

# Proxy Form



Number of shares held	CDS account no.

\*I/We, \_\_\_\_\_ \*NRIC/\*Passport/\*Company No. \_\_\_\_\_  
(full name of Member in block letters) (compulsory)

of \_\_\_\_\_  
(full address of Member in block letters)

and telephone no. \_\_\_\_\_, being a member of Astro Malaysia Holdings Berhad ("Company"), hereby appoint the following person(s) as my/our proxy:

	Full name of proxy in block letters	*NRIC/*Passport No.	No. of shares to be represented	Percentage
Proxy 1				
Proxy 2				
		<b>Total:</b>		<b>100%</b>

or failing \*him/\*her, THE CHAIRMAN OF THE MEETING as \*my/\*our proxy/\*proxies to vote for \*me/\*us on \*my/\*our behalf at the **Seventh Annual General Meeting of the Company to be held on Thursday, 27 June 2019 at 9.30 a.m.** at the Grand Ballroom, Level 3A, Connexion@Nexus, Bangsar South City, No. 7, Jalan Kerinchi, 59200 Kuala Lumpur and at any adjournment thereof.

\*I/\*We indicate with an "x" in the spaces below how \*I/\*we wish \*my/\*our vote to be cast:

No.	Ordinary Resolutions	For	Against	Abstain
1	Re-election of Lim Ghee Keong as a Director of the Company			
2	Re-election of Simon Cathcart as a Director of the Company			
3	Re-election of Tunku Alizakri bin Raja Muhammad Alias as a Director of the Company			
4	Re-election of Mazita binti Mokty as a Director of the Company			
5	Proposed Payment of Directors' Fee and Benefits for the period from 28 June 2019 until the next Annual General Meeting of the Company to be held in 2020			
6	Re-appointment of Messrs PricewaterhouseCoopers PLT as Auditors of the Company			
7	Proposed Renewal of Authority for Directors to Issue Ordinary Shares pursuant to Sections 75 and 76 of the Companies Act 2016			
8	Proposed Renewal of Authority for the Company to Purchase its Own Shares			
9	Proposed Utilisation of Transponder Capacity on the MEASAT-3d satellite by MEASAT Broadcast Network Systems Sdn Bhd, a wholly-owned subsidiary of the Company and the Proposed Early Termination of the Agreement for the Utilisation of Transponder Capacity on the MEASAT-3b satellite			
10	Proposed Shareholders' Mandate for Recurrent Related Party Transactions with Usaha Tegas Sdn Bhd and/or its affiliates			
11	Proposed Shareholders' Mandate for Recurrent Related Party Transactions with Maxis Berhad and/or its affiliates			
12	Proposed Shareholders' Mandate for Recurrent Related Party Transactions with MEASAT Global Berhad and/or its affiliates			
13	Proposed Shareholders' Mandate for Recurrent Related Party Transactions with Astro Holdings Sdn Bhd and/or its affiliates			
14	Proposed Shareholders' Mandate for Recurrent Related Party Transactions with Sun TV Network Limited and/or its affiliates			
15	Proposed Shareholders' Mandate for Recurrent Related Party Transactions with GS Home Shopping Inc. and/or its affiliates			
16	Proposed Shareholders' Mandate for Recurrent Related Party Transaction with SRG Asia Pacific Sdn Bhd and/or its affiliates			
17	Proposed Shareholders' Mandate for Recurrent Related Party Transactions with Grup Majalah Karangraf Sdn Bhd and/or its affiliates			
18	Proposed Shareholders' Mandate for Recurrent Related Party Transactions with Ultimate Print Sdn Bhd and/or its affiliates			
19	Proposed Dividend Reinvestment Plan and the Proposed Issuance of Shares			

Subject to the abovestated voting instructions, \*my/\*our proxy may vote or abstain from voting on any resolutions as \*he/\*she/\*they may think fit.

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2019

Signed by hand (if Individual)/by Affixation of Common Seal  
(if Corporation)

#### NOTES ON PROXY

- (1) In accordance with Rule 106.5 of our Constitution, a member of our Company ("Member") entitled to attend and vote at a meeting of our Company is entitled to appoint one or more proxies to exercise all or any of his/her rights to attend, participate, speak and vote for him/her subject to the following provisions:
- (i) save as provided for Note (2) below, the Act and any applicable law, each Member shall not be permitted to appoint more than two proxies to attend the same meeting; and
  - (ii) where a Member appoints more than one proxy, the appointment shall be invalid provided that he/she specifies the proportion of his/her holdings to be represented by each proxy.
- (2) For the avoidance of doubt and subject always to Note (1)(ii) above, the Act and any applicable law:
- (i) where a member of the Company is an exempt authorised nominee 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 an exempt authorised nominee may appoint in respect of each omnibus account it holds, and
  - (ii) where a Member is an authorised nominee, he/she may appoint at least one proxy in respect of each securities account it holds to which ordinary shares in our Company are credited. Each appointment of proxy by an authorised nominee may be made separately or in one instrument of proxy and specify the securities account number and the name of the beneficial owner for whom the authorised nominee is acting.
- (3) There shall be no restriction as to the qualification of the proxy. Hence, a proxy may but need not be a Member.
- (4) The instrument appointing a proxy shall be in writing and:
- (i) in the case of an individual, be signed by the appointor or by his/her attorney; and
  - (ii) in the case of a corporation, be either under its common seal or signed by its attorney or by an officer on behalf of the corporation.

- (5) The original instrument appointing a proxy must be deposited at the office of our Company's share registrar, Boardroom Share Registrars Sdn Bhd (formerly known as Symphony Share Registrars Sdn Bhd) at Level 6, Symphony House, Pusat Dagangan Dana 1, Jalan PJU 1A/46, 47301 Petaling Jaya, Selangor Darul Ehsan, Malaysia, no later than Wednesday, 26 June 2019 at 9.30 a.m.; otherwise the instrument of proxy shall not be treated as valid and the person so named shall not be entitled to vote in respect thereof. Fax copies of the duly executed form of proxy are not acceptable.
- (6) If the form of proxy is returned without an indication as to how the proxy shall vote on any particular resolution, the proxy may exercise his discretion as to whether to vote on such matter and if so, how.
- (7) A proxy appointed to attend and vote at the meeting shall have the same rights as the Member to attend, participate, speak and vote at the meeting.
- (8) The lodging of a completed form of proxy does not preclude a Member from attending and voting in person at the meeting should the Member subsequently decide to do so. Should you subsequently decide to attend the AGM, you are requested to rescind your earlier appointment of proxy, and notify our share registrar as soon as practicable.

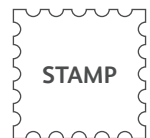
#### Members Entitled to Attend

For purpose of determining a Member who is entitled to attend this AGM, the Company will request Bursa Malaysia Depository Sdn Bhd, in accordance with Rule 89.1(b) of the Company's Constitution and Section 34(1) of the Securities Industry (Central Depositories) Act 1991, to issue a Record of Depositors ("ROD") as at **20 June 2019**. Only a depositor whose name appears on the ROD as at **20 June 2019** shall be entitled to attend the meeting or appoint a proxy(ies) to attend and/or vote on such depositor's behalf.

#### PERSONAL DATA PRIVACY

By submitting the information in this form, you consent to Astro Malaysia Holdings Berhad (932533-V) processing your personal data in the manner stipulated in the Privacy Notice for Shareholders set out in <https://www.astro.com.my/privacy-notice-shareholders> and warrant that consent of the proxy(ies) and/or representative(s) whose personal data you have provided has also been obtained accordingly and that they have been informed of the privacy notice.

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**Boardroom Share Registrars Sdn Bhd**  
(formerly known as Symphony Share Registrars Sdn Bhd)  
Level 6, Symphony House, Pusat Dagangan Dana 1  
Jalan PJU 1A/46, 47301 Petaling Jaya  
Selangor Darul Ehsan  
Malaysia

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