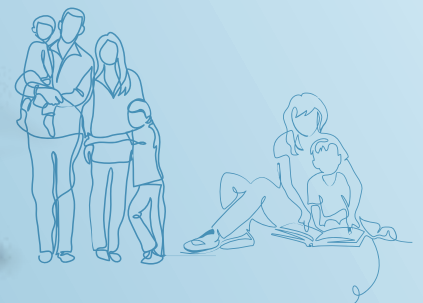
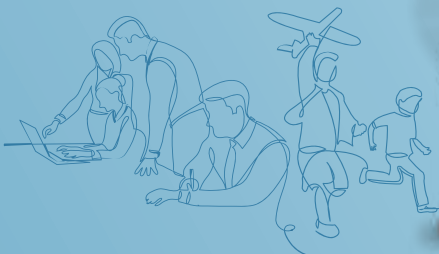




MSM MALAYSIA HOLDINGS BERHAD



# GAINING TURNAROUND MOMENTUM

ANNUAL INTEGRATED REPORT 2021



MSM MALAYSIA HOLDINGS BERHAD  
Registration No. : 201101007583 (935722-K)

# NOTICE OF ANNUAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN THAT** the Eleventh Annual General Meeting (11<sup>th</sup> AGM) of MSM Malaysia Holdings Berhad (MSMH or the Company) will be held entirely on a fully virtual basis through live streaming and online remote voting using the Remote Participation and Electronic Voting (RPEV) facilities via online meeting platform provided by Boardroom Share Registrars Sdn Bhd at <https://meeting.boardroomlimited.my> (Domain Registration No. with MYNIC – D6A357657) on **Wednesday, 8 June 2022 at 11.00 a.m** or at any adjournment thereof, for the purpose of considering and, if thought fit, passing with or without modifications, the following resolutions:

**NOTICE IS HEREBY GIVEN THAT** the Eleventh Annual General Meeting (11<sup>th</sup> AGM) of MSM Malaysia Holdings Berhad (MSMH or the Company) will be held entirely on a fully virtual basis through live streaming and online remote voting using the Remote Participation and Electronic Voting (RPEV) facilities via online meeting platform provided by Boardroom Share Registrars Sdn Bhd at <https://meeting.boardroomlimited.my> (Domain Registration No. with MYNIC – D6A357657) on **Wednesday, 8 June 2022 at 11.00 a.m** or at any adjournment thereof, for the purpose of considering and, if thought fit, passing with or without modifications, the following resolutions:

## 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.  
**Please refer to Explanatory Note 1**
2. To approve the payment of Directors' fees for the Non-Executive Chairman and for each of the Non-Executive Directors from 8 June 2022 until the conclusion of the next AGM of MSM to be held in 2023 be paid on a monthly basis.  
**Please refer to Explanatory Note 2 and Note 3**  
**(Resolution 1)**
3. To approve the payment of benefits payable to the Non-Executive Chairman and Non-Executive Directors for the period from 8 June 2022 until the conclusion of the next AGM of MSM to be held in 2023.  
**Please refer to Explanatory Note 2 and Note 4**  
**(Resolution 2)**
4. To re-elect the following Directors who retire by rotation in accordance with Clause 99 of the Company's Constitution and who, being eligible, offer themselves for re-election:
  - i. Dato' Muthanna Abdullah **(Resolution 3)**
  - ii. Choy Khai Choon **(Resolution 4)****Please refer to Explanatory Note 5**
5. To re-elect the following Directors who retire in accordance with Clause 105 of the Company's Constitution and who, being eligible, offer themselves for re-election:
  - i. Nik Fazila Nik Mohamed Shihabuddin **(Resolution 5)**
  - ii. Azman Ahmad **(Resolution 6)****Please refer to Explanatory Note 6**
6. To re-appoint Messrs. PricewaterhouseCoopers 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.  
**Please refer to Explanatory Note 7**  
**(Resolution 7)**

# NOTICE OF ANNUAL GENERAL MEETING

## As Special Business

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

7. **PROPOSED RENEWAL OF SHAREHOLDERS' MANDATE FOR THE EXISTING RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE FOR MSM AND ITS GROUP OF COMPANIES (MSM HOLDINGS GROUP) AND PROPOSED SHAREHOLDERS' MANDATE FOR THE NEW RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE FOR THE MSM HOLDINGS GROUP** (Resolution 8)

**"THAT**, subject always to the Companies Act, 2016, the Company's Constitution, the Main Market Listing Requirements of Bursa Malaysia Securities Berhad (Listing Requirements), other applicable laws, guidelines, rules and regulations, and the approval of the relevant governmental/regulatory authorities (where applicable), approval be and is hereby given to the Company and its subsidiaries to enter into all arrangements and/or transactions involving the interests of the related parties as specified in Appendix 1 of the Circular to the Shareholders dated 27 April 2022, provided that such arrangements and/or transactions are:

- i. recurrent transactions of a revenue or trading nature;
- ii. necessary for the day-to-day operations;
- iii. carried out in the ordinary course of business on normal commercial terms which are not more favourable to the related parties than those generally available to the public; and
- iv. not detrimental to the minority shareholders of the Company;

### **(Proposed Mandates);**

**AND THAT** the Proposed Mandates shall commence immediately upon passing of this ordinary resolution and continue to be in force until:

- a. the conclusion of the next AGM of the Company following this AGM, at which time the Proposed Mandates will lapse, unless the Proposed Mandates are renewed by a resolution passed at the next AGM of the Company; or
- b. the expiration of the period within which the next AGM is required by law to be held; or
- c. the Proposed Mandates are revoked or varied by a resolution passed by the Shareholders of the Company in a general meeting of the Company,

whichever is the earlier;

**AND FURTHER THAT** authority be and is hereby given to the Directors of the Company and/or its subsidiaries to complete and do all such acts and things (including executing such documents as may be required) as they may consider expedient or necessary to give effect to such transactions as authorised by this resolution and the Proposed Mandates."

***Please refer to Explanatory Note 8***

# NOTICE OF ANNUAL GENERAL MEETING

8. **AUTHORITY FOR DIRECTORS TO ALLOT AND ISSUE SHARES PURSUANT TO SECTION 75 OF THE COMPANIES ACT, 2016** (Resolution 9)

“**THAT**, pursuant to Section 75 of the Companies Act, 2016 and subject always to the Company’s Constitution, the Listing Requirements and approvals of the relevant governmental/regulatory authorities, the Directors be and are hereby authorised to allot and issue shares in the Company at any time and upon such terms and conditions and for such purposes as the Directors may, in their absolute discretion deem fit, provided that the aggregate number of shares to be allotted and issued pursuant to this resolution does not exceed ten percent (10%) of the issued share capital of the Company as at the date of such allotment **AND THAT** the Directors be and are also hereby authorised to obtain all necessary approvals from the relevant authorities for the listing of and quotation for the additional shares so issued on Bursa Malaysia Securities Berhad and that such authority shall continue to be in force until the conclusion of the next AGM of the Company.”

***Please refer to Explanatory Note 9***

9. To transact any other business of the Company for which due notice shall be given in accordance with the Company’s Constitution and the Companies Act, 2016.

## BY ORDER OF THE BOARD

**KOO SHUANG YEN**  
Company Secretary  
(SSM PC NO.: 201908003534)  
(MIA 7556)

Kuala Lumpur  
27 April 2022

## NOTES

### 1. Fully Virtual AGM

- a. Our Company will conduct its 11<sup>th</sup> AGM on a fully virtual basis through live streaming and online remote voting using the RPEV facilities via online meeting platform at <https://meeting.boardroomlimited.my> (Online Meeting Platform). Please follow the procedures provided in the **Administrative Guide** for the 11<sup>th</sup> AGM in order to register, participate and vote remotely via RPEV facilities.
- b. With the RPEV facilities, a Shareholder may exercise his/her right to participate (including to pose questions to the Board/Management of our Company) and vote at the 11<sup>th</sup> AGM, in the comfort of their home.
- c. The venue of the 11<sup>th</sup> AGM is the Online Meeting Platform which is located in Malaysia being the main venue and is strictly for the purpose of compliance with Section 327(2) of the Companies Act, 2016 which requires the Chairman of the meeting to be present at the main venue. In a fully virtual general meeting, all meeting participants including the Chairman of the meeting, Board members, Senior Management and Shareholders are required to participate in the meeting online through the Online Meeting Platform only.
- d. The Administrative Guide has taken into account the latest measures to-date to deal with the COVID-19 situation announced and/or implemented in Malaysia which affects the holding or conduct of general meetings. In view of the uncertainties and the surge in COVID-19 infections, the Company will have to observe the guidelines or new procedures as may be issued by the Government from time to time, which may affect the administration of the 11<sup>th</sup> AGM as set out in this Administrative Guide. Any material developments or updates on the 11<sup>th</sup> AGM will be announced on the website of Bursa Malaysia Securities Berhad and published onto the Company’s corporate website regularly.

# NOTICE OF ANNUAL GENERAL MEETING

## 2. Proxy

- a. Shareholders who are unable to participate in the 11<sup>th</sup> AGM may appoint Proxy(ies) to vote on their behalf. Where a Shareholder appoints two (2) Proxies, each Proxy appointed shall represent a minimum of one hundred (100) shares and the appointment of such Proxies shall not be valid unless the Shareholder specifies the proportion of his/her shareholding to be represented by each of such Proxy. Independent Scrutineer will be present to verify that the voting is conducted properly and fairly.
- b. 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 the exempt authorised nominee may appoint in respect of each omnibus account it holds. An exempt authorised nominee refers to an authorised nominee defined under the Securities Industry (Central Depositories) Act 1991 ("SICDA") which is exempted from compliance with provisions of Section 25A(1) of SICDA.
- c. Where an exempt authorised nominee appoints two (2) or more proxies, the proportion of Shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies.

The instrument appointing a proxy shall be in writing under the hands of the appointor or of his attorney duly authorised in writing or if the appointor is a corporation either under its common seal or the hand of its officer or its duly authorised attorney. An instrument appointing a proxy to vote at a meeting shall be deemed to include the power to demand or join in demanding a poll on behalf of the appointor.

- d. The appointment of Proxy may be made in a hardcopy form or by electronic means as follows:

### In Hardcopy Form

The Proxy Form shall be deposited at the office of the Share Registrar of the Company at **Boardroom Share Registrars Sdn Bhd, 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** no later than **Monday, 6 June 2022 at 11.00 a.m.**, and in default the Proxy Form shall not be treated as valid.

### By Electronic Means

The Proxy Form may be submitted:

- i to the Share Registrar of the Company, **Boardroom Share Registrars Sdn Bhd** via e-mail to **bsr.helpdesk@boardroomlimited.com**, no later than **Monday, 6 June 2022 at 11.00 a.m.** or
- ii via electronic means (**E-PROXY LODGEMENT**) no later than **Monday, 6 June 2022 at 11.00 a.m.** (please refer to the Annexure to the Proxy Form for further information on submission via e-Proxy).

## 3. Corporate Shareholders, Authorised Nominees and Exempt Authorised Nominees

For Corporate Shareholders, Authorised Nominees and Exempt Authorised Nominees who wish to participate and vote remotely via RPEV facilities at the 11<sup>th</sup> AGM of the Company, please refer to the procedures under item 2 of the Administrative Guide for the 11<sup>th</sup> AGM.

## 4. Shareholders entitled to participate and vote

For purposes of determining a Shareholder who shall be entitled to participate and vote at the 11<sup>th</sup> AGM of the Company, the Company shall be requesting from Bursa Malaysia Depository Sdn Bhd, in accordance with Clause 63 of the Company's Constitution and Section 34(1) of SICDA, to issue a General Meeting Record of Depositors as at **31 May 2022. Only a depositor whose name appears on the General Meeting Record of Depositors as at 31 May 2022 shall be entitled to participate and vote at the 11<sup>th</sup> AGM or appoint a Proxy(ies) to participate and vote on such depositor's behalf.**

# NOTICE OF ANNUAL GENERAL MEETING

## 5. Request for remote participation user ID and password

The registration for remote participation will be open from **11.00 a.m. Wednesday, 27 April 2022 until 11.00 a.m. Monday, 6 June 2022**. Please follow the procedures provided in the Administrative Guide for the 11<sup>th</sup> AGM in order to participate in the 11<sup>th</sup> AGM remotely via RPEV facilities.

## 6. Voting

Pursuant to Paragraph 8.29A(1) of the Listing Requirements, all resolutions set out in the Notice of the 11<sup>th</sup> AGM of the Company will be put to vote by poll. Poll Administrator will be appointed to conduct the poll via e-voting process and Independent Scrutineers will be appointed to verify the poll results.

**Shareholders can proceed to vote on the resolutions and submit their votes at any time from the commencement of the 11<sup>th</sup> AGM at 11.00 a.m. until a time when the Chairman of the meeting announces the completion of the voting session. Upon completion of the voting session for the 11<sup>th</sup> AGM, the Independent Scrutineers will verify and announce the poll results followed by the Chairman of the meeting's declaration whether the resolutions are duly passed.**

## EXPLANATORY NOTES ON ORDINARY BUSINESS

### Explanatory Note 1:

#### **Audited Financial Statements for the financial year ended 31 December 2021**

This agenda item is meant for presentation and discussion only as under the provisions of Section 340(1)(a) of the Companies Act, 2016 and Clause 135 of the Company's Constitution, the Audited Financial Statements does not require the final approval of Shareholders and hence, will not be put forward for voting.

### Explanatory Note 2:

#### **Non-Executive Directors' Remuneration**

2.1 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 agreed that the Shareholders' approval shall be sought at the 11<sup>th</sup> AGM on the Directors' remuneration in two (2) separate resolutions as below:

a. **Resolution 1:**

Payment of Directors' fees for the Non-Executive Chairman and for each of the Non-Executive Directors from 8 June 2022 until the conclusion of the next AGM of MSM to be held in 2023 be paid on a monthly basis; and

b. **Resolution 2:**

Payment of benefits payable to the Non-Executive Chairman and Non-Executive Directors for the period from 8 June 2022 until the conclusion of the next AGM of MSM to be held in 2023.

### Explanatory Note 3:

**Resolution 1: Payment of Directors' fee for the Non-Executive Chairman and for each of the Non-Executive Directors from 8 June 2022 until the conclusion of the next AGM of MSM to be held in 2023 be paid on a monthly basis.**

3.1 The Non-Executive Directors Remuneration Policy was last revised in 2021 based on the benchmarking review of the remuneration framework for the Non-Executive Directors of MSM carried out by KPMG Management & Risk Consulting Sdn Bhd, the appointed independent consultant. The Board approved the Nomination and Remuneration Committee's (NRC) recommendation for the payment of Directors' fees for the Non-Executive Chairman and for each of the

# NOTICE OF ANNUAL GENERAL MEETING

Non-Executive Directors from 8 June 2022 until the conclusion of the next AGM of MSM to be held in 2023 (Relevant Period) to remain unchanged as approved at the 10<sup>th</sup> AGM of the Company held last year, as set out in the table below:

| NON-EXECUTIVE DIRECTORS' (NED) ANNUAL FEES | Approved at the 10 <sup>th</sup> AGM held on 17 June 2021 |           | Approval sought at the 11 <sup>th</sup> AGM |           |
|--|---|-----------|---|-----------|
|  | Chairman  | Member    | Chairman                                    | Member    |
| <b>Board of Directors</b>                  | RM315,000   | RM120,000 | RM315,000                                   | RM120,000 |
| <b>Board Committees' Fees</b>              |   |           |   |           |
| - Audit, Governance and Risk Committee     | RM64,000  | RM32,000  | RM64,000                                    | RM32,000  |
| - Nomination and Remuneration Committee    | RM35,000  | RM20,000  | RM35,000                                    | RM20,000  |
| - Investment and Tender Committee          | RM32,000  | RM16,000  | RM32,000                                    | RM16,000  |

- 3.2 The proposed Ordinary Resolution 1, if passed, will allow the Company to pay the Board and Board Committee's fees on monthly basis to the Non-Executive Chairman and to each Non-Executive Directors for the Relevant Period based on the proposed revised remuneration structure above.

## **Explanatory Note 4:**

**Resolution 2: Payment of benefits payable to the Non-Executive Chairman and Non-Executive Directors for the period from 8 June 2022 until the conclusion of the next AGM of MSM to be held in 2023.**

- 4.1 The Directors' benefits payable to the Non-Executive Chairman and Non-Executive Directors are proposed to remain unchanged as approved at the 10<sup>th</sup> AGM of the Company held last year as set out in the table below:

| DESCRIPTION                                     | Approved at the 10 <sup>th</sup> AGM held on 17 June 2021 |         | Approval sought at 11 <sup>th</sup> AGM |         |
|---|---|---------|---|---------|
|   | CHAIRMAN  | NEDS    | CHAIRMAN                                | NEDS    |
| <b>Meeting Allowance (per meeting attended)</b> |   |         |   |         |
| Board   | RM2,000   | RM2,000 | RM2,000                                 | RM2,000 |
| Audit, Governance and Risk Committee            | RM2,000   | RM2,000 | RM2,000                                 | RM2,000 |
| Nomination and Remuneration Committee           | RM2,000   | RM2,000 | RM2,000                                 | RM2,000 |
| Investment and Tender Committee                 | RM2,000   | RM2,000 | RM2,000                                 | RM2,000 |

| Benefits-in-kind                       | CHAIRMAN  | NEDS     | CHAIRMAN  | NEDS     |
|--|---|----------|---|----------|
| Company car                            | 1 unit, 2,000 cc with RM180,000 per annum for car utility | -        | 1 unit, 2,000 cc with RM180,000 per annum for car utility | -        |
| Driver allowance or Security allowance | RM2,500 per month   | -        | RM2,500 per month   | -        |
| Group insurance                        | Provided  | Provided | Provided  | Provided |
| Medical coverage                       | Provided  | Provided | Provided  | Provided |
| Mobile phone bill                      | Reimbursement for a fixed plan                            | -        | Reimbursement for a fixed plan                            | -        |



# NOTICE OF ANNUAL GENERAL MEETING

- 4.2 The Company is seeking Shareholders' approval on the benefits payable to the Non-Executive Chairman and Non-Executive Directors for the Relevant Period based on the proposed benefits (excluding Directors' fees) set out above.
- 4.3 Payment of the benefits payable will be made by the Company on a monthly basis and/or as and when incurred based on the proposed benefits set out above effective from 8 June 2022, if the proposed Ordinary Resolution 2 is passed at the 11<sup>th</sup> AGM.
- 4.4 The Board is of the view that it is just and equitable for the Directors to be paid benefits payable on a monthly basis and/or as and when incurred, particularly after they have discharged their responsibilities and rendered their services to the Company and its subsidiaries throughout the Relevant Period.

## **Explanatory Note 5:**

### **Resolutions 3 and 4: Re-election of Directors who retire by rotation in accordance with Clause 99 of the Company's Constitution**

- 5.1 Clause 99 of the Company's Constitution states that at every AGM, at least one-third (1/3) of the Directors for the time being shall retire from office. In addition, all Directors shall be eligible for re-election.
- 5.2 For the purpose of determining the eligibility of the Directors to stand for re-election at the 11<sup>th</sup> AGM, the NRC has conducted an assessment on each of the retiring Directors in line with Practice 5.1 of the Malaysian Code on Corporate Governance 2021. Apart from the quantitative analysis of the Director's performance, the NRC also considered the other elements, among others, the following:
- (a) The Individual Director assessment as part of the Board Effectiveness Assessment 2021 (BEA 2021) carried out internally which focuses more on soft governance aspects of the Director (individual contribution, communication with members, their decision making and traits); and
  - (b) Special skills and knowledge an individual Director brings to the organisation.
- 5.3 Based on the Individual Director assessment results of the BEA 2021 and the Directors' contribution to the Board, the NRC determined that each of the Director has met the performance criteria required of an effective and high performance Board and has the ability to continuously discharging their duties diligently as Directors of the Company.
- 5.4 The Independent Non-Executive Directors concerned have also provided their annual declaration/confirmation of independence in January 2022.
- 5.5 Based on the above, the Board approved that the Directors who retire by rotation in accordance with Clause 99 of the Company's Constitution namely, Dato' Muthanna Abdullah and Choy Khai Choon are eligible to stand for re-election. Both retiring Directors had abstained from deliberations and decisions on their own eligibility to stand for re-election at the relevant Board and Board Committee meetings.
- 5.6 The independence of Dato' Muthanna Abdullah and Choy Khai Choon who have served as Independent Non-Executive Director of the Company have been assessed by the NRC. Both Dato' Muthanna Abdullah and Choy Khai Choon satisfy the criteria of an Independent Director as defined under Listing Requirements, which include being independent of management, free from any business or other relationship which could interfere with the exercise of independent judgement, objectivity or the ability to act in the best interests of the Company, and also being independent of its major shareholders. Based on the NRC assessment, the Board affirmed Dato' Muthanna Abdullah and Choy Khai Choon to continue to act as Independent Non-Executive Director of the Company. Dato' Muthanna Abdullah and Choy Khai Choon has not exceeded the nine (9) years tenure as Independent Director.

## **Explanatory Note 6:**

### **Resolutions 5 and 6: Re-election of Directors who retire in accordance with Clause 105 of the Company's Constitution**

- 6.1 Clause 105 of the Company's Constitution stipulates at any time and from time to time, the Director shall have power to appoint any person to be a Director either to fill a casual vacancy or as an additional Director by way of ordinary resolution. Any Director so appointed shall hold office only until the next AGM and shall then be eligible for re-election.
- 6.2 Nik Fazila Nik Mohamed Shihabuddin and Azman Ahmad, whom were appointed during the financial year and before the 11<sup>th</sup> AGM, have successfully completed the Mandatory Accreditation Programmes pursuant to the provision of the Listing Requirements.



# NOTICE OF ANNUAL GENERAL MEETING

## **Explanatory Note 7:**

### **Resolution 7: Re-appointment of Auditors**

- 7.1 The present auditors, Messrs. PricewaterhouseCoopers PLT (PwC), has indicated their willingness to continue their services for another year. The Audit, Governance and Risk Committee (AGRC) and the Board have considered the re-appointment of PwC as auditors of the Company and have collectively agreed that PwC has met the relevant criteria prescribed by Paragraph 15.21 of the Listing Requirements.
- 7.2 The Board at its meeting held on 21 March 2022 approved the AGRC's recommendation for the Shareholders' approval to be sought at the 11<sup>th</sup> AGM on the re-appointment of PwC as external auditors of the Company for the financial year ending 2022, under Resolution 7 in accordance with Section 340(1)(c) and Section 274(1)(a) of the Companies Act, 2016.

## **ABSTENTION FROM VOTING**

1. All the Non-Executive Directors who are Shareholders of the Company will abstain from voting on Ordinary Resolutions 1 and 2 concerning Directors' fees and benefits payable at the 11<sup>th</sup> AGM.
2. The Directors referred to in Ordinary Resolutions 3, 4, 5 and 6 who are Shareholders of the Company will abstain from voting on the resolutions in respect of his/her re-election and re-appointment at the 11<sup>th</sup> AGM.

## **EXPLANATORY NOTES ON SPECIAL BUSINESS**

### **Explanatory Note 8:**

#### **Resolution 8: Proposed Mandates**

- 8.1 The proposed Ordinary Resolution 8, if passed, will enable the Company and/or its subsidiary companies to enter into recurrent transactions involving the interests of the Related Parties, which are of a revenue or trading nature and necessary for the Group's day-to-day operations, subject to the transactions being carried out in the ordinary course of business on terms not favourable than those generally available to the public and are not detrimental to the minority Shareholders of the Company.
- 8.2 Detailed information on the Proposed Mandates is set out in the Circular to Shareholders dated 27 April 2022.

### **Explanatory Note 9:**

#### **Resolution 9: Authority to Directors to allot and issue shares**

- 9.1 The proposed Ordinary Resolution 9 is a general mandate to be obtained from the Shareholders of the Company at this 11<sup>th</sup> AGM and, if passed, will empower the Directors pursuant to Section 75 of the Companies Act, 2016 to allot and issue ordinary shares in the Company of up to an aggregate amount not exceeding ten percent (10%) of the issued share capital of the Company as at the date of such allotment of shares without having to convene a general meeting.
- 9.2 This general mandate, unless revoked or varied at a general meeting, will expire at the conclusion of the next annual general meeting of the Company. The general mandate from Shareholders is to provide the Company flexibility to undertake any share issuance during the financial year without having to convene a general meeting.
- 9.3 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 projects, 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 an urgent basis and thereby reducing 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 considers it to be in the best interest of the Company.

# STATEMENT ACCOMPANYING NOTICE OF THE 11<sup>TH</sup> ANNUAL GENERAL MEETING

(PURSUANT TO PARAGRAPH 8.27(2) OF THE LISTING REQUIREMENTS)

## 1. DIRECTORS WHO ARE STANDING FOR RE-ELECTION AT THE 11<sup>TH</sup> AGM

Directors standing for re-election pursuant to Clause 99 of the Company's Constitution and Section 205(3)(b) of the Companies Act, 2016:

- Dato' Muthanna Abdullah
- Choy Khai Choon

Directors standing for re-election pursuant to Clause 105 of the Company's Constitution and Section 205(3)(b) of the Companies Act, 2016:

- Nik Fazila Nik Mohamed Shihabuddin
- Azman Ahmad

Save for Azman Ahmad, none of the Directors standing for re-election has any interest in the securities of the Company or its subsidiaries. The details of the Directors' shareholdings in the Company are set out in page 372 of this Annual Integrated Report.

The profiles of the abovementioned Directors seeking for re-election as per Resolutions 3 to 6 of the Notice of 11<sup>th</sup> AGM of the Company are set out on the pages 186 to 194 of the Company's Annual Integrated Report 2021 <http://www.msmsugar.com/investor-relations/annual-reports> and Company's corporate website (<http://www.msmsugar.com/our-company/msm-group/board-directors>).

## 2. ORDINARY RESOLUTION ON AUTHORITY TO DIRECTORS TO ALLOT AND ISSUE SHARES

Details on the authority to Directors to allot and issue shares in the Company pursuant to Section 75 of the Companies Act, 2016 are provided under the Explanatory Note 9 on special business in the Notice of the 11<sup>th</sup> AGM.

As at the date of this Notice, no new shares were issued pursuant to the general mandate granted to the Directors at the last AGM held on 17 June 2021.



MSM MALAYSIA HOLDINGS BERHAD  
Registration No. : 201101007583 (935722-K)

**ELEVENTH ANNUAL GENERAL  
MEETING (11<sup>TH</sup> AGM)  
8 JUNE 2022**

# PROXY FORM

| CDS Account No. | No. of Shares held |
|-----------------|--------------------|
|                 |                    |

I/We \_\_\_\_\_  
(Full name in BLOCK LETTERS as per Identity Card (MYKAD/Passport/Certificate of Incorporation))

MYKAD/Passport No. (for non-Malaysian only)/Company No.: \_\_\_\_\_ of \_\_\_\_\_

(Address in full)

Telephone no.: \_\_\_\_\_ being a member of **MSM MALAYSIA HOLDINGS BERHAD**  
(the Company), hereby appoint \_\_\_\_\_

(Full name in BLOCK LETTERS as per Identity Card (MYKAD/Passport/Certificate of Incorporation))

MYKAD/Passport No. (for non-Malaysian only): \_\_\_\_\_ of \_\_\_\_\_

(Address in full)

Telephone no.: \_\_\_\_\_ Email address: \_\_\_\_\_

and/or failing him/her \_\_\_\_\_

(Full name in BLOCK LETTERS as per Identity Card (MYKAD/Passport/Certificate of Incorporation))

MYKAD/Passport No. (for non-Malaysian only): \_\_\_\_\_ of \_\_\_\_\_

(Address in full)

Telephone no.: \_\_\_\_\_ Email address: \_\_\_\_\_

or failing the abovenamed Proxies, the Chairman of the Meeting, as my/our Proxy/Proxies to attend and vote for me/us on my/our behalf at the 11<sup>th</sup> AGM of the Company be held entirely on a fully virtual basis through live streaming and online remote voting using the Remote Participation and Electronic Voting (RPEV) facilities via online meeting platform provided by Boardroom Share Registrars Sdn Bhd at **<https://meeting.boardroomlimited.my>** (Domain Registration No. with MYNIC – D6A357657) on **Wednesday, 8 June 2022, at 11.00 a.m.** and at any adjournment thereof.

My/our Proxy/Proxies shall vote as indicated below:

| NO.               | AGENDA   |            |     |         |         |
|-------------------|--|------------|-----|---------|---------|
| 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.   |            |     |         |         |
| ORDINARY BUSINESS |  | RESOLUTION | FOR | AGAINST | ABSTAIN |
| 2                 | To approve the payment of Directors' fees for the Non-Executive Chairman and for each of the Non-Executive Directors from 8 June 2022 until the conclusion of the next AGM of MSM to be held in 2023 be paid on a monthly basis. | 1          |     |         |         |
| 3                 | To approve the the payment of benefits payable to the Non-Executive Chairman and Non-Executive Directors for the period from 8 June 2022 until the conclusion of the next AGM of MSM to be held in 2023.                         | 2          |     |         |         |
| 4                 | i. To re-elect Dato' Muthanna Abdullah who retires pursuant to Clause 99 of the Company's Constitution and who has offered himself for re-election.  | 3          |     |         |         |
|                   | ii. To re-elect Choy Khai Choon who retires pursuant to Clause 99 of the Company's Constitution and who has offered himself for re-election.   | 4          |     |         |         |
| 5                 | i. To re-elect Nik Fazila Nik Mohamed Shihabuddin who retires pursuant to Clause 105 of the Company's Constitution and who has offered herself for re-election.  | 5          |     |         |         |
|                   | ii. To re-elect Azman Ahmad who retires pursuant to Clause 105 of the Company's Constitution and who has offered himself for re-election.  | 6          |     |         |         |
| 6                 | To re-appoint Messrs. PricewaterhouseCoopers PLT as auditors of the Company for the financial year ending 31 December 2022 and to authorise the Directors to fix their remuneration.   | 7          |     |         |         |
| SPECIAL BUSINESS  |  |            |     |         |         |
| 7                 | Proposed Mandates.   | 8          |     |         |         |
| 8                 | Authority for Directors to allot and issue shares.   | 9          |     |         |         |

(Please indicate with an "X" in the space whether you wish your votes to be cast **FOR** or **AGAINST** the resolutions. In the absence of such specific instructions, your proxy will vote or abstain as he thinks fit).

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2022

Signature(s)/Common Seal of Member(s)

The proportions of my/our holding to be represented by my/our proxies are as follows:

|              | No. of shares | Percentage  |
|--------------|---------------|-------------|
| First Proxy  |               |             |
| Second Proxy |               |             |
| <b>Total</b> |               | <b>100%</b> |

Notes:

1. Fully Virtual AGM

- Our Company will conduct its 11<sup>th</sup> AGM on a fully virtual basis through live streaming and online remote voting using the RPEV facilities via online meeting platform at <https://meeting.boardroomlimited.my> (Online Meeting Platform). Please follow the procedures provided in the **Administrative Guide** for the 11<sup>th</sup> AGM in order to register, participate and vote remotely via RPEV facilities.
- With the RPEV facilities, a Shareholder may exercise his/her right to participate (including to pose questions to the Board/Management of our Company) and vote at the 11<sup>th</sup> AGM, at the comfort of their home.
- The venue of the 11<sup>th</sup> AGM is the Online Meeting Platform which is located in Malaysia being the main venue and is strictly for the purpose of compliance with Section 327(2) of the Companies Act, 2016 which requires the Chairman of the Meeting to be present at the main venue. In a fully virtual general meeting, all meeting participants including the Chairman of the meeting, Board members, Senior Management and Shareholders are required to participate in the meeting online through the Online Meeting Platform only.
- The Administrative Guide has taken into account the latest measures to-date to deal with the COVID-19 situation announced and/or implemented in Malaysia which affects the holding or conduct of general meetings. In view of the uncertainties and the surge in COVID-19 infections, the Company will have to observe the guidelines or new procedures as may be issued by the Government from time to time, which may affect the administration of the 11<sup>th</sup> AGM as set out in this Administrative Guide. Any material developments or updates on the 11<sup>th</sup> AGM will be announced on the website of Bursa Malaysia Securities Berhad and published onto the Company's website regularly.

2. Proxy

- Shareholders who are unable to participate in the 11<sup>th</sup> AGM may appoint Proxy(ies) to vote on their behalf. Where a Shareholder appoints two (2) Proxies, each Proxy appointed shall represent a minimum of one hundred (100) shares and the appointment of such Proxies shall not be valid unless the Shareholder specifies the proportion of his/her shareholding to be represented by each of such Proxy. Independent Scrutineer will be present to verify that the voting is conducted properly and fairly.
- 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 the exempt authorised nominee may appoint in respect of each omnibus account it holds. An exempt authorised nominee refers to an authorised nominee defined under the Securities Industry (Central Depositories) Act 1991 (SICDA) which is exempted from compliance with provisions of Section 25A(1) of SICDA.
- Where an exempt authorised nominee appoints two (2) or more proxies, the proportion of Shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies.  
  
The instrument appointing a proxy shall be in writing under the hands of the appointor or of his attorney duly authorised in writing or if the appointor is a corporation either under its common seal, or the hand of its officer or its duly authorised attorney. An instrument appointing a proxy to vote at a meeting shall be deemed to include the power to demand or join in demanding a poll on behalf of the appointor.

- The appointment of Proxy may be made in hardcopy form or by electronic means as follows:

In Hardcopy Form

The Proxy Form shall be deposited at the office of the Share Registrar of the Company at **Boardroom Share Registrars Sdn Bhd, 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** no later than **Monday, 6 June 2022 at 11.00 a.m.**, and in default the Proxy Form shall not be treated as valid.

By Electronic Means

The Proxy Form may be submitted:

- to the Share Registrar of the Company, **Boardroom Share Registrars Sdn Bhd** via e-mail to **bsr.helpdesk@boardroomlimited.com**, no later than **Monday, 6 June 2022 at 11.00 a.m.** or
- via electronic means (**E-PROXY LODGEMENT**) no later than **Monday, 6 June 2022 at 11.00 a.m.** (please refer to the Annexure to the Proxy Form for further information on submission via e-Proxy).

3. Corporate Shareholders, Authorised Nominees and Exempt Authorised Nominees

For Corporate Shareholders, Authorised Nominees and Exempt Authorised Nominees who wish to participate and vote remotely via RPEV facilities at the 11<sup>th</sup> AGM of the Company, please refer to the procedures under item 2 of the Administrative Guide for the 11<sup>th</sup> AGM.

4. Shareholders entitled to participate and vote

For purposes of determining a Shareholder who shall be entitled to participate and vote at the 11<sup>th</sup> AGM of the Company, the Company shall be requesting from Bursa Malaysia Depository Sdn Bhd, in accordance with Clause 63 of the Company's Constitution and Section 34(1) of SICDA, to issue a General Meeting Record of Depositors as at **31 May 2022. Only a depositor whose name appears on the General Meeting Record of Depositors as at 31 May 2022 shall be entitled to participate and vote at the 11<sup>th</sup> AGM or appoint a Proxy(ies) to participate and vote on such depositor's behalf.**

5. Request for remote participation user ID and password

The registration for remote participation will be open from **11.00 a.m. Wednesday, 27 April 2022 until 11.00 a.m. Monday, 6 June 2022**. Please follow the procedures provided in the Administrative Guide for the 11<sup>th</sup> AGM in order to participate in the 11<sup>th</sup> AGM remotely via RPEV facilities.

6. Voting

Pursuant to Paragraph 8.29A(1) of the Listing Requirements, all resolutions set out in the Notice of the 11<sup>th</sup> AGM of the Company will be put to vote by poll. Poll Administrator will be appointed to conduct the poll via e-voting process and Independent Scrutineers will be appointed to verify the poll results.

**Shareholders can proceed to vote on the resolutions and submit their votes at any time from the commencement of the 11<sup>th</sup> AGM at 11.00 a.m. until a time when the Chairman of the meeting announces the completion of the voting session. Upon completion of the voting session for the 11<sup>th</sup> AGM, the Independent Scrutineers will verify and announce the poll results followed by the Chairman of the meeting's declaration whether the resolutions are duly passed.**

*please fold here to seal*



**SHARE REGISTRAR**  
**Boardroom Share Registrars Sdn Bhd**  
11<sup>th</sup> Floor, Menara Symphony  
No. 5, Jalan Prof. Khoo Kay Kim  
Seksyen 13, 46200 Petaling Jaya  
Selangor Darul Ehsan, Malaysia

*please fold here to seal*

## ANNEXURE TO THE PROXY FORM

### Dear Shareholders,

We are pleased to inform that as a Shareholder, you have the option to submit your Proxy Form via electronic means (e-Proxy) in paperless form. Once you have successfully submitted your e-Proxy form, you are no longer required to complete and submit the physical Proxy Form to the office of the Share Registrar of the Company.

To assist you on how to engage with e-Proxy, kindly read and follow the guidance notes which are detailed below:

### ELECTRONIC LODGEMENT OF PROXY FORM OF THE 11<sup>TH</sup> AGM (E-PROXY LODGEMENT)

#### Step 1 : Register online with Boardroom Smart Investor Portal (for first time registration only)

*[Note: If you have already signed up with Boardroom Smart Investor Portal, you are not required to register again. You may proceed to Step 2 below for e-Proxy lodgement.]*

- a. Access Boardroom's website at <https://investor.boardroomlimited.com>
- b. Click <<**Register**>> to sign up as a user. Registration is free.
- c. Complete registration with all required information. Upload and attach a softcopy of your MYKAD (for Malaysian) front and back or your Passport (for non-Malaysian).
- d. Please enter a valid e-mail address and wait for Boardroom's e-mail verification to complete the registration.
- e. Your registration will be verified and approved within one (1) business day and an email notification will be provided.

#### Step 2 : e-Proxy lodgement

- a. Access Boardroom's website at <https://investor.boardroomlimited.com>
- b. Login with your user ID (i.e. e-mail address) and password from Step 1 above.
- c. Select **MSM MALAYSIA HOLDINGS BERHAD ELEVENTH (11<sup>th</sup>) ANNUAL GENERAL MEETING** from the list of Corporate Meeting and click **Enter**.
- d. Click on submit **e-Proxy Form**.
- e. Read the terms and conditions and confirm the declaration.
- f. Enter the CDS account number and indicate the number of securities for your Proxy to vote on your behalf.
- g. Appoint the Chairman of the Meeting as your Proxy and enter the required particulars.
- h. Indicate your voting instructions – **FOR** or **AGAINST** or **ABSTAIN**. If you wish to have your proxy(ies) to act upon his/her discretion, please indicate **DISCRETIONARY**.
- i. Review and confirm your Proxy appointment.
- j. Click submit.
- k. Download or print the e-Proxy form acknowledgement.

# ADMINISTRATIVE DETAILS

## FOR THE ELEVENTH ANNUAL GENERAL MEETING (11<sup>TH</sup> AGM)

|                         |   |
|-------------------------|---|
| Event                   | : 11 <sup>th</sup> AGM  |
| Day and date            | : Wednesday, 8 June 2022  |
| Time                    | : 11.00 a.m.  |
| Online Meeting Platform | : <a href="https://meeting.boardroomlimited.my">https://meeting.boardroomlimited.my</a><br>(Domain Registration No. with MYNIC – D6A357657)<br>Provided by Boardroom Share Registrars Sdn Bhd   |
| Mode of Communication   | <ol style="list-style-type: none"><li>1. Shareholders may pose questions during live streaming using the messaging window facility to submit questions during the 11<sup>th</sup> AGM. The messaging window facility will be opened one (1) hour before the 11<sup>th</sup> AGM which is from 10.00 a.m. on Wednesday, 8 June 2022.</li><li>2. Shareholders may submit questions in advance on the 11<sup>th</sup> AGM resolution commencing from 27 April 2022 and in any event no later than 11.00 a.m., 30 May 2022 via Boardroom Smart Investor Portal at <a href="https://investor.boardroomlimited.com">https://investor.boardroomlimited.com</a> using the same user ID and password provided in Step 2 below, and select “SUBMIT QUESTION” to pose questions (Pre-11<sup>th</sup> AGM Questions).</li></ol> |

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### FULLY VIRTUAL AGM

- a. In support of the Government of Malaysia’s ongoing efforts to contain the spread of the COVID-19 and in line with the revised Guidance Note and Frequently Asked Questions (FAQs) on the Conduct of General Meetings for Listed Issuers issued by the Securities Commission of Malaysia on 16 July 2021 (Revised SC Guidance), MSM would like to leverage on technology advancement by conducting the 11<sup>th</sup> AGM on a fully virtual basis through live streaming and online remote voting using the RPEV facilities via online meeting platform at <https://meeting.boardroomlimited.my> (Online Meeting Platform). Please follow the procedures provided in the Administrative Guide for the 11<sup>th</sup> AGM in order to register, participate and vote remotely via RPEV facilities.
- b. With the RPEV facilities, a Shareholder may exercise his/her right to participate (including to pose questions to the Board/Management of our Company) and vote at the 11<sup>th</sup> AGM, at the comfort of their home.
- c. The venue of the 11<sup>th</sup> AGM is the Online Meeting Platform which is located in Malaysia being the main venue and is strictly for the purpose of compliance with Section 327(2) of the Companies Act, 2016 which requires the Chairman of the Meeting to be present at the main venue. In a fully virtual general meeting, all meeting participants including the Chairman of the Meeting, Board Members, Senior Management and Shareholders are required to participate in the meeting through the Online Meeting Platform only.
- d. In view of the uncertainties and the surge in COVID-19 infections, the Company will have to observe the guidelines or new procedures as may be issued by the Government from time to time, which may affect the administration of the 11<sup>th</sup> AGM as set out in this Administrative Guide. Any material developments or updates on the 11<sup>th</sup> AGM will be announced on the website of Bursa Malaysia Securities Berhad and published onto the Company’s website regularly.

### ENTITLEMENTS TO PARTICIPATE AND VOTE

Only a depositor (Shareholder) whose name appears on the General Meeting Record of Depositors as at 31 May 2022 shall be entitled to participate and vote at the 11<sup>th</sup> AGM or appoint the Chairman of the Meeting as Proxy to participate and vote on such depositor’s behalf.

### REMOTE PARTICIPATION AND VOTING FACILITIES

- a. Shareholders are required to go online, participate and vote at the virtual 11<sup>th</sup> AGM via remote participation. Kindly follow the steps and instructions listed below on how to register to participate in the 11<sup>th</sup> AGM remotely.
- b. Steps for Registration for Remote Participation and Voting.

# ADMINISTRATIVE DETAILS

## FOR THE ELEVENTH ANNUAL GENERAL MEETING (11<sup>TH</sup> AGM)

### BEFORE THE AGM DAY

#### 1. Online Registration with Boardroom Smart Investor Portal (for first time registration only)

*[Note: If you have already signed up with Boardroom Smart Investor Portal, you are not required to register again. You may proceed to Step 2 - Submit request for Remote Participation user ID and password.]*

- a. Access website **<https://investor.boardroomlimited.com>**.
- b. Click <<**Register**>> to sign up as a user.
- c. Complete registration with all required information. Upload and attached softcopy of MYKAD (for Malaysian) front and back or Passport (for non-Malaysian).
- d. Please enter a valid email address and wait for Boardroom's email verification.
- e. Your registration will be verified and approved within one (1) business day and an e-mail notification will be provided.

#### 2. Submit Request for Remote Participation User ID and Password

*[Note: The registration for remote access will be open from **11.00 a.m. on Wednesday, 27 April 2022 until 11.00 a.m. on Monday, 6 June 2022.**]*

##### Individual Shareholders

- a. Login to **<https://investor.boardroomlimited.com>** using your user ID and password registered under Step 1.
- b. Select <<**MSM MALAYSIA HOLDINGS BERHAD ELEVENTH (11<sup>th</sup>) ANNUAL GENERAL MEETING**>> from the list of Corporate Meeting and click "**Enter**".
- c. Click on "**Register for RPEV**".
- d. Read and agree to the terms and conditions and thereafter confirm the declaration.
- e. Enter your CDS account number and thereafter submit your request.
- f. You will receive a notification from Boardroom that your request has been received and is being verified.
- g. Upon system verification against the General Meeting Record of Depositors as at 31 May 2022, you will receive an e-mail from Boardroom either approving or rejecting your registration for remote participation.
- h. If your registration is approved, you will also receive your remote access user ID and password in the same email from Boardroom after the closing date.

##### Corporate Shareholders

- a. Write in to **[bsr.helpdesk@boardroomlimited.com](mailto:bsr.helpdesk@boardroomlimited.com)** by providing the name of the Corporate Shareholder, CDS account number accompanied with the scanned copy of the Certificate of Appointment of Corporate Representative or Proxy Form to submit the request.
- b. Please provide a scanned copy of the Corporate Representative's MYKAD (for Malaysian) front and back or Passport (for non-Malaysian) in JPEG or PNG format as well as his/her e-mail address.
- c. You will receive a notification from Boardroom that your request has been received and is being verified.
- d. Upon system verification against the General Meeting Record of Depositors as at 31 May 2022, you will receive an e-mail from Boardroom either approving or rejecting your registration for remote participation.
- e. If your registration is approved, you will also receive your remote access user ID and password in the same email from Boardroom after the closing date.

##### Authorised Nominees and Exempt Authorised Nominees

- a. Write in to **[bsr.helpdesk@boardroomlimited.com](mailto:bsr.helpdesk@boardroomlimited.com)** by providing the name of the Shareholder, CDS account number accompanied with the Proxy Form to submit the request.
- b. Please provide a scanned copy of the Proxy Holder's MYKAD (for Malaysian) front and back or Passport (for non-Malaysian) in JPEG or PNG format as well as his/her e-mail address.
- c. You will receive a notification from Boardroom that your request has been received and is being verified.
- d. Upon system verification against the General Meeting Record of Depositors as at 31 May 2022, you will receive an e-mail from Boardroom either approving or rejecting your registration for remote participation.
- e. If your registration is approved, you will also receive your remote access user ID and password in the same email from Boardroom after the closing date.



# ADMINISTRATIVE DETAILS

## FOR THE ELEVENTH ANNUAL GENERAL MEETING (11<sup>TH</sup> AGM)

### ON THE AGM DAY


#### 3. Login to Virtual Meeting Portal

*[Please note that the quality of the connectivity to virtual meeting portal for live streaming as well as for online remote voting is highly dependent on the bandwidth and the stability of the internet connectivity available at the location of the remote users.]*

- The virtual meeting portal is open for login starting from **10.00 a.m. on Wednesday, 8 June 2022**, one (1) hour before the commencement of the AGM, which can be accessed via one of the following methods:
  - Launch RPEV facilities by scanning the QR Code provided in the email notification under Step 2; or
  - Access to the Online Meeting Platform via website at **<https://meeting.boardroomlimited.my>**.
- Insert the Meeting ID number provided in the email notification under Step 2.
- Login with your remote access user ID and password provided to you via the email notification under Step 2.


#### 4. Submit questions online

*[Note: Questions submitted online will be moderated before being sent to the Chairman of the Meeting to avoid repetition. All questions will be presented with the full name of the Individual Shareholders, Proxies and Corporate Representatives raising the questions. You may pose questions from **10.00 a.m. on Wednesday, 8 June 2022** until voting session commences.]*

- If you would like to ask a question during the 11<sup>th</sup> AGM, select the messaging icon .
- Type your question within the chat box, once completed click <<**Send**>> button.
- The messaging icon will be disabled when the voting session commences.


#### 5. Online remote voting

*[Please note that the quality of the connectivity to virtual meeting portal for online remote voting is highly dependent on the bandwidth and the stability of the internet connectivity available at the location of the remote users. You may start voting from **11.00 a.m. on Wednesday, 8 June 2022** until a time when the Chairman of the meeting announces the completion of the voting session.]*

- Once voting is open, the polling icon  will appear with the resolution and your voting choices.
- To vote, select your voting direction from the options provided. A confirmation message will appear to show your vote has been received.
- To change your vote, re-select another voting direction.
- If you wish to cancel your vote, please click <<**Cancel**>> button.
- If you wish to abstain from voting on a particular resolution, please click <<**Cancel**>> button.

#### 6. Remote participation through live streaming

*[Please note that the quality of the connectivity to virtual meeting portal for live streaming is highly dependent on the bandwidth and the stability of the internet connectivity available at the location of the remote users.]*

- If you would like to view the live streaming, select the broadcast icon .
- The moment the Chairman of the Meeting announces the closure of the 11<sup>th</sup> AGM, the live streaming will end.
- You can now logout from the virtual meeting portal.

### PROXY

- If you are a Shareholder and you are unable to participate in the 11<sup>th</sup> AGM and you wish to appoint a Proxy to vote on your behalf, please submit your Proxy Form in accordance with notes and instructions printed therein. Independent Scrutineer will be present to verify that the voting is conducted properly and fairly.
- If you are a Shareholder and wish to participate in the 11<sup>th</sup> AGM yourself, please do not submit any Proxy Form as you will not be allowed to participate in the 11<sup>th</sup> AGM together with a Proxy appointed by you.
- The appointment of Proxy may be made in hardcopy form or by electronic means as follows:

In Hardcopy Form

The Proxy Form shall be deposited at the office of the Share Registrar of the Company, **Boardroom Share Registrars Sdn Bhd, Ground Floor or 11<sup>th</sup> Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13,**

# ADMINISTRATIVE DETAILS

## FOR THE ELEVENTH ANNUAL GENERAL MEETING (11<sup>TH</sup> AGM)

**46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia** no later than **Monday, 6 June 2022 at 11.00 a.m.**, and in default the Proxy Form shall not be treated as valid.

### By Electronic Means

The Proxy Form may be submitted:

- i. to the Share Registrar of the Company, **Boardroom Share Registrars Sdn Bhd** via e-mail to **bsr.helpdesk@boardroomlimited.com**, no later than **Monday, 6 June 2022 at 11.00 a.m.**; or
  - ii. via electronic means (e-Proxy) no later than **Monday, 6 June 2022 at 11.00 a.m.** (please refer to the Annexure to the Proxy Form for further information on submission via e-Proxy).
- d. Please refer to the notes in the Notice and Proxy Form of the 11<sup>th</sup> AGM for detailed explanation.

### **ANNUAL INTEGRATED REPORT 2021 (AIR 2021) AND 11<sup>TH</sup> ANNUAL GENERAL MEETING DOCUMENTS (11<sup>TH</sup> AGM DOCUMENTS)**

The following documents are available on Bursa Malaysia Berhad's website at [www.bursamalaysia.com](http://www.bursamalaysia.com) and also at the Company's website:

- AIR 2021\* : <http://www.msmsugar.com/investor-relations/annual-reports>
- 11<sup>th</sup> AGM Documents : <http://www.msmsugar.com/investor-relations/annual-reports>
  - Notice of the 11<sup>th</sup> AGM
  - Proxy Form
  - Administrative Guide
  - Request Form
- Circular to Shareholders\*\* : <http://www.msmsugar.com/investor-relations/annual-reports>
- Corporate Governance Report 2021 : <http://www.msmsugar.com/investor-relations/annual-reports>

Any request for printed copy of the AIR 2021 should be made via the Request Form available at <http://www.msmsugar.com/investor-relations/annual-reports> and email it to Encik Anas Khalid at **anas.khalid@boardroomlimited.com**.

Shareholders are advised to consider the environment before you decide to print the above reports or request for the printed copy of the AIR 2021. The environmental concerns like global warming, deforestation, climate change and many more affect every human, animal and nation on this planet.

### *Notes:*

- \* *The AIR 2021 includes the Audited Financial Statements for the financial year ended 31 December 2021 and the Reports of the Directors and Auditors thereon.*
- \*\* *Circular to Shareholders on the Proposed Renewal of Shareholders' Mandate for the Existing Recurrent Related Party Transactions of a Revenue or Trading Nature for MSM and its Group of Companies (MSM Holdings Group) and Proposed Shareholders' Mandate for the New Recurrent Related Party Transactions of a Revenue or Trading Nature for the MSM Holdings Group.*

### **e-VOUCHERS**

The Company will provide e-vouchers to all Shareholders/Proxies/Corporate Representatives who participated at the 11<sup>th</sup> AGM.

### **ENQUIRIES FOR AGM**

- a. If you have any enquiry relating to the 11<sup>th</sup> AGM Administrative Guide, please contact our **Investor Relations** during office hours:

E-mail : **investor.relations@msmsugar.com**

- b. If you have any enquiry relating to the RPEV facilities for the virtual 11<sup>th</sup> AGM, registration and Proxy Form, please contact **Boardroom Share Registrars Sdn Bhd**, the Company's Share Registrar during office hours:

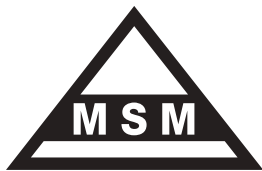
Person in-charge : Encik Anas Khalid

Direct line : +603 7890 4730

Tel (Help Desk) : +603 7890 4700

Fax : +603 7890 4670

E-mail : **anas.khalid@boardroomlimited.com**



MSM MALAYSIA HOLDINGS BERHAD  
Registration No. : 201101007583 (935722-K)

# REQUEST FORM

## REQUEST FOR AN UNABRIDGED PRINTED VERSION OF MSM MALAYSIA HOLDINGS BERHAD ANNUAL INTEGRATED REPORT 2021

Kindly fill in your details below and e-mail this Request Form it to the given e-mail address.

To: The Share Registrar

Please send to me/us an unabridged printed version of the **MSM Malaysia Holdings Berhad Annual Integrated Report 2021**.

Name of Shareholder : \_\_\_\_\_

MYKAD (for Malaysian)/  
Passport No (for Non-Malaysian)  
/Company No : \_\_\_\_\_

CDS Account No : \_\_\_\_\_

Address : \_\_\_\_\_

Telephone No : \_\_\_\_\_

E-mail : \_\_\_\_\_

Signature of Shareholder

\_\_\_\_\_

Date:

Contact details for the unabridged printed version of **MSM Malaysia Holdings Berhad Annual Integrated Report 2021**:

### BOARDROOM SHARE REGISTRARS SDN BHD

E-mail : [anas.khalid@boardroomlimited.com](mailto:anas.khalid@boardroomlimited.com)

#### NOTE:

1. In view of the Movement Control Order, please expect some delay for the Share Registrar to deliver the requested hardcopy of the Annual Integrated Report 2021.
2. The Annual Integrated Report 2021 may be downloaded from <http://www.msmsugar.com/investor-relations/annual-reports>.

Kopi ke...  
Teeeh ke...  
janji gula  
peket hijau!



**MSM MALAYSIA HOLDINGS BERHAD**  
Registration No.: 201101007583 (935722-K)

Level 44, Menara Felda  
Platinum Park  
No. 11, Persiaran KLCC  
50088 Kuala Lumpur

Tel No : +603 2181 5018  
Fax No : +603 2181 5015  
E-mail : investor.relations@msmsugar.com



[www.msmsugar.com](http://www.msmsugar.com)



A Member of  
**FGV**

SWEETENING LIVES SINCE 1964