



PPB GROUP BERHAD

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT an Extraordinary General Meeting (“EGM”) of PPB Group Berhad (“PPB” or “Company”) will be held at Selangor Room 1, B2 Level, Shangri-La Hotel Kuala Lumpur, 11 Jalan Sultan Ismail, 50250 Kuala Lumpur on Tuesday, 10 July 2018 at 10.00 a.m. or at any adjournment thereof, for the purpose of considering and, if thought fit, passing the following ordinary resolution:-

ORDINARY RESOLUTION

PROPOSED BONUS ISSUE OF UP TO 237,099,976 NEW ORDINARY SHARES IN PPB (“PPB SHARES”) (“BONUS SHARES”) ON THE BASIS OF ONE (1) BONUS SHARE FOR EVERY FIVE (5) EXISTING PPB SHARES HELD ON AN ENTITLEMENT DATE TO BE DETERMINED LATER (“ENTITLEMENT DATE”) (“PROPOSED BONUS ISSUE”)

“**THAT** subject to and conditional upon the approvals of all relevant authorities or parties being obtained (if required), approval be and is hereby given to the Board of Directors of PPB (“Board”) to capitalise up to RM237,099,976 from the Company’s retained earnings for the purpose of the Proposed Bonus Issue;

THAT approval be and is hereby given to the Board to apply such capitalised sum to pay in full for up to 237,099,976 Bonus Shares to be allotted and issued to the entitled shareholders of the Company whose names appear in the Record of Depositors of the Company as at the close of business on the Entitlement Date on the basis of one (1) Bonus Share for every five (5) existing PPB Shares held;

THAT any fractional entitlement arising from the Proposed Bonus Issue shall be disregarded and dealt with in such manner as the Board in its absolute discretion deems fit, expedient and in the best interest of the Company;

THAT such Bonus Shares shall, upon issuance and allotment, rank equally in all respects with the then existing PPB Shares, save and except that they will not be entitled to any dividend, right, allotment and/or other distribution that may be declared, made or paid to the shareholders, the entitlement date of which is prior to the date of allotment of the Bonus Shares;

AND THAT approval be and is hereby given to the Board to do or to procure to be done all such acts, deeds and things and to execute, sign and deliver on behalf of the Company, all such documents as it may deem necessary, expedient and/or appropriate to implement, give full effect and complete the Proposed Bonus Issue, with full powers to amend and/or assent to any conditions, modifications, variations and/or amendments in any manner as required by the relevant authorities or as the Board may deem fit in connection with the Proposed Bonus Issue and in the best interest of the Company.”

BY ORDER OF THE BOARD

Mah Teck Keong
Company Secretary
MAICSA 0820976

Kuala Lumpur
22 June 2018

Notes:-

- A member of the Company entitled to attend and vote at the EGM may appoint a proxy to attend and vote in his/her stead. A proxy need not be a member of the Company.*
- The Proxy Form must be signed by the appointer or his/her attorney duly authorised in writing or in the case of a corporation, executed under its common seal or under the hand of an officer or attorney duly authorised.*
- The instrument appointing a proxy must be deposited at the registered office of the Company not less than 48 hours before the time for holding the EGM or any adjournment thereof.*
- Except for an exempt authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991, a member shall not be entitled to appoint more than two (2) proxies to attend and vote at the same meeting. Where a member appoints two (2) proxies, the appointments shall be invalid unless he/she specifies the proportion of his/her shareholdings to be represented by each proxy.*
- Only members whose names appear in the Record of Depositors on 29 June 2018 shall be eligible to attend in person or appoint proxies to attend and/or vote on their behalf at the EGM.*

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