any other relevant authorities; and
- d. upon completion of the purchase(s) of the Hai-O Shares by the Company, the Board be and is hereby authorised to retain the Hai-O Shares so purchased as treasury shares, of which may be distributed as dividends to shareholders and/or re-sold on Bursa Securities and/or subsequently cancelled and in other manner as prescribed by the Act, rules, regulations and orders made pursuant to the Act and the requirements of Bursa Securities and any other relevant authorities for the time being in force.

AND THAT the Board be and is hereby authorised to take all such steps as are necessary or expedient to implement or to effect the purchase(s) of the Hai-O Shares with full power to assent to any condition, modification, variation and/or amendment as may be imposed by the relevant authorities and to take all such steps as they may deem necessary or expedient in order to implement, finalise and give full effect in relation thereto."

7. To transact any other business for which due notice shall have been given in accordance with the Company's Constitution and the Companies Act 2016.

NOTICE OF DIVIDEND ENTITLEMENT AND PAYMENT

NOTICE IS ALSO HEREBY GIVEN that subject to the approval of the shareholders at the 45th AGM to be held on 1 October 2020, a final single tier dividend of 4 sen per ordinary share in respect of the financial year ended 30 April 2020 will be paid on 19 November 2020. The entitlement date for the dividend payment is on 9 November 2020.

A Depositor shall qualify for the entitlement to the dividend only in respect of: -

- (a) Securities transferred into the Depositor's Securities Account before 4:30 p.m. on 9 November 2020 in respect of transfers; and
- (b) Securities bought on Bursa Malaysia Securities Berhad on a cum entitlement basis according to the rules of Bursa Malaysia Securities Berhad.

By Order of the Board

Cynthia Gloria Louis (SSM PC No. 201908003061) (MAICSA 7008306)

Chew Mei Ling (SSM PC No. 201908003178) (MAICSA 7019175)

Company Secretaries

Selangor Darul Ehsan
26 August 2020

NOTICE OF ANNUAL GENERAL MEETING

(CONTINUED)

Notes:

- As part of the initiatives to curb the spread of COVID-19 and the Government of Malaysia's official guidance on physical distancing, the 45th AGM of the Company will be conducted on a fully virtual basis through live streaming and online remote voting via Remote Participation and Electronic Voting facilities ("RPV"). Please refer to the Administrative Guide for the 45th AGM on the conduct of a fully virtual meeting and follow the procedures provided in the Administrative Guide to register, participate and vote remotely via the RPV facilities.
- The venue of the 45th 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 present at the main venue of the meeting. The venue of the 45th AGM is to inform shareholders where the virtual 45th AGM production and streaming would be conducted from. NO SHAREHOLDER(S)/ PROXY(IES) from the public will be allowed to be physically present at the Broadcast Venue.
- In respect of deposited securities, only Members whose names appear in the Record of Depositors on 24 September 2020 (General Meeting Record of Depositors) shall be entitled to register, speak, participate and vote remotely at this virtual 45th AGM.
As guided by the Securities Commission's Guidance and FAQs on the Conduct of General Meetings for Listed Issuers that was issued on 18 April 2020 and subsequently revised on 14 May 2020, 11 June 2020, 18 June 2020, 24 June 2020 and 15 July 2020, the right to speak is not limited to verbal communication only but includes other modes of expression. Therefore, all shareholders and proxies shall communicate with the main venue of the Meeting via real time submission of typed texts during the live streaming of the Meeting as the primary mode of communication. In the event of any technical glitch in this primary mode of communication, shareholders and proxies may email their questions to BSR.Helpdesk@boardroomlimited.com during the Meeting. The questions and/or remarks submitted by the shareholders and/or proxies will be responded by the Chairman/Board/relevant advisers during the Meeting. In the event of any unattended questions and/or remarks submitted, the Company will respond to the said unattended questions and/or remarks after the Meeting via email.
- A member entitled to attend and vote at the above meeting is entitled to appoint not more than two (2) proxies to participate and vote instead of him save for a member who is an authorised nominee defined under the Securities Industry (Central Depositories) Act 1991 and 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 such member may appoint in respect of each omnibus account it holds. There shall be no restriction as to the qualification of the proxy and a proxy duly appointed to attend and vote at a meeting of the Company shall have the same rights as the member to speak at the meeting.
- Where a member appoints two (2) proxies, the appointment shall be invalid unless he specifies the proportions of his holding(s) to be represented by each proxy.
- The instrument appointing a proxy shall be in writing under the hand of the appointor or his attorney duly authorised in writing or if the appointer is a corporation, either under its Common Seal or under the hand of an officer or attorney duly authorised in writing.
- The appointment of proxy may be made in a hard copy form or by electronic means, not less than forty-eight (48) hours before the time for holding the AGM or at any adjournment thereof, as follows:
 - In hard copy form - The original instrument appointing a proxy ("Form of Proxy") must be deposited at the Company's Share Registrar's Office, Boardroom Share Registrars Sdn Bhd, 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia.
 - By electronic means - The Form of Proxy can also be lodged electronically with the Share Registrar of the Company through Boardroom Smart Investor Online Portal at www.boardroomlimited.my or email to BSR.Helpdesk@boardroomlimited.com. Please follow the procedures provided in the Administrative Guide for the 45th AGM for submission of the Form of Proxy electronically.
- If you have submitted your Form(s) of Proxy and subsequently decide to appoint another person or wish to participate in our virtual 45th AGM by yourself, please write in to BSR.Helpdesk@boardroomlimited.com to revoke the earlier appointed proxy not less than forty-eight (48) hours before the meeting.
- Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all the resolutions set out in the Notice of AGM will be put to vote by way of poll.

Explanatory Notes to Ordinary and Special Business

Item 1 of the Agenda

The Agenda No. 1 is meant for discussion only as Section 340(1)(a) of the Companies Act 2016 does not require a formal approval of the shareholders for the audited financial statements. Hence, this item 1 of the Agenda is not put forward for voting.

Ordinary Resolution 4 - Directors' fees

Ordinary Resolution 5 - Directors' remuneration and benefits

The Directors' remuneration and benefits (excluding Directors' fees) comprises emoluments and other benefits payable to the Non-Executive Directors from 2 October 2020 until the next Annual General Meeting of the Company. For newly appointed Non-Executive Director(s), the Directors' remuneration and benefits (excluding Directors' fees) are payable from the date of the

respective appointment(s) during the year. The remuneration and benefits are recommended to commensurate with the Directors' commitment, experience and expertise for discharging their duties.

| Description | Emoluments and other benefits |
|------------------------------|--|
| Fixed Allowance | Approximately RM50,000 per month in total |
| Meeting attendance allowance | RM1,000 per day basis |
| <u>Board Committee</u> | |
| Chairman | RM24,000 to RM36,000 per annum |
| Member | RM12,000 to RM24,000 per annum |
| Other benefits | Group Medical & Personal Accident and Corporate Liability Insurance, training benefits, Employer's Statutory Contribution, ESOS and other benefits |

NOTICE OF ANNUAL GENERAL MEETING

(CONTINUED)

Payment of the Directors' fees for the financial year ended 30 April 2020 amounting to RM230,000 will be made by the Company if the proposed Ordinary Resolution 4 is passed at the forthcoming Annual General Meeting.

Payment of the Directors' remuneration and benefits will be made by the Company as and when incurred if the proposed Ordinary Resolution 5 is passed.

Ordinary Resolution 8 – Mandate to issue shares pursuant to Sections 75 and 76 of the Companies Act 2016

The Directors did not issue any new shares pursuant to the existing Mandate which will lapse at the conclusion of the 45th AGM.

The proposed resolution is to seek members' approval to renew the mandate given by them at the 44th Annual General Meeting to issue new shares pursuant to Sections 75 and 76 of the Companies Act 2016. This authority, unless revoked or varied at a general meeting, will expire at the next Annual General Meeting of the Company. The authority will provide flexibility to the Company for any possible fund-raising activities, including but not limited to placement of shares, funding for future investment project(s) and/or business expansion and/or working capital and/or acquisitions or the issuance of shares as a consideration for the acquisition of assets.

Ordinary Resolution 9 - Proposed Renewal of Share Buy-Back Authority

The Ordinary Resolution, if passed, will empower the Company to purchase and/or hold up to ten percent (10%) of the total number of issued shares of the Company. This authority will, unless revoked or varied by the Company at a general meeting, expire at the next Annual General Meeting. For further information on the Proposed Share Buy-Back, please refer to the Share Buy-Back Statement dated 26 August 2020 accompanying the Annual Report 2020.

PERSONAL DATA PRIVACY

By lodging of a completed Form of Proxy to the Share Registrar of the Company for appointing a proxy(ies) and/or representative(s) to participate and vote remotely at the virtual 45th AGM and any adjournment thereof, a member of the Company is hereby:

- 1) consented to the collection, use and disclosure of the member's personal data by the Company (or its agents) for the purpose of the processing and administration by the Company (or its agents) of

proxies and representatives appointed for the 45th AGM (including any adjournment thereof) and the preparation and compilation of the attendance list, minutes and other documents relating to the 45th AGM (including any adjournment thereof), and in order for the Company (or its agents) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "Purposes");

- 2) warranted that where the member discloses the personal data of the member's proxy(ies) and/or representative(s) to the Company (or its agents), the member has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents) of the personal data of such proxy(ies) and/or representative(s) for the Purposes ("Warranty"); and
- 3) agreed that the member will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member's breach of the Warranty.

STATEMENT ACCOMPANYING NOTICE OF ANNUAL GENERAL MEETING

Following is the statement made pursuant to paragraph 8.27(2) of the Listing Requirements of Bursa Malaysia Securities Berhad:-

- 1) Directors who are standing for re-election at the 45th AGM of the Company, are as follows: -
 - i) The Directors who are retiring by rotation pursuant to Clause 119 of the Company's Constitution and seeking re-election, are: -
 - Mr. Tan Keng Kang
 - Mr. Chia Kuo Wui
 - Mr. Tan Kim Siong

The details of the three (3) Directors seeking for re-election are set out in the Directors' profiles appearing on pages 8 and 11 of the Annual Report.

- 2) Details of attendance of Directors at Board Meetings held during the financial year ended 30 April 2020 are set out on page 94 of the Annual Report.
- 3) Broadcast Venue, Date and Time of the 45th AGM are as follows: -

Broadcast Venue : Lot 6.03, 6th Floor, Menara Hai-O,
Jalan Bukit Bintang,
55100 Kuala Lumpur, Malaysia.

Date : 1 October 2020 (Thursday)

Time : 11:30 a.m.

FORM OF PROXY



HAI-O ENTERPRISE BERHAD
 Registration No. 197501000919 (22544-D)
 (Incorporated in Malaysia)

| | |
|-----------------------------|--|
| CDS Account No. | |
| No. of ordinary shares held | |

I/We _____

NRIC No. (New) _____ (Old) _____ / Company No. _____

of _____

being a member / members of **HAI-O ENTERPRISE BERHAD** hereby appoint the following person(s):-

| Name | Address | NRIC/ Passport No. | Proportion of Shareholdings (%) |
|---|---------|--------------------|---------------------------------|
| | | | |
| *And/ or failing him/ her (delete as appropriate) | | | |
| | | | |

For a member who is an authorised nominee with omnibus account, please state the details of the proxies as above if more than two (2) on your letterhead and to attach the same to this Form of Proxy.

or failing him/her/them, THE CHAIRMAN OF THE MEETING, as my/our proxy/proxies, to vote for me/us on my/our behalf at the **45th Annual General Meeting** of the Company will be held on a fully virtual basis at Lot 6.03, 6th Floor, Menara Hai-O, Jalan Bukit Bintang, 55100 Kuala Lumpur, Malaysia ("Broadcast Venue") on Thursday, 1 October 2020 at 11.30 a.m. and at any adjournment thereof in the manner as indicated below in respect of the following Resolutions:-

| RESOLUTIONS | | FOR | AGAINST |
|--------------|---|-----|---------|
| Resolution 1 | Re-election of Mr. Tan Keng Kang as a Director. | | |
| Resolution 2 | Re-election of Mr. Chia Kuo Wui as a Director. | | |
| Resolution 3 | Re-election of Mr. Tan Kim Siong as a Director. | | |
| Resolution 4 | Approval for the payment of Directors' fees for the financial year ended 30 April 2020. | | |
| Resolution 5 | Approval for the payment of Directors' remuneration and benefits (excluding Directors' fees) to the Non-Executive Directors from 2 October 2020 until the next Annual General Meeting of the Company. | | |
| Resolution 6 | Declaration of a final single tier dividend of 4 sen per ordinary share. | | |
| Resolution 7 | Re-appointment of Messrs KPMG PLT as Auditors of the Company and to authorise the Directors to fix their remuneration. | | |
| Resolution 8 | Authority to allot and issue shares pursuant to Sections 75 and 76 of the Companies Act 2016. | | |
| Resolution 9 | Proposed Renewal of Share Buy-Back Authority. | | |

Please indicate with an "X" in the appropriate space how you wish your votes to be cast. If you do not indicate how you wish your proxy to vote on any Resolution, the proxy may vote or abstain from voting at his/her/their discretion.

Date: _____

 Signature of Shareholder(s)

Notes:

- As part of the initiatives to curb the spread of COVID-19 and the Government of Malaysia's official guidance on physical distancing, the 45th AGM of the Company will be conducted on a fully virtual basis through live streaming and online remote voting via Remote Participation and Electronic Voting facilities ("RPV"). Please refer to the Administrative Guide for the 45th AGM on the conduct of a fully virtual meeting and follow the procedures provided in the Administrative Guide to register, participate and vote remotely via the RPV facilities.
- The venue of the 45th 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 present at the main venue of the meeting. The venue of the 45th AGM is to inform shareholders where the virtual 45th AGM production and streaming would be conducted from. NO SHAREHOLDER(S)/ PROXY(IES) from the public will be allowed to be physically present at the Broadcast Venue.

3. In respect of deposited securities, only Members whose names appear in the Record of Depositors on 24 September 2020 (General Meeting Record of Depositors) shall be entitled to register, speak, participate and vote remotely at this virtual 45th AGM.
As guided by the Securities Commission's Guidance and FAQs on the Conduct of General Meetings for Listed Issuers that was issued on 18 April 2020 and subsequently revised on 14 May 2020, 11 June 2020, 18 June 2020, 24 June 2020 and 15 July 2020, the right to speak is not limited to verbal communication only but includes other modes of expression. Therefore, all shareholders and proxies shall communicate with the main venue of the Meeting via real time submission of typed texts during the live streaming of the Meeting as the primary mode of communication. In the event of any technical glitch in this primary mode of communication, shareholders and proxies may email their questions to BSR.Helpdesk@boardroomlimited.com during the Meeting. The questions and/or remarks submitted by the shareholders and/or proxies will be responded by the Chairman/Board/relevant advisers during the Meeting. In the event of any unattended questions and/or remarks submitted, the Company will respond to the said unattended questions and/or remarks after the Meeting via email.
4. A member entitled to attend and vote at the above meeting is entitled to appoint not more than two (2) proxies to participate and vote instead of him save for a member who is an authorised nominee defined under the Securities Industry (Central Depositories) Act 1991 and 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 such member may appoint in respect of each omnibus account it holds. There shall be no restriction as to the qualification of the proxy and a proxy duly appointed to attend and vote at a meeting of the Company shall have the same rights as the member to speak at the meeting.
5. Where a member appoints two (2) proxies, the appointment shall be invalid unless he specifies the proportions of his holding(s) to be represented by each proxy.
6. The instrument appointing a proxy shall be in writing under the hand of the appointer or his attorney duly authorised in writing or if the appointer is a corporation, either under its Common Seal or under the hand of an officer or attorney duly authorised in writing.
7. The appointment of proxy may be made in a hard copy form or by electronic means, not less than forty-eight (48) hours before the time for holding the AGM or at any adjournment thereof, as follows:
 - (i) In hard copy form - The original instrument appointing a proxy ("Form of Proxy") must be deposited at the Company's Share Registrar's Office, Boardroom Share Registrars Sdn Bhd, 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia.
 - (ii) By electronic means - The Form of Proxy can also be lodged electronically with the Share Registrar of the Company through Boardroom Smart Investor Online Portal at www.boardroomlimited.my or email to BSR.Helpdesk@boardroomlimited.com. Please follow the procedures provided in the Administrative Guide for the 45th AGM for submission of the Form of Proxy electronically.
8. If you have submitted your Form(s) of Proxy and subsequently decide to appoint another person or wish to participate in our virtual 45th AGM by yourself, please write in to BSR.Helpdesk@boardroomlimited.com to revoke the earlier appointed proxy not less than forty-eight (48) hours before the meeting.
9. Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all the resolutions set out in the Notice of AGM will be put to vote by way of poll.

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AFFIX
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Hai-O Enterprise Berhad

Registration No. 197501000919 (22544-D)

The Share Registrar

Boardroom Share Registrars Sdn Bhd

Registration No. 199601006647 (378993-D)

11th Floor, Menara Symphony,

No.5 Jalan Prof. Khoo Kay Kim, Seksyen 13,

46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia.

ADMINISTRATIVE GUIDE FOR 45TH ANNUAL GENERAL MEETING



HAI-O ENTERPRISE BERHAD

Registration No. 197501000919 (22544-D)

(Incorporated in Malaysia)

| | |
|-------------------------|--|
| Date and Day | : 1 October 2020 (Thursday) |
| Time | : 11:30 a.m. |
| Broadcast Venue | : Lot 6.03, 6th Floor, Menara Hai-O, Jalan Bukit Bintang, 55100 Kuala Lumpur, Malaysia |
| Meeting Platform | : https://web.lumiagm.com/ |

MODE OF MEETING

Due to the unprecedented circumstances arising from the measures that have been implemented nationwide to limit the spread of the COVID-19, and in particular, the Government of Malaysia's official guidance for practising physical distancing, the Company will conduct its forthcoming 45th Annual General Meeting ("AGM"/ "45th AGM") on a fully virtual basis at the above Broadcast Venue via remote participation and electronic voting (collectively referred hereinafter as "Virtual AGM"). The above decision is made pursuant to Section 327 of the Companies Act 2016 and Clause 68 (ii) of the Constitution of the Company.

In line with the Malaysian Code on Corporate Governance Practice 12.3, conducting a virtual AGM would facilitate greater shareholders' participation as it facilitates electronic voting and remote shareholders' participation. With the Virtual Meeting facilities, you may exercise your right as a member of the Company to participate (including the right to pose questions to the Board of Directors and/or Management of the Company) and vote at the AGM. Alternatively, you may also appoint the Chairman of the Meeting as your proxy to attend and vote on your behalf at the 45th AGM.

BROADCAST VENUE

The Broadcast Venue is strictly for the purpose of complying with Section 327(2) of the Companies Act 2016 which requires that the Chairman of the meeting to be present at the main venue. Shareholders or proxies **are not allowed** to be physically present at the Broadcast Venue as the venue is only meant to facilitate the conduct of the Virtual AGM.

ENTITLEMENT TO PARTICIPATE AND VOTE

In respect of deposited securities, only members whose names appear in the Record of Depositors on 24 September 2020 (General Meeting Record of Depositors) shall be eligible to participate the 45th AGM or appoint proxy(ies) to participate and/or vote on his/her behalf.

FORM(S) OF PROXY

Shareholders are encouraged to go online, participate and vote at the 45th AGM using remote participation and electronic voting facilities. Shareholders who are unable to participate in our online AGM are encouraged to appoint the Chairman of the Meeting as your proxy and indicate the voting instructions in the Form(s) of Proxy. Alternatively, you may use Boardroom Smart Investor Portal proxy appointment service to submit your proxy appointment.

Please take note that you must complete the Form(s) of Proxy for the 45th AGM should you wish to appoint a proxy(ies).

Please ensure that the original Form(s) of Proxy is deposited at our Share Registrar's office at the following address not less than forty-eight (48) hours before the time for holding the meeting:-

Boardroom Share Registrars Sdn. Bhd.
11th Floor, Menara Symphony
No. 5, Jalan Prof. Khoo Kay Kim
Seksyen 13, 46200 Petaling Jaya
Selangor Darul Ehsan
Malaysia

General Line : 603-7890 4700

Alternatively, you may deposit your Form(s) of Proxy by electronic means through the Share Registrar's website, Boardroom Smart Investor Online Portal at www.boardroomlimited.my to log in and deposit your Form(s) of Proxy electronically, not less than forty-eight (48) hours before the meeting.

REVOCAION OF PROXY

If you have submitted your Form(s) of Proxy and subsequently decide to appoint another person or wish to participate in our 45th AGM by yourself, please write in to BSR.Helpdesk@boardroomlimited.com to revoke the earlier appointed proxy forty-eight (48) hours before the meeting.

ADMINISTRATIVE GUIDE FOR 45TH ANNUAL GENERAL MEETING (CONTINUED)

VOTING PROCEDURE

The voting procedure will be conducted by poll in accordance with Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad. The Company has appointed Boardroom Share Registrars Sdn. Bhd. ("Boardroom") as Poll Administrator to conduct the poll by way of electronic voting ("e-voting") and GovernAce Advisory & Solutions Sdn. Bhd. as the Independent Scrutineer to verify and validate the poll results.

During the AGM, you will be provided a briefing on the e-Polling housekeeping rules. The voting session will commence as soon as the Chairman calls for the poll to be opened and until such time when the Chairman announces the closure of the poll.

For the purposes of the Virtual AGM, e-voting will be carried out via personal smart mobile phones, tablets or personal computers/laptops.

There are three (3) methods for members and proxies who wish to use their personal voting device to vote remotely. The methods are as follows:-

- (i) Download the free Lumi AGM from Apple App Store or Google Play Store prior to the meeting; OR
- (ii) Use the QR Scanner Code given in the email received after successful registration; OR
- (iii) Navigate to the website URL <https://web.lumiagm.com/>.

Upon the conclusion of the poll session, the Independent Scrutineer will verify the poll results followed by the declaration by the Chairman of the Meeting whether the resolutions put to vote were successfully carried or not.

REMOTE PARTICIPATION AND E-VOTING

Please note that the remote participation and e-voting is available to individual member, corporate shareholder, authorised nominee and exempt authorised nominee.

You will be able to view a live webcast of the 45th AGM proceeding, pose questions and submit your votes in real time whilst the meeting is in progress. Kindly follow the steps below on how to request for login ID and password:-

Before the day of the 45th AGM

Step 1 - Register Online with Boardroom Smart Investor Portal (for first time registration)

[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.]

- a. Access website at www.boardroomlimited.my.
- b. Click <<Login>> and click <<Register>> to sign up as a user.
- c. Complete registration and upload softcopy of MyKad (front and back) or Passport.
- d. Please enter a valid email address and wait for Boardroom's email verification.
- e. Your registration will be verified and approved within one (1) business day and an email notification will be provided.

Step 2 - Submit Request for Remote Participation User ID and Password

[Note: The registration for remote access is open from 11:30 a.m. Wednesday, 26 August 2020 up to 11:30 a.m. Tuesday, 29 September 2020.]

Individual Members

- a. Log in to www.boardroomlimited.my
- b. Select "Virtual Meeting" from main menu and select the correct Corporate Event "HAI-O ENTERPRISE BERHAD 45th Virtual AGM".
- c. Enter your CDS Account.
- d. Read and agree to the terms & conditions and thereafter submit your request.

Corporate Shareholders

- a. Write in to BSR.Helpdesk@boardroomlimited.com by providing the name of Member, CDS Account Number accompanied with the Certificate of Appointment of Corporate Representative or Form(s) of Proxy to submit the request.
- b. Please provide a copy of Corporate Representative's MyKad (Front and Back) or Passport as well as his/her email address.

Authorised Nominee and Exempt Authorised Nominee

- a. Write in to BSR.Helpdesk@boardroomlimited.com by providing the name of Member, CDS Account Number accompanied with the Form(s) of Proxy to submit the request.
 - b. Please provide a copy of Proxy Holder's MyKad (Front and Back) or Passport as well as his/her email address.
- ✓ You will receive notification(s) from Boardroom that your request(s) has/have been received and is/are being verified.

ADMINISTRATIVE GUIDE FOR 45TH ANNUAL GENERAL MEETING (CONTINUED)

REMOTE PARTICIPATION AND E-VOTING (cont'd)

Before the day of the 45th AGM

- ✓ Upon system verification against the General Meeting Record of Depositories as at 24 September 2020, you will receive an email from Boardroom either approving or rejecting your registration for remote participation.
- ✓ You will also receive your remote access user ID and password along with the email from Boardroom if your registration is approved.
- ✓ Please note that the closing time to submit your request for remote participation User ID and Password is on Tuesday, 29 September 2020 at 11:30 a.m. (48 hours before the commencement of the AGM)

On the day of the 45th AGM (1 October 2020)

Step 3 - Login to Virtual Meeting Portal

[Please note that the quality of the connectivity to Virtual Meeting Portal for live web cast as well as for remote online voting is highly dependent on the bandwidth and the stability of the internet connectivity available at the location of the remote users.]

- a. The Virtual Meeting Portal will be open for login starting an hour (1 hour) before the commencement of 45th AGM on Thursday, 1 October 2020 at 11:30 a.m..
- b. Follow the steps given to you in the email along with your remote access user ID and password to login to the Virtual Meeting Portal (Refer to Step 2 above).

Step 4 - Participate

[Note: Questions submitted online will be moderated before being sent to the Chairman to avoid repetition.]

- a. If you would like to view the live webcast, select the broadcast icon.
- b. If you would like to pose a question during the 45th AGM, select the messaging icon.
- c. Type your message within the chat box, once completed click the send button.



Step 5 - Online Remote Voting

- a. Once voting has been opened, the polling page will appear with the resolutions and your voting choices.
- b. To vote simply select your voting direction from the options provided.
- c. To change your vote, simply select another voting direction.
- d. If you wish to cancel your vote, please press "Cancel".

Step 6 - End of Remote Participation

- a. Upon the announcement by the Chairman on the closure of the 45th AGM, the live webcast will end.
- b. You can now logout from Virtual Meeting Portal.

NO DOOR GIFTS / FOOD VOUCHER

There will be **No distribution** of door gifts or food voucher for the 45th AGM.

PRE-MEETING SUBMISSION OF QUESTIONS TO THE BOARD OF DIRECTORS

The shareholders may submit questions to the Company in advance via e-mail to ir@hai-o.com.my prior to the 45th AGM **no later than Tuesday, 29 September 2020 at 11.30 a.m.** The Board of Directors will endeavour their best to respond to the questions submitted by the shareholders which are related to the resolutions to be tabled at the 45th AGM.

RECORDING OR PHOTOGRAPHY AT THE 45th AGM

Strictly no recording or photography of the 45th AGM proceedings is allowed.

ENQUIRY

If you have any enquiries prior to the 45th AGM, please contact the following during office hours on Mondays to Fridays (except on public holidays):-

Boardroom Share Registrars Sdn. Bhd.

General Line : 603-7890 4700

Fax No. : 603-7890 4670

Email : BSR.Helpdesk@boardroomlimited.com

Hai-O Enterprise Berhad

General Line : 603-3342 3322

Fax No. : 603-3342 8285

Email : ir@hai-o.com.my

PERSONAL DATA POLICY

By registering for the remote participation and electronic voting meeting and/or submitting the instrument appointing a proxy(ies) and/or representative(s), the member of the Company has consented to the use of such data for purposes of processing and administration by the Company (or its agents); and to comply with any laws, listing rules, regulations and/or guidelines. The member agrees that he/she will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the shareholder's breach of warranty.