

# PROXY FORM

No. of Ordinary Shares Held	
CDS Account No.	

**DIALOG**

**DIALOG GROUP BERHAD**

198901001388 (178694-V)  
(Incorporated in Malaysia)

I/We \_\_\_\_\_

NRIC/Passport No./Company No.: \_\_\_\_\_

of \_\_\_\_\_ Telephone No.: \_\_\_\_\_

being a member of **DIALOG GROUP BERHAD** hereby appoint \_\_\_\_\_

NRIC/Passport No. \_\_\_\_\_ of \_\_\_\_\_

and/or \_\_\_\_\_ NRIC/Passport No. \_\_\_\_\_ of \_\_\_\_\_

or failing him/her, the Chairman of the Meeting as my/our proxy, to attend and vote for me/us on my/our behalf at the 32<sup>nd</sup> Annual General Meeting of the Company to be held as a fully virtual meeting through live streaming and online remote voting from the broadcast venue at the Training Room, Level 5, DIALOG TOWER, No. 15, Jalan PJU 7/5, Mutiara Damansara, 47810 Petaling Jaya, Selangor Darul Ehsan, Malaysia on **Wednesday, 18 November 2020 at 10.00 a.m.** and at any adjournment thereof.

No.	Ordinary Resolutions	For	Against
1.	To approve the payment of a Final Single Tier Cash Dividend of 1.9 sen per ordinary share for the financial year ended 30 June 2020.		
2.	To re-elect Chan Yew Kai, the director retiring pursuant to Clause 91 of the Company's Constitution.		
3.	To re-elect Mohamad Hafiz Bin Kassim, the director retiring pursuant to Clause 96 of the Company's Constitution.		
4.	To re-elect Juniwati Rahmat Hussin, the director retiring pursuant to Clause 96 of the Company's Constitution.		
5.	To approve the payment of Directors' fees and Board Committees' fees in respect of the financial year ended 30 June 2020.		
6.	To approve the payment of Directors' benefits (other than Directors' fees and Board Committees' fees) from 19 November 2020 to the next Annual General Meeting of the Company.		
7.	To re-appoint Messrs BDO PLT as auditors of the Company and to authorise the Directors to fix their remuneration.		
8.	Continuation in office as Independent Non-Executive Director – Kamariyah Binti Hamdan		
9.	Proposed Renewal of Share Buy-back Authority		

Please indicate with an "X" in the appropriate space how you wish your vote to be cast. If you do not indicate how you wish your proxy to vote on any resolution, the proxy shall vote as he thinks fit, or at his discretion, abstain from voting.

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2020

\_\_\_\_\_  
Signature/Common Seal of Shareholder(s)

**For appointment of two proxies,  
percentage of shareholdings to be  
represented by the proxies:**

	Percentage
Proxy 1	%
Proxy 2	%
Total	100%

**Notes:**

(a) The Broadcast Venue 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. Member(s) or proxy(ies) or attorney(s) or authorised representative(s) WILL NOT BE ALLOWED to attend the 32<sup>nd</sup> Annual General Meeting ("32<sup>nd</sup> AGM") in person at the Broadcast Venue on the day of the meeting.

Members are to attend, speak (including posing questions to the Board via real time submission of typed texts) and vote (collectively, "participate") remotely at the 32<sup>nd</sup> AGM via the Remote Participation and Voting facilities ("RPV") provided by Tricor Investor & Issuing House Services Sdn. Bhd. ("Tricor"). A member who has appointed a proxy or attorney or authorised representative to participate in this 32<sup>nd</sup> AGM via RPV must request his/her proxy or attorney or authorised representative to register himself/herself for RPV via Tricor's TIH Online website at <https://tiah.online>. Please refer to the procedures set out in the Administrative Guide for the 32<sup>nd</sup> AGM to register, participate, speak and vote remotely via the RPV.

As the 32<sup>nd</sup> AGM is a fully virtual AGM, members who are unable to participate in this 32<sup>nd</sup> AGM may appoint the Chairman of the meeting as his/her proxy and indicate the voting instructions in the proxy form.

(b) Other than an exempt authorised nominee, a member of the Company is entitled to appoint not more than two (2) proxies to attend and vote in his stead. Where a member appoints more than one (1) proxy, he shall specify the proportion of his shareholdings to be represented by each proxy.

- (c) A proxy need not be a member of the Company and a member may appoint any person to be his proxy.
- (d) 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 under its Common Seal or the hand of its duly authorised officer or attorney.
- (e) An instrument appointing a proxy must be deposited at the Registered Office of the Company at DIALOG TOWER, No. 15, Jalan PJU 7/5, Mutiara Damansara, 47810 Petaling Jaya, Selangor Darul Ehsan, Malaysia OR by electronic form via TIH Online at <https://tiah.online> (applicable to individual shareholders only) not less than forty-eight (48) hours before the time appointed for holding the Annual General Meeting ("AGM") or any adjournment thereof.
- (f) For the purpose of determining who shall be entitled to participate in this 32<sup>nd</sup> AGM via RPV, members whose names appear in the Record of Depositors as at 11 November 2020 shall be regarded as members entitled to participate or appoint proxy(ies) to participate in his/her stead in this 32<sup>nd</sup> AGM via RPV.
- (g) Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in the Notice of AGM will be put to vote by poll.

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STAMP

The Company Secretary  
**DIALOG GROUP BERHAD**

198901001388 (178694-V)

DIALOG TOWER  
No. 15, Jalan PJU 7/5  
Mutiara Damansara  
47810 Petaling Jaya  
Selangor Darul Ehsan  
Malaysia

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