



**TIME DOTCOM BERHAD**  
(Registration No. 199601040939 (413292-P))  
(Incorporated in Malaysia)

## NOTICE OF EXTRAORDINARY GENERAL MEETING

**NOTICE IS HEREBY GIVEN THAT** an Extraordinary General Meeting (“EGM”) of TIME dotCom Berhad (the “Company”) will be held on a fully virtual basis, through live streaming from the broadcast venue at **TIME Lobby, Ground Floor, No. 14, Jalan Majistret U1/26, HICOM Glenmarie Industrial Park, 40150 Shah Alam, Selangor Darul Ehsan, Malaysia** and entirely using the remote participation and electronic voting (“RPEV”) facilities, via the meeting platform at <https://meeting.boardroomlimited.my> on **Wednesday, 15 February 2023 at 3.00 p.m.** (Malaysia time) or any adjournment thereof for the purpose of considering and, if thought fit, passing the following resolution with or without modifications:

### ORDINARY RESOLUTION

**PROPOSED STRATEGIC PARTNERSHIP FOR THE AIMS DATA CENTRE BUSINESS VIA THE PARTIAL DIVESTMENT BY THE COMPANY OF SHARES IN AIMS DATA CENTRE HOLDING SDN BHD (“AIMS”) AND AIMS DATA CENTRE (THAILAND) LIMITED (“AIMS TH”) TO DB ARROW PTE. LIMITED (“DBAPL”), A PORTFOLIO COMPANY MANAGED BY DIGITALBRIDGE GROUP, INC. (COLLECTIVELY, THE “PROPOSED TRANSACTIONS”)**

“**THAT** subject to the relevant approvals and/or consents being obtained (if required), approval be and is hereby given for the Company to undertake the Proposed Transactions involving the disposal of the following to DBAPL:

- (i) 490,000 ordinary shares in AIMS representing 49% of the issued and paid-up ordinary share capital of AIMS and 699,850 irredeemable convertible preference shares (“ICPS”) in AIMS representing 100% of the ICPS in issue in AIMS for a cash consideration to be determined based on a 100% enterprise value (“EV”) of AIMS of RM3,146.10 million and subject to adjustments as set out in the relevant SPA (as defined below); and
- (ii) 210,000 ordinary shares in AIMS TH representing 21% of the issued and paid-up share capital of AIMS TH for a cash consideration to be determined based on a 100% EV of AIMS TH of THB436.00 million and subject to adjustments as set out in the relevant SPA;

in each case, in accordance with the terms and conditions of the following agreements:

- (a) the conditional share sale and purchase agreement dated 21 November 2022 between the Company and DBAPL;
- (b) the conditional share sale and purchase agreement dated 21 November 2022 between the Company, DBAPL and Symphony Communication Public Company Limited,

(each the “SPA” and collectively, the “SPAs”).

**THAT** subject to the approvals of all relevant authorities and/or parties being obtained, approval be and is hereby given to the Company, as part of the Proposed Transactions, to execute the agreed form of shareholders’ agreement to jointly drive the future business direction of AIMS and AIMS TH as well as establish a long-term relationship between the Company and DBAPL as shareholders of AIMS and AIMS TH;

**AND THAT** the Board of Directors of the Company (“Board”) be and is hereby empowered and authorised to take such steps and to do such acts, deeds and things, and to execute, sign, deliver and cause to be delivered on behalf of the Company, all such agreements, arrangements and documents as the Board may deem fit, necessary, expedient or appropriate in order to implement, finalise and give full effect to the Proposed Transactions, with full powers to negotiate, approve, agree and/or assent to any term, condition, variation, modification and/or amendment to the terms of the Proposed Transactions in any manner as may be required by the relevant regulatory authorities and/or parties or as may be deemed necessary and/or expedient by the Board in the best interests of the Company, and to deal with all matters incidental, ancillary to and/or relating to the Proposed Transactions.”

### BY ORDER OF THE BOARD

**CHEW ANN NEE** (MAICSA 7030413) (SSM PC No.: 201908001413)

Company Secretary  
16 January 2023  
Selangor Darul Ehsan

#### Notes:

1. The EGM will be conducted on a fully virtual basis, through live streaming and entirely via RPEV facilities, which are available at <https://meeting.boardroomlimited.my> provided by the Company’s poll administrator, Boardroom Share Registrars Sdn Bhd (“Poll Administrator”). Please follow the registration procedure set out in the Administrative Details for the EGM (“Administrative Details”) in order to register, participate in and vote remotely at the EGM.
2. The main and only venue of the EGM is the broadcast venue which is strictly for the purpose of complying with Section 327(2) of the Companies Act 2016 and Rule 59(4) of the Company’s Constitution that require the Chairman of the EGM (the “Chairman”) to be present at the main venue of the EGM. **Shareholders/proxies/corporate representatives/attorneys shall not be physically present nor be admitted at the broadcast venue** on the day of the EGM. Members who wish to participate in the EGM will therefore have to do so remotely via the RPEV facilities provided.
3. A member who is not able to participate in this fully virtual EGM is encouraged to appoint the Chairman as his/her proxy and indicate the voting instruction in the instrument appointing a proxy.
4. For the purpose of determining a member who shall be entitled to participate in and vote remotely at the EGM, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd to issue a General Meeting Record of Depositors as at 8 February 2023. Only members whose name appear in the Record of Depositors as at 8 February 2023 shall be entitled to participate in and vote remotely at the EGM or appoint proxy(ies) (not more than 2 proxies/corporate representatives) to participate in and vote remotely on his/her/their behalf by returning the proxy form in accordance with the Administrative Details. A proxy may but need not be a member of the Company.
5. Where a member appoints 2 proxies, the appointments shall be invalid unless the proportion of holding to be represented by each proxy is specified. If a member has appointed proxy(ies) (not more than 2 proxies) to attend the EGM and subsequently he/she participates in the meeting in person, the appointment of such proxy shall be null and void, and his/her proxy(ies) shall not be entitled to participate in the EGM.
6. The instrument appointing proxy(ies) shall be in writing and signed by the appointor or by his attorney and in the case of a corporation, either under its common seal or signed by its attorney or officer duly authorised.
7. Where a member is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991 (“SICDA”), it may appoint up to 2 proxies in respect of each securities account it holds with ordinary shares of the Company standing to the credit of the said securities account.
8. Where a member is an exempt authorised nominee as defined under the SICDA, who 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 authorised nominee may appoint in respect of each Omnibus Account it holds. The appointment of 2 or more proxies in respect of any particular Omnibus Account shall be invalid unless the exempt authorised nominee specifies the proportion of its shareholding to be represented by each proxy.
9. The instrument appointing proxy(ies) or other authority, if any, under which it is signed or a notarially certified copy of that power or authority shall be deposited at the office of the Company’s Poll Administrator at Ground Floor or 11<sup>th</sup> Floor, Menara Symphony, No. 5 Jalan Professor Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, not less than 24 hours before the time for holding the EGM and in default, the instrument of proxy shall not be treated as valid.

#### PERSONAL DATA PRIVACY

By lodging a completed Proxy Form to the Company for appointing proxy(ies) and/or corporate representative(s) to participate in and vote remotely at the EGM and any adjournment thereof, a member is hereby:

- (i) consenting to the collection, use and disclosure 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 corporate representatives appointed for the EGM (including any adjournment thereof) and the preparation and compilation of the attendance list, minutes and other documents relating to the EGM (including any adjournment thereof), and in order for the Company (or its agents) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the “Purposes”);
- (ii) warranting that where the member discloses the personal data of the member’s proxy(ies) and/or corporate representative(s) to the Company (or its agents), the member has obtained the prior consent of such proxy(ies) and/or corporate representative(s) for the collection, use and disclosure by the Company (or its agents) of the personal data of such proxy(ies) and/or corporate representative(s) for the Purposes (“Warranty”); and
- (iii) agreeing 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 the Warranty.

For the purposes of this paragraph, “personal data” shall have the same meaning given in section 4 of the Personal Data Protection Act 2010.