



GD EXPRESS CARRIER BHD
(Registration No. 200301028159 (630579-A))

ADMINISTRATIVE GUIDE FOR THE SEVENTEENTH ANNUAL GENERAL MEETING

Day and Date : Thursday, 3 December 2020
Time : 11.00 a.m.
Broadcast Venue : 12th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia
Meeting Platform : <https://web.lumiagm.com/>

MODE OF MEETING

Due to the unprecedented circumstances arising from the measures that have been implemented nationally to limit the spread of the COVID-19, and in particular, the Government of Malaysia's official guidance for practising social distancing, the Company will conduct its forthcoming Seventeenth ("17th") Annual General Meeting ("AGM") entirely on a virtual basis 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 65 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 shareholder 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 17th AGM. Alternatively, you may also appoint the Chairman of the Meeting as your proxy to attend and vote on your behalf at the 17th 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. Shareholders or proxies who turn up at the Broadcast Venue would be requested to leave the venue politely.

ENTITLEMENT TO PARTICIPATE AND VOTE

In respect of deposited securities, only members whose names appear in the Record of Depositors on **23 November 2020** (General Meeting Record of Depositors) shall be eligible to participate the 17th 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 17th AGM using remote participation and electronic voting facilities.

Shareholders who are unable to participate in our online 17th 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 17th AGM should you wish to appoint a proxy(ies).

FORM(S) OF PROXY (CONT'D)

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

REVOCATION OF PROXY

If you have submitted your Form(s) of Proxy and subsequently decide to appoint another person or wish to participate in our 17th AGM by yourself, please write in to bsr.helpdesk@boardroomlimited.com to revoke the earlier appointed proxy forty-eight (48) hours before the meeting.

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 Independent Scrutineer to verify and validate the poll results.

During the 17th AGM, the Chairman of the Meeting will invite the Poll Administrator to brief 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 are available to individual member, corporate shareholder, authorised nominee and exempt authorised nominee.



You will be able to view a live webcast of the 17th AGM proceeding, ask questions and submit your votes in real time whilst the meeting is in progress.

REMOTE PARTICIPATION AND E-VOTING (CONT'D)

Kindly follow the steps below on how to request for login ID and password:

Before the day of the AGM		
Step		Action
1.	Register Online with Boardroom Smart Investor Portal (for first time registration)	<p><i>[Note: If you have already signed up with Boardroom Smart Investor Portal, you are not required to register. You may proceed to Step 2.]</i></p> <ol style="list-style-type: none"> Access website https://boardroomlimited.my Click <<Login>> and click <<Register>> to sign up as a user. Complete registration and upload softcopy of MyKad (front and back) or Passport. Please enter a valid email address. Your registration will be verified and approved within one business day and an email notification will be provided.
2.	Submit request for Remote Participation User ID and Password	<p><i>[Note: The registration for remote access will be opened on Tuesday, 1 December 2020].</i></p> <p>Individual Members</p> <ol style="list-style-type: none"> Log in to https://boardroomlimited.my Select “Hybrid/Virtual Meeting” from main menu and select the correct Corporate Event “GD EXPRESS CARRIER BERHAD 17th Virtual AGM”. Enter your CDS Account. Read and agree to the terms and conditions and thereafter submit your request. <p>Corporate Shareholders</p> <ol style="list-style-type: none"> 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 of Proxy to submit the request. Please provide a copy of Corporate Representative’s MyKad (Front and Back) or Passport as well as his/her email address. <p>Authorised Nominee and Exempt Authorised Nominee</p> <ol style="list-style-type: none"> Write in to bsr.helpdesk@boardroomlimited.com by providing the name of Member, CDS Account Number accompanied with the Form of Proxy to submit the request. Please provide a copy of Corporate Representative’s MyKad (Front and Back) or Passport as well as his/her email address. <ul style="list-style-type: none"> ✓ You will receive notification(s) from Boardroom that your request(s) has been received and is/are being verified. ✓ Upon system verification against the General Meeting Record of Depositories as at 23 November 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 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, 1 December 2020 (forty-eight (48) hours before the commencement of the AGM).
3.	Login to Virtual Meeting Portal	<p><i>[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.]</i></p> <ol style="list-style-type: none"> The Virtual Meeting Portal will be open for login starting an hour [1 hour] before the commencement of the AGM on Thursday, 3 December 2020 at 11.00 a.m. 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].

REMOTE PARTICIPATION AND E-VOTING (CONT'D)

On the day of the AGM [3 December 2020]		
Step		Action
4.	Participate	<p><i>[Note: Questions submitted online will be moderated before being sent to the Chairman to avoid repetition. All question and messages will be presented with the full name and identity of the participant raising the question.]</i></p> <p>a. If you would like to view the live webcast, select the broadcast icon. </p> <p>b. If you would like to ask a question during the AGM, select the messaging icon. </p> <p>c. Type your message within the chat box, once completed click the send button.</p>
5.	Online Remote Voting	<p>a. Once voting has been opened, the polling page will appear with the resolutions and your voting choices.</p> <p>b. To vote, simply select your voting direction from the options provided.</p> <p>c. To change your vote, simply select another voting direction.</p> <p>d. If you wish to cancel your vote, please press "Cancel".</p>
6.	End of Remote Participation	<p>a. Upon the announcement by the Chairman on the closure of the AGM, the live webcast will end and the Messaging window will be disabled.</p> <p>b. You can now logout from Virtual Meeting Portal.</p>

NO VOUCHERS/DOOR GIFTS

There will be **NO VOUCHER(S) OR ANY DOOR GIFT(S)** for shareholders/proxies who participate in the AGM.

PRE-MEETING SUBMISSION OF QUESTIONS TO THE BOARD OF DIRECTORS

The shareholders may submit questions to the Company via e-mail to jerrylee@gdexpress.com/johnnteoh@gdexpress.com prior to the AGM to transmit questions to Board of Directors. The Chairman and 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 AGM.

RECORDING OR PHOTOGRAPHY AT THE AGM

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

ENQUIRY

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

Boardroom Share Registrars Sdn. Bhd.

General Line : 603-7890 4700
Fax Number : 603-7890 4670
Email : bsr.helpdesk@boardroomlimited.com

GD Express Carrier Bhd

General Line : 603-7787 2200
Fax Number : 603-7787 6686
Email : nurazlinda@gdexpress.com; shahrulazhar@gdexpress.com

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.