

## **NOTIFICATION TO SHAREHOLDERS**

**IN RELATION TO**

### **9TH ANNUAL GENERAL MEETING**

### **POSTPONEMENT AND WITHDRAWAL OF AN AGENDA ITEM**

**Dear Shareholders,**

The Company had on 12 June 2020 announced the Notice of the Ninth Annual General Meeting (“AGM Notice”) of Sapura Energy Berhad (“the Company”) that the Ninth Annual General Meeting (“9th AGM”) of the Company will be conducted fully virtual via Meeting Platform <https://web.lumiagm.com> (Remote Participation and Voting Platform) at the Broadcast Venue located at Multi-Purpose Hall, Ground Floor, Sapura@Mines, No. 7, Jalan Tasik, The Mines Resort City, 43300 Seri Kembangan, Selangor Darul Ehsan, Malaysia for the purpose of considering and if thought fit, passing with or without modifications the resolutions set out in the AGM Notice.

Following the recent change on the Chairmanship of the Company, the Board of Directors of the Company wishes to inform that the 9th AGM which was originally scheduled to be held on Wednesday, 15 July 2020 at 10.00 a.m. is postponed to the date as set out below. In addition, Ordinary Resolution No. 4 as set out in the AGM Notice is withdrawn, the details of which are as stated below:

Day and Date	: Thursday, 30 July 2020
Time	: 10.00 a.m.
Withdrawal of resolution	: Ordinary Resolution No. 4 to re-elect Encik Abdul Jalil Abdul Rasheed who retires pursuant to Article 85 of the Constitution of the Company who being eligible offers himself for re-election.

Save and except for the withdrawal of Ordinary Resolution No. 4, all other resolutions as stated in the AGM Notice dated 15 June 2020 remain unchanged. With the withdrawal of the above resolution, there will be eight (8) resolutions to be tabled at the Postponed 9th AGM.

The Annual Report 2020 together with the Notice of the Postponed 9th AGM, Administrative Notes and Proxy Form of the Postponed 9th AGM are available at [www.sapuraenergy.com/ar2020](http://www.sapuraenergy.com/ar2020) and announced to Bursa Malaysia Securities Berhad on 30 June 2020.

If you require a printed copy of the Annual Report 2020, please contact our Share Registrar at the contact number stated below or complete the Requisition Form which was circulated to shareholders on 15 June 2020 together with the AGM Notice and mail it to Hastini Hassim of Boardroom Share Registrars Sdn. Bhd. whose contact details are listed below. Please take note that the printed copy of Annual Report 2020 will only be available from 10 July 2020 onwards:

**Requisition of Annual Report 2020**

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

**Telephone Number**

General Line +603-7890 4700  
Hastini Hassim +603-7890 4702  
Hastini.Hassim@boardroomlimited.com

**General Enquiries**

Sapura Energy Berhad  
Sapura@Mines, No. 7, Jalan Tasik,  
The Mines Resort City  
43300 Seri Kembangan,  
Selangor Darul Ehsan, Malaysia

**Telephone Number**

Azrim Akhtar Abdul Karim +603-8659 9204  
Muhammad Farid Dzulkapri +603-8659 9212

The Board would like to extend its apologies for any inconvenience caused arising from the above changes.

By Order of the Board,

**AZNI ARIFFIN**

(SSM Practicing Certificate No. 202008003324)

(LS 0008791)

Company Secretary

# NOTICE OF THE POSTPONED ANNUAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN THAT** the Postponed Ninth Annual General Meeting of Sapura Energy Berhad (“the Company”) will be conducted fully virtual for the purpose of considering and if thought fit, passing with or without modifications the resolutions set out in this notice.

Meeting Platform	: <a href="https://web.lumiagm.com">https://web.lumiagm.com</a> (Remote Participation and Voting Platform)
Day and Date	: Thursday, 30 July 2020
Time	: 10.00 a.m.
Broadcast Venue	: Multi-Purpose Hall, Ground Floor, Sapura@Mines, No. 7, Jalan Tasik The Mines Resort City, 43300 Seri Kembangan, Selangor Darul Ehsan, Malaysia

## AGENDA

### AS ORDINARY BUSINESS

- |  |   |
|--|---|
| <p>1. To receive the Audited Financial Statements of the Company for the financial year ended 31 January 2020 together with the Reports of the Directors and Auditors thereon.<br/>Please refer to Explanatory Note A</p>  | <p><b>Ordinary Resolution 1</b></p>   |
| <p>2. To re-elect the following Directors who retire by rotation pursuant to Article 80 of the Constitution of the Company and who being eligible offer themselves for re-election:<br/>(a) Dato’ Shahrman Shamsuddin<br/>(b) Datuk Ramlan Abdul Rashid<br/>Please refer to Explanatory Note B</p>                   | <p><b>Ordinary Resolution 2</b></p>   |
| <p>3. To re-elect the following Directors who retire pursuant to Article 85 of the Constitution of the Company and who being eligible offer themselves for re-election:<br/>(a) Dato’ Mohammad Azlan Abdullah<br/>(b) Syed Ali Syed Salem Alsagoff<br/>(c) Lim Tiang Siew<br/>Please refer to Explanatory Note B</p> | <p><b>Ordinary Resolution 3</b><br/><b>Ordinary Resolution 4</b><br/><b>Ordinary Resolution 5</b></p> |
| <p>4. To approve the payment of Directors’ fees and benefits up to an amount of RM4,500,000 to the Non-Executive Directors of the Company with effect from 31 July 2020 until the next Annual General Meeting of the Company in 2021.<br/>Please refer to Explanatory Note C</p>                                     | <p><b>Ordinary Resolution 6</b></p>   |
| <p>5. To re-appoint Ernst &amp; Young PLT as Auditors of the Company until the conclusion of the next Annual General Meeting and to authorise the Board of Directors to determine their remuneration.<br/>Please refer to Explanatory Note D</p>   | <p><b>Ordinary Resolution 7</b></p>   |

## NOTICE OF THE POSTPONED ANNUAL GENERAL MEETING (CONT'D.)

### AS SPECIAL BUSINESS

To consider and, if thought fit, to pass the following resolution, with or without modifications:

**6. Authority for Directors to Allot and Issue Shares under Sections 75 and 76 of the Companies Act 2016**

“THAT subject to the Company’s Constitution and the Main Market Listing Requirements of Bursa Malaysia Securities Berhad (“Bursa Securities”), the Directors be and are hereby empowered, pursuant to Sections 75 and 76 of the Companies Act 2016, to allot and issue shares in the Company at any time and upon such terms and conditions and for such purpose as the Directors may, in their absolute discretion deem fit, provided that the aggregate number of shares issued pursuant to this resolution does not exceed ten per centum (10%) of the total number of issued shares of the Company as at the date of such issuance and that the Directors be and are also hereby empowered to obtain all necessary approvals from the relevant authorities for the issuance and the listing of and quotation for the additional shares so issued on Bursa Securities and that such authority shall continue to be in force until the conclusion of the next Annual General Meeting of the Company.”

Please refer to Explanatory Note E

**7. To transact any other business of which due notice shall have been given in accordance with the Companies Act 2016 and the Constitution of the Company.**

### Ordinary Resolution 8

### BY ORDER OF THE BOARD

#### AZNI ARIFFIN

(SSM Practicing Certificate No. 202008003324)

(LS 0008791)

Company Secretary

Seri Kembangan, Selangor Darul Ehsan

30 June 2020

#### Notes:

**1. Mode of Meeting**

The Postponed Ninth Annual General Meeting (“Postponed 9th AGM”) of the Company will be conducted on a fully virtual basis through live streaming and online remote voting by shareholders via the Remote Participation and Voting (“RPV”) Platform. Please follow the steps and procedures provided in the Administrative Notes for the Postponed 9th AGM of the Company in order to register, participate and vote remotely via the RPV Platform.

The primary mode of communication by shareholders for the Postponed 9th AGM is via text messaging facilities provided under the RPV Platform. In the event of any technical glitch in the primary mode of communication, all other reasonable modes of communication is acceptable for the Postponed 9th AGM.

**2. Venue**

The venue of the Postponed 9th AGM is the Broadcast Venue which is 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. Shareholders/proxy(ies) will not be allowed to attend the Postponed 9th AGM in person at the Broadcast Venue on the day of the Postponed 9th AGM of the Company.

**3. Voting**

All resolutions in the Notice of the Postponed 9th AGM are to be conducted by poll voting as per Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Securities via the RPV Platform.

**4. Proxy(ies)**

A member of the Company shall be entitled to appoint another person as his/her proxy to exercise all or any of his/her rights to attend, participate, speak and vote at a meeting of the members of the Company, subject to the Constitution of the Company.

A member entitled to attend and vote at the Postponed 9th AGM is entitled to appoint up to two (2) proxies to attend and vote on a poll in his stead. A proxy may, but need not be a member of the Company and there is no restriction as to the qualification of the proxy.

Where a member of the Company is an exempt authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991 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.

## NOTICE OF THE POSTPONED ANNUAL GENERAL MEETING (CONT'D)

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.

An instrument appointing a proxy shall be in writing and in the case of an individual shall be signed by the appointor or by his attorney; and in the case of a corporate member, shall be either under its common seal or signed by its attorney or an officer on behalf of the corporation.

The instrument appointing a proxy must be deposited with the Share Registrar of the Company, Boardroom Share Registrars Sdn. Bhd. at 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia not less than forty-eight (48) hours before the time appointed for the holding of the meeting, i.e., no later than 28 July 2020 at 10.00 a.m. or any adjournment thereof.

Alternatively, the instrument appointing a proxy may be deposited via electronic means through the Share Registrar's website, Boardroom Smart Investor Online Portal at [www.boardroomlimited.my](http://www.boardroomlimited.my) to login and deposit your proxy form electronically not less than forty-eight (48) hours before the time appointed for the holding of the meeting, i.e., no later than 28 July 2020 at 10.00 a.m. or any adjournment thereof.

### 5. Corporate Representatives

As an alternative to the appointment of a proxy, a corporate member may appoint its corporate representative to attend the Postponed 9th AGM pursuant to Section 333 of the Companies Act 2016. For this purpose and pursuant to Section 333(5) of the Companies Act 2016, the corporate member shall provide a certificate under its common seal as prima facie evidence of the appointment of the corporate representative.

### 6. Members Entitled to Attend

For the purpose of determining a member who shall be entitled to attend the Postponed 9th AGM in accordance with Article 59(2) of the Company's Constitution and Section 34(1) of the Securities Industry (Central Depositories) Act 1991, the Company shall be requesting Bursa Malaysia Depository Sdn. Bhd. to issue a General Meeting Record of Depositors as at 23 July 2020. Only a depositor whose name appears on the Record of Depositors as at 23 July 2020 shall be entitled to attend the Postponed 9th AGM or appoint proxies to attend and/or vote on his/her behalf.

### 7. Notes to holders of the Islamic Redeemable Convertible Preference Shares ("RCPS-i")

The holders of the RCPS-i shall be entitled to attend the Postponed 9th AGM but have no right to vote at the said meeting. The voting rights of the RCPS-i holders are detailed in the Constitution of the Company.

### 8. Explanatory Note A

This Agenda is meant for discussion only as under the provisions of Section 340(1)(a) of the Companies Act 2016 and the Company's Constitution, the Audited Financial Statements need not be approved by the shareholders and hence, the matter will not be put forward for voting.

### 9. Explanatory Note B for Ordinary Resolutions 1 to 5

Article 80 of the Company's Constitution expressly states that in every subsequent Annual General Meeting, at least one-third (1/3) of the Directors for the time being or the number nearest to one-third (1/3) shall retire from office provided always that all Directors shall retire from office once at least in each three (3) years and the retiring Directors shall be eligible to seek for re-election thereof.

Pursuant to Article 80, Dato' Shahrman Shamsuddin and Datuk Ramlan Abdul Rashid are standing for re-election at the Postponed 9th AGM.

Article 85 of the Company's Constitution stipulates that any newly appointed Director shall hold office only until the next Annual General Meeting of the Company at which the Director is due to retire under this Article, but shall then be eligible for re-election.

Pursuant to Article 85, Dato' Mohammad Azlan Abdullah, Syed Ali Syed Salem Alsagoff and Lim Tiang Siew are standing for re-election at the Postponed 9th AGM.

The Board has conducted an assessment and satisfied on the independence of the Independent Directors and the skills, experience, character, integrity, competency and contribution of all Directors who are seeking for re-election at the Postponed 9th AGM under Articles 80 and 85 of the Company's Constitution.

The profiles of the Directors standing for re-election are provided on pages 58, 59, 60, 63 and 65 of this Annual Report.

### 10. Explanatory Note C for Ordinary Resolution 6

Pursuant to Section 230(1) of the Companies Act 2016, fees and benefits payable to the Directors of the Company will have to be approved at a general meeting.

The amount of up to RM4,500,000 (2019: RM5,600,000) under the proposed Ordinary Resolution 6 comprising Directors' fees and benefits to Non-Executive Directors of the Company is estimated for the period from 31 July 2020 until the next Annual General Meeting of the Company to be held in 2021.

The proposed amount is approximately a 20% reduction from the amount approved at the last AGM on 18 July 2019 (RM5,600,000) upon taking into consideration the current economic situation and performance of the Company.

In determining the estimated total amount of Directors' fees and benefits payable for the Non-Executive Directors of the Company, the Board has agreed for a reduction of Board fees.

Benefits for Non-Executive Chairman of the Company comprising medical and insurance coverage, car allowance, driver, petrol and other claimable benefits. Benefits for other Non-Executive Directors comprises medical and insurance coverage and other claimable benefits.

Payment of Directors' fees will be made on a quarterly basis and/or as and when incurred.

### 11. Explanatory Note D for Ordinary Resolution 7

The Board Audit Committee and the Board have considered the re-appointment of Ernst & Young PLT as Auditors of the Company following the annual assessment of the suitability and independence of the Auditors and collectively agreed that Ernst & Young PLT have met the relevant criteria prescribed by Paragraph 15.21 of Main Market Listing Requirements of Bursa Securities.

### 12. Explanatory Note E for Ordinary Resolution 8

Subject to the Main Market Listing Requirements of Bursa Securities, the proposed Ordinary Resolution 8 is for the purpose of granting a renewed mandate and if passed, would enable the Directors to issue up to a maximum of ten per centum (10%) of the total number of issued shares of the Company as at the date of such issuance ("Renewed Mandate"). The Renewed Mandate, unless revoked or varied at a general meeting, will expire at the conclusion of the next Annual General Meeting of the Company.

The Renewed Mandate will enable Directors to take swift action in case of a need for corporate exercises or funds raising activities or in the event business opportunities arise which involve issuance of new shares and to avoid delay and cost in convening general meetings to approve such issuance of shares. Proceeds raised from the corporate exercises or funds raising activities will be utilised for funding future investment projects, working capital and/or acquisitions.

As at the date of this Notice, no new shares were issued pursuant to the mandate granted to the Directors at the Eighth Annual General Meeting held on 18 July 2019 which will lapse at the conclusion of this Postponed 9th AGM.

# STATEMENT ACCOMPANYING NOTICE OF THE POSTPONED ANNUAL GENERAL MEETING

PURSUANT TO PARAGRAPH 8.27(2) OF THE MAIN MARKET LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES BERHAD

## INDIVIDUALS WHO ARE STANDING FOR ELECTION AS DIRECTORS AT THE POSTPONED NINTH ANNUAL GENERAL MEETING OF THE COMPANY

There is no individual standing for election as Director (excluding Directors standing for re-election).

Details of the Directors who are standing for re-election are provided in the “Profiles of Board of Directors” on pages 58, 59, 60, 63 and 65 of this Annual Report. Details of their interests in the securities of the Company are set out in the “Analysis of Shareholders” on pages 278, 281 and 284 of this Annual Report.

# ADMINISTRATIVE NOTES – THE POSTPONED NINTH ANNUAL GENERAL MEETING (FULLY VIRTUAL)

## DAY, DATE AND TIME

Thursday,  
30 July 2020 at 10.00 a.m.

## BROADCAST VENUE FOR THE MEETING

Multi-Purpose Hall, Ground Floor, Sapura@Mines, No. 7, Jalan Tasik  
The Mines Resort City, 43300 Seri Kembangan, Selangor Darul Ehsan, Malaysia  
("Broadcast Venue")

## MODE OF MEETING

The Company's Postponed Ninth Annual General Meeting ("Postponed 9th AGM") will be conducted fully virtual via Remote Participation and Voting Platform ("RPV") in view of the COVID-19 outbreak and in line with the Guidance on the conduct of general meetings for Listed Issuers issued by the Securities Commission Malaysia on 18 April 2020 and was recently revised on 18 June 2020 which includes any amendments and updates that may be made from time to time.

Shareholders are not allowed to attend the Postponed 9th AGM of the Company in person at the Broadcast Venue on the day of the meeting. The Broadcast Venue which is the main venue is for the purpose of compliance with Section 327(2) of the Companies Act 2016 which requires the Chairman of the Meeting ("Chairman") to be present at the main venue of the Postponed 9th AGM.

## HOW TO JOIN THE MEETING

### Step 1 – Register/Sign-up as Online User

[Note: The registration/sign-up as online user will be opened on 30 June 2020 and closed at 10.00 a.m. on 28 July 2020]

Register online with Boardroom Smart Investor Portal (for first time registration only) in the manner stated below. Please proceed to Step 2, if you have already registered/signed up with Boardroom Smart Investor Portal earlier.

- Access website <https://www.boardroomlimited.my>
- Click <<Login>> and click <<Register>> to sign-up as a user.
- Complete registration and upload softcopy of MyKad (front and back) or Passport.
- Please enter a valid email address and wait for Boardroom's email verification.
- Your registration will be verified and approved within one business day and an email notification will be provided.

### Step 2 – Submit Request for Remote Participation User ID and Password

[Note: The registration for remote access will be opened on 30 June 2020 and closed at 10.00 a.m. on 28 July 2020]

#### Individual Members

- Login to [www.boardroomlimited.my](http://www.boardroomlimited.my) using your user ID and password from Step 1 above.
- Select "Virtual Meeting" from main menu and select the correct Corporate Event "**SAPURA ENERGY BERHAD NINTH (9TH) VIRTUAL ANNUAL GENERAL MEETING**".
- Read and agree to the terms & conditions and thereafter submit your request by clicking NEXT.
- Enter your CDS Account Number.

#### Corporate Shareholders

- Write in to [bsr.helpdesk@boardroomlimited.com](mailto: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.
- Please provide a copy of corporate representative's MyKad (Front and Back) as well as his/her email address.

#### Authorised Nominee and Exempt Authorised Nominee

- Write in to [bsr.helpdesk@boardroomlimited.com](mailto:bsr.helpdesk@boardroomlimited.com) by providing the name of Member, CDS Account Number accompanied with the Form of Proxy to submit the request. Authorised Nominee and Exempt Authorised Nominee must also provide a copy of the Proxy Holder's MyKad (Front and Back) as well as his/her email address.

For any of the above request:

- You will receive notification(s) from Boardroom that your request(s) has been received and is/are being verified.
- Upon system verification against the General Meeting Record of Depositor as at 23 July 2020, you will receive an email from Boardroom either approving or rejecting your registration for remote participation.
- You will also receive your remote access user ID and password along with the email from Boardroom if your registration is approved.
- Please note that the closing time to submit your request is at 10.00 a.m. on 28 July 2020 (48 hours before the commencement of the virtual AGM).
- The Login User Guide for participation, posing questions and voting at the Postponed 9th AGM, will be emailed to you together with your remote access user ID and password once your registration has been approved.

### Step 3 – Login to RPV (<https://web.lumiagm.com>)

[The quality of the connectivity to the RPV for live web cast as well as for remote online voting is highly dependent on the bandwidth and the stability of the internet connectivity available at the location of the remote users.]

- The RPV will be opened for login starting one (1) hour before the commencement of the Postponed 9th AGM at 10.00 a.m. on 30 July 2020.
- Follow the steps given to you in the email along with your remote access user ID and password to login to the RPV Platform, Boardroom Smart Investor Portal. (refer to item (e) of step 2 above)
- The steps will also guide you on how to view live web cast, ask questions and vote.
- The live web cast will end and the messaging window will be disabled upon the Chairman announces the closure of the Postponed 9th AGM.
- You can then logout from the RPV.

## ADMINISTRATIVE NOTES – THE POSTPONED NINTH ANNUAL GENERAL MEETING (FULLY VIRTUAL) (CONT'D.)

### VIRTUAL MEETING

- In line with the Malaysian Code on Corporate Governance 2017 Practice 12.3, by conducting a fully virtual Annual General Meeting (“AGM”), this would allow greater participation as it facilitates electronic voting and remote shareholders'/ proxies' participation. With the Remote Participation and Voting Platform (“RPV”), you may exercise your right as a member/proxy holder of the Company to participate remotely (including to pose questions to the Board of Directors and/or Management of the Company) and vote via electronic voting at the virtual AGM.
- Alternatively, you may also appoint the Chairman as your proxy to attend and vote on your behalf at the virtual AGM.

### PROXY

- Shareholders are encouraged to go online, participate, and vote at the Postponed 9th AGM using RPV. Shareholders who are unable to join the virtual AGM are encouraged to appoint the Chairman or their proxy to vote on their behalf.
- If you wish to attend the virtual AGM yourself, please do not submit any Proxy Form. You will not be allowed to attend the virtual AGM together with a proxy appointed by you.
- The Proxy Form can be deposited with the Share Registrars, Boardroom Share Registrars Sdn. Bhd. at Ground Floor or 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia, or by electronic means through the Share Registrar's website, Boardroom Smart Investor Online Portal, not later than forty-eight (48) hours before the Meeting, i.e., no later than 28 July 2020 at 10.00 a.m. Kindly follow the link at <https://www.boardroomlimited.my/> to login and deposit your Proxy Form electronically.




### REMOTE PARTICIPATION AND ELECTRONIC VOTING

- Please note that the remote participation and electronic voting is available to:
  - Individual member;
  - Corporate shareholder;
  - Authorised Nominee; and

(iv) Exempt Authorised Nominee.

- If you choose to participate in the virtual AGM, you will be able to view a live webcast of the AGM proceedings, pose questions to the Board, and submit your votes in real-time whilst the meeting is in progress.

### VOTING

- The voting will be conducted by poll in accordance with Paragraph 8.29A of Main Market Listing Requirements of Bursa Malaysia Securities Berhad.
- The Company has appointed Boardroom Share Registrars Sdn. Bhd. as the poll administrator to conduct the poll by way of electronic voting (“E-Voting”) and Boardroom Corporate Services Sdn. Bhd. as scrutineers to verify the poll result.
- During the AGM, real-time voting will be implemented and the Chairman will make the declaration of the poll result of each resolution after completion of voting for each resolution.
- For the purposes of this AGM, E-Voting will be carried via personal smart mobile phones , tablets  or laptops .
- There are three (3) methods for members and proxies who wish to use their personal voting device to vote remotely. The methods are:
  - Download the free Lumi AGM from Apple App Store or Google Play Store prior to the meeting; OR
  - Use QR Scanner Code given to you in the email received after successful registration; OR
  - Go to the website with URL <https://web.lumiagm.com>.

### PROCEDURES DURING ONLINE AGM

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

You must ensure that you are connected to the internet at all times in order to participate and vote when the AGM has commenced. Therefore, it is your responsibility to ensure that connectivity for the duration of the meeting is maintained. Kindly note that the quality of the live streaming is dependent on the bandwidth and stability of the internet connection at the location of the remote participants.

### NO VOUCHERS AND DOOR GIFTS

There will be no voucher(s) or any door gift(s) for shareholders/proxies who participate in the Postponed 9th AGM.

### ANNUAL REPORT

The Annual Report 2020 is available on Bursa Malaysia Securities Berhad's website at [www.bursamalaysia.com](http://www.bursamalaysia.com) under Company Announcements of Sapura Energy Berhad and also at the Company's website at [www.sapuraenergy.com](http://www.sapuraenergy.com). Alternatively, you may scan the QR code which is printed on the 9th AGM Postcard which was circulated to shareholders on 15 June 2020 (“AGM Postcard”) for the Annual Report 2020. No CD-ROM for Annual Report 2020 be provided to shareholders.

If you do require a printed copy of the Annual Report 2020, please contact the contact number below or complete the Requisition Form printed on the AGM Postcard and mail it to Cik Hastini Hassim of Boardroom Share Registrars Sdn. Bhd. whose contact details are listed below. Please take note that the printed copy of Annual Report 2020 will only be available from 10 July 2020 onwards:

#### Boardroom Share Registrars Sdn. Bhd.

11th Floor, Menara Symphony  
No. 5, Jalan Prof. Khoo Kay Kim  
Seksyen 13, 46200 Petaling Jaya  
Selangor Darul Ehsan, Malaysia

#### Telephone Number

General Line : +603-7890 4700  
Hastini Hassim : +603-7890 4702  
[Hastini.Hassim@boardroomlimited.com](mailto:Hastini.Hassim@boardroomlimited.com)

### ENQUIRIES

If you have any queries prior to the meeting, please contact the following persons during office hours:

#### Sapura Energy Berhad

Sapura@Mines  
No. 7, Jalan Tasik  
The Mines Resort City  
43300 Seri Kembangan  
Selangor Darul Ehsan, Malaysia

#### Telephone Number

Azrim Akhtar Abdul Karim : +603-8659 9204  
Muhammad Farid Dzulkapri : +603-8659 9212



# PROXY FORM



**Sapura Energy Berhad**  
Registration No: 201101022755 (950894-T)  
(Incorporated in Malaysia)

CDS Account No.		
Total No. of ordinary shares held		
No. of ordinary shares to be represented by each proxy	Proxy 1	Proxy 2

I/We \_\_\_\_\_  
(Full Name as per NRIC/Passport/Certificate of Incorporation in Capital Letters)

NRIC No./Passport No./Certificate of Incorporation No. \_\_\_\_\_

of \_\_\_\_\_  
(Full Address)

being a Member of SAPURA ENERGY BERHAD, do hereby appoint \_\_\_\_\_  
(Full Name as per NRIC/Passport in Capital Letters)

NRIC No./Passport No. \_\_\_\_\_  
of \_\_\_\_\_  
(Full Address & Email Address)

or failing him/her, \_\_\_\_\_  
(Full Name as per NRIC/Passport in Capital Letters)

NRIC No./Passport No. \_\_\_\_\_  
of \_\_\_\_\_  
(Full Address & Email Address)

or failing him/her, the CHAIRMAN OF THE MEETING, as my/our proxy to vote for me/us and on my/our behalf at the Postponed Ninth Annual General Meeting of Sapura Energy Berhad ("the Company") that will be conducted fully virtual via Remote Participation and Voting Platform (<https://web.lumiagm.com>) at the Broadcast Venue at Multi-Purpose Hall, Ground Floor, Sapura@Mines, No. 7, Jalan Tasik, The Mines Resort City, 43300 Seri Kembangan, Selangor Darul Ehsan, Malaysia on Thursday, 30 July 2020 at 10.00 a.m. or at any adjournment thereof.

Please indicate with an "X" in the space provided below how you wish your vote to be cast. If no specific direction as to voting is given, the Proxy will vote or abstain from voting at his/her discretion.

Resolutions		For	Against
<b>ORDINARY RESOLUTION 1</b>	Re-election of Dato' Shahrman Shamsuddin as Director of the Company		
<b>ORDINARY RESOLUTION 2</b>	Re-election of Datuk Ramlan Abdul Rashid as Director of the Company		
<b>ORDINARY RESOLUTION 3</b>	Re-election of Dato' Mohammad Azlan Abdullah as Director of the Company		
<b>ORDINARY RESOLUTION 4</b>	Re-election of Syed Ali Syed Salem Alsagoff as Director of the Company		
<b>ORDINARY RESOLUTION 5</b>	Re-election of Lim Tiang Siew as Director of the Company		
<b>ORDINARY RESOLUTION 6</b>	Payment of Directors' fees and benefits up to an amount of RM4,500,000 to the Non-Executive Directors of the Company with effect from 31 July 2020 until the next Annual General Meeting of the Company in 2021		
<b>ORDINARY RESOLUTION 7</b>	Re-appointment of Ernst & Young PLT as Auditors of the Company until the conclusion of the next Annual General Meeting and to authorise the Board of Directors to determine their remuneration		
<b>ORDINARY RESOLUTION 8</b>	Authority for Directors to Allot and Issue Shares under Sections 75 and 76 of the Companies Act 2016		

\_\_\_\_\_  
Signature/Common Seal of Shareholder

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2020



**NOTES:**

1. A member of the Company shall be entitled to appoint another person as his/her proxy to exercise all or any of his/her rights to attend, participate, speak and vote at a meeting of the members of the Company, subject to the Constitution of the Company.
2. A member entitled to attend and vote at the Postponed Ninth Annual General Meeting ("Postponed 9th AGM") is entitled to appoint up to two (2) proxies to attend and vote on a poll in his stead. A proxy may, but need not be a member of the Company and there is no restriction as to the qualification of the proxy.
3. Where a member of the Company is an exempt authorised nominee as defined under the Securities Industry (Central Depositories) Act, 1991 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.
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. An instrument appointing a proxy shall be in writing and in the case of an individual shall be signed by the appointor or by his attorney; and in the case of a corporate member, shall be either under its common seal or signed by its attorney or an officer on behalf of the corporation.
6. The instrument appointing a proxy must be deposited with the Share Registrar of the Company, Boardroom Share Registrars Sdn. Bhd. at 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, not less than forty-eight (48) hours before the time appointed for the

holding of the meeting, i.e., no later than 28 July 2020 at 10.00 a.m. or any adjournment thereof. Alternatively, the instrument appointing a proxy may be deposited via electronic means through the Share Registrar's website, Boardroom Smart Investor Online Portal. Kindly follow the link at <https://www.boardroomlimited.my> to login and deposit your proxy form electronically not less than forty-eight (48) hours before the time appointed for the holding of the meeting, i.e., no later than 28 July 2020 at 10.00 a.m. or any adjournment thereof.

7. Pursuant to Paragraph 8.29A of Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in this Notice of the Postponed 9th AGM will be put to vote on a poll.
8. By submitting the duly executed proxy form, the member and his/her proxy consent to the Company (and/or its agents/service providers) collecting, using and disclosing the personal data therein in accordance with the Personal Data Protection Act 2010 for the purpose of this Postponed Annual General Meeting and any adjournment thereof.

**Notes to holders of the Islamic Redeemable Convertible Preference Shares ("RCPS-i")**

The holders of the RCPS-i shall be entitled to attend the Postponed 9th AGM but have no right to vote at the said meeting. The voting rights of the RCPS-i holders are detailed in the Constitution of the Company and also as highlighted on page 279 of the Analysis of Shareholdings under Voting Rights for RCPS-i.

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STAMP

**SHARE REGISTRAR OF  
SAPURA ENERGY BERHAD**

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

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