NOTICE OF ANNUAL GENERAL MEETING



NOTICE IS HEREBY GIVEN THAT the Twenty-Third Annual General Meeting ("23rd AGM") of AEON Credit Service (M) Berhad will be conducted virtually for the purpose of considering and, if thought fit, passing with or without modifications the resolutions as set out in this Notice.

- Meeting Date Time
- : Wednesday, 24 June 2020
- **Meeting Platform** Mode of Communication
- : 10.30 a.m.
- : https://web.lumiagm.com/
- : i. Submit questions to the Board prior to the 23rd Annual General Meeting ("AGM") by emailing to ir info@aeoncredit.com.my no later than 10.30 a.m. on Friday, 19 June 2020
- ii. Pose questions to the Board via real time submission of typed texts at https://web.lumiagm.com/ during live streaming of the 23rd AGM

AGENDA

As Ordinary Business

- To receive the Audited Financial Statements for the financial year ended 29 (Please refer to the whichever is earlier: February 2020 together with the Reports of the Directors and Auditors Explanatory Note (i)) thereon To approve the payment of a final dividend of 14.00 sen per ordinary share 2. **Ordinary Resolution 1** in respect the financial year ended 29 February 2020. 10. To transact any other business of which due notice shall have been given in accordance with the To approve the Directors' Fees up to an aggregate amount of RM1.528 million in respect of the financial year ended 29 February 2020 and payments 3. Ordinary Resolution 2 Companies Act 2016 and the Constitution of the Company. (Please refer to the thereof. Explanatory Note (ii)) To approve the payment of Benefits Payable to the Chairman / Non-Independent Non-Executive Director up to an aggregate amount of Ordinary Resolution 3 RM31,150 from 25 June 2020 until the next AGM of the Company in year 2021 2020 5. To re-elect the following Directors who are retiring pursuant to Clause 148 of the Constitution of the Company: A depositor shall qualify for entitlement to the Dividend only in respect of: Ng Eng Kiat Dato' Md Kamal bin Ismaun (i) Ordinary Resolution 4 Ordinary Resolution 5 (ii) (a)Tomokatsu Yoshitoshi (iii Ordinary Resolution 6 in respect of transfers; and S Sunthara Moorthy A/L S Subramaniam YBhg. Datuk Adinan bin Maning Ordinary Resolution 7 Ordinary Resolution 8 (iv) (v) (b) Datin Khoo Pek Ling Datin Yasmin Ahmad Merican (vi) Ordinary Resolution 9 Bursa Securities. (vii) Ordinary Resolution 10 (viii) Rashidah binti Abu Bakar Ordinary Resolution 11 BY ORDER OF THE BOARD (ix) Lee Tvan Jen **Ordinary Resolution 12** TAI YIT CHAN (SSM PC No. 202008001023) (MAICSA 7009143) WONG WEI FONG (SSM PC No. 201908001352) (MAICSA 7006751) To re-elect the following Directors who are retiring pursuant to Clause 153 of 6. **Company Secretaries** the Constitution of the Company: Yuro Kisaka Ordinary Resolution 13 (i) Selangor Darul Ehsan Date: 22 May 2020 Masaaki Mangetsu **Ordinary Resolution 14** (ii) To re-appoint Messrs. Deloitte PLT as Auditors of the Company and to 7. **Ordinary Resolution 15** NOTES As part of the initiatives to curb the spread of Coronavirus Disease 2019 (COVID-19), the Company will conduct the 23rd AGM entirely via remote participation and electronic voting facilities. Kindly refer to the attached Administrative Details for the 23rd AGM for more authorise the Directors to fix their remuneration. via remote participation and electronic voting facilities. Kindly refer to the attached Administrative Details for the 23rd AGM for more information. The only venue involved is the broadcast venue for the compliance with Section 327(2) of the Companies Act 2016 that the Chairman of the Meeting shall be present at the main venue of the AGM. No Shareholders/ Proxies/Corporate Representatives from the public should be physically present nor admitted at the broadcast venue on the day of the AGM. As the 23rd AGM will be conducted as a fully virtual meeting, a member who is not able to participate in the AGM is encouraged to appoint the Chairman of the Meeting as his/her proxy and indicate the voting instruction in the Form of Proxy. A member of the Company entitled to attend, participate, speak and vote at this Meeting is entitled to appoint up to two (2) proxies to attend, participate, speak and vote in his/her stead at the same meeting. Where a member appoints up to two (2) proxies to attend, participate, speak and vote in his/her stead at the same meeting. Where a member is an Event Authorised Nominee which holds ordinary shares in the Company for multiple beneficial owners in one securities account ("omnibus account") as defined under the Securities industry (Central Depositories) Act, 1991, there is no limit to the number or of proxies which the Exempt Authorised Nominee may appoint in respect of each omnibus account it holds. The instrument appointing a proxy by a member who is entitled to participate and vote at the Meeting, shall be in writing, executed by the appointor or of his/her attorney duy authorised low rith appointing a proxy or the power of attorney or other authority, if any, under which it is signed or a natrially certified copy of that power or authority shall be deposited at the effice of the Company's Share Registrar office at 11th Floor, Meara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia not less than forty-eight (48) hours b As Special Business To consider and, if thought fit, to pass the following resolutions: 4. Proposed Renewal of Authority under Sections 75 and 76 of the Companies 8. Ordinary Resolution 16 Act 2016 for the Directors to allot and issue shares (Please refer to the Explanatory Note (iii)) 5. "THAT pursuant to Sections 75 and 76 of the Companies Act 2016, the Directors be and are hereby authorised to allot and issue shares in the share capital of the Company at any time until the conclusion of the next AGM, 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 issued does not exceed ten per centum (10%) of the total number of issued shares of the Company for the time being, subject always to the approval of all relevant regulatory bodies being obtained for such time as mentioned above. allotment and issue! In respect of deposited securities, only members whose names appear on the Record of Depositors on 12 June 2020 (General Meeting Record of Depositors) shall be eligible to attend the meeting or appoint proxy(ies) to attend, participate and/or vote on his/her behalf. Pursuant to Paragraph 8.29A(1) of the MMLR of Bursa Securities, all the resolutions set out in the Notice of the 23rd AGM will be put to 9. Proposed Renewal of Existing Shareholders' Mandate for Recurrent Related Ordinary Resolution 17 vote by way of poll Party Transactions of a Revenue or Trading Nature and Proposed New Shareholders' Mandate for Additional Recurrent Related Party Transactions (Please refer to the Explanatory Note (iv)) EXPLANATORY NOTES EXPLANATORY NOTES:
 (i) Item 1 of the Agenda - To receive the Audited Financial Statements Agenda item 1 is meant for discussion only as the provision of Section 340(1)(a) of the Companies Act 2016 does not require a formal approval of shareholders for the Audited Financial Statements. Hence, this item on the Agenda is not put forward for voting.
 (ii) Ordinary Resolution 3 - To approve the payment of Benefits Payable to the Chairman/Non-Independent Non-Executive Director up to an aggregate amount of RM31,150 from 25 June 2020 until the next AGM of the Company in year 2021 The benefits payable (excluding Directors' Fees) to Mr. Ng Eng Kiat, the Chairman/Non-Independent Non-Executive Director of the Company, comprises benefits-in-kind (computed in accordance with Lembaga Hasil Dalam Negeri's guideline) for the use of a company car, driver and petrol.
 (iii) Ordinary Resolution 16 - Proposed Renewal of Authority under Sections 75 and 76 of the Companies Act 2016 for the Directors to allot and issue shares of a Revenue or Trading Nature ("Proposed Shareholders' Mandate") "THAT, subject to the Main Market Listing Requirements ("MMLR") of Bursa Malaysia Securities Berhad ("Bursa Securities"), approval be and is hereby given for the Company to enter into the recurrent transactions of a revenue or trading nature as set out in Section 2.2 of the Circular to Shareholders dated 22 May 2020 ("Circular") with the related parties mentioned therein Ordinary Resolution 16 - Proposed Renewal of Authority under Sections 75 and 76 of the Companies Act 2016 for the Directors to allot and issue shares The Company had, during its Twenty-Second AGM held on 20 June 2019, obtained its shareholders' approval for the general mandate for issuance of shares pursuant to Sections 75 and 76 of the Companies Act 2016. As at the date of this notice, the Company han on issued any shares pursuant to that mandate obtained. The ordinary resolution 16 proposed under item 8 of the Agenda is a renewal of the general mandate for issuance of shares by the Company under Sections 75 and 76 of Companies Act 2016. The resolution, if passed, will provide flexibility for the Company and empower the Directors to allot and issue new shares speedily in the Company up to an amount not exceeding in total ten per centum (10%) of the issued shares of the Company for such purposes as the Directors consider would be in the interest of the Company. This would eliminate any delay arising from and cost involved in convening a general meeting to obtain approval of the harhendolders for such issuance of shares. This authority, unless revoked or varied by the Company at a general meeting, will expire at the next AGM of the Company. which are necessary for the Company's day-today operations. THAT the Company be and is hereby authorised to enter into the recurrent a) the transactions are in the ordinary course of business and on normal commercial terms which are not more favourable to the related parties than those generally available to the public and are not to the detriment of the minority shareholders of the Company; and the Company. This authority will provide flexibility to the Company for any possible fund raising activities, including but not limited to further placing of shares for purpose of funding investment project(s), working capital and/or acquisition(s). Ordinary Resolution 17 - Proposed Shareholders' Mandate Ordinary Resolution 17 proposed under item 9 of the Agenda, if passed, will allow the Company to enter into recurrent related party transactions in accordance with paragraph 10.09 of the MMLR of Bursa Securities and the necessity to convene separate general meetings from time to time to seek shareholders' approval as and when such recurrent related party transactions occur would not arise. This would reduce substantial administrative time and expenses associated with the convening of such meetings without compromising the corporate objectives of the Company or affecting the business opportunities available to the Company. The shareholders' mandate is subject to renewal on an annual basis. Further information on the Proposed Shareholders' Mandate is set out in the Circular to Shareholders dated 22 May 2020 which was despatched together with this Annual Report. the Company the disclosure will be made in the Annual Report of the breakdown of the aggregate value of the Recurrent Related Party Transactions entered into b) pursuant to the Proposed Shareholders' Mandate during the financial year with details on the nature and type of Recurrent Related Party Transactions, the names of the related parties involved in each type of Recurrent Related Party Transactions and their relationships with the Company.
 - THAT the authority conferred shall continue to be in force until:
 - i) the conclusion of the next AGM of the Company following the forthcoming AGM at which the Proposed Shareholders' Mandate is approved, at which time it will lapse, unless by a resolution passed at the AGM, the mandate is again renewed;
 - the expiration of the period within which the next AGM of the ii) Company is required to be held pursuant to Section 340(2) of the Companies Act 2016 (but shall not extend to such extension as may be allowed pursuant to Section 340(4) of the Companies Act 2016); or

iii) revoked or varied by resolution passed by the shareholders in general meeting,

ANDTHAT the Directors of the Company be and are hereby authorised to complete do all such acts and things (including executing all such documents as may be required) as they may consider expedient or necessary to give effect to the Proposed Shareholders' Mandate."

NOTICE OF DIVIDEND ENTITLEMENT AND PAYMENT

NOTICE IS HEREBY GIVENTHAT, subject to the approval of the shareholders at the 23rd AGM, a final dividend of 14.00 sen per ordinary share in respect of the financial year ended 29 February 2020 will be paid to shareholders on 16 July 2020. The entitlement date for the said dividend shall be 2 July

- shares transferred into the Depositor's securities account before 4.30p.m. on 2 July 2020
- shares bought on Bursa Securities on a cum entitlement basis according to the Rules of

PERSONAL DATA PRIVACY

PERSONAL DATA PRIVACY By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, participate, speak and vote at the AGM and/or any adjournment thereof, a member of the Company (i) consents to the collection, use and disclosure of the member's personal data by the Company (or its agents) for the purpose of the processing and administration by the Company (or its agents) of proxies and representatives appointed for the AGM (including any adjournment thereof) and the preparation and complation of the attendance lists, minutes and other documents relating to the AGM (including any adjournment thereof) and in order for the Company (or its agents) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "Purposes"), (ii) warrants that where the member discloses the personal data of the member's proxy(ies) and/or representative(s) to the Company (or its agents), the member abtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents) of the personal data of such proxy(ies) and/or representative(s) for the cultection, use and disclosure by the Company (or its agents) of the personal data of such proxy(ies) and/or representative(s) for the cultection, use and tisclosure by the Company (or its agents) of the personal data of such proxy(ies) and/or representative(s) for the cultection, use and tisclosure by the Company (or its agents) and/or the personal data of such proxy(ies) and/or representative(s) for the cultection, use and tisclosure by the Company (or its agents) to the personal data of such proxy(ies) and/or representative(s) for the cultection, use and tisclosure by the Company (or its agents) and the personal data of such proxy(ies) and/or representative(s) for the cultection, use and tisclosure by the Company (or its agents) to the personal data of such proxy(ies) and/or tepresentative(s) for the cultection, use and tisclosure by the company (or



AEON CREDIT SERVICE (M) BERHAD Registration No. 199601040414 (412767-V) (Incorporated in Malaysia)

ADMINISTRATIVE DETAILS OF THE TWENTY-THIRD ("23RD") ANNUAL GENERAL MEETING

Meeting Date	:	Wednesday, 24 June 2020
Time	:	10.30 a.m.
Meeting Platform	:	https://web.lumiagm.com/
Mode of Communication	:	 i. Submit questions to the Board prior to the 23rd Annual General Meeting ("AGM") by emailing to ir_info@aeoncredit.com.my no later than 10.30 a.m. on Friday, 19 June 2020 ii. Pose questions to the Board via real time submission of typed texts at https://web.lumiagm.com/ during live streaming of the 23rd AGM
Broadcast Venue	:	Level 3A, UOA Corporate Tower, Avenue 10, The Vertical, Bangsar South City, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur

MODE OF MEETING

In light of the Coronavirus Disease 2019 (COVID-19) outbreak and as part of the safety measures, the 23rd AGM of AEON Credit Service (M) Berhad ('the Company") will be conducted **on a fully virtual basis through live webcast and online remote voting using the Remote Participation and Voting Facilities**. This is 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 (further revised on 23 April 2020 and 14 May 2020).

Kindly note that it is your responsibility to ensure the stability of the internet connectivity throughout of the AGM is maintained as the quality of the live webcast and online remote voting are dependent on the bandwidth and stability of the internet connection of the participants.

The Broadcast Venue mentioned above is strictly for the purpose of complying with Section 327(2) of the Companies Act 2016 which stipulates that the Chairman of the meeting shall be at the main venue of the 23rd AGM and in accordance with Clause 86 of the Company's Constitution which allows a meeting of members to be held at more than one venue, using any technology or method that enables the members of the Company to participate and to exercise the members' right to speak and vote at the meeting. **No Shareholders/Proxies/Corporate Representatives** from the public should be physically present nor admitted at the Broadcast Venue on the day of the AGM.

DIGITAL COPIES OF ANNUAL GENERAL MEETING DOCUMENTS

As part of our dedicated commitment to sustainable practices, please scan the QR code for the following documents of the Company, which are also available in following documents can be downloaded from the Company's website at https://www.aeoncredit.com.my/aeoncredit.com.

- 1. Annual Report 2020
- 2. Corporate Governance Report 2020
- 3. Notice of the 23rd AGM and Form of Proxy
- 4. Administrative Details of the 23rd AGM
- 5. Circular in relation to Shareholders' Mandate for Recurrent Related Party Transaction of a Revenue or Trading Nature dated 22 May 2020



Shareholders of the Company who wish for a printed copy of the Annual Report 2020 and/or Circular should submit your request to the Company's Investor Relations at ir_info@aeoncredit.com.my and must provide all the required information accurately, i.e. full name, CDS Account Number, full mailing address and shareholder's mobile number. The Annual Report 2020 and/or Circular will be delivered as soon as reasonably practicable.

PROCEDURES FOR REMOTE PARTICIPATION AND VOTING (RPV)

Please read and follow the procedures below to engage in RPV through live webcast and online remote voting at the 23rd AGM:

Procedure	Actions				
Before the day of the AGM					
1. Register Online with Boardroom Smart Investor Portal	 [Note: If you have already signed up with Boardroom Smart Investor Portal, you are not required to register. You may proceed to Step 2.] a. Access website https://boardroomlimited.my. b. Click <<login>> and click <<register>> to sign up as a user.</register></login> c. Complete registration and upload softcopy of MyKAD (front and back) or Passport. d. Please enter a valid email address. Your registration will be verified and approved within one (1) business day and an email notification will be provided. 				

Pro	ocedure	Actions			
Bet	Before the day of the AGM				
2.	Submit request for remote participation	Registration for remote access will be opened on 22 May 2020. Please note that the closing time to submit your request is at 10.30 a.m. on 22 June 2020 (forty-eight (48) hours before the commencement of the AGM).			
		Individual Members			
		 a. Log in to https://boardroomlimited.my. b. Select "Hybrid/Virtual Meeting" from main menu and select the correct Corporate Event "AEON Credit 23rd AGM" Virtual Meeting. c. Enter your CDS Account. d. Read and agree to the terms and conditions and thereafter submit your request. 			
		Corporate Shareholders			
		 a. Write in to bsr.helpdesk@boardroomlimited.com by providing the name of Member, CDS Account Number accompanied with the Certificate of Appointment of Corporate Representative or Form of Proxy to submit the request. b. Please provide a copy of Corporate Representative's MyKad (Front and Back) or Passport as well as his/her email address. 			
		Authorised Nominee and Exempt Authorised Nominee			
		 a. Write in to bsr.helpdesk@boardroomlimited.com by providing the name of Member, CDS Account Number accompanied with the Form of Proxy to submit the request. b. Please provide a copy of Proxy Holder's MyKad (Front and Back) or Passport as well as his/her email address. 			
3.	Email notification	 a. You will receive notification(s) from Boardroom Share Registrars Sdn. Bhd. ("Boardroom") that your request(s) has been received and is/are being verified. b. Upon system verification against the General Meeting Record of Depositories as at 12 June 2020, you will receive an email from Boardroom either approving or rejecting your registration for remote participation together with your remote access user ID, password and login user guide. 			

Pro	ocedure	Actions			
On	On the day of the AGM				
4.	Login to Meeting Platform	 a. The Meeting Platform will be open for login one (1) hour before the commencement of the AGM. b. The Meeting Platform can be accessed via one of the following: Download the free Lumi AGM application from Apple App Store or Google Play Store; or Scan the QR Code provided in the email notification; or Navigate to the website at https://web.lumiagm.com/ c. Enter the Meeting ID No. and sign in with the user ID and password provided in the confirmation email from Boardroom. 			
5.	Participate	 [Note: Questions submitted online will be moderated before being sent to the Chairman to avoid repetition. All questions and messages will be presented with the full name of the participant raising the question.] a. If you would like to view the live webcast, select the broadcast icon. b. If you would like to ask a question during the AGM, select the messaging icon. c. Type your message within the chat box, click the send button once completed. 			
6.	Voting	 a. Once voting has been opened, the polling icon will appear with the resolutions and your voting choices. b. To vote, simply select your voting direction from the options provided. A confirmation message will appear to show your vote has been received. c. To change your vote, simply select another voting direction. d. If you wish to cancel your vote, please press "Cancel". 			
7.	End of Participation	Upon the announcement by the Chairman on the closure of the AGM, the live webcast will end and the messaging window will be disabled.			

ENTITLEMENT TO PARTICIPATE AND VOTE

In respect of deposited securities, only shareholders whose names appear on the Record of Depositors on 12 June 2020 (General Meeting Record of Depositors) shall be eligible to attend the AGM and/or appoint proxy(ies) to attend, participate and/or vote on his/her behalf.

PROXY AND FORM OF PROXY

In accordance to the Company's Constitution, Shareholders are entitled to vote at the AGM either personally, electronically or by Proxy. As the 23rd AGM will be conducted via a virtual meeting, shareholders who are unable to participate in the AGM are encouraged to appoint the Chairman of the Meeting as his/her proxy and indicate the voting instructions in the Form of Proxy.

The appointment of Proxy may be made in hard copy or electronic form as follows:

In hard copy

Shareholders may deposit the duly executed Form of Proxy at the office of our Share Registrar, Boardroom Share Registrars Sdn. Bhd. no later than 10.30 a.m. on Monday, 22 June 2020.

In electronic form

The Form of Proxy may be submitted:

- i. electronic means through Boardroom Smart Investor Portal at https://www.boardroomlimited.my/ (for individual shareholders only); or
- ii. via e-mail to bsr.helpdesk@boardroomlimited.com

before the Form of Proxy lodgement cut-off time as mentioned above. You may download the Form of Proxy for the AGM from our website at http://www.aeoncredit.com.my.

REVOCATION OF PROXY

If you have submitted your Form of Proxy and subsequently decide to appoint another person or wish to participate in our electronic AGM by yourself, please write in to bsr.helpdesk@boardroomlimited.com to revoke the earlier appointed proxy forty-eight (48) hours before the AGM.

VOTING PROCEDURE

- 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 GovernAce Advisory & Solutions Sdn. Bhd. as the Scrutinisers to verify the poll results.
- During the virtual AGM, the Chairman will invite the Poll Administrator to brief on the e-Voting housekeeping rules. The voting session will commence as soon as the Chairman calls for the poll to be opened and until such time when the Chairman announces the closure of the poll for each Resolution.
- E-Voting for each of the resolutions as set out in the Notice of 23rd AGM will take place upon the conclusion of the deliberations or Questions and Answers session of each business transacted at the AGM.
- The Chairman will declare the result of the polling upon completion of the polling for each resolution.

NO FOOD PACKS, VOUCHERS AND DOOR GIFTS

To ensure social and physical distancing and as a measure to reduce crowds in accordance with the COVID-19 guidelines issued by Ministry of Health, there will be no distribution of food packs, vouchers and door gifts at the AGM.

PRE-MEETING SUBMISSION OF QUESTIONS TO THE BOARD OF DIRECTORS

Shareholders may submit questions to the Board in advance of the 23rd AGM by emailing to ir_info@aeoncredit.com.my no later than 10.30 a.m. on Friday, 19 June 2020. The Board will endeavor to answer the questions received at the AGM.

NO RECORDING OR PHOTOGRAPHY

No recording or photography of the AGM proceedings is allowed without the prior written permission of the Company.

ENQUIRY

If you have any enquiries prior to the AGM, please contact the following during office hours from Monday to Friday (9.00 a.m. to 5.00 p.m.):

AEON Credit Service (M) Berhad

Address : Level 18, UOA Corporate Tower Avenue 10, The Vertical Bangsar South City No. 8, Jalan Kerinchi 59200 Kuala Lumpur Malaysia General Line : +603-2772 9000 Fax Number : +603-2711 4110 Email : ir_info@aeoncredit.com.my

Boardroom Share Registrars Sdn. Bhd.

Address : 11th Floor, Menara Symphony No. 5, Jalan Prof. Khoo Kay Kim Seksyen 13 46200 Petaling Jaya Selangor Darul Ehsan Malaysia General Line : +603-7890 4700 Fax Number : +603-7890 4670 Email : bsr.helpdesk@boardroomlimited.com

PERSONAL DATA PRIVACY

By registering for the remote participation and electronic voting meeting and/or submitting an instrument appointing a proxy(ies) and/or representative(s), the member of the Company has consented to the use of such data for purposes of processing and administration by the Company (or its agents); and to comply with any laws, listing rules, regulations and/or guidelines. The member agrees that he/she will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the shareholder's breach of warranty.