

FORM OF PROXY



DAGANG NeXCHANGE BERHAD
Registration No. 197001000738 (10039-P)

No. of Shares Held	
CDS Account No.	
Telephone No.	

*I/We _____
(Full name as per NRIC/Certificate of Incorporation in CAPITAL letters)

*Registration/Passport/NRIC No. _____ of _____
(Full Address)

(Full Address)

being a member/members of **Dagang NeXchange Berhad** ("**DNeX**" or the "**Company**") hereby appoint the person(s) below as my/our proxy(ies) to vote for me/us and on my/our behalf at the Fifty-Third Annual General Meeting ("**53rd AGM**") of the Company will be conducted virtually from the broadcast venue at the Multipurpose Hall, Level 3A, Dagang Net Tower, Block 10 (A&B) Corporate Park, Star Central, Lingkaran Cyberpoint Timur, Cyber 12, 63000 Cyberjaya, Selangor, Malaysia on Wednesday, 19 June 2024 at 10.00 a.m., or any adjournment thereof.

IMPORTANT NOTE:
Please (i) tick [✓] either **ONE** of the option (a) or (b) for the number of proxy which you wish to appoint, (ii) complete the details of your proxy/proxies and the proportion of your shareholding to be represented (if applicable), (iii) please tick [✓] option (c) if you would like to appoint the Chairman of the 53rd AGM as the proxy or failing the proxy to vote on your behalf and (iv) sign or execute this form.

Option	Name of proxy(ies)	NRIC/Registration No.	Email Address & Phone No.	Proportion of shareholding to be represented
(a)	Appoint ONE proxy only (Please complete details of proxy below)			
				100%
(b)	Appoint MORE THAN ONE proxy (Please complete details of proxies below)			
Proxy 1				%
Proxy 2				%
				100%
(c)	The Chairman of the 53rd AGM as my/our proxy and/or failing the above proxy to vote for me/us on my/our behalf			

*My/our *proxy/proxies shall vote as follows:

Please indicate with an "X" in the appropriate box provided to indicate how you wish your vote to be cast. If you do not indicate how you wish your proxy to vote on the Resolutions, the proxy shall vote at his/her discretion, or abstain from voting as the proxy thinks fit.

NO.	RESOLUTIONS	FOR		AGAINST	
		PROXY 1	PROXY 2	PROXY 1	PROXY 2
ORDINARY BUSINESS					
Ordinary Resolution 1	To re-elect Datuk Johar bin Che Mat				
Ordinary Resolution 2	To re-elect Dato’ Robert Fisher				
Ordinary Resolution 3	To re-elect Tan Sri Acryl Sani bin Haji Abdullah Sani				
Ordinary Resolution 4	To re-elect Muhammad Saifullah bin Mohd Isa				
Ordinary Resolution 5	To re-elect Mohd Isa bin Ismail				
Ordinary Resolution 6	To approve the payment of Directors’ fees and benefits to the Directors of the Company and its subsidiaries up to an aggregate amount of RM4,000,000.00 for the period from 20 June 2024 until the next Annual General Meeting of the Company.				
Ordinary Resolution 7	To re-appoint Crowe Malaysia PLT as auditors of the Company until the conclusion of the next Annual General Meeting and to authorise the Directors to determine their remuneration.				
SPECIAL BUSINESS					
Ordinary Resolution 8	To authorise the Directors to allot and issue shares or grant rights pursuant to Sections 75 and 76 of the Companies Act 2016.				
Ordinary Resolution 9	To grant Employee’ Share Option Scheme Options to Tan Sri Acryl Sani bin Haji Abdullah Sani.				
Ordinary Resolution 10	To grant Employee’ Share Option Scheme Options to Mohd Isa bin Ismail.				

Dated this _____ day of _____ 2024.

Signature/common seal of shareholder

NOTES:

1. The 53rd AGM of the Company will be conducted virtually from the broadcast venue at the Multipurpose Hall, Level 3A, Dagang Net Tower, Block 10 (A&B) Corporate Park, Star Central, Lingkaran Cyberpoint Timur, Cyber 12, 63000 Cyberjaya, Selangor, Malaysia. Please refer to the Administrative Guide for the procedures to register, participate and vote remotely through the remote participation and electronic voting facilities.
2. The Broadcast Venue mentioned above is strictly for the purpose of complying with Section 327 of the Companies Act 2016. **Shareholders and/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 53rd AGM.** Shareholders or proxies who turn up at the Broadcast Venue would be requested to leave the venue politely.
3. A member entitled to attend and vote at the meeting is entitled to appoint proxy/proxies to attend, participate, speak and vote in his/her stead. A proxy may but need not be a member of the Company.
4. In the case of a corporate member, the instrument appointing a proxy ("**Form of Proxy**") shall be either (a) under its Common Seal or (b) under the hand of a duly authorised officer or attorney and in the case of (b), be supported by a certified true copy of the resolution appointing such officer or certified true copy of the power of attorney.
5. Where a member appoints more than one (1) proxy, the appointment shall be invalid unless the member specifies the proportion of his/her shareholding to be represented by each proxy.
6. Where a member is an authorised nominee, as defined under the Securities Industry (Central Depositories) Act 1991, it may appoint at least one (1) proxy in respect of each securities account it holds which is credited with ordinary shares of the Company. Where an authorised nominee appoints more than one (1) proxy, the appointment shall be invalid unless the authorised nominee specifies the proportion of its shareholding to be represented by each proxy.
7. Where a member is an exempt authorised nominee ("**EAN**") as defined under the Securities Industry (Central Depositories) Act 1991, 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 EAN may appoint in respect of each omnibus account it holds. EAN is advised to list down the name of proxies and the particulars of their NRIC No. (both new and old) and attach it to the Form of Proxy.
8. 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 53rd AGM or at any adjournment thereof, as follows:
 - (a) **In hard copy form**
The original instrument appointing a proxy ("**Form of Proxy**") must be deposited at KPMG Management & Risk Consulting Sdn. Bhd. at Concourse, KPMG Tower, No. 8, First Avenue, Bandar Utama, 47800 Petaling Jaya, Selangor Darul Ehsan, Malaysia.
 - (b) **By electronic means**
The Form of Proxy can also be lodged electronically via ConveneAGM Meeting Platform at <https://conveneagm.my/dnexagm2024> or by email to support_conveneagm@kpmg.com.my. Please follow the procedures provided in the Administrative Guide for the 53rd AGM in order to deposit the Form of Proxy electronically.
9. The Form of Proxy, if submitted by a member, will not preclude that member from attending, participating and voting in person at the 53rd AGM should the member subsequently decide to do so.

Please fold here

AFFIX
STAMP

KPMG Management & Risk Consulting Sdn. Bhd.
Concourse, KPMG Tower
No. 8, First Avenue
Bandar Utama
47800 Petaling Jaya
Selangor Darul Ehsan
Malaysia

Please fold here

10. For the purpose of determining whether a member is entitled to attend, participate and vote at the 53rd AGM, the Company shall be requesting the Record of Depositors as at 11 June 2024. Only depositors whose names appear in the Record of Depositors as at 11 June 2024 shall be entitled to attend, participate and vote at the 53rd AGM or appoint proxy/proxies on his/her behalf.
11. Pursuant to paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, voting at the 53rd AGM will be conducted by poll.

PERSONAL DATA PRIVACY:

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the 53rd AGM and/or any adjournment thereof, a member of the Company:

- (i) consents to the collection, use and disclose 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 53rd AGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the 53rd AGM (including any adjournment thereof), and in order for the Company (or its agent) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "Purposes");
- (ii) warrants that the member has obtained the prior consent of such 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 Purposes; and
- (iii) agrees 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 warranty.