



D.B.E. GURNEY RESOURCES BERHAD
Registration No: 200101000008 (535763-A)
(Incorporated in Malaysia)

Dear Shareholders,

Kindly be informed that the Extraordinary General Meeting (“**EGM**”) of the Company will be conducted virtually as follows:-

Date & Time : **Tuesday, 14 July 2020 at 11.30 a.m. or at any adjournment thereof**

Broadcast Venue : **Level 1, Conference Room, No. 131, Persiaran PM 2/1, Pusat Bandar Seri Manjung Seksyen 2, 32040 Seri Manjung, Perak Darul Ridzuan**

The EGM of the Company will be conducted virtually and the voting for the resolutions will be conducted online using the Remote Participation and Voting Facilities (“**RPV**”) provided by Agmo Studio Sdn Bhd (“**AGMO**”) via its online portal at <https://web.vote2u.app>. Kindly note that the broadcast venue is strictly for the purpose of compliance with Section 327(2) of the Companies Act, 2016, which stipulates that the Chairman shall be at the main venue of the EGM, and in accordance with Clause 63(2)(c) of the Company’s Constitution, which allows a general meeting to be held at more than one venue, using any technology or method that enables the members of the Company to participate and to exercise the members’ right to speak and vote at the general meeting.

In addition, please be advised that the Securities Commission Malaysia had on 18 April 2020 issued a Guidance Note and Frequently Asked Questions on the conduct of General Meetings for Listed Issuers to allow listed issuers to conduct fully virtual general meetings. The electronic means of conducting the EGM will facilitate and enable all shareholders to participate fully in the proceedings without the need to be physically present at the venue, which is advantageous given the current circumstances and safe distancing requirements that may include prohibition from mass gatherings during the current Recovery Movement Control Order period.

NO SHAREHOLDERS should be physically present or admitted at the Broadcast Venue. Shareholders who wish to participate at the fully virtual EGM will have to register online and attend remotely.

Shareholders who wish to participate at the EGM via RPV must register themselves for RPV at AGMO online portal at <https://web.vote2u.app> in accordance with the procedures for RPV as set out in the Administrative Guide for Shareholders as set out in Appendix IX of the Circular to Shareholders dated 22 June 2020 (“**Circular**”) latest by **Sunday, 12 July 2020 at 11.30 a.m.**

We wish to inform that the Circular which comprises:-

- (i) Part A: The Proposed Share Consolidation, Proposed Acquisitions, Proposed Exemption, Proposed Amendments and Proposed Private Placement (collectively, the “**Proposals**”);
- (ii) Part B: Independent Advice Letter from Mercury Securities Sdn Bhd to the non-interested shareholders of the Company in relation to the Proposed Acquisitions and Proposed Exemption; and
- (iii) Part C: The Proposed Change of Name

together with the Notice of EGM, Proxy Form and Administrative Guide for Shareholders are available at the following link:-

- (i) Company's website: http://www.dbegurney.com/company_investor_financial_info.html; or
- (ii) Bursa Securities' website: https://www.bursamalaysia.com/market_information/announcements/company_announcement?keyword=&cat=CS%2CCSCO&sub_type=&company=7179&mkt=&alph=&sec=&subsec=&dt ht=&dt lt

for your preview and downloading.

Please refer to the enclosed **Summary Notification** of the Circular dated 22 June 2020 for further details in relation to the Proposals as well as the Administrative Guide for Shareholders in relation to the procedures for RPV. The Form of Proxy for the EGM is also enclosed herewith should you wish to appoint your proxy(ies) to participate and vote at the EGM on your behalf. Your proxy appointment may also be lodged electronically via AGMO online portal at <https://web.vote2u.app>.

If you need a copy of the printed Circular, please complete the Request Form set out below of this document and deliver the completed Request Form to the Company's Registered Office at No. 54-4-8, Wisma Sri Mata, Jalan Van Praagh, 11600 Penang or email to ir@dbegurney.com. A hard copy of the Circular will be dispatched to you by ordinary post within four (4) market days upon receiving your request.

We would like to thank you for your continued support to the Company. Should you have any queries on the foregoing, please do not hesitate to contact the Company Secretary, Jesslyn Ong at +604 282 4605 or email to ir@dbegurney.com.

Yours faithfully,
For and on behalf of D.B.E. Gurney Resources Berhad

JESSLYN ONG BEE FANG (SSM PC No. 202008002969) (MAICSA 7020672)
ERIC TOH CHEE SEONG (SSM PC No. 202008002884) (MAICSA 7016178)
Company Secretaries
22 June 2020



To: The Company Secretary
D.B.E. GURNEY RESOURCES BERHAD
No. 54-4-8, Wisma Sri Mata
Jalan Van Praagh
11600 Penang
Malaysia

REQUEST FOR CIRCULAR TO SHAREHOLDERS

I/We wish to request for a hard copy of the Circular to Shareholders of D.B.E. GURNEY RESOURCES BERHAD to be sent to me/us at the following address:-

Name of Shareholder :
NRIC No. / Passport No. :
Address :
Contact Number :
Email :

Signature of Shareholder

Date :



D.B.E. GURNEY RESOURCES BERHAD
Registration No: 200101000008 (535763-A)
(Incorporated in Malaysia)

Registered Office:

No. 54-4-8, Wisma Sri Mata
Jalan Van Praagh 11600 Penang

22 June 2020

To: The Shareholders

Dear Sir / Madam,

**SUMMARY NOTIFICATION OF D.B.E. GURNEY RESOURCES BERHAD'S ("DBE" OR "COMPANY")
CIRCULAR DATED 22 JUNE 2020 IN RELATION TO THE PROPOSALS**

(Unless otherwise stated, definitions used herein shall have the same meaning as those defined in DBE's circular dated 22 June 2020 in relation to the Proposals.)

1. OVERVIEW

AmlInvestment Bank had on 26 February 2020, on behalf of the Board, announced that the Company had, on even date entered into:-

- (i) the Blossom SSA for the acquisition of the Blossom Sale Shares for the Blossom Purchase Consideration of up to RM642,546,412;
- (ii) the Rantau SSA for the acquisition of the Rantau Sale Shares for the Rantau Purchase Consideration of RM148,269,909; and
- (iii) the Yik Wang SSA for the acquisition of the Yik Wang Sale Shares for the Yik Wang Purchase Consideration of up to RM32,500,000.

(Collectively referred to as the "**Proposed Acquisitions**")

The purchase consideration arising from the Proposed Acquisitions will be settled via issuance of 108,733,864 new consolidated shares in DBE ("**Consideration Shares**"), up to 716,192,288 redeemable convertible preference shares ("**Consideration RCPS**") and up to RM165,437,715 in cash.

In addition, pursuant to the aforesaid share sale agreements, DBE will also settle and repay the related party advances of the Target Companies amounting to RM33.04 million as at 31 December 2019 via issuance of 41,266,137 new consolidated shares in DBE ("**Settlement Shares**") and RM0.13 million in cash.

The Consideration Shares, Settlement Shares and Consideration RCPS are issued at an issue price of RM0.7975 per Consideration Shares, Settlement Shares and Consideration RCPS.

In respect to the above, the Vendors have nominated Lagenda (an entity controlled by the Vendors) to receive the Consideration Shares, Consideration RCPS and Settlement Shares arising from the Proposed Acquisitions.

In addition, AmInvestment Bank had also, on behalf of the Board, announced that concurrently with the Proposed Acquisitions, the Company proposed to undertake the following:-

- (i) Proposed consolidation of every twenty-five (25) existing DBE Shares into one (1) Consolidated Shares held on an entitlement date to be determined later ("**Proposed Share Consolidation**");
- (ii) Proposed exemption to be sought by Lagenda and its PACs under Paragraph 4.08(1)(a) of the Rules from the obligation to undertake a mandatory take-over offer for the remaining DBE Shares and Warrants B not already held by them upon completion of the Proposed Acquisitions ("**Proposed Exemption**");
- (iii) Proposed amendments to the Constitution of the Company to facilitate *inter alia* the creation and issuance of the Consideration RCPS ("**Proposed Amendments**"); and
- (iv) Proposed private placement of up to 135,000,000 new Consolidated Shares at an issue price to be determined by the Board and to placee(s) to be identified at a later stage ("**Proposed Private Placement**").

(The Proposed Acquisitions, Proposed Share Consolidation, Proposed Exemption, Proposed Amendments and Proposed Private Placement are collectively referred as the "**Proposals**").

The Proposals are inter-conditional upon each other. The Proposed Share Consolidation shall be implemented prior to the Proposed Acquisitions and Proposed Private Placement.

In view of the interests of the Interested Directors and the Interested Major Shareholders as disclosed in Section 15 of Part A of this Circular, the Proposed Acquisitions are deemed as related party transactions pursuant to Paragraph 10.08 of the MMLR. Accordingly, the Board had on 26 February 2020, appointed Mercury Securities as the Independent Adviser to provide the non-interested Directors and non-interested Shareholders in respect of the Proposed Acquisitions with:-

- (i) an opinion as to whether the Proposed Acquisitions are fair and reasonable and whether the Proposed Acquisitions are detrimental to the non-interested Shareholders; and
- (ii) a recommendation as to whether the non-interested Shareholders should vote for or against the resolutions pertaining to the Proposed Acquisitions to be tabled at the forthcoming EGM.

As at 12 June 2020, being the latest practicable date prior to the printing of the Circular, Lagenda does not hold any equity interest in DBE. Upon receiving the Consideration Shares and Settlement Shares arising from the Proposed Acquisitions, Lagenda is envisaged to increase its equity interest in DBE from 0% to 56.93%. The equity interest of Lagenda and its PACs will also collectively increase from 35.13% as at the LPD to 72.06% upon completion of the Proposed Acquisitions.

In view of the above, Lagenda and its PACs intends to seek an exemption pursuant to Paragraph 4.08(1)(a) of the Rules from the obligation to undertake a mandatory take-over offer for the remaining DBE Shares and Warrants B not already held by them upon completion of the Proposed Acquisitions ("**Proposed Exemption**").

Accordingly, pursuant to Paragraph 3 of the Rules, the Board had also appointed Mercury Securities on 26 February 2020 as Independent Adviser to advise the non-interested directors and non-interested Shareholders in relation to the Proposed Exemption. A brief summary and recommendation of the Independent Adviser and the Board is set out below.

2. INDEPENDENT ADVISER'S RECOMMENDATION

The Independent Adviser, after evaluating the Proposed Acquisitions and the Proposed Exemption on a holistic basis, is of the view that, on the basis of the information available to them, the Proposed Acquisitions and the Proposed Exemption are **fair and reasonable** and are **not detrimental** to the interest of the non-interested Shareholders.

Accordingly, the Independent Adviser recommends that you **vote in favour** of the resolutions pertaining to the Proposed Acquisitions and the Proposed Exemption to be tabled at the forthcoming EGM.

3. DIRECTORS' RECOMMENDATION

The Board (save for the Interested Directors), having considered and deliberated on all aspects of the Proposals, is of the opinion that the Proposals:-

- (i) are in the best interest of the DBE Group;
- (ii) are fair, reasonable and on normal commercial terms; and
- (iii) are not detrimental to the interest of the non-interested shareholders of DBE.

The opinion of the Board (save for the Interested Directors) was arrived after having considered, *inter alia*, the terms and conditions of the Proposals, the rationale of the Proposals and the prospects of the Target Companies, as well as the evaluation of the Independent Adviser.

Accordingly, the Board (save for the Interested Directors) recommends that you **vote in favour** of the resolutions pertaining to the Proposals to be tabled at the forthcoming EGM.

4. EGM

An EGM will be held to seek your approval (other than the interested major shareholder and the persons connected with it) for the resolutions pertaining to the Proposals to be tabled at the forthcoming EGM on 14 July 2020.

The EGM of DBE, the Notice of which, is available on:-

- (i) Company's website: http://www.dbegurney.com/company_investor_financial_info.html; or
- (ii) Bursa Securities' website: https://www.bursamalaysia.com/market_information/announcements/company_announcement?keyword=&cat=CS%2CCSCO&sub_type=&company=7179&mkt=&al ph=&sec=&subsec=&dt ht=&dt lt=

The EGM will be held fully virtual and entirely via remote participation and voting at the Broadcast Venue: Level 1, Conference Room, No. 131, Persiaran PM 2/1, Pusat Bandar Seri Manjung Seksyen 2, 32040 Seri Manjung, Perak Darul Ridzuan on Tuesday, 14 July 2020 at 11:30 a.m. or at any adjournment thereof, for the purpose of considering and, if thought fit, passing the resolutions pertaining to the Proposals as described therein.

If you are unable to participate at the EGM, you are requested to complete, sign and return the Proxy Form as enclosed herewith or available at:-

- (i) Company's website: http://www.dbegurney.com/company_investor_financial_info.html; or
- (ii) Bursa Securities' website: https://www.bursamalaysia.com/market_information/announcements/company_announcement?keyword=&cat=CS%2CCSCO&sub_type=&company=7179&mkt=&alph h=&sec=&subsec=&dt ht=&dt lt=

in accordance with the instructions printed thereon as soon as possible, in any event, so as to arrive at the Registered Office of the Company at No. 54-4-8, Wisma Sri Mata, Jalan Van Praagh, 11600 Penang or submitted electronically through <https://web.vote2u.app>, not less than forty-eight (48) hours before the time for holding the EGM or at any adjournment thereof.

The completion and lodgement of the Proxy Form will not preclude you from participating and voting at the EGM should you subsequently decide to do so.

The EGM will be conducted fully virtual at the Broadcast Venue, the members are advised to refer to the Administrative Guide for Shareholders in Appendix IX of the Circular on the registration and voting process for the EGM.

The Circular, including the Independent Advice Letter are available at:-

- (i) Company's website: http://www.dbegurney.com/company_investor_financial_info.html; or
- (ii) Bursa Securities' website: https://www.bursamalaysia.com/market_information/announcements/company_announcement?keyword=&cat=CS%2CCSCO&sub_type=&company=7179&mkt=&alph h=&sec=&subsec=&dt ht=&dt lt=

for your preview and downloading.

You are advised to read and consider carefully the contents of the Circular and the Independent Advice Letter together with the appendices contained therein before voting at the forthcoming EGM on **14 July 2020**.

You should take note that in the event of any restriction to movement implemented by the Government of Malaysia or any other emergency, electronic documentation and service may be the only mode that can be employed. As such, it is important for you to register your e-mail address with Bursa Depository via:-

- (i) https://www.bursamalaysia.com/trade/our_products_services/central_depository_system/request_for_estatement; or
- (ii) Bursa Anywhere mobile application which can be downloaded from Google Play Store or Apple App Store.

Yours faithfully
For and on behalf of the Board
D.B.E. GURNEY RESOURCES BERHAD

LOOI SZE SHING
INDEPENDENT NON-EXECUTIVE DIRECTOR



D.B.E. GURNEY RESOURCES BERHAD
Registration No: 200101000008 (535763-A)
(Incorporated in Malaysia)

ADMINISTRATIVE GUIDE FOR SHAREHOLDERS

EXTRAORDINARY GENERAL MEETING

- Date** : 14 July 2020
- Time** : 11.30 a.m. or at any adjournment thereof
- Broadcast Venue** : Level 1, Conference Room
No. 131, Persiaran PM 2/1
Pusat Bandar Seri Manjung Seksyen 2
32040 Seri Manjung
Perak Darul Ridzuan
- Virtual Meeting accessible at** : <https://web.vote2u.app>

In light of the coronavirus (COVID-19) outbreak, the EGM of the Company will be conducted virtually and the voting for the resolutions will be conducted online using the Remote Participation and Voting Facilities ("RPV") provided by Agmo Studio Sdn Bhd ("AGMO") via its online portal at <https://web.vote2u.app>. The electronic means of conducting the EGM will facilitate and enable all shareholders to participate fully in the proceedings without the need to be physically present at the venue, which is advantageous given the current circumstances and safe distancing requirements that may include prohibition from mass gatherings during the current Recovery Movement Control Order period.

We strongly encourage our shareholders whose names appear on the Record of Depositors as at 7 July 2020 and holders of proxy for those shareholders to participate in the virtual EGM and vote remotely at the EGM. In line with the Malaysian Code on Corporate Governance Practice 12.3, this virtual EGM will facilitate greater shareholder's participation (including posting questions to the Board of Directors and/or Management of the Company) and vote at the EGM without being physically present at the venue. For shareholders who are unable to participate in this virtual EGM, you may appoint proxy(ies) or the Chairman of the Meeting as your proxy to attend and vote on your behalf at the EGM.

Kindly note that the quality of the live streaming is highly dependent on the bandwidth and stability of the internet connection of the participants (shareholders and proxies). Hence, you are to ensure that internet connectivity throughout the duration of the meeting is maintained while using RPV provided by Agmo Studio Sdn Bhd ("AGMO") via its **Vote2U Online** website at <https://web.vote2u.app>

PROCEDURES TO PARTICIPATE IN RPV

Please follow the Procedure to Participate in RPV as summarized below:

BEFORE EGM DAY

A: REGISTRATION

Individual Shareholder

	Description	Procedure
i.	Shareholders to register with Vote2U online	<p>The registration will open up to 11.30 am, Sunday, 12 July 2020</p> <ol style="list-style-type: none">Access website at https://web.vote2u.appClick "Sign Up" to sign up as a user.Read the 'Privacy Policy' and 'Terms & Conditions' and indicate your acceptance of the 'Privacy Policy' and 'Terms & Conditions' on a small box <input type="checkbox"/>. Then click "Next".*Fill-in your details (note: create your own password). Then click "Continue".Upload softcopy of your identification card (MYKAD) (front only) (for Malaysian) or Passport (for non-Malaysian).Log in as user completed.Your registration will be verified and an email notification will be sent to you. Please check your email. <p><u>Note:</u> If you have registered as a user with Vote2U Online previously, you are not required to register again.</p> <p>*Check your email address is keyed in correctly. *Remember the password you have keyed-in.</p>

B: REGISTER PROXY

Individual Shareholder

	Description	Procedure
i.	Electronic lodgment of Form of Proxy (e-Proxy)	<p>Registration of Proxy will open up to 11.30 am, Sunday, 12 July 2020</p> <ol style="list-style-type: none">Individual shareholder to log in with your email and password.Select the General Meeting event to participate (for example, "_____ EGM").Scroll down and click "Register a Proxy".Read the 'Declarations' and indicate your acceptance of the 'Declarations' on a small box <input type="checkbox"/>. Then click "Next".Select your Central Depository System ("CDS") account number.Click "Appoint Proxy".

	Description	Procedure
		<p>g. *Fill-in the details of your Proxy(ies).</p> <p>h. Indicate your voting instruction should you prefer to do so.</p> <p>i. After you have completed the above procedures, the system will send an email to the registered Proxy(ies) and will be given a temporary password. The Proxy could use the temporary password to log in to Vote2U.</p> <p><u>Note:</u> You need to register as a shareholder before you can register a Proxy and submit the e-Proxy form. Refers 'A: Registration' to register as shareholder.</p> <p>*Check your Proxy's email address is keyed in correctly.</p>
ii.	Submit Form of Proxy (hardcopy)	<p>The closing time to submit your hardcopy Form of Proxy is at 11.30 am, Sunday, 12 July 2020</p> <p>a. *Fill-in details on the hardcopy Form of Proxy and ensure to provide the following information:</p> <ul style="list-style-type: none"> o MYKAD (for Malaysian) / Passport (for non-Malaysian) number of the Proxy o *Email address of the Proxy <p>b. Submit/Deposit the hardcopy Form of Proxy to No. 54-4-8, Wisma Sri Mata, Jalan Van Praagh, 11600 Penang.</p> <p><u>Note:</u> After verification, an email notification will be sent to the Proxy and will be given a temporary password. The Proxy could use the temporary password to log in to Vote2U.</p> <p>*Check the email address of Proxy is written down correctly.</p>

Corporate Shareholder

	Description	Procedure
i.	Corporate Shareholder to submit Form of Proxy (hardcopy)	<p>The closing time to submit your hardcopy Form of Proxy is at 11.30 am, Sunday, 12 July 2020</p> <p>a. Fill-in details on the hardcopy Form of Proxy and ensure to provide the following information:</p> <ul style="list-style-type: none"> o MYKAD (for Malaysian) / Passport (for non-Malaysian) number of the Corporate Representative o *Email address of the Corporate Representative <p>b. Submit/Deposit the hardcopy Form of Proxy to No. 54-4-8, Wisma Sri Mata, Jalan Van Praagh, 11600 Penang with the following documents:</p> <ul style="list-style-type: none"> o A copy of the Certificate of Appointment of Corporate Representative. <p><u>Note:</u> After verification, an email notification will be sent to the Proxy (Corporate Representative) and will be given a temporary password. The Proxy could use the temporary password to log in to Vote2U.</p> <p>*Check the email address of Proxy (Corporate Representative) is written down correctly.</p>

Nominees Company

	Description	Procedure
i.	Nominees Company to submit Form of Proxy (hardcopy)	<p>The closing time to submit your hardcopy Form of Proxy is at 11.30 am, Sunday, 12 July 2020</p> <p>a. Fill-in details on the hardcopy Form of Proxy and provide the following information:</p> <ul style="list-style-type: none"> o MYKAD (for Malaysian) / Passport (for non-Malaysian) number of the Beneficial Owner o *Email address of the Beneficial Owner <p>b. Submit/Deposit the hardcopy Form of Proxy to No. 54-4-8, Wisma Sri Mata, Jalan Van Praagh, 11600 Penang with the following documents:</p> <ul style="list-style-type: none"> o A copy of the Beneficial Owner MYKAD (for Malaysian) (front & back) / Passport (for non-Malaysian). <p><u>Note:</u> After verification, an email notification will be sent to the Proxy (Beneficial Owner) with a temporary password. The Proxy could use the temporary password to log in to Vote2U.</p> <p>*Check the email address of the Beneficial Owner is written down correctly.</p>

Shareholders who appoint Proxy(ies) via e-Proxy form and/or hardcopy Form of Proxy to participate at the virtual EGM must ensure that the e-Proxy form and/or hardcopy Form of Proxy is submitted not less than 48 hours before the time for holding the meeting or any adjourned meeting at which the person named in the instrument proposes to vote and in default, the instrument of proxy shall not be treated as valid. The e-Proxy form and hardcopy Form of Proxy must reach no later than **12 July 2020, Sunday at 11.30 a.m.**

REVOCAION OF PROXY

A: REVOKE PROXY

Individual Shareholder

	Description	Procedure
i.	Revoke a Proxy	<p>Shareholder who has appointed a Proxy and wish to revoke Proxy may do so.</p> <p>a. Log in to Vote2U online using your email address and password.</p> <p>b. Select the General Meeting event. (for example, "_____ EGM").</p> <p>c. Scroll down and click "Revoke a Proxy".</p>

ON EGM DAY

A: WATCH LIVE STREAMING

Individual Shareholders & Proxies

	Description	Procedures
i.	Login to virtual meeting portal - Vote2U online & watch Live Streaming.	<p>The Vote2U online portal will open for log in starting from 10.30 am, Tuesday, 14 July 2020, one (1) hour before the commencement of the EGM.</p> <ol style="list-style-type: none">Login with your email and passwordSelect the General Meeting event (for example, "_____ EGM").Check your details.Click "Watch Live" button to view the live streaming.

B: ASK QUESTION

Individual Shareholders & Proxies

	Description	Procedures
i.	Ask Question during EGM (real-time)	<p>Questions submitted online using <u>typed text</u> will be moderated before being forwarded to the Chairman to avoid repetition. Every question and message will be presented with the full name of the shareholder or proxy raising the question.</p> <ol style="list-style-type: none">Click "Ask Question" button to post question(s).Type in your question and click "Submit". <p>The Chairperson / Board of Director will endeavor to respond to questions submitted by remote shareholders and proxies during the EGM. Should there be a time constraint, the responses will be made available on the Company's website within 7 days from the conclusion of the EGM.</p>

C: VOTING REMOTELY

Individual Shareholders & Proxies

	Description	Procedures
i.	Online Remote Voting	<p>Once the Chairman announces the opening of remote voting:</p> <ol style="list-style-type: none">Open a new tab.Log in with your email address and password.Select the General Meeting event (for example, "_____ EGM").Scroll down and click "Confirm Details & Start Voting".To vote, select your voting choice from the options provided. A confirmation screen will appear to show your selected vote. Click "Next" to continue voting for all resolutions.To change your vote, click "Back" and select another voting choice.After you have completed voting, a Voting Summary page appears to show all the resolutions with your voting choices. Click "Confirm" to submit your vote. <p>Please note that you are <u>not able</u> to change your voting choices after you have confirmed and submitted your votes.</p>

D: VIEW RESULTS

Individual Shareholders & Proxies

	Description	Procedures
i.	View Results	After the closure of voting momentarily, the Chairman will announce the results. a. On the same tab after you have submitted your votes, scroll down and click " View Results ".

E: END OF MEETING

Individual Shareholders & Proxies

	Description	Procedures
i.	End of RPV	a. Upon the announcement by the Chairperson on the closure of the EGM, the live streaming will end and the " Ask Question " function will be disabled.

ADDITIONAL INFORMATION

Voting Procedure

Pursuant to Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, voting at the EGM will be conducted by poll. Poll Administrator and Independent Scrutineers will be appointed to conduct the polling process and verify the results of the poll respectively.

Broadcast Venue

Broadcast Venue means the place where the broadcasting is taking place to transmit or air the meeting online. It could be a studio or a meeting room.

Shareholders and proxies are not advisable to go to the broadcast venue as it is only a place where the meeting is broadcast for transmission online in the present of Chairman, Directors, Chief Executive Officer, Auditors, Company Secretary and senior management. No seating and refreshment will be arranged for shareholders and proxies at the broadcast venue when it is a fully virtual meeting.

If shareholders and proxies arrive at the broadcast venue, the management has the right to ask you to leave the broadcast venue in order to comply with the government decrees and S.O.Ps.

No Door Gift or e-Voucher or Food Voucher

There will be no door gift or e-Voucher or food voucher given at the EGM.

Enquiry

- a. If you have enquiry relating to the EGM Administrative Guide for Shareholders, please email your enquiries or contact our **Investor Relation** during office hours:

Email: ir@dbegurney.com
Tel No: [+605 688 7179](tel:+6056887179)

- b. If you have enquiry relating to the RPV or encounters issues with the log in, steps to connect to live streaming and online voting, please email your enquiries or contact our **Helpdesk** during office hours:

Email: vote2u@agmostudio.com
Tel No: [+603 6413 0580](tel:+60364130580)



D.B.E. GURNEY RESOURCES BERHAD
 Registration No: 200101000008 (535763-A)
 (Incorporated in Malaysia)

FORM OF PROXY

I/We.....
 (FULL NAME IN BLOCK LETTERS)

(NRIC No. /Passport No. /Company Registration No.)
 of
 (FULL ADDRESS)

being member/members of **D.B.E. GURNEY RESOURCES BERHAD**, do hereby appoint
 NRIC No / Passport No.
 (FULL NAME IN BLOCK LETTERS)

Email Address
 of
 (FULL ADDRESS)

or failing him/her,..... NRIC No / Passport No.....
 (FULL NAME IN BLOCK LETTERS)

Email Address
 of
 (FULL ADDRESS)

or failing him/her, the CHAIRMAN OF THE MEETING as my/our proxy to vote for me/us on my/our behalf at the Extraordinary General Meeting (“EGM”) of the Company to be held as a fully virtual meeting at the Broadcast Venue at Level 1, Conference Room, No. 131, Persiaran PM2/1, Pusat Bandar Seri Manjung, Seksyen 2, 32040 Seri Manjung, Perak Darul Ridzuan on Tuesday, 14 July 2020 at 11.30 a.m. or at any adjournment thereof, on the resolutions as set out in the notice of the EGM as hereunder indicated:-

(Please indicate with an “X” in the spaces provided below on how you wish your vote to be cast. If no specific instruction as to voting is given, the proxy will vote or abstain from voting at his/her discretion.)

RESOLUTIONS	FOR	AGAINST
Ordinary Resolution 1: Proposed Acquisitions		
Ordinary Resolution 2: Proposed Exemption		
Ordinary Resolution 3: Proposed Private Placement		
Special Resolution 1: Proposed Amendments		
Special Resolution 2: Proposed Share Consolidation		
Special Resolution 3: Proposed Change of Name		

No of Shares Held	
CDS Account No.	
Telephone No.	
Email Address	
If more than one proxy is appointed, please specify below the proportion of your vote in percentage represented by each proxy :-	
First Named Proxy	%
Second Named Proxy	%

Dated this day of 2020 :
 Signature(s) of Member(s) / Common Seal



Notes:-

1. *In light of the COVID-19 outbreak and as part of the safety measures, the EGM of the Company will be conducted on a fully virtual basis through live streaming and online remote voting using the Remote Participation and Voting Facilities (“RPV Facilities”) which are available through an online portal at <https://web.vote2u.app>. Please follow the procedures provided in the Administrative Guide for the EGM in order to register, participate and vote remotely via the RPV Facilities.*
2. *The venue of the EGM is the Broadcast Venue, strictly for the purpose of complying with Section 327(2) of the Companies Act 2016 which requires the Chairman of the Meeting to be at the main venue. No shareholders/proxies/corporate representatives from the public will be physically present at the Broadcast Venue.*
3. *Only members whose names appear on the Record of Depositors on 7 July 2020 (“**General Meeting Record of Depositors**”) shall be entitled to attend, speak and vote at the EGM.*
4. *A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend, speak and vote in his/her stead. A proxy may but need not be a member of the Company.*
5. *A member shall be entitled to appoint not more than two proxies to attend and vote at the EGM. Where a member appoints more than one proxy, the appointment shall be invalid unless the member specifies the proportions of his/her holdings to be represented by each proxy.*
6. *Where a member of the Company is an exempt authorized nominee which holds ordinary shares in the Company for multiple beneficial owners in one securities account (“**omnibus account**”), there is no limit to the number of proxies which the exempt authorized nominee may appoint in respect of each omnibus account it holds. An exempt authorized nominee refers to an authorized nominee defined under Securities Industry (Central Depositories) Act, 1991 (“**SICDA**”) which is exempted from compliance with the provisions of subsection 25A(1) of SICDA.*
7. *The instrument appointing a proxy shall be in writing under the hand of the appointor or his/her attorney duly authorized in writing or, if the appointor is a corporation, either under its Common Seal or under the hand of an officer or attorney duly authorized in writing.*
8. *Pursuant to Paragraph 8.29(A) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions at the EGM shall be put by way of poll.*
9. *The Form of Proxy duly completed must be deposited at the Registered Office of the Company at No. 54-4-8, Wisma Sri Mata, Jalan Van Praagh, 11600 Penang not less than 48 hours before the time of holding the EGM or any adjournment thereof. Alternatively, the Form of Proxy may also be deposited electronically through <https://web.vote2u.app> not less than 48 hours before the time of holding the EGM or at any adjournment thereof.*

PERSONAL DATA PRIVACY

By submitting a Form of Proxy or an instrument appointing a representative(s), the member accepts and agrees to the personal data privacy terms set out in the Notice of EGM dated 22 June 2020.

Fold this flap for sealing

Then fold here

AFFIX
STAMP

The Company Secretary
D.B.E. GURNEY RESOURCES BERHAD
(Registration No: 200101000008 (535763-A))
No. 54-4-8, Wisma Sri Mata
Jalan Van Praagh
11600 Penang
Malaysia

1st fold here
