

PRIVASIA TECHNOLOGY BERHAD
[“PTB” or “The Company”]
[Registration No. 200801023769 (825092-U)]
(Incorporated in Malaysia)

MINUTES OF THE FIFTEENTH ANNUAL GENERAL MEETING [“15TH AGM”] OF THE COMPANY HELD AT C-21-02, 3 TWO SQUARE, NO. 2, JALAN 19/1, 46300 PETALING JAYA, SELANGOR ON WEDNESDAY, 28 JUNE 2023 AT 10.00 AM

PRESENT:-

BOARD OF DIRECTORS

YB Dato' Azman Bin Mahmud	- [“YB Dato' Chairman”]
Datuk Puvanesan a/l Subenthiran	- [“Datuk Puvanesan/Group Chief Executive Officer”]
Mr Andre Anthony a/l Hubert Rene	
Pn Haida Shenny Binti Hazri	
Mr Leong Kah Chern	
Mr Yip Kit Weng	

ABSENT WITH APOLOGY

Ms Rachel Lau Jean Mei

IN ATTENDANCE

Mr Kularajah M.Thavaratnam	- Group Finance Director
Ms Wong Chow Lan	- Company Secretary
Mr Ng Zu Wei	- Representative of Messrs Baker Tilly Monteiro Heng PLT

SHAREHOLDERS AND PROXIES

The attendance of Shareholders and Proxies is as per the Attendance Record issued by the Share Registrar.

1. OPENING ADDRESS

- (1) YB Dato' Chairman extended a warm welcome to the shareholders and proxies of PTB present at the 15th AGM.
- (2) YB Dato' Chairman acknowledged that virtual meetings have been the norm for the past two years due to the COVID-19 pandemic, making it even more pleasurable to have the opportunity to meet the shareholders in person again.

2. INTRODUCTION OF PTB BOARD OF DIRECTORS AND TOP MANAGEMENT

- (1) YB Dato' Chairman introduced PTB's Board of Directors, Group Finance Director, Company Secretary and the representatives from Messrs Baker Tilly Monteiro Heng PLT, who were in attendance.
- (2) The meeting noted that Ms Rachel Lau Jean Mei could not attend the Meeting due to unforeseen circumstances and extended her apology.

3. QUORUM OF MEETING

- (1) The Company Secretary confirmed that there was a sufficient quorum in accordance with the Company's Constitution.
- (2) YB Dato' Chairman thanked the Company Secretary and declared that the Meeting was duly constituted.

4. NOTICE OF MEETING

- (1) The Notice of 15th AGM dated 21 April 2023, circulated earlier to all shareholders, Bursa Malaysia Securities Berhad, and Company Auditors per the Company's Constitution, were taken as read.

5. ADMINISTRATIVE MATTERS

YB Dato' Chairman briefed the Meeting on administrative matters.

- (1) YB Dato' Chairman informed the Shareholders that in accordance with the Rules of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad, the voting at the AGM would be conducted by poll. He further informed that there was no legal requirement for a proposed resolution to be seconded, and he would take the Meeting through each item on the Agenda.
- (2) YB Dato' Chairman informed that he was appointed as a proxy for members who cannot participate in the AGM and would vote in accordance with the instruction given.
- (3) The Meeting noted that the Company's Share Registrar, Boardroom Share Registrars Sdn. Bhd. would act as the Poll Administrator and SKY Corporate Services Sdn Bhd as an Independent Scrutineer to verify the poll results.
- (4) Shareholders were informed that the voting process for all resolutions set out in the Notice of the 15th AGM would be carried out after discussing all Agenda items of the Meeting.

6. PRESENTATION BY THE CHIEF EXECUTIVE OFFICER ON THE COMPANY'S KEY AND FINANCIAL HIGHLIGHTS AND BUSINESS STRATEGY

- (1) Before YB Dato' Chairman proceeded with the business of the meeting, he invited Datuk Puvanesan, the Group Chief Executive Officer ['GCEO'], to present the Company's key financial highlights and business strategy for the Financial Year under review.
- (2) Datuk Puvanesan highlighted the disclaimer that the presentation may contain forward looking statements related to financial, market or industry trends for future periods and should not be treated as a forecast, projection, estimate or guarantee of the Company's future performance. Actual performance, results and outcome may deviate from what was presented.
- (3) The meeting noted that the presentation covered PTB's branding, key financial and operational highlights, Business Outlook, Business Strategy and Direction. The presentation made by Datuk Puvanesan is attached to this minutes as **Appendix A**.
- (4) With that, YB Dato' Chairman thanked the GCEO for the presentation. He hoped that with the explanations given by the GCEO, the Meeting would have a better understanding of the Group's business performance and outlook as well as the challenges encountered and shall encounter during the financial year and the coming years.

YB Dato' Chairman then presented the agendas of the meeting as follows:-

**7. AGENDA 1
TO RECEIVE THE AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31
DECEMBER 2022, TOGETHER WITH THE REPORTS OF THE DIRECTORS AND THE AUDITORS
THEREON**

- (1) YB Dato' Chairman clarified that the Audited Financial Statements for the financial year ended 31 December 2022 ["Financial Statements"], together with the Reports of the Directors and Auditors thereon, were meant for discussion only. He added that the provision of the Companies Act 2016 ["the Act"] provided that the Financial Statements do not require formal approval by the shareholder and the agenda would not be put to vote.
- (2) YB Dato' Chairman invited the shareholders to raise questions pertaining to the Financial Statements. He informed them that all questions would be dealt with accordingly during the Q&A session upon the completion of the remaining business of the AGM.
- (3) YB Dato' Chairman then declared that the Company's Audited Financial Statements for the financial year ended 31 December 2022, together with the Reports of the Directors and Auditors, be received.

**8. AGENDA 2
TO RE-ELECT THE DIRECTORS WHO SHALL RETIRE PURSUANT TO CLAUSE 165 OF THE
COMPANY'S CONSTITUTION**

- (1) Ordinary Resolutions 1 and 2 were pertaining to the re-election of Directors pursuant to Clause 165 of the Company's Constitution.

- (2) The Meeting was informed that during the financial year 31 December 2022, the Board Directors had undertaken their annual evaluation assessment. Based on the results, the Board and the Nomination and Remuneration Committee were satisfied with each Director's performance and contribution to the Board through their skills, experience and expertise.
- (3) YB Dato' Chairman, on behalf of the Board, recommended all votes in favour of all resolutions on the re-election of Directors. He then informed that the retiring Directors had offered themselves for re-election to the Board.

9. AGENDA 2

ORDINARY RESOLUTION 1

TO RE-ELECT ANDRE ANTHONY A/L HUBERT RENE AS DIRECTOR PURSUANT TO CLAUSE 165 OF THE COMPANY'S CONSTITUTION

- (1) YB Dato' Chairman proceeded to table Ordinary Resolution 1 on the re-election of Mr Andre Anthony A/L Hubert Rene, who retired in accordance with Clause 165 of the Company's Constitution.
- (2) YB Dato' Chairman notified that Mr Andre Anthony A/L Hubert Rene had indicated his willingness to be re-elected as a Director of the Company.

10. AGENDA 2

ORDINARY RESOLUTION 2

TO RE-ELECT DATO' AZMAN BIN MAHMUD AS DIRECTOR PURSUANT TO CLAUSE 165 OF THE COMPANY'S CONSTITUTION

- (1) YB Dato' Chairman informed that in view that he would be standing for re-election, he handed over the chairmanship to Datuk Puvanesan for the item.
- (2) Ordinary Resolution 2 on the re-election of Dato' Azman Bin Mahmud, who retired in accordance with Clause 165 of the Company's Constitution, was tabled.
- (3) Datuk Puvanesan notified that Dato' Azman Bin Mahmud had indicated his willingness to be re-elected as a Director of the Company. He then handed over the chair back to YB Dato' Chairman.

11. AGENDA 3

ORDINARY RESOLUTION 3

TO RE-ELECT YIP KIT WENG AS DIRECTOR PURSUANT TO CLAUSE 156 OF THE COMPANY'S CONSTITUTION

- (1) YB Dato' Chairman thanked Datuk Puvanesan and proceeded with the third agenda of the meeting.
- (2) Clause 156 of the Company's Constitution states that a Director appointed pursuant to Clause 156 shall automatically retire at the first AGM after his appointment unless elected or re-elected at the AGM.
- (3) Ordinary Resolution 3 on the re-election of Mr Yip Kit Weng, who retired in accordance with Clause 156 of the Company's Constitution, was tabled.
- (4) YB Dato' Chairman notified that Mr Yip Kit Weng had indicated his willingness to be re-elected as a Director of the Company.

12. AGENDA 4

ORDINARY RESOLUTION 4

TO APPROVE THE PAYMENT OF DIRECTORS' FEES UP TO RM444,000 PAYABLE TO THE DIRECTORS OF THE COMPANY FOR THE PERIOD FROM 1 JULY 2023 UNTIL THE CONCLUSION OF THE NEXT AGM OF THE COMPANY TO BE HELD IN 2024

- (1) Ordinary Resolution 4 on the approval for payment of Directors' Fees up to RM444,000.00 payable to Directors of the Company from 1 July 2023 until the conclusion of the next AGM of the Company to be held in 2024 was tabled.
- (2) YB Dato' Chairman informed the meeting that pursuant to Section 230(1) of the Act, Directors' fees and any benefits payable to the Directors of a listed Company and its subsidiaries shall be approved at a general meeting. Details of the Directors' Benefits were stated under the Explanatory Note of the Notice of the AGM.

13. AGENDA 5

ORDINARY RESOLUTION 5

TO APPROVE THE PAYMENT OF DIRECTORS' BENEFITS PAYABLE TO THE DIRECTORS OF THE COMPANY OF UP TO RM86,000 FROM 1 JULY 2023 UNTIL THE CONCLUSION OF THE NEXT AGM OF THE COMPANY TO BE HELD IN 2024

Ordinary Resolution 5 on the approval for payment of Directors' Benefits payable to Directors from 1 July 2023 until the conclusion of the next AGM of the Company to be held in 2024 was tabled. Details of the Directors' Benefits were stated under the Explanatory Note of the Notice of the AGM.

14. AGENDA 6

ORDINARY RESOLUTION 6

TO APPROVE THE PAYMENT OF DIRECTORS' FEES AND BENEFITS OF ITS SUBSIDIARIES OF RM34,800.00 FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2022

- (1) Ordinary Resolution 6 on approval for payment of directors' fees and benefits for the Company's subsidiaries of RM34,800.00 for the financial year ended 31 December 2022 was tabled.
- (2) YB Dato' Chairman informed the meeting that the details of the directors' fees and benefits of the Company's subsidiaries were stated under the Explanatory Note of the Notice of the AGM.

15. AGENDA 7

ORDINARY RESOLUTION 7

TO RE-APPOINT MESSRS BAKER TILLY MONTEIRO HENG PLT AS AUDITORS OF THE COMPANY UNTIL THE CONCLUSION OF THE NEXT AGM AND TO AUTHORISE THE DIRECTORS TO FIX THEIR REMUNERATION

- (1) Ordinary Resolution 7 on the re-appointment of Messrs Baker Tilly Monteiro Heng PLT ["BTMH"] to act as Auditors of the Company, to hold office until the conclusion of the next AGM and to authorise the Directors to fix their remuneration was tabled.
- (2) BTMH has indicated their willingness to continue serving as Company Auditors for the Financial Year ending 31 December 2023.

16. AGENDA 8

ORDINARY RESOLUTION 8

AUTHORITY TO ISSUE AND ALLOT SHARES PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT 2016

- (1) YB Dato' Chairman highlighted to the shareholders that the proposed Ordinary Resolution 7 if passed, will provide flexibility to the Directors to issue and allot shares at any time in their absolute discretion and for such purposes as the Directors consider would be in the best interest of the Company without convening a general meeting. These mandates shall continue in force and lapse at the next AGM's conclusion unless it is revoked or varied at a general meeting.
- (2) Ordinary Resolution 8 was tabled on the authority to issue and allot shares pursuant to Sections 75 and 76 of the Companies Act 2016.

17. AGENDA 9

ANY OTHER BUSINESS

The Company Secretary confirmed that the Company had not received any notice of any other business in accordance with the Act and the Company's Constitution.

18. QUESTIONS & ANSWER SESSION (Q&A SESSION)

- (1) All eight Resolutions were tabled as set out in the Notice of the 15th AGM. YB Dato' Chairman proceeded with the Q&A session and informed that the Company had received questions from the Minority Shareholder Watch Group (MSWG).
- (2) The questions from MSWG and the Company's responses were projected at the meeting, and a copy was also distributed to all shareholders and proxies present at the meeting.
- (3) The presentation slides on the questions raised by MSWG and the Company's responses are appended herewith as **Appendix B**.

- (4) YB Dato' Chairman invited Datuk Puvanesan to address the question received from the shareholders/proxies at the meeting.

The question posed to the Company is as follows:-

To provide further explanation for the proposed increase in Directors' Fees and Benefits given that the increase is significant whilst the Company is still on a turnaround.

The Company's response to the question summarised was as follows:-

Datuk Puvanesan clarified that the increase in the Directors' Fees and Benefits was recommended after comparison with peer Companies within a similar market and that no adjustments were made in the last five years. He added that the increase is intended to make the Company's perks more appealing in the market and meet the Company's need for Senior Directors. Further, the Company has been awarded bigger projects in the last two years, necessitating more frequent Board meetings. Hence, the proposed fee and benefit increase is fair and reasonable for the Directors.

YB Dato' Chairman ended the Q&A session by thanking all the shareholders for the question raised.

19. **POLLING PROCESS**

YB Dato' Chairman invited the Poll Administrator to brief the meeting on the poll voting process.

At 10.45 a.m, YB Dato' Chairman announced the commencement of the poll and invited the shareholders and proxies to cast their votes.

YB Dato' Chairman declared the polling closed at 11.05 a.m. The Independent Scrutineers, Sky Corporate Services Sdn Bhd, verified the poll results.

20. **ANNOUNCEMENT OF POLL RESULTS**

YB Dato' Chairman called the meeting to order the deliverance of the polling results at 11.10 a.m. The polling results were compiled and verified by Sky Corporate Services Sdn. Bhd. and were projected to the Meeting as follows:-

Resolution	VOTE FOR		VOTE AGAINST	
	Number of shares	%	Number of shares	%
Ordinary Resolution 1	249,860,816	99.9999%	249,860,816	99.9999%
Ordinary Resolution 2	249,860,816	99.9999%	249,860,816	99.9999%
Ordinary Resolution 3	249,835,816	99.9899%	249,835,816	99.9899%
Ordinary Resolution 4	226,082,016	99.8604%	226,082,016	99.8604%
Ordinary Resolution 5	226,072,516	99.8562%	226,072,516	99.8562%
Ordinary Resolution 6	249,651,116	99.9160%	249,651,116	99.9160%
Ordinary Resolution 7	249,860,816	99.9999%	249,860,816	99.9999%
Ordinary Resolution 8	249,860,816	99.9999%	249,860,816	99.9999%

Based on the polling results, YB Dato' Chairman declared that all motions tabled at the 15th AGM were carried out.

It was **RESOLVED** as follows:-

Ordinary Resolution 1

THAT Mr Andre Anthony A/L Hubert Rene, who retired per Clause 165 of the Company's Constitution, will be re-elected as Director.

Ordinary Resolution 2

THAT Dato' Azman Bin Mahmud, who retired per Clause 165 of the Company's Constitution, will be re-elected as Director.

Ordinary Resolution 3

THAT Mr Yip Kit Weng, who retired per Clause 156 of the Company's Constitution, will be re-elected as Director of the Company.

Ordinary Resolution 4

THAT the payment of Directors' fees up to RM444,000 payable to the Directors of the Company from 1 July 2023 until the conclusion of the next AGM of the Company to be held in 2024, be approved.

Ordinary Resolution 5

THAT the payment of Directors' benefits payable to the Company up to RM86,000 from 1 July 2023 until the conclusion of the next AGM of the Company to be held in 2024, be approved.

Ordinary Resolution 6

THAT the payment of Directors' fees and benefits of the Company's subsidiaries of RM34,800 for the financial year ended 31 December 2022, be approved.

Ordinary Resolution 7

THAT Messrs Baker Tilly Monteiro Heng PLT be re-appointed as Auditors of the Company and the Directors be authorised to fix their remuneration.

Ordinary Resolution 8

THAT pursuant to Sections 75 and 76 of the Companies Act, 2016 ("the Act"), ACE Market listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities")("Listing Requirements") and/or the approvals of the relevant regulatory authorities, where required, the Directors be and are hereby empowered to issue and allot shares in the capital of the Company, from time to time to such persons and upon such terms and conditions and for such purposes as the Directors may, in their absolute discretion, deem fit, provided that the aggregate number of shares to be issued pursuant to this resolution does not exceed 10% of the issued share capital of the Company for the time being and that such authority shall continue in force until the conclusion of the next AGM of the Company.

THAT pursuant to Section 85 of the Act read together with Clause 31 of the Company's Constitution, approval be and is hereby given to disapply and waive the statutory pre-emptive rights conferred upon the shareholders of the Company to be offered new shares of the Company ranking equally to the existing issued shares arising from any issuance of new shares in the Company pursuant to the Act.

AND THAT the Directors be exempted from the obligation to offer such new shares first to the existing shareholders of the Company arising from any issuance of the new shares pursuant to the Act and are also empowered to obtain the approval from Bursa Securities for the listing of and quotation of the additional shares so issued.

21. CLOSURE OF MEETING

PTB's 15th AGM ended at 11.15 a.m. YB Dato' Chairman thanked all shareholders and proxies of the Company present at the Meeting.

SIGNED AS A CORRECT RECORD OF THE PROCEEDINGS:-

---- Signed ---

.....
DATO' AZMAN BIN MAHMUD
CHAIRMAN

Date: 21 July 2023



CORPORATE PRESENTATION 15TH ANNUAL GENERAL MEETING

28TH JUNE 2023
10.00 AM

PRIVASIA TECHNOLOGY BERHAD
Registration No : 200801023769 (825092-U)

PRESENTED BY **DATUK
PUVANESAN
SUBENTHIRAN**

GROUP CHIEF EXECUTIVE OFFICER /
MANAGING DIRECTOR



FUTURE OF BUSINESS, TODAY.



DISCLAIMER



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These forward looking statements involve known and unknown risks and uncertainties which may cause the actual performance, results and outcomes to be different than that expressed in this presentation.

The statements are made based on facts and information available to PRIVASIA at the date of the presentation and merely represent an expression of PRIVASIA management’s views, targets and occurrences of future events. They do not in anyway represent a forecast, projection, estimate or guarantee of PRIVASIA’s future performance and neither have they been independently verified.

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BRANDING - BEYOND 2023.

PRIVASIA,
making a difference since 2008.

PRIVASIA Technology Bhd
has been a home for,
The Disruptors.
The Movers.
The Shakers.
The Magic Makers.
And the Idea Creators.

We strongly believe in
businesses and initiatives that
leave a *positive impact on our*
communities, our country, and
our planet. We're always finding
ways to ensure our legacy isn't
just based on success, but also
on *sustainability.*

This new logo has been designed to instill a
new and purposeful ethos into PRIVASIA. Some of
our inspiration behind the new logomark.

PEOPLE - *Human intelligence is our greatest asset*
PERSONALITY - *Disruptors and Challengers*
PASSION - *Solve problems*
PARTNERSHIPS - *Supercharge results*
PERSPECTIVES - *Always evolving*
PIONEERING - *Intellectual Property*
PROFICIENCY - *Magic and Logic*
PROFIT - *Growing the bottom line*
PLANET - *Sustainability*



**THANK
YOU
TO OUR
SHARE
HOLDERS**

Despite the challenging business environment brought about by the COVID-19 pandemic, we achieved significant milestones, including securing various projects from the private & public sector.

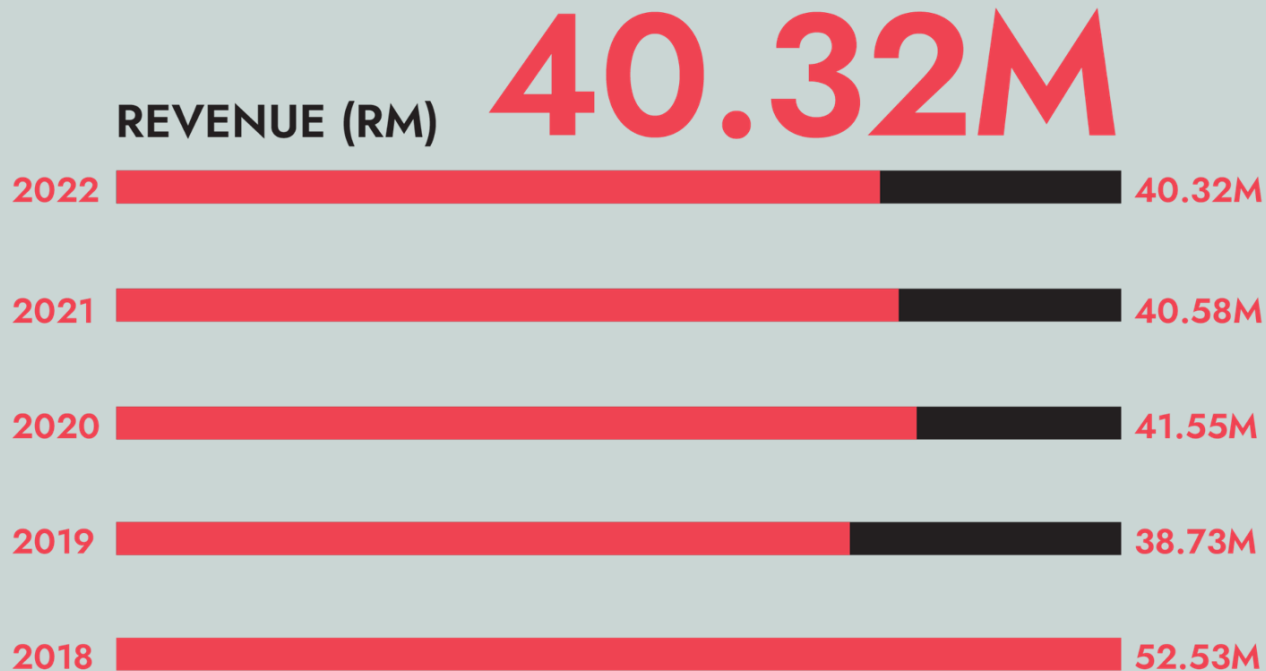
Our success is a testament to the hard work and dedication of our employees, as well as the ongoing support of our shareholders. We look forward to a bright future, and we are confident that, together, we can achieve great.

As we move forward, we will continue to focus on building a sustainable and resilient business that creates value for our shareholders.

Thank you for your ongoing support and investment in our company. We look forward to a successful future together.



5 YEARS FINANCIAL HIGHLIGHTS

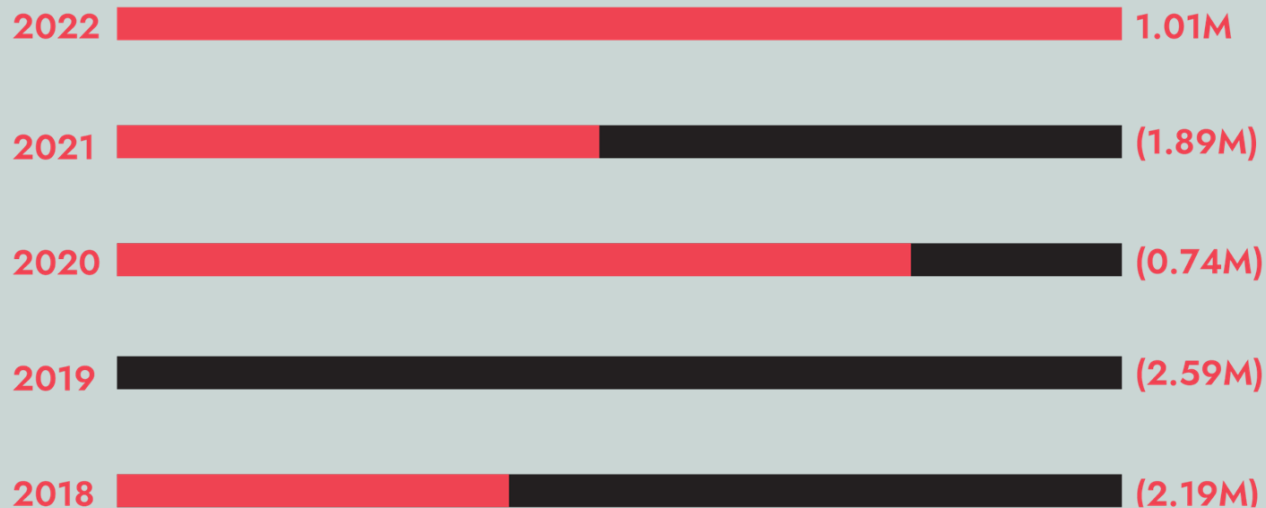


5 YEARS FINANCIAL HIGHLIGHTS



**OPERATING
PROFIT/(LOSS)
BEFORE IMPAIRMENT
LOSSES (RM)**

1.01M



5 YEARS FINANCIAL HIGHLIGHTS



**TOTAL
ASSETS (RM)**

88.75M





SEGMENT RESULTS - IT



INFORMATION
TECHNOLOGY (IT)
REVENUE
2022 (RM)

26.6M

2022  26.6M

The bar chart for 2022 IT Revenue shows a red bar representing the total revenue of 26.6M. The bar is divided into two segments: a red segment and a black segment.

2021  34.2M

The bar chart for 2021 IT Revenue shows a red bar representing the total revenue of 34.2M. The bar is divided into two segments: a red segment and a black segment.

2020  34.7M

The bar chart for 2020 IT Revenue shows a red bar representing the total revenue of 34.7M. The bar is divided into two segments: a red segment and a black segment.

INFORMATION
TECHNOLOGY (IT)
GROSS PROFIT
2022 (RM)

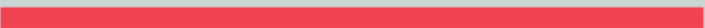
6.89M

2022  6.89M

The bar chart for 2022 IT Gross Profit shows a red bar representing the total gross profit of 6.89M. The bar is divided into two segments: a red segment and a black segment.

2021  9.68M

The bar chart for 2021 IT Gross Profit shows a red bar representing the total gross profit of 9.68M. The bar is divided into two segments: a red segment and a black segment.

2020  12.98M

The bar chart for 2020 IT Gross Profit shows a red bar representing the total gross profit of 12.98M. The bar is divided into two segments: a red segment and a black segment.

SEGMENT RESULTS - ICT



INFORMATION
COMMUNICATION
TECHNOLOGY (ICT)
REVENUE
2022 (RM)

6.39M

2022  6.39M

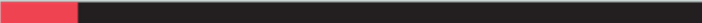
2021  4.28M

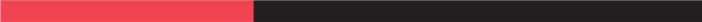
2020  6.48M

INFORMATION
COMMUNICATION
TECHNOLOGY (ICT)
GROSS PROFIT
2022 (RM)

1.41M

2022  1.41M

2021  0.15M

2020  0.51M

SEGMENT RESULTS - SAT



**SATELLITE-BASED
NETWORK
SERVICES (SAT)
REVENUE 2022 (RM)**

7.76M



**SATELLITE-BASED
NETWORK
SERVICES (SAT)
GROSS PROFIT
2022 (RM)**

5.46M

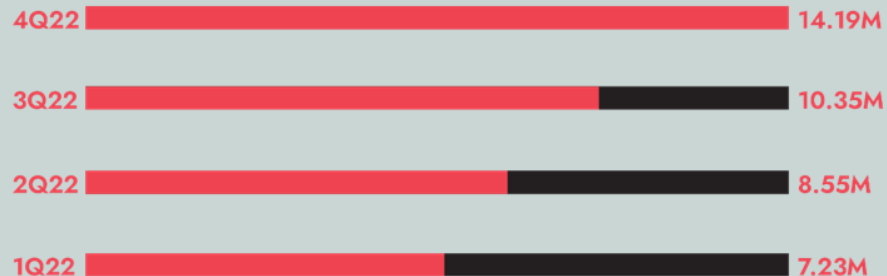


QUARTERLY RESULTS



REVENUE (RM)

14.19M



PROFIT
AFTER TAX (RM)

1.66M



INTELLECTUAL PROPERTY (IP) PRODUCTS



AXA AFFIN GENERAL INSURANCE BHD.
BERJAYA CORPORATION BHD.
BINTULU PORT HOLDINGS BHD.
BOUSTEAD PLANTATIONS BHD.
EDGEPOINT INFRASTRUCTURE SDN. BHD.
FELCRA BHD.
FGV HOLDINGS BHD.
INDAH WATER KONSORTIUM SDN. BHD.
MALAYSIA AIRPORTS HOLDINGS BHD.
PENGURUSAN ASET AIR BHD.
SMALL MEDIUM ENTERPRISE DEVELOPMENT
BANK MALAYSIA BHD.
WESTPORTS HOLDINGS BHD.
PORT KLANG (MALAY: PELABUHAN KLANG)

BOUSTEAD PLANTATIONS BHD.
FGV HOLDINGS BHD.
FIBERHOME TELECOMMUNICATION
TECHNOLOGIES CO., LTD.
FIREFLY – SUBSIDIARY OF MALAYSIA AIRLINES
HEITECH PADU BHD.
INDAH WATER KONSORTIUM SDN. BHD.
MALAYSIA AIRPORTS HOLDINGS BHD.
MALAYSIA AIRLINES BHD.
MSM MALAYSIA HOLDINGS BHD.
PERNEC CORPORATION BHD.
PRIVASIA TECHNOLOGY BHD.
WESTPORTS HOLDINGS BHD.

KONSORTIUM PELABUHAN
KEMAMAN SDN. BHD.
KUANTAN PORT CONSORTIUM SDN. BHD.
LUMUT MARITIME TERMINAL SDN. BHD.
SUKMA SAMUDRA SDN. BHD.
WESTPORTS HOLDINGS BHD.

OVERVIEW



STRATEGIC FOCUS

*Supply Chain & Logistic Digitalization
Enabler with Embedded Fintech and
Artificial Intelligence Solutions.*

SUSTAINABILITY

*Catalyst And Foundation Of Information
For Current Growth Areas.*



Managed
Services



Infrastructure



Communications

GROWTH



FinTech



Procurement
Services



Lending



Port
Automation



Digitalisation



Artificial
Intelligence



Communications



VSAT
Broadband

INDUSTRY OUTLOOK



PRIVASIA remain hopeful to contribute to the digitalisation of businesses through the implementation of digitalisation initiatives by the Government to spur economic growth over the next few years. The adoption of cloud solutions in internal processes is heartening and provides us reassurance that we are creating the right products for the public.

For 2023, we hope to kick into place our growth plans despite what appears to be a fairly challenging year in 2022.

INFORMATION TECHNOLOGY ("IT") SEGMENT



- + Increase popularity of e-commerce platforms as the preferred transaction mode for B2B & B2C.
- + MDEC has projected growth in digital investments are expected to contribute 25.5% to the GDP by 2025.
- + Increase in mobile workforce.
- + Increase in adoption rate of cloud computing.
- + Increase in awareness of the importance of cyber security.

INFORMATION COMMUNICATIONS TECHNOLOGY ("ICT") SEGMENT



The Government JENDELA initiative has helped encourage the growth of the mobile and fibre infrastructure to meet the country's objective to provide **full internet connectivity by year 2025.**

INFORMATION COMMUNICATIONS TECHNOLOGY ("ICT") SEGMENT



**7.5
Million**

Premises Passed
With Gigabit Speed

JENDELA - Phase 1 (2020-2022)

*Total number of premises
covered and wider 4G coverage*

96.9%

4G Coverage in
Populated Areas

35Mbps

Mobile Broadband
Speed (Mean)

INFORMATION COMMUNICATIONS TECHNOLOGY ("ICT") SEGMENT



**9.0
Million**

Premises Passed
With Gigabit Speed

JENDELA - Phase 2 (2023-2025)

*Total number of premises
covered and wider 4G coverage*

100%

4G Coverage in
Populated Areas

100Mbps

Mobile Broadband
Speed (Mean)

SATELLITE BASED NETWORK SERVICES ("SAT") SEGMENT



VSAT services will complement and provide the additional connectivity to those underserved and rural areas that are lacking telco or fibre internet access to achieve the JENDELA 100% connectivity target.



SATELLITE BASED NETWORK SERVICES ("SAT") SEGMENT



Launch of the new Measat-3d satellite with its latest (Kurtz-Above) Ka-Band offerings, it is expected to provide better internet coverage and at the same time expedite the country's adaptation of 5G technology.

PRIVASIA is proud to be part of this initiative under the Phase 2 of the Point of Presence ("POP2") Project awarded by the Kementerian Komunikasi Dan Digital Malaysia (*formerly known as Kementerian Komunikasi Dan Multimedia Malaysia*)

TARGETS FOR THE NEXT 12 MONTHS



BUILD UP TALENT POOL

- *Proactively identifying, attracting and nurturing potential candidates who possess the skills, qualifications and experience that align with the needs of PRIVASIA.*
- *Sourcing Acquisition*

REBUILD CASH POSITION

- *Build strong cash flow to maintain financial stability and maintain reserve for future needs.*

DEVELOP STRATEGIC ALLIANCES

- *Form strategic alliances with some of our competitors or other organisations, to achieve mutual benefit and to pursue common goals.*

IMPROVE BIDDING / TENDER POSITION

- *Improve our bidding/tender capabilities by collaborating with key stakeholders to demonstrate added value & credibility, competitive pricing strategy and to showcase a stronger understanding of market needs.*



THANK YOU



MSWG QUESTIONS

OPERATIONAL & FINANCIAL MATTERS

MSWG QUESTIONS 1.A



The Group experienced a significant improvement in its operational performance, transitioning from an operating loss of RM1.9 million in FY21 to achieving an operating profit of RM1.0 million in FY22 (page 10 of Annual Report (AR) 2022).

a) What specific strategies or actions did the Group undertake to reverse the operating losses and achieve profitability?

We have implemented several key initiatives that have significantly impacted our financial performance and positioned us on a path to sustainable growth. Firstly, we **reviewed our operational expenses and identified areas where we could streamline costs while maintaining the quality of our products or services.**

By **implementing efficient cost management practices**, we were able to **reduce overhead expenses**. In addition to that, we emphasised on **enhancing operational efficiency**. This included leveraging on technology to automate manual tasks. By streamlining operations and eliminating inefficiencies, we were able to reduce costs, improve productivity, and deliver our services more effectively.

Our investment in pivoting to digitalisation has been a successful strategic win which has enabled the Group to achieve better results in terms of performance for the year. Our success is further visible with the securement of a large contract during the year.

MSWG QUESTIONS 1.B



The Group experienced a significant improvement in its operational performance, transitioning from an operating loss of RM1.9 million in FY21 to achieving an operating profit of RM1.0 million in FY22 (page 10 of Annual Report (AR) 2022).

b) How sustainable are the factors that led to the positive operating profit? Are they expected to continue in the future?

Now that we have addressed the cost part and will continue the practice.

Our **focus has shifted towards strategic initiatives** that will **boost revenue and ensure long-term profitability**. The most indicative sustainable factor is project POP2. We expect to see good margin from the project at least until the implementation stage is completed in 3 years.

MSWG QUESTIONS 2.A



The success of PROCUREHERE is apparent as its total user count, consisting of customers and suppliers across the nation, currently stands at 28,577 from 23,044 in 2021 which represents a 24% year-on-year increase. With a monthly average event of 4,134 and an approximate value of RM9.2 billion, by its customers showcase its reliability and efficiency (page 28 of AR 2022).

a) What sets PROCUREHERE apart from other similar software and IT service providers in the market? What is the current market share of PROCUREHERE in the enterprise software and IT services sector?

PROCUREHERE is a SaaS based E-Procurement platform with competitive subscription price. ***Our subscribers enjoy the benefit of one price subscription for all module access, which is different from what other platform is offering.***

We believe in making procurement accessible to our subscribers, without having to worry about additional infrastructure investment or security features. As PROCUREHERE is quite niche software catering to procurement professionals and suppliers, our market audience focus more on Malaysia corporate entities who requires procurement system to digitalise their manual process.

We started with ***2 customer back in 2019, and now we have grown to serve 17 active customers*** with large pool of subscribers, of multiple industries in the country. This represents less than 1% of market share, with more opportunities in the market for us to penetrate.

MSWG QUESTIONS 2.B



The success of PROCUREHERE is apparent as its total user count, consisting of customers and suppliers across the nation, currently stands at 28,577 from 23,044 in 2021 which represents a 24% year-on-year increase. With a monthly average event of 4,134 and an approximate value of RM9.2 billion, by its customers showcase its reliability and efficiency (page 28 of AR 2022).

b) How does PROCUREHERE generate revenue? Is it through subscription fees, transaction fees, or other sources? What is the pricing model for PROCUREHERE's services?

PROCUREHERE charges are based on **yearly subscription fee**. We charge a standard fee for one user license.

With every license subscribed, our client will get a complimentary Approver User license. Furthermore, **one time project implementation fee is charged during the project initiation stage**.

MSWG QUESTIONS 3.A & 3.B



Since inception last year, FINANSHERE aims to facilitate a more optimised working capital management by collaborating with various pools of funds to assist funding PROCUREHERE's registered users and vendors (page 28 of AR 2022).

a) What has been the take-up rate of FINANSHERE among PROCUREHERE's registered users and vendors since its inception?

b) Can you provide insights into the typical timeline and process involved in accessing funds through FINANSHERE? How quickly can users and vendors receive the required funding?

- (a) The take up is still at its infancy stage, and we expect it to grow in the next few years.
- (b) A typical user experience is:
 - i. KYC process, approval and platform registration takes 2 to 3 working days or more depending on the speed of documents made available.
 - ii. Signing of Agreements takes 2 to 3 working days or more depending on clarifications involved.
 - iii. Approval of Purchase Orders and Invoices uploaded on the platform takes 1-2 working days or more depending on how fast the Buyer verifies.
 - iv. Upon approval of invoice, disbursement is typically done within 48 hours.

MSWG QUESTIONS 4



The PRIVASIA team developed i-TAP as an end-to-end Multi-Cargo Terminal Operating System through its subsidiary, Privaports Sdn Bhd.

The i-TAP system utilises a fully modular cloud based solution suitable for multi-cargo terminals of different sizes. The solution includes features that include robotics and AI to help terminals achieve digitalisation and automation goals (page 28 of AR 2022).

How does PRIVASIA handle the potential risk of AI malfunction or errors leading to incorrect decision-making or operational disruptions?

i-TAP is a terminal operating system that deals with the flow of cargo through different areas in a port. From document processing for cargo permit approvals to manless gate entry and exit, i-TAP is not just one system but a **combination of different systems and integration into port equipment to create a seamless ecosystem** for cargo flow in and out of a port, which works using Robotic Process Automation (RPA) and Artificial Intelligence (AI).

We understand that AI is still in its infancy stage and there is no 100% risk free solution. We take great pains in identifying the potential pitfalls enterprise wide, and mitigate them as much as possible. Potential risks include data difficulties, technology struggles, security issues, interaction issues and the AI models itself. **Being very clear about the most prevailing risks allows us to then introduce controls and to marshal time and resources accordingly to address these.**

Also, our utilisation of AI at this point (since it is still new) is not for anything that could 'blow up,' like self-driving cars. It is more for predicting and processing which in many cases also still has a human verifying at some point (at least until we are very sure of the accuracy of the tool).

MSWG QUESTIONS 5.A & 5.B



PRIVASIA's ICT segment offers wireless broadband and mobile coverage infrastructure, with positive turnaround post-pandemic. New contracts secured in 2022 include 5G infrastructure implementation and supporting network facilities providers. Consultancy projects for 5G are being pursued in 2023 (page 28 of AR 2022).

a) Please provide details about PRIVASIA's contract for implementing Malaysia's 5G network, including the contract value and timeline of the project completion. What are the projected revenue and profitability from these contracts?

b) Has there been any adjustment to the contract due to Malaysia's transition plan to Dual 5G Networks in 2024 after achieving 80% population coverage under DNB?

(a) Under the 5G nationwide network deployment, DNB contracted one of our partner on a long term contract for Site Management Partner (SMP).

Our partner is working with us for this contract implementation. The ***Scope of SMP primarily includes project management and coordination with all the parties*** involved for 5G nationwide network deployment including their vendor, contractors accessing sites, getting local authority approvals etc.

PRIVASIA has ***setup a central support centre to support end to end project management*** under SMP requirements set by DNB.

(b) None, thus far.

MSWG QUESTIONS 6.A, 6.B & 6.C



The impairment loss on contract assets has increased significantly from RM0.45 million in FY2021 to RM1.07 million in FY2022 (page 70 of AR 2022).

a) Which contract assets have the impairment losses?

b) What were the reasons for the high impairment losses in FY2022?

c) What are the measures taken by the Company to ensure that the impairment losses on contract assets do not increase further?

(a) A Radio Frequency Engineering (RF) contract.

(b) It is primarily related to the RF contract. Due to the nature of the RF work, where its **complex requirements for documentation and third party sign off's coupled with the large number of sites** has caused this figure to come about.

Looking at the situation and after deliberations with the relevant PIC, the management decided to impair this amount after taking into consideration the long overdue period and also to comply with accounting standards reporting requirement.

It is **still an on-going process** where we have identified some contracts have been completed but due to incomplete documentation and uncommunicated hand over, these job orders were not closed. We are still in the **midst of reviewing and intend to conclude this exercise by end of this year.**

(c) The contract assets are **reviewed on a monthly basis** during month end closing and **reported to the ARMC on quarterly basis.**

MSWG QUESTIONS 7.A & 7.B



Write off on trade receivables of RM988,088 in FY2022 (FY2021: Nil) (page 114 of AR 2022).

a) What was the nature of these trade receivables that have been written off?

b) What actions have been taken to recover the said amount prior to writing off?

(a) The write off was in relation to ***provision of doubtful debt made in 2018***. It relates to a project with overseas customer on TV setup box and a strategic partnership for works in relation to network infrastructure project for Maxis.

(b) Provision for doubtful debt was made in 2018. ***Our attempt to reach out the overseas contractor has been futile as there were no response from them in the last 5 years***, hence the management decided to write it off from the books.

Also ***after seeking legal advice*** it was concluded that it would not be worthwhile liquidating them due the long process and cross borders issues.

On the other hand, it has come to our knowledge that ***one of the contractor has wound up***, hence it's timely to write off the debts.

MSWG QUESTIONS 8.A & 8.B



The Group's trade receivables that were past due more than 31 to 60 days have increased significantly from RM397,543 in FY2021 to RM2,886,013 in FY2022 (Page 134 of AR 2022)

a) *What were the difficulties faced by the Group in the collection of the trade receivables that were past due more than 31 to 60 days as the outstanding amount has increased substantially?*

b) *Has the Group experienced slower collections of its receivables? What is the impact of the extended credit term on the cash flow of the Group?*

(a) Over the past period, we have indeed experienced challenges in collecting the outstanding amounts within the credit period.

The ***financial health of our customers plays a crucial role in their ability to fulfill their payment obligations.*** If customers experience financial distress or undergo significant changes in their business operations, it can lead to delays in settling their outstanding balances. Despite the challenges faced, the ***Group remains committed in pursuing overdue receivables and improving the collection process.***

(b) The ***extended credit terms*** granted to customers have resulted in a ***prolonged cash conversion cycle.***



MSWG QUESTIONS

CORPORATE GOVERNANCE MATTERS

MSWG QUESTIONS 1.A



PRIVASIA will seek shareholders' approval to approve the payment of directors' fees and benefits payable to the Directors of the Company up to RM444,000 and RM86,000 respectively from 1 July 2023 until the conclusion of the next AGM (Resolutions 4 and 5, page 4 of AR 2022).

a) Please provide a breakdown of the Directors' fees and benefits for the Executive and Non-Executive Directors.

Please find below:

FEES	AMOUNT (RM)	BENEFITS	AMOUNT (RM)
EXECUTIVE DIRECTORS	120,000	EXECUTIVE DIRECTORS	27,000
NON-EXECUTIVE DIRECTORS	324,000	NON-EXECUTIVE DIRECTORS	59,000
TOTAL	444,000	TOTAL	86,000

MSWG QUESTIONS 1.B



PRIVASIA will seek shareholders' approval to approve the payment of directors' fees and benefits payable to the Directors of the Company up to RM444,000 and RM86,000 respectively from 1 July 2023 until the conclusion of the next AGM (Resolutions 4 and 5, page 4 of AR 2022).

b) Given that Puan Haslinda Bt Hussein, an Independent Non-Executive Director has resigned on November 30, 2022, what is the rationale for proposing higher fees and benefits of RM444,000 (FY2022: RM366,000) and RM86,000 (FY2022: RM86,000) respectively for the directors?

Prior to Pn Haslinda's resignation we have appointed Mr Yip to the board on 15 Nov 2022, who is equally calibre and experienced as Pn Haslinda. However, the ***proposal of higher fees has no association to Pn Haslinda's resignation.***

Also, it is worth noting it has been about ***5 years since any adjustment made to Directors fees and benefits.*** It is important for the Group to attract and retain experienced and qualified Directors for long-term success.

Increasing the fees ensures that the company remains ***competitive in securing the best leadership mix to support its growth and success.***



THANK YOU