



LPI CAPITAL BHD
196201000175 (4688-D)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 59th Annual General Meeting (**AGM**) of LPI Capital Bhd will be held at Sabah Room, Basement II, Shangri-La Hotel Kuala Lumpur, 11 Jalan Sultan Ismail, 50250 Kuala Lumpur, Malaysia on Thursday, 26 March 2020 at 11.00 a.m. for the following purposes:

AGENDA

As Ordinary Business

1. To lay before the meeting the Audited Financial Statements for the financial year ended 31 December 2019 and the Reports of the Directors and Auditors thereon. **(Please refer to Explanatory Note 1)**
2. To re-elect the following Directors who retire by rotation in accordance with Clause 94 of the Company's Constitution and who being eligible offer themselves for re-election:
 - i. Mr. Tan Kok Guan **Ordinary Resolution 1**
 - ii. Mr. Quah Poh Keat **Ordinary Resolution 2**
3. To approve the payment of Directors' fees of RM1,085,000 for the financial year ended 31 December 2019. **Ordinary Resolution 3**
4. To approve the payment of Directors' Benefit on Allowances for Directors amounting to RM286,500 for the financial year ended 31 December 2019. **Ordinary Resolution 4
(Please refer to Explanatory Note 2)**
5. To approve the Directors' Benefit on insurance coverage for Non-Executive Directors from 59th AGM to 60th AGM of the Company. **Ordinary Resolution 5
(Please refer to Explanatory Note 3)**
6. To re-appoint Messrs. KPMG PLT as Auditors of the Company for the financial year ending 31 December 2020 and to authorise the Directors to fix the Auditors' remuneration. **Ordinary Resolution 6**

By Order of the Board

KONG THIAN MEE

MAICSA 7024050

Company Secretary

Kuala Lumpur

26 February 2020

NOTES:

1. Only depositors whose names appear in the Record of Depositors as at 18 March 2020 be regarded as members and entitled to attend, speak and vote at the meeting.
2. A member entitled to attend and vote at the meeting is entitled to appoint not more than two (2) proxies (or in the case of a corporation, a duly authorised representative) to attend and vote in his stead. A proxy may but need not be a member of the Company.
3. Where a member of the Company is an authorised nominee as defined in the Securities Industry (Central Depositories) Act, 1991, it may appoint not more than two (2) proxies in respect of each securities account it holds in ordinary shares of the Company standing to the credit of the said securities account.
4. Where a member appoints two (2) proxies, the appointment shall be invalid unless he specifies the proportion of his shareholdings to be represented by each proxy.
5. 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 which is exempted from compliance with the provisions of subsection 25A(1) of the said Act.
6. The instrument appointing a proxy shall be in writing under the hand of the appointer or his attorney duly authorised in writing or, if the appointer is a corporation, either under its common seal or under the hand of an officer or attorney duly authorised.
7. The instrument appointing a proxy must be deposited at the office of the Share Registrar, Tricor Investor & Issuing House Services Sdn Bhd at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or alternatively, Tricor Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia no later than 25 March 2020 at 11.00 a.m. You can also have the option to submit the proxy appointment electronically via Tricor's TIH Online website at <https://tjih.online> no later than 25 March 2020 at 11.00 a.m. For further information on the electronic submission of Proxy Form, kindly refer to the Annexure to Proxy Form.
8. Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in this Notice of Meeting will be put to vote by poll.

EXPLANATORY NOTES:

1. The Audited Financial Statements are for discussion only as they do not require shareholders' approval pursuant to the provision of Sections 248(2) and 340(1)(a) of the Companies Act 2016. Hence, this matter will not be put for voting.
2. The breakdown of the proposed payment of Directors' Allowances amounting to RM286,500 for the financial year ended 31 December 2019 is as set out below:
 - (i) Meeting Attendance Allowances
 - (a) Board of Directors' Meeting Attendance Allowance of RM1,500 per meeting;
 - (b) Audit Committee (AC) Meeting Attendance Allowance of RM1,500 per meeting; and
 - (c) Risk Management Committee Meeting Attendance Allowance of RM1,500 per meeting.
 - (ii) AC Allowance of RM3,000 per month.
3. Directors' Benefit on insurance coverage for Non-Executive Directors is as per following:

Insurance	Premium
(i) Hospitalisation and Surgical Insurance	RM8,683
(ii) Personal Accident Insurance	RM858
(iii) Travel Insurance	RM773