



FREQUENTLY ASKED QUESTIONS ON VIRTUAL GENERAL MEETINGS

NO.	QUESTION	ANSWER
1.	Can a company conduct its General Meeting (GM) including Annual General Meeting (AGM) and Extraordinary General Meeting (EGM) virtually?	<p>Yes, section 327(1) of the Companies Act 2016 ("CA 2016") provides that, subject to the constitution, a company may convene a meeting of members at more than one venue using technology or method that enables the members of the company to participate and exercise their rights to speak and vote at the meeting.</p> <p>In the current pandemic Covid-19 situation, companies are encouraged to hold their General Meetings ("GM") including Annual General Meetings ("AGM") and Extraordinary General Meeting (EGM) virtually to ensure that the restrictions imposed by the Government are not breached whilst the provisions of the CA 2016 are complied with when holding their meetings in a virtual environment.</p>
2.	Is a company required to state the venue in the notice for a virtual GM?	<p>Yes, the company must state the venue of its virtual GM pursuant to section 317(2) of the CA 2016.</p> <p>As it is a virtual meeting, the venue in the notice of the meeting should state at least one of the following -</p> <ul style="list-style-type: none"> (a) The URL web address registered with MYNIC Berhad; (b) The physical address of the domain Registrant located in Malaysia; or (c) The physical address of the main venue must be located in Malaysia. The physical address of the Chairman during the meeting may be provided as the main venue in Malaysia, if needed.

Please see examples below.

Examples:

OPTION (a) – Domain name registered with MYNIC Berhad

- (a) The Uniform Resource Locator (“URL”) of the web address made available for members of the company to access and participate in the meeting (the online meeting platform);
- (b) The domain registration reference numbers (if any).

Illustration:

Venue-

<https://www.ssm.com.my/Pages/Home.aspx>

Domain Registration numbers
with MYNIC –
D1A036058

OPTION (b) – Domain name not registered with MYNIC Berhad

The physical address of the domain Registrant.

Illustration:

Venue-

[Physical Address of Domain Registrant]

ABC Sdn Bhd
Menara ABC
No 105, Jalan Damansara 20
Pusat Bandar Damansara
52450 Kuala Lumpur
Wilayah Persekutuan
Malaysia.

Meeting hosted virtually at-

<https://www.abc.com/Pages.aspx>

OPTION (c) – Domain name not registered with MYNIC Berhad

The physical address of the main venue must be located in Malaysia. The physical address of the Chairman during the

meeting may be provided as the main venue in Malaysia, if needed.

Illustration:

Venue-
 [Physical Address of the main venue or Chairman address in Malaysia]

No 2-10-03, Block 2
 Jalan Bukit Bintang 11
 50000 Kuala Lumpur
 Wilayah Persekutuan
 Malaysia.

Meeting hosted virtually at-
<https://www.xyz.com/Home.aspx>

An online meeting platform shall be deemed to be in Malaysia if the registered domain name is registered with MYNIC Berhad ("MYNIC") or the physical address of the Registrant is in Malaysia.

For domain names that are not registered with MYNIC, there must be sufficient proof to show that the Registrant's physical address is located in Malaysia.

For clarity, the elements of a URL and domain name are as follows -

THE ELEMENTS OF A URL			
https://	www.	ssm.com.my	/Pages/Home.aspx
Protocol	Sub-domain	Domain Name	Path & page

3. Where should be the main venue of a company's GM if the meeting is conducted virtually?

Section 327(2) of the CA 2016 provides that the main venue of a company's GM shall be in Malaysia and the Chairperson shall be present at the main venue of the meeting.

If the company's GM is conducted virtually, the main venue of the meeting shall be the URL address of the online meeting platform or the physical address of the Registrant which shall be in Malaysia. Please refer to Question 2 for further details.

4.	In a virtual GM, if the Chairperson is present virtually during the meeting, is he deemed to be present at the main venue of the meeting?	<p>Yes, as provided under section 327(2) of the CA 2016.</p> <p>The chairperson is deemed to be present at the main venue of the meeting by his presence if the URL of the online meeting platform is in Malaysia or the physical address of the Registrant is in Malaysia.</p> <p>In addition, the Chairperson must be physically present in Malaysia during the meeting. As a minimum, the address of the Chairperson in Malaysia must be stated in the minutes of the meeting.</p>
5.	For instance, if a company holds its virtual GM where the broadcast venue is in Penang and carried out via an online platform provided by a virtual meeting service provider and the Chairperson attends the meeting using the computer from his office in Kuala Lumpur, does it comply with the provision of Section 327(2) of the CA 2016?	Yes, in a virtual meeting, as long as the online meeting platform is located in Malaysia, the Chairperson shall be deemed to be present at the main venue by his presence during the virtual meeting. Please refer to Question 2 for further details.
6.	In a virtual GM, for a company to prove that the online platform is located in Malaysia, is it sufficient if the virtual meeting service provider's (VMSP) online platform domain is situated in Malaysia?	<p>Yes, the company must prove that the online platform domain i.e. VMSP is located in Malaysia to ensure that the main venue of the virtual meeting is located in Malaysia. Please refer to Question No. 2 above for further details.</p> <p>This is to ensure that the company fulfils the requirements under section 327(2) of the CA 2016.</p>

Dated: 8 JUNE 2021