



Notice of Annual General Meeting

NOTICE IS HEREBY GIVEN THAT the Tenth Annual General Meeting of ASTRO MALAYSIA HOLDINGS BERHAD (“the Company”) will be conducted virtually on Wednesday, 22 June 2022 at 2.00 p.m. from the broadcast venue at Nexus 3, Level 3A, Connexion Conference & Event Centre at Nexus, Bangsar South City, No. 7, Jalan Kerinchi, 59200 Kuala Lumpur and via the online meeting platform at <https://meeting.boardroomlimited.my> for the following purposes:

AS ORDINARY BUSINESS

- (1) To receive the Audited Financial Statements of the Company for the financial year ended 31 January 2022 and the Reports of the Directors and Auditors thereon.
(Explanatory Note 1)
- (2) To declare a Final Single-Tier Dividend of 0.75 sen per ordinary share for the financial year ended 31 January 2022.
(Explanatory Note 2) **Resolution 1**
- (3) To re-elect the following Directors who retire by rotation pursuant to Rule 126 of the Company’s Constitution and who being eligible, have offered themselves for re-election:
 - (i) Simon Cathcart **Resolution 2**
 - (ii) Mazita binti Mokty **Resolution 3***(Explanatory Note 3)*
- (4) To re-elect the following Directors who retire pursuant to Rule 115 of the Company’s Constitution and who being eligible, have offered themselves for re-election:
 - (i) Rossana Annizah binti Ahmad Rashid **Resolution 4**
 - (ii) Tunku Ali Redhauddin Ibni Tuanku Muhriz **Resolution 5**
 - (iii) Nicola Mary Bamford **Resolution 6***(Explanatory Note 3)*

Tun Dato’ Seri Zaki bin Tun Azmi who has served for more than nine years has expressed his intention not to seek shareholders’ approval for his retention as an Independent Non-Executive Director of the Company. Hence, he will hold office until the conclusion of the Tenth Annual General Meeting.
- (5) To approve the payment of Directors’ fees and benefits for the period from 23 June 2022 until the next Annual General Meeting of the Company to be held in 2023.
(Explanatory Note 4) **Resolution 7**
- (6) To re-appoint Messrs. PricewaterhouseCoopers PLT as Auditors of the Company to hold office until the conclusion of the next Annual General Meeting and to authorise the Directors of the Company to fix their remuneration.
(Explanatory Note 5) **Resolution 8**

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AS SPECIAL BUSINESS

To consider and if thought fit, pass the following Ordinary Resolutions with or without modifications:

- (7) Proposed Offer, Issuance, Allotment and/or Transfer of Ordinary Shares in the Company to the Group Chief Executive Officer of the Company pursuant to the Astro Malaysia Holdings Berhad Long Term Incentive Plan

Resolution 9

“THAT pursuant to the Astro Malaysia Holdings Berhad Long Term Incentive Plan (“AMH LTIP”), the Directors of the Company be and are hereby authorised at any time and from time to time throughout the duration of the AMH LTIP:

- (a) to offer, issue, allot and/or procure the transfer to Henry Tan Poh Hock (“Henry Tan”), the Group Chief Executive Officer of the Company (“GCEO”), such number of ordinary shares in the Company (“Shares”) equivalent to an amount of up to RM10.692 million based on the five-day weighted average market price of the Shares immediately preceding the date of such letter containing an offer to Henry Tan or such other basis as the relevant authorities may permit, in accordance with the by-laws governing the AMH LTIP, the Employment Agreement between the Company and Henry Tan dated 31 January 2019 as extended vide a letter dated 16 November 2021 and/or any amendments thereto, and subject always to meeting the performance targets set by the Nomination, Remuneration and Corporate Governance Committee or any other scheme committee to be established by the Board of Directors of the Company to implement and administer the AMH LTIP; and
- (b) to take all such actions that may be necessary and/or desirable to implement, finalise or to give effect to this resolution and to execute, sign and deliver on behalf of the Company, all such documents as they may deem necessary, expedient and/or appropriate, with full powers to assent to any conditions, modifications, variations and/or amendments thereto as the Directors of the Company may deem fit and expedient in the best interest of the Company.”

(Explanatory Note 6)

- (8) Authority for the Directors of the Company to Issue Ordinary Shares pursuant to Sections 75 and 76 of the Companies Act 2016

Resolution 10

“THAT the Directors of the Company be and are hereby empowered, pursuant to Sections 75 and 76 of the Companies Act 2016 (“Act”), to issue and allot ordinary shares in the Company, at any time, to such persons and upon such terms and conditions and for such purposes as the Directors may in their absolute discretion deem fit, including in pursuance of offers, agreements or options to be made or granted by the Directors while this approval is in force, and that the Directors be and are hereby further authorised to make or grant offers, agreements or options in respect of ordinary shares in the Company including those which would or might require ordinary shares in the Company to be issued after the expiration of the approval hereof, provided that the aggregate number of ordinary shares to be issued pursuant to this approval does not exceed 10% of the total number of issued shares of the Company for the time being, and that the Directors be and are also empowered to obtain approval for the listing of and quotation for the additional ordinary shares so issued on Bursa Malaysia Securities Berhad (“Bursa Securities”);

AND THAT such authority shall continue in force until the conclusion of the next Annual General Meeting of the Company, subject always to the Act, the Constitution of the Company, the Main Market Listing Requirements of Bursa Securities and the approvals of all relevant regulatory bodies being obtained (if required).”

(Explanatory Note 7)

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- (9) Renewal of Authority for the Directors of the Company to Issue Ordinary Shares in relation to the Dividend Reinvestment Plan

Resolution 11

“THAT, pursuant to the Dividend Reinvestment Plan (“DRP”) of the Company, approval be and is hereby given to the Company to allot and issue such number of ordinary shares in the Company (“Shares”) from time to time as may be required to be allotted and issued pursuant to the DRP until the conclusion of the next Annual General Meeting of the Company, upon such terms and conditions and to such persons as the Directors of the Company may in their absolute discretion deem fit and in the best interest of the Company, provided that the issue price of the Shares shall be determined and fixed by the Directors at not more than 10% discount to the adjusted five-day weighted average market price (“WAMP”) of the Shares immediately prior to the price-fixing date, of which the WAMP shall be adjusted ex-dividend before applying the aforementioned discount in fixing the issue price;

AND THAT the Directors and the Secretary of the Company be and are hereby authorised to do all such acts and enter into, execute, sign and deliver, all such documents, agreements, transactions and arrangements as may be necessary or expedient in order to give full effect to the DRP with full power to assent to any conditions, modifications, variations and/or amendments (if any) as may be imposed or agreed to by any relevant authorities or consequent upon the implementation of the said conditions, modifications, variations and/or amendments, as they in their absolute discretion deem fit and in the best interest of the Company.”

(Explanatory Note 8)

- (10) Proposed Shareholders' Mandate for the Company and/or its Subsidiaries to enter into Recurrent Related Party Transactions of a Revenue or Trading Nature with the following Related Parties:

Usaha Tegas Sdn Bhd and/or its affiliates

Maxis Berhad and/or its affiliates

MEASAT Global Berhad and/or its affiliates

Astro Holdings Sdn Bhd and/or its affiliates

Sun TV Network Limited and/or its affiliates

GS Retail Co. Ltd and/or its affiliates

SRG Asia Pacific Sdn Bhd and/or its affiliates

Ultimate Capital Sdn Bhd, Ultimate Technologies Sdn Bhd, Kotamar Holdings Sdn Bhd and/or Dato' Hussamuddin bin Haji Yaacob and/or their respective affiliates

Telekom Malaysia Berhad and/or its affiliates

Resolution 12

Resolution 13

Resolution 14

Resolution 15

Resolution 16

Resolution 17

Resolution 18

Resolution 19

Resolution 20

“THAT approval be and is hereby given pursuant to Paragraph 10.09 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad for the Company and/or its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature with each of the abovementioned parties, respectively pursuant to Resolutions 12 to 20, the details of which are set out in the Company's Circular to Shareholders dated 24 May 2022 (“Proposed RRPT Mandate”);

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PROVIDED THAT such transactions are necessary for the day-to-day operations of the Company and/or its subsidiaries, and are carried out in the ordinary course of business on normal commercial terms and on terms which are not more favourable to the parties with which such recurrent transactions are to be entered into than those generally available to the public and which are not detrimental to the minority shareholders of the Company;

AND THAT the Proposed RRPT Mandate shall continue to be in force until:

- (a) the conclusion of the next Annual General Meeting of the Company at which time the authority will lapse, unless such authority is renewed by a resolution passed at such general meeting;
- (b) the expiration of the period within which such Annual General Meeting is required to be held pursuant to Section 340(2) of the Companies Act 2016 ("Act") (but shall not extend to such extension as may be allowed pursuant to Section 340(4) of the Act); or
- (c) the resolution is revoked or varied by a resolution passed by the shareholders in a general meeting,

whichever is the earliest;

AND THAT the Directors of the Company be authorised to take such steps and to do all acts and things and execute all such documents as they may consider necessary or expedient to give effect to the Proposed RRPT Mandate."

(Explanatory Note 9)

NOTICE OF DIVIDEND ENTITLEMENT AND PAYMENT DATE

NOTICE IS HEREBY GIVEN THAT, subject to the approval of the Company's shareholders at the Tenth Annual General Meeting to be held on 22 June 2022 or at any adjournment thereof, a Final Single-Tier Dividend of 0.75 sen per ordinary share in respect of the financial year ended 31 January 2022 will be paid on 20 July 2022 to the Depositors whose names appear in the Record of Depositors at the close of business on 7 July 2022. A Depositor shall qualify for entitlement to the dividend in respect of:

- (a) shares transferred to the Depositor's securities account before 4.30 p.m. on 7 July 2022; and
- (b) shares bought on Bursa Malaysia Securities Berhad on a cum entitlement basis according to the Rules of Bursa Malaysia Securities Berhad.

BY ORDER OF THE BOARD



LIEW WEI YEE SHARON

Company Secretary (LS0007908)

SSM Practising Certificate No. 201908003488

24 May 2022

Kuala Lumpur

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EXPLANATORY NOTES

(1) Audited Financial Statements and the Reports of the Directors and Auditors thereon

The Audited Financial Statements and the Reports of the Directors and Auditors of the Company are laid at the Tenth Annual General Meeting ("Tenth AGM") in accordance with Section 340(1)(a) of the Act. There is no requirement to seek shareholders' approval and hence, this agenda item is meant for discussion only and will not be put forward for voting.

(2) Final Single-Tier Dividend

The Board of Directors of the Company ("Board") had on 31 March 2022 recommended a Final Single-Tier Dividend of 0.75 sen per ordinary share for the financial year ended 31 January 2022 ("FY22") subject to shareholders' approval being obtained at the Tenth AGM. If Resolution 1 is passed, the dividend will be paid on 20 July 2022 to those shareholders whose names appear in the Record of Depositors at the close of business on 7 July 2022.

(3) Re-election of Directors

- (a) Resolutions 2 and 3 – Rule 126 of the Constitution of the Company provides that at each annual general meeting ("AGM"), one-third of the Directors of the Company for the time being, or, if their number is not three or a multiple of three, then the number nearest to one-third, shall retire from office, provided that all Directors shall retire from office once at least in each three years, but shall be eligible for re-election.

Given the number of Directors who are subject to retirement by rotation, two out of seven Directors shall retire at the Tenth AGM. Simon Cathcart ("SC") and Mazita binti Mokty ("MM"), who have been longest in office since their last election, shall retire by rotation at the Tenth AGM and being eligible, have offered themselves for re-election as Directors of the Company.

SC and MM are nominee Directors of Usaha Tegas Sdn Bhd, a major shareholder of the Company. Their qualifications, experience, directorships, positions and relationships are set out in their profiles on page 105 of the Integrated Annual Report 2022 ("IAR2022"). Based on the Board Effectiveness Evaluation for FY22 ("FY22 BEE"), the Board is satisfied that SC and MM have performed satisfactorily and contributed to the overall effectiveness of the Board. On this basis, the Board (save for SC and MM who have abstained from deliberating and voting) has recommended that SC and MM be re-elected as Directors of the Company.

- (b) Resolutions 4, 5 and 6 – Rule 115 of the Constitution of the Company provides that any Director appointed, either to fill a casual vacancy or as an addition to the existing Board, shall hold office only until the conclusion of the next AGM and shall be eligible for re-election. A Director retiring under this Rule shall not be taken into account in determining the Directors or the number of Directors to retire by rotation at such meeting.

Rossana Annizah binti Ahmad Rashid ("RA") who was appointed as a Non-Independent Non-Executive Director of the Company on 1 July 2021, is standing for re-election at the Tenth AGM and being eligible, has offered herself for re-election as a Director of the Company.

RA is a nominee Director of the Employees Provident Fund, a substantial shareholder of the Company. Her qualifications, experience, directorships, positions and relationships are set out in her profile on page 107 of IAR2022. Based on the FY22 BEE, the Board is satisfied that RA has contributed to the overall performance of the Board through her knowledge and experience in the telecommunications and media sector. On this basis, the Board (save for RA who has abstained from deliberating and voting) has recommended that RA be re-elected as a Director of the Company.

Tunku Ali Redhaudin Ibni Tuanku Muhriz ("TAR") and Nicola Mary Bamford ("NMB") were appointed as Independent Non-Executive Directors ("INED") of the Company on 6 May 2022. TAR and NMB are standing for re-election at the Tenth AGM and being eligible, have offered themselves for re-election as Directors of the Company.

Please refer to Part A of the Statement Accompanying Notice of Tenth AGM.

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EXPLANATORY NOTES (CONT'D)

(3) Re-election of Directors (Cont'd)

- (c) Tun Dato' Seri Zaki bin Tun Azmi ("TZA") who is the Independent Non-Executive Chairman of the Company, is not seeking shareholders' approval for his retention as an INED. TZA was appointed on 15 August 2002 and thus, has served for more than nine years. He will hold office until the conclusion of the Tenth AGM.

(4) Directors' Fees and Benefits

Pursuant to Section 230 of the Act, any fees and benefits ("Remuneration") payable to the directors of a listed company and its subsidiaries shall be approved at a general meeting.

At the Ninth AGM held on 24 June 2021, the Remuneration payable to the Non-Executive Directors of the Company ("NEDs") for the period commencing 25 June 2021 until the Tenth AGM was approved up to a maximum amount of RM3.54 million. The amount of Remuneration paid to the NEDs from 25 June 2021 up until 31 January 2022 (over a period of approximately seven months) was RM1.73 million. Based on the current Board size and the estimated number of additional meetings to be held until the Tenth AGM, the total Remuneration expected to be paid is approximately RM3.26 million or 92% of the maximum amount approved at the Ninth AGM. Total Directors' Remuneration for FY22 was RM2.86 million (financial year ended 31 January 2021: RM2.96 million).

At this Tenth AGM, the Company is seeking shareholders' approval for the payment of Remuneration of up to RM3.81 million to the NEDs for the period commencing 23 June 2022 until the conclusion of the next AGM of the Company to be held in 2023 in accordance with such Remuneration structure as may be determined by the Board from time to time. If passed, this approval will allow the Company to make payment of Remuneration of up to RM3.81 million to the NEDs and Board Committee members, including those appointed after the Tenth AGM or in relation to any Board position or committee established after the Tenth AGM, on a monthly basis and/or as and when incurred. Subject to any subsequent determination by the Board, the indicative Remuneration structure proposed to be adopted is as follows:

Type of Fees/Benefits	Rates (RM)
Board Chairman	600,000 per annum
Non-Executive Director	280,000 per annum
Audit and Risk Committee	
• Chairman	50,000 per annum
• Member	25,000 per annum
Nomination, Remuneration and Corporate Governance Committee	
• Chairman	40,000 per annum
• Member	20,000 per annum
Strategy and Business Transformation Committee	
• Chairman	40,000 per annum
• Member	20,000 per annum
Meeting Allowance	1,000 per day
Benefits-in-Kind	Company car, petrol and driver for Board Chairman

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EXPLANATORY NOTES (CONT'D)

(5) Re-appointment of Auditors

The Board, through the Audit and Risk Committee (“ARC”), undertook an assessment of the suitability and independence of PricewaterhouseCoopers PLT (“PwC”) as the Auditors of the Company in accordance with the ARC Charter and the Policy on the Selection and Appointment of External Auditor. In its assessment, the ARC considered the following areas to ensure that the criteria under Paragraph 15.21 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad (“MMLR”) are met. The ARC had also reviewed PwC’s 2021 Annual Transparency Report as guided by Practice 9.3 of the Malaysian Code on Corporate Governance 2021.

- (i) Independence, Objectivity and Professional Scepticism
- (ii) Quality Process and Performance
- (iii) Financial Stability and Risk Profile of the Firm
- (iv) Audit Strategy, Scope and Planning
- (v) Communication and Interaction
- (vi) Level of Knowledge, Capabilities and Experience of the Audit Team

Based on the assessment, the Board is satisfied with the suitability of PwC from the aspects of competence, audit quality and resources, the appropriateness of audit fees to support a quality audit, and that the provision of non-audit services by PwC does not impair their objectivity and independence as Auditors of the Company. Therefore, the Board has recommended the re-appointment of PwC as Auditors of the Company to hold office until the next AGM in 2023 in accordance with Section 271(4) of the Act, under Resolution 8.

(6) Proposed Offer, Issuance, Allotment and/or Transfer of Ordinary Shares in the Company to the Group Chief Executive Officer of the Company pursuant to the Astro Malaysia Holdings Berhad Long Term Incentive Plan

Resolution 9, if passed, will enable the Company to offer to Henry Tan, the GCEO of the Company, such number of ordinary shares in the Company equivalent to an amount of up to: (a) RM5.346 million at any time during the financial year ending 31 January 2023; and (b) RM5.346 million at any time during the financial year ending 31 January 2024, based on the five-day weighted average market price of the Shares preceding the date of such letter containing an offer made to the GCEO or such other basis as the relevant authorities may permit (“Proposed Grant”) in accordance with the by-laws governing the AMH LTIP which took effect on 21 August 2020 and the Employment Agreement between the Company and Henry Tan dated 31 January 2019 as extended vide a letter dated 16 November 2021 and/or any amendments thereto.

Any subsequent issuance, allotment and/or transfer of Shares to the GCEO pursuant to the Proposed Grant, at any point in time throughout the duration of the Proposed Grant and throughout the duration of the AMH LTIP, is subject to, among others, satisfaction of the performance targets set by the Nomination, Remuneration and Corporate Governance Committee or any other scheme committee established by the Board to implement and administer the AMH LTIP.

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EXPLANATORY NOTES (CONT'D)

(7) Authority for the Directors of the Company to Issue Ordinary Shares

Resolution 10, if passed, will authorise and empower the Directors, pursuant to Sections 75 and 76 of the Act, to issue and allot new ordinary shares of the Company up to an aggregate number not exceeding 10% of the total number of issued shares of the Company ("Proposed General Mandate"). This authority, unless revoked or varied at a general meeting, will expire at the conclusion of the next AGM in 2023.

Please refer to Part B of the Statement Accompanying Notice of Tenth AGM for further details of the Proposed General Mandate.

(8) Renewal of Authority for the Directors of the Company to Issue Ordinary Shares in relation to the Dividend Reinvestment Plan

Resolution 11, if passed, will renew the authority granted by the shareholders of the Company at the Ninth AGM held on 24 June 2021 and continue to empower the Directors to issue and allot new ordinary shares of the Company in respect of any dividends to be declared under the DRP of the Company. The DRP, which was approved on 27 June 2019, provides an option to the shareholders of the Company to elect to re-invest their cash dividend entitlements in new ordinary shares of the Company. This authority, unless revoked or varied at a general meeting, will expire at the conclusion of the next AGM in 2023.

(9) Proposed Shareholders' Mandate for Recurrent Related Party Transactions

Detailed information regarding the proposed mandate for recurrent related party transactions ("RRPTs") is set out in the Circular to Shareholders dated 24 May 2022. Resolutions 12 to 20, if passed, will enable the Company and/or its subsidiaries ("the Group") to enter into RRPTs in the ordinary course of business of a revenue or trading nature, which are necessary for the Group's day-to-day operations, and based on terms which are not more favourable to the related parties than those generally available to the public. Such mandate shall lapse at the conclusion of the next AGM in 2023 unless authority for its renewal is obtained from the shareholders at such general meeting.

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NOTES ON ABSTENTION FROM VOTING

- (1) Any Director referred to in Resolutions 2 to 6, who is a shareholder of the Company, shall abstain from voting on the resolution relating to his or her re-election at the Tenth AGM.
- (2) Any Director who is a shareholder of the Company will abstain from voting on Resolution 7 relating to the payment of Directors' fees and benefits at the Tenth AGM.

NOTES ON VOTING RIGHTS AND PROCEDURES

- (1) The Tenth AGM of the Company will be conducted virtually via live-streaming from the broadcast venue and via the online meeting platform at <https://meeting.boardroomlimited.my>. Please refer to the Administrative Guide for details.
- (2) Shareholders, proxies and authorised representatives/attorneys will participate through Remote Participation and Electronic Voting facilities ("RPEV facilities"). The registration for RPEV facilities will open on Tuesday, 24 May 2022 until Wednesday, 22 June 2022 upon the commencement of the poll voting session to be announced by the Chairman of the Meeting at the Tenth AGM ("Registration Deadline"). Shareholders are encouraged to register at least 24 hours before the commencement of the Tenth AGM to avoid any unforeseeable delays in the registration process.
- (3) The voting session will commence from the commencement of the AGM at 2.00 p.m. or such other time as announced by the Chairman, and will continue until the time declared by the Chairman as the end of the voting session.
- (4) In accordance with Rule 106 of the Constitution of the Company, each member of the Company shall be entitled to be present and vote at any general meeting of the Company, either personally or by proxy or by attorney, and be reckoned in a quorum in respect of shares fully paid and in respect of partly paid shares where calls are not due and unpaid. Members may exercise their right to participate in the Tenth AGM including the right to pose questions.
- (5) Pursuant to Paragraph 8.29A of the MMLR, voting at the Tenth AGM will be conducted by poll. Every Member present in person or by proxy or by attorney or other duly authorised representative shall have one (1) vote for every share held by him. A person entitled to more than one (1) vote need not use all his votes or cast all the votes he uses on a poll in the same way.
- (6) The Company has appointed Boardroom Share Registrars Sdn Bhd ("Boardroom") as the poll administrator to conduct the poll by way of electronic voting and Asia Securities Sdn Bhd as the independent scrutineer to verify the poll results.

NOTES ON PROXY

- (1) In accordance with Rule 106.5 of the Constitution of the Company, if a Member is unable to participate at the Tenth AGM, he/she is entitled to appoint one (1) 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 (2) proxies to attend the same meeting; and
 - (ii) where a Member appoints more than one (1) proxy, the appointment shall be invalid unless he/she specifies the proportion of his/her holdings to be represented by each proxy.

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- (2) For the avoidance of doubt and subject always to Note (1)(ii) above, the Act and any applicable law:
 - (i) where a Member is an exempt authorised nominee, which holds ordinary shares in the Company for multiple beneficial owners in one (1) securities account (“omnibus account”), there is no limit to the number of proxies which the authorised nominee may appoint in respect of each omnibus account it holds; and
 - (ii) where a Member is an authorised nominee, it may appoint at least one (1) proxy in respect of each securities account it holds to which ordinary shares in the Company are credited. Each appointment of proxy by an authorised nominee may be made separately or in one (1) instrument of proxy and should 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. A proxy appointed to attend and vote at the meeting shall have the same rights as a Member to attend, participate, speak and vote at the meeting.
- (4) **The instrument appointing a proxy (“Proxy Form”) must be received by Boardroom latest by Tuesday, 21 June 2022 at 2.00 p.m. (“Proxy Lodgement Deadline”).** The Proxy Form may be deposited with Boardroom in the following manner:
 - (i) By electronic means
Through the Boardroom Smart Investor Portal at <https://investor.boardroomlimited.com> by logging in and selecting ‘Submit eProxy Form’.
 - (ii) In hardcopy form
By sending the **ORIGINAL** Proxy Form by hand or post to 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor.
- (5) If you choose to deposit the Proxy Form by hand or post, the Proxy Form shall:
 - (i) in the case of an individual, be in writing under the hand of the appointor or of his/her attorney; and
 - (ii) in the case of a corporation, be either under the corporation’s seal or under the hand of an officer or attorney duly authorised.
- (6) If you have submitted your Proxy Form and subsequently decide to appoint another person or you wish to participate in the Tenth AGM, please write to bsr.helpdesk@boardroomlimited.com to revoke the appointment of proxy no later than **Tuesday, 21 June 2022 at 2.00 p.m.**, being 24 hours before the meeting.
- (7) The Company reserves the right to reject incomplete or erroneous forms. If the Proxy Form is submitted 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.

MEMBERS ENTITLED TO PARTICIPATE AND VOTE AT THE TENTH AGM

For the purpose of determining a Member who is entitled to participate and vote at the Tenth AGM, the Company will request Bursa Malaysia Depository Sdn Bhd, in accordance with Rule 89.1(b) of the Constitution of the Company and Section 34(1) of the Securities Industry (Central Depositories) Act 1991, to issue the General Meeting Record of Depositors as at 15 June 2022. Only a depositor whose name appears therein shall be entitled to attend the Tenth AGM or appoint proxy(ies) to attend and/or vote on his/her behalf.