



## MAA GROUP BERHAD

(Registration No.: 199801015274 (471403-A))  
(Incorporated in Malaysia)

### NOTICE OF EXTRAORDINARY GENERAL MEETING

**NOTICE IS HEREBY GIVEN THAT** an Extraordinary General Meeting (“EGM”) of MAA Group Berhad (“MAAG” or “Company”) will be held electronically in its entirety via remote participation and voting facilities (“RPV”) at the broadcast venue at **Astana Meeting Room, 15th Floor, No. 566, Jalan Ipoh, 51200 Kuala Lumpur (“Broadcast Venue”)** on Tuesday, 30 June 2020 at 11.00 a.m., or immediately after the conclusion of the 22nd Annual General Meeting of the Company which will be held at the same venue and on the same day at 10.00 a.m., whichever is later, for the purpose of considering and, if thought fit, passing the following resolution, with or without modification:

#### **ORDINARY RESOLUTION**

**PROPOSED VARIATION TO THE UTILISATION OF PROCEEDS ARISING FROM THE DISPOSAL OF MAA TAKAFUL BERHAD (NOW KNOWN AS ZURICH TAKAFUL MALAYSIA BERHAD) (“PROPOSAL”)**

“THAT approval be and is hereby granted to the Company to vary the intended manner of utilisation of the proceeds of RM91.87 million arising from the disposal of MAA Takaful Berhad (now known as Zurich Takaful Malaysia Berhad) which was completed on 30 June 2016 to the manner and to the extent as set out in Section 2 of the Circular to Shareholders of the Company dated 15 June 2020.

AND THAT the Directors be and are hereby authorised to do all acts and things as they may consider necessary or expedient in the best interest of the Company with full powers to assent to any conditions, modifications, variations and/or amendments as may be required, or imposed by the relevant authorities, and to take all steps and to execute all such documents as may be required to implement, finalise and give full effect to the Proposal.”

#### **BY ORDER OF THE BOARD**

**LILY YIN KAM MAY (MAICSA NO. 0878038)**

Company Secretary

Kuala Lumpur  
15 June 2020

Notes: -

1. As part of the initiatives to curb the spread of coronavirus disease 2019 (COVID-19), the EGM will be conducted electronically in its entirety via RPV which are available on the website at [www.tracemanagement.com.my](http://www.tracemanagement.com.my). Please follow the procedures provided in the Administrative Details of EGM in order to register, participate and vote remotely via the RPV.
2. The Broadcast Venue is strictly for the purpose of complying with Section 327(2) of the Companies Act, 2016 which requires the Chairman to be at the main venue of the meeting. No shareholders/proxies from the public should be physically present at the Broadcast Venue on the day of the EGM.
3. Members may submit questions to the Board of Directors of MAAG (“Board”) prior to the EGM to the Investor Relations at [AngelineLim@maa.my](mailto:AngelineLim@maa.my) or [lily@crestcorp.com.my](mailto:lily@crestcorp.com.my) no later than 10.30 a.m. on Monday, 22 June 2020 or to use the Question and Answer platform to transmit questions to the Board via RPV.
4. Since the EGM will be conducted electronically in its entirety via RPV, a member entitled to attend and vote at the meeting may appoint the Chairman of the meeting as his/her proxy and indicate the voting instruction in the Proxy Form.
5. A member entitled to attend and vote at the meeting is entitled to appoint not more than two (2) proxies to attend and vote in his stead. A proxy may but need not be a member of the Company. Where a member appoints more than one (1) proxy, the appointments shall be invalid unless he specifies the proportion of his shareholdings to be represented by each proxy.
6. Where a member is an Exempt 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 shall be no limit to the number of proxies which the Exempt Authorised Nominee may appoint in respect of each omnibus account it holds.
7. The instrument appointing a proxy shall be in writing, executed by the appointor or of his attorney duly authorised in writing or, if the appointor is a corporation, either under its seal or signed by an officer or attorney so authorised.
8. The instrument appointing a proxy must be deposited at the Company’s Registered Office, Suite 11.05, 11th Floor, No. 566, Jalan Ipoh, 51200 Kuala Lumpur, not less than 48 hours before the time appointed for holding the meeting or any adjournment thereof.
9. Any alteration in the form of proxy must be initialled.
10. For the purpose of determining a member who shall be entitled to attend this EGM, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd in accordance with Clauses 72(4)(a), 72(4)(b) and 72(4)(c) of the Company’s Constitution and Section 34(1) of the Securities Industry (Central Depositories) Act, 1991 to issue a General Meeting Record of Depositors as at 22 June 2020. Only a depositor whose name appears on the Record of Depositors as at 22 June 2020 shall be entitled to attend, speak and vote at the said meeting or appoint proxy(ies) to attend, speak and/or vote on his/her behalf.
11. Pursuant to Paragraph 8.29A of Bursa Malaysia Securities Berhad Main Market Listing Requirements, the resolution set out in the Notice of EGM will be put to vote on a poll.