



**KENANGA INVESTMENT BANK BERHAD**

Company Registration No. 197301002193 (15678-H)

(Incorporated in Malaysia)

## **NOTICE OF FORTY-EIGHTH (48<sup>TH</sup>) ANNUAL GENERAL MEETING**

**NOTICE IS HEREBY GIVEN THAT** the Forty-Eighth (48<sup>th</sup>) Annual General Meeting (“**48<sup>th</sup> AGM**”) of Kenanga Investment Bank Berhad (“**the Company**” or “**KIBB**”) will be held fully virtual at Level 19, Kenanga Tower, 237, Jalan Tun Razak, 50400 Kuala Lumpur, Wilayah Persekutuan, Malaysia (“**Broadcast Venue**”) on Thursday, 26 May 2022 at 11.00 a.m. through live streaming and online remote voting via the Remote Participation and Electronic Voting Facilities (“**RPEV Facilities**”) which are available at Boardroom Share Registrars Sdn Bhd (“**Boardroom**”)’s website at <https://meeting.boardroomlimited.my/> (Domain Registration No. with MYNIC – D6A357657) to transact the following businesses:

### **AS ORDINARY BUSINESS**

1. To receive the Audited Financial Statements for the Financial Year Ended 31 December 2021 together with the Reports of the Directors and Auditors thereon.
2. To elect Mr. Choy Khai Choon who retires in accordance with Clause 84 of the Company’s Constitution and who, being eligible, offers himself for election. **Ordinary Resolution 1**
3. To re-elect the following Directors who retire by rotation in accordance with Clause 78 of the Company’s Constitution and who, being eligible, offer themselves for re-election:
  - 3.1 Encik Ismail Harith Merican; and **Ordinary Resolution 2**
  - 3.2 Mr. Luk Wai Hong, William. **Ordinary Resolution 3**

Mr. Luigi Fortunato Ghirardello who also retires by rotation in accordance with Clause 78 of the Company’s Constitution, has expressed his intention not to seek for re-election. Hence, Mr. Luigi Fortunato Ghirardello will retire from office upon the conclusion of the 48<sup>th</sup> AGM of the Company.
4. To approve the payment of Directors’ fees totaling RM3,072,054.80 in respect of the Financial Year Ended 31 December 2021. **Ordinary Resolution 4**
5. To approve the payment of benefits payable to Non-Executive Directors of up to an amount of RM1,300,000.00 from 27 May 2022 until the next AGM of the Company. **Ordinary Resolution 5**
6. To re-appoint Ernst & Young PLT as Auditors of the Company for the Financial Year Ending 31 December 2022 and to authorise the Board of Directors to determine their remuneration. **Ordinary Resolution 6**

### **AS SPECIAL BUSINESS**

#### **7. Authority to Directors to Issue Shares**

To consider, and if thought fit, to pass the following Ordinary Resolution:

**Ordinary Resolution 7**

“**THAT** subject always to the Companies Act 2016, the Company’s Constitution and approvals of the relevant governmental/ regulatory authorities, the Board of Directors be and is hereby authorised pursuant to Section 75 and Section 76 of the Companies Act 2016, to issue shares in the Company at any time to such persons and upon such terms and conditions and for such purposes as the Board of Directors may, in its absolute discretion, deem fit, provided that the aggregate number of shares to be issued does not exceed ten percent (10%) of the total number of issued shares of the Company for the time being and the Board of Directors be and is also empowered to obtain the approval from Bursa Malaysia Securities Berhad for the listing of and quotation for the additional shares so issued **AND THAT** such authority shall commence immediately upon the passing of this Resolution and continue to be in force until the conclusion of the next Annual General Meeting of the Company.”

# NOTICE OF FORTY-EIGHTH (48<sup>TH</sup>) ANNUAL GENERAL MEETING

## 8. Proposed Renewal of Share Buy-Back Authority

## Ordinary Resolution 8

To consider, and if thought fit, to pass the following Ordinary Resolution:

“**THAT** subject to the provisions of the Companies Act 2016, the Company’s Constitution, Bursa Malaysia Securities Berhad’s Main Market Listing Requirements and the approvals of all relevant governmental and/ or regulatory authorities, the Company be and is hereby authorised to purchase such number of ordinary shares of the Company (“**Proposed Renewal of Share Buy-Back Authority**”) as may be determined by the Board of Directors of the Company from time to time through Bursa Malaysia Securities Berhad, upon such terms and conditions as the Board of Directors may deem fit in the interest of the Company, provided that -

- a. the aggregate number of shares to be purchased pursuant to this Resolution does not exceed ten percent (10%) of the total number of issued shares for the time being of the Company and in compliance with the public shareholding spread requirements as stipulated in Paragraph 8.02(1) of Bursa Malaysia Securities Berhad’s Main Market Listing Requirements or other requirements as may be determined by Bursa Malaysia Securities Berhad from time to time;
- b. the maximum funds to be allocated by the Company for the Proposed Renewal of Share Buy-Back Authority shall not exceed the Company’s latest audited retained profits of RM624,352,986 as at 31 December 2021;
- c. the authority conferred by this Resolution shall commence immediately upon the passing of this Ordinary Resolution and shall continue to be in force until:
  - i. the conclusion of the next AGM of the Company at which time it will lapse, unless by Ordinary Resolution passed at the AGM, the authority is renewed either unconditionally or subject to conditions; or
  - ii. the expiration of the period within which the next AGM after that date is required by law to be held; or
  - iii. revoked or varied by Ordinary Resolution passed by the Shareholders of the Company in a general meeting,whichever occurs first; but not so as to prejudice the completion of the purchase of its own shares by the Company before the aforesaid expiry date and, in any event, in accordance with the provisions of Bursa Malaysia Securities Berhad’s Main Market Listing Requirements or any other relevant authorities;
- d. upon the purchase by the Company of its own shares, the Board of Directors be and is hereby authorised to -
  - i. cancel the shares so purchased;
  - ii. retain the shares so purchased as Treasury Shares;
  - iii. retain part of the shares so purchased as Treasury Shares and cancel the remainder;
  - iv. distribute the Treasury Shares as share dividends to Shareholders;
  - v. resell the Treasury Shares or any of the said shares in accordance with Bursa Malaysia Securities Berhad’s Main Market Listing Requirements;
  - vi. transfer the Treasury Shares, or any of the said shares for the purposes of or under an employees’ share scheme;
  - vii. transfer the Treasury Shares, or any of the said shares as purchase consideration;
  - viii. cancel the Treasury Shares or any of the said shares; or
  - ix. sell, transfer or otherwise use the Treasury Shares for such other purposes as the Minister of Domestic Trade and Consumer Affairs may by order prescribe;

# NOTICE OF FORTY-EIGHTH (48<sup>TH</sup>) ANNUAL GENERAL MEETING

**AND THAT** the Board of Directors of the Company be and is hereby authorised to take all steps as are necessary or expedient to implement or to effect the Proposed Renewal of Share Buy-Back Authority with full power to assent to any condition, modification, variation and/ or amendment as may be imposed by the relevant authorities and to take all such steps as may deem necessary or expedient in order to implement, finalise and give full effect in relation thereto.”

9. To transact any other business of the Company for which due notice shall have been received in accordance with the Companies Act 2016.

## BY ORDER OF THE BOARD

### NORLIZA ABD SAMAD

CCM PC No. 201908002139

MAICSA 7011089

Group Company Secretary

Kuala Lumpur

27 April 2022

## Notes:

### 1. Registration for RPEV Facilities

- 1.1 *The Company's fully virtual 48<sup>th</sup> AGM will be conducted online, without a physical meeting venue. Members can attend, participate and vote in the meeting remotely or online via Boardroom's website at <https://meeting.boardroomlimited.my/> (Domain Registration No. with MYNIC – D6A357657) by using the RPEV Facilities. The only venue involved is the Broadcast Venue where only the essential individuals are physically present to organise the fully virtual 48<sup>th</sup> AGM.*
- 1.2 *Registration for the RPEV Facilities is opened from the date of the Notice of the 48<sup>th</sup> AGM on Wednesday, 27 April 2022 until such time before the voting session ends at the 48<sup>th</sup> AGM on Thursday, 26 May 2022.*
- 1.3 *Member(s), proxy(ies), corporate representative(s) or attorney(s) are required to register as a user at Boardroom's website first and then pre-register their attendance for the 48<sup>th</sup> AGM for verification of their eligibility to attend the 48<sup>th</sup> AGM using the RPEV Facilities based on the General Meeting Record of Depositors as at 19 May 2022.*

### 2. Proxy

- 2.1 *For the purpose of determining a member who shall be entitled to attend this 48<sup>th</sup> AGM, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd, in accordance with Clause 60 of the Company's Constitution and Section 34(1) of the Securities Industry (Central Depositories) Act 1991, to issue a General Meeting Record of Depositors as at 19 May 2022. Only a member whose name appears in the Record of Depositors as at 19 May 2022 shall be entitled to attend, speak and vote at the said meeting or appoint proxies to attend and/ or vote on his/ her behalf.*
- 2.2 *A member of the Company entitled to attend, participate, speak and vote at this AGM is entitled to appoint up to two (2) proxies to attend, participate, speak and vote in his/ her place. There shall be no restriction as to the qualification of the proxy. Since the 48<sup>th</sup> AGM will be conducted virtually, a member who is unable to attend and vote at the Meeting may appoint the Chairman of the Meeting as his/ her proxy and indicate the voting instruction in the Proxy Form. For Corporate Shareholder, Authorised Nominee and Exempt Authorised Nominee, other than the Chairman of the Meeting, you may appoint a Proxy who is not the Chairman of the Meeting.*
- 2.3 *A member who is an Authorised Nominee as defined under the Securities Industry (Central Depositories) Act 1991 may appoint not more than two (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.*
- 2.4 *Where a member is an Exempt Authorised Nominee as defined under the Securities Industry (Central Depositories) Act 1991 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 Exempt Authorised Nominee may appoint in respect of each Omnibus Account it holds.*
- 2.5 *Where a member appoints more than one (1) proxy, the appointments shall be invalid unless he/ she specifies the proportion of his/ her shareholdings to be represented by each proxy.*

# NOTICE OF FORTY-EIGHTH (48<sup>TH</sup>) ANNUAL GENERAL MEETING

- 2.6 *The instrument appointing a proxy shall be in writing under the hand of the appointor or of his/ her attorney duly authorised in writing, or if the appointor is a corporation, either under its common seal or under the hand of an officer or attorney duly authorised. Any alteration to the instrument appointing a proxy must be initialled.*
- 2.7 *Duly completed Proxy Form must be deposited at the office of the Company's share registrar, Boardroom at Ground Floor or 11<sup>th</sup> Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia, not later than Wednesday, 25 May 2022 at 11.00 a.m. Alternatively, you may choose to submit the proxy appointment electronically via Boardroom's website at <https://investor.boardroomlimited.my/> before the Proxy Form submission cut-off time as mentioned above. For further information on the electronic submission of Proxy Form, kindly refer to the procedures provided in the Administrative Guide.*
- 2.8 *Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in the Notice of 48<sup>th</sup> AGM will be put to vote by poll.*

### **3. Audited Financial Statements for the Financial Year Ended 31 December 2021**

*The Audited Financial Statements are laid in accordance with Section 340(1)(a) of the Companies Act 2016 for discussion only under Agenda 1. They do not require Shareholders' approval and hence, will not be put to vote.*

### **4. Ordinary Resolution 1 - Election of Director Who Retires in Accordance with Clause 84 of the Company's Constitution**

*Clause 84 of the Constitution provides amongst others, that the Board of Directors shall have power at any time, and from time to time, to appoint any person to be a Director, either to fill a casual vacancy or as an additional Director to the existing Board of Directors and any Director so appointed shall hold office only until the next AGM and shall then be eligible for election.*

*Accordingly, Mr. Choy Khai Choon who was appointed as a Non-Independent Non-Executive Director of the Company on 13 December 2021, shall hold office until the 48<sup>th</sup> AGM and shall then be eligible for election pursuant to Clause 84 of the Company's Constitution.*

*The profile of Mr. Choy Khai Choon can be found in the 2021 Annual Report of the Company.*

### **5. Ordinary Resolutions 2 and 3 - Re-Elections of Directors Who Retire in Accordance with Clause 78 of the Company's Constitution**

*Clause 78 of the Constitution provides that one-third (1/3) of the Directors of the Company for the time being shall retire by rotation at an AGM of the Company. Pursuant thereto, three (3) Directors of the Company, namely Mr. Luigi Fortunato Ghirardello, Encik Ismail Harith Merican and Mr. Luk Wai Hong, William, shall retire in accordance with Clause 78 of the Company's Constitution.*

*However, Mr. Luigi Fortunato Ghirardello, a Non-Independent Non-Executive Director of the Company, who is retiring under Clause 78 of the Company's Constitution, had conveyed his intention not to seek for re-election at the 48<sup>th</sup> AGM. Mr. Luigi Fortunato Ghirardello had been serving the Board of Directors for the past thirteen (13) years since his appointment on 29 July 2008.*

*For the purpose of determining the eligibility of the Directors to stand for re-election at the 48<sup>th</sup> AGM, the Board of Directors through its Group Governance, Nomination & Compensation Committee ("GNC") had assessed each of the retiring Directors, and considered the following:*

- a. *The Director's performance and contribution based on the outcome of the performance evaluation conducted on the Board of Directors, Board Committees and Individual Directors;*
- b. *The Director's level of contribution to the Board of Directors' deliberations through his skills, experience and strength in qualities; and*
- c. *The level of independence demonstrated by the Director, and his ability to act in the best interests of the Company in decision-making.*

*Based on its assessment, the GNC had, at its meeting on 23 February 2022, recommended the re-elections of the aforementioned Directors to be put forth to the Shareholders for approval at the forthcoming AGM. The GNC's recommendation was approved by the Board of Directors at its meeting on 6 April 2022.*

*The profiles of Encik Ismail Harith Merican and Mr. Luk Wai Hong, William, can be found in the 2021 Annual Report of the Company.*

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## 6. Directors' Remuneration

Section 230(1) of the Companies Act 2016 provides amongst others, that "the fees" of the directors and "any benefits" payable to the directors of a listed company and its subsidiaries shall be approved at a general meeting.

In this respect, the Board of Directors has agreed that the Shareholders' approval shall be sought at the 48<sup>th</sup> AGM on the Directors' remuneration in two (2) separate resolutions as follows:

- a. **Ordinary Resolution 4** on payment of Directors' fees in respect of the Financial Year Ended 31 December 2021; and
- b. **Ordinary Resolution 5** on payment of Directors' benefits from 27 May 2022 to the next AGM in 2023 ("**Current Period**").

## 7. Directors' Fees

The payment of the fees to the Non-Executive Chairman, Non-Executive Deputy Chairman<sup>1</sup> and Non-Executive Directors<sup>2</sup> ("**NEDs**") in respect of the Financial Year Ended 31 December 2021 will only be made if the proposed **Ordinary Resolution 4** is passed at the 48<sup>th</sup> AGM pursuant to Section 230(1)(b) of the Companies Act 2016.

For the Financial Year Ended 31 December 2021, the total Directors' fees payable of RM3,072,054.80 included the proposed increase in the fee payable to the Chairman of the Audit Committee ("**AC**") from RM40,000 per annum to RM60,000 per annum given the onerous responsibility tasked upon the Chairman of the AC, should there be any regulatory findings pertaining to irregularities in financial reporting and/ or inadequacy of internal controls within KIBB Group.

## 8. Benefits Payable to the NEDs

- a. The benefits payable to the NEDs comprise the allowances and other emoluments payable to the Chairman, Deputy Chairman and members of the Board of Directors of the Company and its subsidiaries, as well as the Board Committees.
- b. The current Directors' remuneration framework of the Company is as set out below.

Description	Chairman	Deputy Chairman	Board Members
Benefits (applicable to the Company only)	Leave passage, driver, car, medical benefits and other claimable benefits	Golf club membership, car, medical benefits and other claimable benefits	Medical benefits

Type of Meeting	Chairman (per meeting)	NED/ Member (per meeting)
Board of Directors' Meeting	RM2,000	RM2,000
General Meeting	RM2,000	RM2,000
Board Committee Meeting	RM2,000	RM2,000

- c. Payment of the benefits to the NEDs of the Company and its subsidiaries is made on a monthly basis and/ or as and when incurred if the proposed **Ordinary Resolution 5** is passed at the 48<sup>th</sup> AGM. The Board of Directors is of the view that it is just and equitable for the NEDs to be paid the Directors' Remuneration (excluding Directors' fees) on a monthly basis and/ or as and when incurred, particularly after discharging their responsibilities and rendering their services to the Company and its subsidiaries throughout the Current Period.

<sup>1</sup> Datuk Syed Ahmad Alwee Alsree, the former Deputy Chairman/ Non-Independent Non-Executive Director of the Company, resigned from the Board of Directors of the Company on 11 June 2021. Hence, the Director's fee payable to him in respect of the period from 1 January 2021 to 10 June 2021, will be pro-rated accordingly.

<sup>2</sup> Dato' Richard Alexander John Curtis, the former Non-Independent Non-Executive Director of the Company, resigned from the Board of Directors of the Company on 11 June 2021. Hence, the Director's fee payable to him in respect of the period from 1 January 2021 to 10 June 2021, will be pro-rated accordingly.

# NOTICE OF FORTY-EIGHTH (48<sup>TH</sup>) ANNUAL GENERAL MEETING

## 9. Ordinary Resolution 6 - Re-Appointment of Auditors

The AC, at its meeting held on 25 January 2022, had undertaken an annual assessment of the performance and independence of the External Auditors, Ernst & Young PLT in accordance with Section 67(1) of the Financial Services Act 2013 and Section 76(1) of the Islamic Financial Services Act 2013.

Based on the assessment, the AC had recommended to the Board of Directors for approval, the re-appointment of Ernst & Young PLT as the Company's External Auditors, given that Ernst & Young PLT had fulfilled all the qualification criteria set out in Bank Negara Malaysia's Policy Document on External Auditor in terms of its performance, as well as independence.

The assessment conducted had taken into consideration the following factors:

- a. Level of knowledge, capabilities, experience and quality of previous work;
- b. Level of engagement with the AC/ Board of Directors;
- c. Ability to provide constructive observations, implications and recommendations in areas which require improvements;
- d. Appropriateness of audit approach and the effectiveness of audit planning;
- e. Ability to perform the audit work within the agreed duration given;
- f. Non-audit services rendered by the External Auditors to KIBB Group did not impede independence; and
- g. Ability of the External Auditors to demonstrate unbiased stance when interpreting the standards/ policy adopted by the Company

The Board of Directors had also noted that the AC when assessing the proposal on Ernst & Young PLT's re-appointment, had also taken into consideration the 2021 Transparency Report tabled by Ernst & Young PLT, outlining the audit firm's legal and governance structures, measures to uphold audit quality and manage risks, as well as measurements of audit quality indicators.

In terms of its independence, Ernst & Young PLT had confirmed that it was independent of KIBB Group and KIBB in accordance with the By-Laws (on Professional Ethics, Conduct and Practice) of the Malaysian Institute of Accountants and the International Code of Ethics for Professional Accountants (including International Independence Standards).

Based on the assessment, the Board of Directors had concurred with the AC's recommendation and concluded that Ernst & Young PLT had fulfilled all the qualification criteria set out in Bank Negara Malaysia's Policy Document on External Auditor in terms of its performance and independence and further recommended the same to the Shareholders for approval at the 48<sup>th</sup> AGM, subject to the approval from Bank Negara Malaysia.

Subsequent to the above, Bank Negara Malaysia had on 7 March 2022 granted its approval for the re-appointment of Ernst & Young PLT as KIBB Group's External Auditors and Ms. Ng Sue Ean as the Engagement Partner and the appointment of Mr. Brandon Bruce Sta Maria as the Concurring Partner for the Financial Year Ending 31 December 2022.

## 10. Special Business

### 10.1 Ordinary Resolution 7 - Authority to Directors to Issue Shares

The proposed **Ordinary Resolution 7** is a renewal of the general mandate pursuant to Section 75 and Section 76 of the Companies Act 2016 obtained from Shareholders of the Company at the previous AGM held on 10 June 2021 and, if passed, will give powers to the Board of Directors to issue ordinary shares in the share capital of the Company up to an aggregate amount not exceeding ten percent (10%) of the total number of issued shares of the Company for the time being. This general mandate, unless revoked or varied at a general meeting, will expire at the next AGM.

The general mandate from Shareholders is to provide the Company the flexibility to undertake any share issuance during the financial year without having to convene a general meeting. The rationale for this proposed mandate is to allow for possible share issue and/ or fund raising exercises including placement of shares for the purpose of funding current and/ or future investment project, working capital and/ or acquisitions, as well as in the event of any strategic opportunities involving equity deals which may require the Company to allot and issue new shares on urgent basis and thereby reducing the administrative time and costs associated with the convening of additional Shareholders' meeting(s). In any event, the exercise of the mandate is only to be undertaken if the Board of Directors considers it to be in the best interest of the Company.

The general mandate obtained from the Shareholders of the Company at the previous AGM held on 10 June 2021 had not been utilised and hence, no proceed was raised therefrom.

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## **10.2 Ordinary Resolution 8 - Proposed Renewal of Share Buy-Back Authority**

The proposed **Ordinary Resolution 8**, if passed, will empower the Board of Directors to allocate an amount not exceeding the retained profits of the Company for the purpose of and to purchase such amount of ordinary shares in the Company from time to time on the market of Bursa Malaysia Securities Berhad upon such terms and conditions as the Board of Directors may deem fit in the interest of the Company provided that the aggregate number of shares purchased pursuant to this Resolution does not exceed ten percent (10%) of the total number of issued shares of the Company for the time being.

The Shareholders' mandate for the Proposed Renewal of Share Buy-Back Authority is subject to renewal on an annual basis.

Further information on the Proposed Renewal of Share Buy-Back Authority is set out in the Share Buy-Back Statement dated 27 April 2022 which is dispatched together with the Notice of 48<sup>th</sup> AGM.

## **11. Abstention from Voting**

11.1 The NED referred to in Ordinary Resolution 1, namely Mr. Choy Khai Choon, is a Board representative of Cahya Mata Sarawak Berhad, the holding company of CMS Capital Sdn Bhd, a major shareholder of the Company. In connection thereto, CMS Capital Sdn Bhd will abstain from voting on the resolution in respect of the election of Mr. Choy Khai Choon at the 48<sup>th</sup> AGM.

11.2 The NED referred to in Ordinary Resolution 2, namely Encik Ismail Harith Merican is the son of YM Tan Sri Dato' Paduka Tengku Noor Zakiah Binti Tengku Ismail, a major shareholder of the Company and brother of Encik Megat Mizan Nicholas Denney, a shareholder of the Company. In connection thereto, YM Tan Sri Dato' Paduka Tengku Noor Zakiah Binti Tengku Ismail and Encik Megat Mizan Nicholas Denney will abstain from voting on the resolution in respect of the re-election of Encik Ismail Harith Merican at the 48<sup>th</sup> AGM.

11.3 The NEDs of the Company who are Shareholders of the Company will abstain from voting on Ordinary Resolution 4 and Ordinary Resolution 5 concerning the Directors' fees and Directors' benefits at the 48<sup>th</sup> AGM.

In this respect, Encik Jeremy Nasrulhaq, Puan Norazian Ahmad Tajuddin and Mr. Kanagaraj Lorenz, who are Shareholders of the Company, will abstain from voting on Ordinary Resolution 4 and Ordinary Resolution 5, whereas Mr. Luigi Fortunato Ghirardello will abstain from voting on Ordinary Resolution 4 only.

## **12. Poll Voting**

Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all the resolutions set out in this Notice will be put to vote by poll.

## **13. Publication of AGM Notice on the Company's Website**

Pursuant to Section 320 of the Companies Act 2016, the Notice of the Company's 48<sup>th</sup> AGM is also available on the Company's website at [www.kenanga.com.my](http://www.kenanga.com.my) throughout the period beginning from the date of the notice until the conclusion of the 48<sup>th</sup> AGM.

# **STATEMENT ACCOMPANYING NOTICE OF FORTY-EIGHTH (48<sup>TH</sup>) ANNUAL GENERAL MEETING (“48<sup>TH</sup> AGM”)**

(Pursuant to Paragraph 8.27(2) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad)

## **1. Details of Individual Who is Standing for Election as Director (Excluding Directors Standing for Re-election)**

The profile of Mr. Choy Khai Choon who is standing for election as Director at the 48<sup>th</sup> AGM of the Company as per Agenda 2 of the Notice of 48<sup>th</sup> AGM can be found in the 2021 Annual Report of the Company.

## **2. Ordinary Resolution on Authority to Issue and Allot New Ordinary Shares in the Company**

The proposed Ordinary Resolution 7 on the general mandate for issuance of shares is a renewal mandate. As at the date of the Notice of the 48<sup>th</sup> AGM, no new shares were issued pursuant to the general mandate granted to the Directors at the last AGM held on 10 June 2021.

Details on the authority to issue shares pursuant to Section 75 and Section 76 of the Companies Act 2016 are provided under the Explanatory Notes on Special Business in this Notice.



## KENANGA INVESTMENT BANK BERHAD

Company Registration No. 197301002193 (15678-H)

(Incorporated in Malaysia)

# ADMINISTRATIVE GUIDE

## ADMINISTRATIVE GUIDE FOR THE FORTY-EIGHTH (48<sup>TH</sup>) ANNUAL GENERAL MEETING (“48<sup>TH</sup> AGM”)

**Date** : Thursday, 26 May 2022

**Time** : 11.00 a.m.

**Broadcast Venue** : Level 19, Kenanga Tower, 237, Jalan Tun Razak, 50400 Kuala Lumpur, Wilayah Persekutuan, Malaysia

**Remote Participation and Electronic Voting Facilities** : Boardroom website at <https://meeting.boardroomlimited.my>  
(Domain Registration No. with MYNIC – D6A357657)

## REMOTE PARTICIPATION AND VOTING AT VIRTUAL 48<sup>TH</sup> AGM OF KENANGA INVESTMENT BANK BERHAD

1. KIBB will conduct its 48<sup>th</sup> AGM on a fully virtual basis via live webcast and online remote voting using the Remote Participation and Electronic Voting Facilities (“**RPEV Facilities**”).
2. This is in line with the *Guidance and FAQs on the Conduct of General Meetings for Listed Issuers* issued by the Securities Commission Malaysia on 18 April 2020 (“**SC’s Guidance**”) and revised on 16 July 2021, where listed issuers are encouraged to conduct its general meetings virtually. In this regard, a virtual general meeting shall be conducted online where all the meeting participants including the Chairperson of the meeting, Board Members, Senior Management and Shareholders participate in the meeting online, in accordance with Note 1.2 of the SC’s Guidance.
3. The Broadcast Venue mentioned above is for the purpose of complying with Section 327(2) of the Companies Act 2016 which stipulates that the Chairman shall be present at the main venue of the meeting in Malaysia i.e. the 48<sup>th</sup> AGM. Hence, **Shareholder(s)/ Proxy(ies)/ Corporate Representative(s)** will **NOT BE ALLOWED** to be physically present nor admitted at the Broadcast Venue on the day of the AGM.
4. Shareholders will have to register with the Company’s Share Registrar, Boardroom Share Registrars Sdn Bhd (“**Boardroom**”) to attend or participate in the 48<sup>th</sup> AGM remotely using the RPEV Facilities, the details of which are set out below under Paragraph 16 of this Administrative Guide.

## ENTITLEMENT TO ATTEND, SPEAK AND VOTE AT THE AGM

5. For the purpose of determining the Shareholders who shall be entitled to attend the AGM, the Company will be requesting Bursa Malaysia Depository Sdn Bhd to issue a General Meeting Record of Depositors (“**ROD**”) as at 19 May 2022, in accordance with Clause 60 of the Company’s Constitution and Section 34(1) of the Securities Industry (Central Depositories) Act 1991. Only a Shareholder whose name appears in the ROD as at 19 May 2022, shall be entitled to attend the AGM virtually or appoint Proxy(ies) to attend, speak and/ or vote on his/ her behalf.

## PROXY AND PROXY FORM

6. In accordance with the Company's Constitution, Shareholders are entitled to vote at the AGM either personally, electronically or by Proxy.
7. Given that no Shareholders will be admissible to the Broadcast Venue, if a Shareholder is unable to attend the AGM virtually, he/ she can appoint the Chairman of the Meeting as his/ her proxy and indicate the voting instruction in the Proxy Form.

For Corporate Shareholder, Authorised Nominee and Exempt Authorised Nominee, you may also appoint a Proxy who is not the Chairman of the Meeting.

The Proxy Form must be deposited at the office of the Company's Share Registrar, Boardroom at Ground Floor or 11<sup>th</sup> Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia or a scanned copy of the Proxy Form can be emailed to [BSR.Helpdesk@boardroomlimited.com](mailto:BSR.Helpdesk@boardroomlimited.com) or faxed to 03-7890 4670, **no later than 11.00 a.m. on Wednesday, 25 May 2022.**

8. If you wish to attend the virtual AGM personally, please do not submit any Proxy Form for the AGM.
9. If you have submitted your Proxy Form prior to the AGM and subsequently decided to attend the virtual AGM personally, please contact Boardroom to revoke the appointment of your Proxy and register yourself for the RPEV, **no later than 11.00 a.m. on Wednesday, 25 May 2022.**

## E-PROXY LODGEMENT

10. For the convenience of individual Shareholders, the Company also offers an alternative mode of submission of Proxy Form i.e. by electronic means via Boardroom Smart Investor Portal. Upon successful submission, you will not be required to submit a physical copy of the Proxy Form to Boardroom's office or email the same to [BSR.Helpdesk@boardroomlimited.com](mailto:BSR.Helpdesk@boardroomlimited.com).

The steps for E-Proxy Lodgement are as follows:

<b>Step 1</b>	<p>Individual Shareholders to sign up with Boardroom Smart Investor Portal by following the instructions given below.</p> <p><b>Register Online with Boardroom Smart Investor Portal (for first time registration only)</b></p> <ol style="list-style-type: none"> <li>a. Access website <a href="https://investor.boardroomlimited.com">https://investor.boardroomlimited.com</a></li> <li>b. Click &lt;&lt;<b>Register</b>&gt;&gt; to sign up as a user.</li> <li>c. Complete registration and upload softcopy of your MyKAD (front and back) or Passport in JPEG, PNG or PDF format.</li> <li>d. Please enter a valid email address and wait for email verification from Boardroom.</li> <li>e. Your registration will be verified and approved within one (1) business day and an email notification will be sent to you.</li> </ol> <p><b>Note:</b> If you have already signed up with <b>Boardroom Smart Investor Portal</b>, you are not required to register again. Please proceed to Step 2.</p>
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# ADMINISTRATIVE GUIDE

<b>Step 2</b>	<p>To proceed with the E-Proxy Lodgement, please follow the following instructions:</p> <ol style="list-style-type: none"><li>a. Login to <a href="https://investor.boardroomlimited.com/">https://investor.boardroomlimited.com/</a> using your User ID and Password obtained from Step 1 above.</li><li>b. Select “<b>KENANGA INVESTMENT BANK BERHAD 48<sup>TH</sup> ANNUAL GENERAL MEETING</b>” from the list of Corporate Meetings and click “Enter”.</li><li>c. Click on “<b>Submit eProxy Form</b>”.</li><li>d. Read and accept the General Terms and Conditions by clicking “<b>Next</b>”</li><li>e. Enter your CDS Account Number and the total number of shares held.</li><li>e. Select your Proxy i.e. either “The Chairman of the Meeting” or “individual named Proxy(ies)” and enter the required particulars for your Proxy(ies).</li><li>f. Indicate your voting instructions i.e. ‘<b>FOR</b>’ or ‘<b>AGAINST</b>’ or ‘<b>ABSTAIN</b>’. If you wish to have your proxy(ies) to act upon his/her discretion, please indicate ‘<b>DISCRETIONARY</b>’.</li><li>g. Review and confirm your Proxy(ies) appointment.</li><li>h. Click ‘<b>APPLY</b>’.</li><li>i. Download or print the e-Proxy Form Acknowledgement for your record.</li></ol>
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## VOTING PROCEDURE

11. In accordance with Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, the voting at the virtual AGM will be conducted by poll. The Company has appointed Boardroom as the Poll Administrator to conduct the poll by way of electronic voting (“**e-Voting**”) and Boardroom Corporate Services Sdn Bhd as the Scrutineers to verify the poll results.
12. During the virtual AGM, the Chairman will invite the Poll Administrator to brief the Shareholders on the e-Voting housekeeping rules. The voting session will commence as soon as the Chairman calls for the poll to be opened until such time when the Chairman announces the closure of the poll for each Resolution.
13. For the purposes of this virtual AGM, e-Voting will be carried out via personal smart mobile phones, tablets or laptops where the Remote Participants are requested to select one of the following modes to vote:
  - a. Scan the QR Scanner Code given to you via email; **OR**
  - b. Login to the website URL at <https://meeting.boardroomlimited.my/>.

## REMOTE PARTICIPATION AND ELECTRONIC VOTING (“RPEV”)

14. Please note that the RPEV is made available only for the following participants who wish to attend and vote remotely during the virtual AGM:
- i. Individual Shareholder;
  - ii. Corporate Shareholder;
  - iii. Authorised Nominee; and
  - iv. Exempt Authorised Nominee.
15. From the remote participation, you will be able to view a live webcast of the AGM, pose questions to the Board of Directors and submit your votes on a real time basis.
16. Kindly follow the steps below to request for the Login ID and Password.

<b>Step 1</b>	<p><b>Register Online with Boardroom Smart Investor Portal (for first time registration only)</b></p> <ol style="list-style-type: none"> <li>a. Access website <a href="https://investor.boardroomlimited.com/">https://investor.boardroomlimited.com/</a></li> <li>b. Click &lt;&lt;<b>Register</b>&gt;&gt; to sign up as a user.</li> <li>c. Complete registration and upload softcopy of your MyKAD (front and back) or Passport in JPEG, PNG or PDF format.</li> <li>d. Please enter a valid email address and wait for email verification from Boardroom.</li> <li>e. Your registration will be verified and approved within one (1) business day and an email notification will be sent to you.</li> </ol> <p><i><b>Note:</b> If you have already signed up with <b>Boardroom Smart Investor Portal</b>, you are not required to register again. You may proceed to Step 2 - Submit Request for Remote Participation User ID and Password.</i></p>
<b>Step 2</b>	<p><b>Submit Request for Remote Participation User ID and Password</b></p> <p><i><b>Note:</b> The registration for remote access will be opened on 27 April 2022 for submission of request for Remote Participation User ID and Password.</i></p> <p><b>1. Individual Shareholder</b></p> <ul style="list-style-type: none"> <li>• Login to <a href="https://investor.boardroomlimited.com/">https://investor.boardroomlimited.com/</a> using your User ID and Password from Step 1 above.</li> <li>• Select “<b>KENANGA INVESTMENT BANK BERHAD 48<sup>TH</sup> ANNUAL GENERAL MEETING</b>” from the list of Corporate Meetings and click “Enter”.</li> <li>• Click on “<b>Register for RPEV</b>”</li> <li>• Read and agree to the Terms &amp; Conditions and click “<b>Next</b>”.</li> <li>• Enter your CDS Account Number and thereafter <b>SUBMIT</b> your request.</li> </ul>

# ADMINISTRATIVE GUIDE

<b>Step 2</b>	<p><b>2. Corporate Shareholder</b></p> <ul style="list-style-type: none"><li>• Write in to <a href="mailto:BSR.Helpdesk@boardroomlimited.com">BSR.Helpdesk@boardroomlimited.com</a> by providing the name of the Shareholder, CDS Account Number accompanied with the Certificate of Appointment of Corporate Representative or Proxy Form to <b>SUBMIT</b> the request.</li><li>• Corporate Shareholder must also provide a copy of the Corporate Representative's MyKad (Front and Back) in JPEG, PNG or PDF format as well as his/ her email address</li></ul> <p><b>3. Authorised Nominee and Exempt Authorised Nominee</b></p> <ul style="list-style-type: none"><li>• Write in to <a href="mailto:BSR.Helpdesk@boardroomlimited.com">BSR.Helpdesk@boardroomlimited.com</a> by providing the name of the Beneficial Shareholder(s), CDS Account Number accompanied with the Proxy Form to <b>SUBMIT</b> the request.</li><li>• Authorised Nominee and Exempt Authorised Nominee must also provide a copy of the Proxy Holder's MyKAD (Front and Back) in JPEG, PNG or PDF format as well as his/ her email address.</li></ul> <ol style="list-style-type: none"><li>a. You will receive a notification from Boardroom that your request has been received and is being verified.</li><li>b. Upon system verification against the General Meeting ROD as at 19 May 2022, you will receive an email from Boardroom either approving or rejecting your registration for remote participation.</li><li>c. If your registration is approved, you will also receive your remote access User ID and Password along with an email guide from Boardroom.</li><li>d. Please note that the closing time to submit your request is at <b>11.00 a.m. on Wednesday, 25 May 2022.</b></li></ol>
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On the AGM Day	
<b>Step 3</b>	<p><b>Login to Virtual AGM Portal at <a href="https://meeting.boardroomlimited.my">https://meeting.boardroomlimited.my</a></b></p> <p><i><b>Note:</b> Please note that the quality of the connectivity to <b>Virtual AGM Portal</b> for live webcast, as well as for remote online voting is highly dependent on the bandwidth and the stability of the internet connectivity available at the location of the remote users.</i></p> <ol style="list-style-type: none"> <li>a. The <b>Virtual AGM Portal</b> will be opened for login an hour (one (1) hour) before the commencement of the AGM at <b>10.00 a.m. on Thursday, 26 May 2022.</b></li> <li>b. Follow the steps given to you in the email guide along with your remote access User ID and Password to login to the <b>Virtual AGM Portal</b> at <a href="https://meeting.boardroomlimited.my">https://meeting.boardroomlimited.my</a>. (Kindly refer to Step 2(c) above).</li> <li>c. The steps will also guide you on how to view live webcast, ask questions and vote.</li> </ol> <p>If you have any question for the Chairman/ Board of Directors, you may use the Messaging Window to submit your questions in real time during the AGM. The Chairman/ Board of Directors will try to respond to the questions submitted during the AGM. If there is time constraint, the responses will be emailed to you after the AGM.</p> <p>Shareholders may also email their questions to the Group Company Secretary, Puan Norliza Abd Samad at <a href="mailto:norlizas@kenanga.com.my">norlizas@kenanga.com.my</a> no later than <b>11.00 a.m. on Tuesday, 24 May 2022.</b></p> <p>Alternatively, Shareholders may submit questions in advance commencing from <b>27 April 2022</b> and in any event, no later than 11.00 a.m. on <b>Tuesday, 24 May 2022</b> via Boardroom’s website at <a href="https://investor.boardroomlimited.com">https://investor.boardroomlimited.com</a> using the same user ID and password provided in Step 1 above. Upon typing the questions, please click &lt;&lt;<b>SUBMIT QUESTION</b>&gt;&gt; to pose the questions.</p> <ol style="list-style-type: none"> <li>d. Upon the Chairman announcing the closure of the AGM, the live webcast will end and the Messaging Window will be disabled accordingly.</li> <li>e. You may then logout from the <b>Virtual AGM Portal.</b></li> </ol>

17. E-Voting for each of the resolutions as set out in the Notice of 48<sup>th</sup> AGM will take place upon the conclusion of the deliberations or Questions and Answers session of each business transacted at the AGM.

18. The Chairman will declare the result of the polling upon completion of the polling for each resolution.

**NO VOUCHER AND MEAL PACK**

19. As the 48<sup>th</sup> AGM will be conducted virtually, there shall be no distribution of vouchers and/or meal packs.

## ANNUAL REPORT 2021 AND OTHER DOCUMENTS

20. As part of our commitment towards green environment, we would encourage you to download the following documents from the Company's website at <https://kenanga.com.my/investor-relations/AGM2022>:

- a. Annual Report 2021;
- b. Corporate Governance Report for the Financial Year Ended 31 December 2021;
- c. Notice of the 48<sup>th</sup> AGM, Statement Accompanying the Notice of AGM and Proxy Form;
- d. Administrative Guide;
- e. Sustainability Report 2021; and
- f. Share Buy-Back Statement.

However, you may request for a copy of the Company's Annual Report 2021 or any of the above documents from the following contact persons during office hours (8.30 a.m. to 5.30 p.m.) on Mondays to Fridays:

Ms. Violet Hoe  
Telephone No. : 03-2172 2872  
Fax No. : 03-2172 2999  
E-mail : [violet@kenanga.com.my](mailto:violet@kenanga.com.my)

Encik Muhammad Hafidz Kamaruddin  
Telephone No. : 03-2172 2876  
Fax No. : 03-2172 2999  
E-mail : [hafidz@kenanga.com.my](mailto:hafidz@kenanga.com.my)

Upon receipt of your request, the document(s) shall be sent to you by ordinary post as soon as reasonably practicable from the date of receipt of your request.

## ENQUIRIES

21. If you have any enquiry relating to the AGM and RPEV Facilities, please contact the following persons during office hours (8.30 a.m. to 5.30 p.m.) on Mondays to Fridays:

a. **Kenanga Investment Bank Berhad**

- AGM Matters
  - i. Puan Norliza Abd Samad (Tel: 03-2172 2868)
  - ii. Ms. Chong Yuke Hua (Tel: 03-2172 2869)
  - iii. Ms. Cecilia Liew (Tel: 03-2172 0853)

b. **Boardroom Share Registrars Sdn Bhd**

- AGM Matters
- Client Management
- RPEV Facilities

Tel: 03-7890 4700  
Fax: 03-7890 4670  
E-mail: [BSR.Helpdesk@boardroomlimited.com](mailto:BSR.Helpdesk@boardroomlimited.com)

22. We advise you to constantly check the Company's website or announcements for the latest updates on the status of the AGM.

# PROXY FORM



**KENANGA INVESTMENT BANK BERHAD**

Company Registration No. 197301002193 (15678-H)

(Incorporated in Malaysia)

CDS Account No.:

I/ We \_\_\_\_\_ NRIC No./ Passport No./ Company No. \_\_\_\_\_  
(FULL NAME AS PER NRIC/ PASSPORT/ CERTIFICATE OF INCORPORATION IN BLOCK LETTERS)

of \_\_\_\_\_  
(FULL ADDRESS)

being a member of Kenanga Investment Bank Berhad hereby appoint \_\_\_\_\_  
(FULL NAME AS PER NRIC/ PASSPORT IN BLOCK LETTERS)

NRIC No./ Passport No. \_\_\_\_\_ of \_\_\_\_\_  
(FULL ADDRESS)

and/ or falling him/ her \_\_\_\_\_ NRIC No./ Passport No. \_\_\_\_\_  
(FULL NAME AS PER NRIC/ PASSPORT IN BLOCK LETTERS)

of \_\_\_\_\_  
(FULL ADDRESS)

or falling him/ her, THE CHAIRMAN OF THE MEETING as my/ our proxy to vote for me/ us and on my/ our behalf at the Forty-Eighth (48<sup>th</sup>) Annual General Meeting (“**48<sup>th</sup> AGM**”) of the Company to be held fully virtual at Level 19, Kenanga Tower, 237, Jalan Tun Razak, 50400 Kuala Lumpur, Wilayah Persekutuan, Malaysia through live streaming and online remote voting via the Remote Participation and Electronic Voting Facilities (“**RPEV Facilities**”) which are available at Boardroom Share Registrars Sdn Bhd (“**Boardroom**”)’s website at <https://meeting.boardroomlimited.my/> (Domain Registration No. with MYNIC – D6A357657) on Thursday, 26 May 2022 at 11.00 a.m. and at any adjournment thereof.

My/ Our proxy is to vote as indicated below.

NO.	RESOLUTIONS		FOR	AGAINST
<b>ORDINARY RESOLUTION</b>				
1.	Election of Mr. Choy Khai Choon pursuant to Clause 84 of the Company’s Constitution	RESOLUTION 1		
2.	Re-election of the following Directors pursuant to Clause 78 of the Company’s Constitution: 2.1 Encik Ismail Harith Merican 2.2 Mr. Luk Wai Hong, William	RESOLUTION 2 RESOLUTION 3		
3.	Payment of Directors’ fees totaling RM3,072,054.80	RESOLUTION 4		
4.	Payment of benefits to the Non-Executive Directors of up to an amount of RM1,300,000.00 from 27 May 2022 until the next AGM of the Company	RESOLUTION 5		
5.	Re-Appointment of Ernst & Young PLT as Auditors	RESOLUTION 6		
<b>AS SPECIAL BUSINESS</b>				
6.	Authority to Directors to Issue Shares	RESOLUTION 7		
7.	Proposed Renewal of Share Buy-Back Authority	RESOLUTION 8		

Please indicate with an “X” in the spaces provided to indicate how you wish your vote to be cast. If you do not indicate how you wish your proxy to vote on any Resolution, the proxy may vote as he/ she thinks fit, or at his/ her discretion, abstain from voting.

Date this.....day of .....2022

\_\_\_\_\_  
 Signature/ Common Seal of Member

**NUMBER OF SHARES HELD**

FOR APPOINTMENT OF TWO (2) PROXIES, PERCENTAGE OF SHAREHOLDINGS TO BE REPRESENTED BY THE PROXIES:		
	No. of Shares	Percentage
Proxy 1		
Proxy 2		
<b>Total</b>		<b>100%</b>

**Notes:**

**1. Registration for RPEV Facilities**

- 1.1 The Company's fully virtual 48<sup>th</sup> AGM will be conducted online, without a physical meeting venue. Members can attend, participate and vote in the meeting remotely or online via Boardroom's website at <https://meeting.boardroomlimited.my/> (Domain Registration No. with MYNIC – D6A357657) by using the RPEV Facilities. The only venue involved is the Broadcast Venue where only the essential individuals are physically present to organise the fully virtual 48<sup>th</sup> AGM.
- 1.2 Registration for RPEV is opened from the date of the Notice of 48<sup>th</sup> AGM on Wednesday, 27 April 2022 until such time before the voting session ends at the 48<sup>th</sup> AGM on Thursday, 26 May 2022.
- 1.3 Member(s), proxy(ies), corporate representative(s) or attorney(s) are required to register as a user with Boardroom's website first and then pre-register their attendance for the 48<sup>th</sup> AGM for verification of their eligibility to attend the 48<sup>th</sup> AGM using the RPEV Facilities based on the General Meeting Record of Depositors as at 19 May 2022.

**2. Proxy**

- 2.1 For the purpose of determining a member who shall be entitled to attend this 48<sup>th</sup> AGM, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd, in accordance with Clause 60 of the Company's Constitution and Section 34(1) of the Securities Industry (Central Depositories) Act 1991, to issue a General Meeting Record of Depositors as at 19 May 2022. Only a member whose name appears in the Record of Depositors as at 19 May 2022 shall be entitled to attend, speak and vote at the said meeting or appoint proxies to attend and/ or vote on his/ her behalf.
- 2.2 A member of the Company entitled to attend, participate, speak and vote at this AGM is entitled to appoint up to two (2) proxies to attend, participate, speak and vote in his/ her place. There shall be no restriction as to the qualification of the proxy. Since the 48<sup>th</sup> AGM will be conducted via a virtual meeting, a member who is unable to attend and vote at the Meeting may appoint the Chairman of the Meeting as his/ her proxy and indicate the voting instruction in the Proxy Form. For Corporate Shareholder, Authorised Nominee and Exempt Authorised Nominee, other than the Chairman of the Meeting, you may appoint a Proxy who is not the Chairman of the Meeting.

- 2.3 A member who is an Authorised Nominee as defined under the Securities Industry (Central Depositories) Act 1991 may appoint not more than two (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.
- 2.4 Where a member is an Exempt Authorised Nominee as defined under the Securities Industry (Central Depositories) Act 1991 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 Exempt Authorised Nominee may appoint in respect of each Omnibus Account it holds.
- 2.5 Where a member appoints more than one (1) proxy, the appointments shall be invalid unless he/ she specifies the proportion of his/ her shareholdings to be represented by each proxy.
- 2.6 The instrument appointing a proxy shall be in writing under the hand of the appointor or of his/ her attorney duly authorised in writing, or if the appointor is a corporation, either under its common seal or under the hand of an officer or attorney duly authorised. Any alteration to the instrument appointing a proxy must be initialled.
- 2.7 Duly completed Proxy Form must be deposited at the office of the Company's share registrar, Boardroom at Ground Floor or 11<sup>th</sup> Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia, not later than **Wednesday, 25 May 2022 at 11.00 a.m.** Alternatively, you may choose to submit the proxy appointment electronically via Boardroom's website at <https://investor.boardroomlimited.my/> before the Proxy Form submission cut-off time as mentioned above. For further information on the electronic submission of Proxy Form, kindly refer to the procedures provided in the Administrative Guide.
- 2.8 Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in the Notice of 48<sup>th</sup> AGM will be put to vote by poll.

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**Boardroom Share Registrars Sdn Bhd**  
**Company Registration No. 199601006647 (378993-D)**

11<sup>th</sup> Floor, Menara Symphony  
No. 5, Jalan Prof. Khoo Kay Kim  
Seksyen 13  
46200 Petaling Jaya  
Selangor Darul Ehsan  
Malaysia

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