

NOTICE OF THE 47TH ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the Forty-Seventh (47th) Annual General Meeting (“AGM”) of MNRB Holdings Berhad (“MNRB” or “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 : <https://web.lumiagm.com/>
 Day and Date : Thursday, 24 September 2020
 Time : 11.00 a.m.
 Broadcast Venue : Function Room, 3rd Floor, Bangunan Malaysian Re, No. 17, Lorong Dungun, Damansara Heights, 50490 Kuala Lumpur
 Mode of communication : (i) Shareholders are encouraged to submit questions in advance prior to the AGM by email to the Company’s Investor Relations at ir@mnrb.com.my in relation to the agenda items for the 47th AGM no later than 11.00 a.m. on Tuesday, 22 September 2020.
 (ii) Pose questions via real time submission of typed texts at <https://web.lumiagm.com/> during live streaming of the 47th AGM.

AS ORDINARY BUSINESS

- To receive the Audited Financial Statements for the financial year ended 31 March 2020 together with the Reports of the Directors and the Auditors thereon. **Please refer to Explanatory Note (i)**
- To re-elect George Oommen who is retiring by rotation pursuant to Clause 91 of the Company’s Constitution and being eligible, has offered himself for re-election. **(Ordinary Resolution 1)**
- To re-elect the following Directors, each of whom retires pursuant to Clause 95 of the Company’s Constitution and being eligible, have offered themselves for re-election:-
 (i) Khalid Sufat **(Ordinary Resolution 2)**
 (ii) Junaidah Mohd Said **(Ordinary Resolution 3)**
 (iii) Zaida Khalida Shaari **(Ordinary Resolution 4)**
 (iv) Dato’ Wan Roshdi Wan Musa **(Ordinary Resolution 5)**
- To approve the payment of Directors’ Fees amounting to RM1,816,100 for the financial year ended 31 March 2020. **(Ordinary Resolution 6)**
[Please refer to Explanatory Note (ii)]
- To approve the payment of Directors’ fees and the payment thereof to the Directors for the period from 1 April 2020 until the next AGM in 2021, to be payable on a quarterly basis as follows:- **(Ordinary Resolution 7)**

Directors’ Fees	Chairman		Directors	
	Per Quarter	Per Annum	Per Quarter	Per Annum
Board	RM32,500	RM130,000	RM17,500	RM70,000
• Audit Committee • Risk Management Committee	RM5,500	RM22,000	RM4,250	RM17,000
• Nomination Committee • Remuneration Committee • Investment Committee	RM4,250	RM17,000	RM3,000	RM12,000

- To approve the payment of Directors’ benefits (excluding Directors’ fees) payable to the Directors from the conclusion of this AGM up till the conclusion of the next AGM in 2021. **(Ordinary Resolution 8)**
[Please refer to Explanatory Note (iii)]
- To reappoint Messrs Ernst & Young PLT as Auditors of the Company for the financial year ending 31 March 2021 and to authorise the Directors to fix their remuneration. **(Ordinary Resolution 9)**

**NOTICE OF THE
47TH ANNUAL GENERAL MEETING**

AS SPECIAL BUSINESS

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

8. Proposed renewal of the authority for Directors to allot and issue new ordinary shares of MNRB, for the purpose of the Company's Dividend Reinvestment Plan ("DRP") that provides the shareholders of MNRB the option to elect to reinvest their cash dividend in new MNRB Shares.

(Ordinary Resolution 10)

[Please refer to Explanatory Note (iv)]

"THAT pursuant to the DRP approved at the Extraordinary General Meeting held on 25 September 2019, approval be and is hereby given to the Company to allot and issue such number of new MNRB Shares from time to time as may be required to be allotted and issued pursuant to the DRP until the conclusion of the next Annual General Meeting, upon such terms and conditions and to such persons as the Directors of the Company may, at their sole and absolute discretion, deem fit and in the interest of the Company. **PROVIDED THAT** the issue price of the said new MNRB Shares shall be fixed by the Directors at not more than ten percent (10%) discount to the adjusted five (5)-day volume weighted average market price ("VWAP") of MNRB Shares immediately prior to the price-fixing date, of which the VWAP shall be adjusted ex-dividend before applying the aforementioned discount in fixing the issue price of MNRB Shares at the material time;

AND THAT the Board of Directors of the Company be and is hereby authorised to do all such acts and enter into all such transactions, arrangements, deeds, undertakings and documents as may be necessary or expedient in order to give full effect to the DRP with full power to assent to any conditions, modifications, variations, arrangements and/or amendments as may be imposed or agreed to by any relevant authorities (if any) or consequent upon the implementation of the said conditions, modifications, variations and/or amendments, by the Directors as they, in their absolute discretion, deem fit and in the best interest of the Company."

9. To transact any other business for which due notice shall have been given.

By Order of the Board

LENA ABD LATIF

(SSM Practising Certificate No. 201908002386)

(LS 0008766)

Company Secretary

Kuala Lumpur

26 August 2020

**NOTICE OF THE
47TH ANNUAL GENERAL MEETING**

NOTES:

REMOTE PARTICIPATION AND ELECTRONIC VOTING, PROXY AND/OR CORPORATE REPRESENTATIVES

1. In view of the Coronavirus (COVID-19) pandemic and with the safety of the Company's shareholders, employees and directors being of primary concern, the Board and management have considered all available options and decided that the 47th AGM shall be conducted fully virtual and entirely via remote participation and electronic voting facilities.
2. The main and only venue for the 47th AGM is the broadcast venue which is strictly for the purpose of complying with Section 327(2) of the Companies Act that requires the Chairman of the meeting to be present at the main venue of the meeting. **No shareholders/proxies/corporate representatives should be physically present** nor admitted at the broadcast venue on the day of the 47th AGM.
3. As the 47th 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 instrument appointing a proxy.
4. Every member including authorised nominees as defined under the Securities Industry (Central Depositories) Act, 1991 (Central Depositories Act) and authorised nominees defined under the Central Depositories Act which are exempted from compliance with the provisions of subsection 25A(1) of the Central Depositories Act (Exempt Authorised Nominees) which hold ordinary shares in the Company for multiple beneficial owners in one securities account (Omnibus Account), is entitled to appoint another person as his/her proxy to exercise all or any of his/her rights to attend, participate, speak and vote instead of him/her at the AGM and that such proxy need not be a member.
5. Where a member appoints more than one (1) proxy, the appointment shall be invalid unless he/she specifies the proportion of his/her shareholdings to be represented by each proxy.
6. The instrument appointing a proxy (ies) shall be in writing under the hand of the member or his/her attorney duly authorised in writing or, if the member is a Corporation, shall either be executed under its common seal or under the hand of two (2) authorised officers, one of whom shall be a director, or in the case of a sole director, by that director in the presence of a witness who attests the signature or of its attorney duly authorised in writing.
7. The Form of Proxy duly completed must be deposited at the Share Registrar's office, Boardroom Share Registrars Sdn. Bhd., 11th Floor, Menara Symphony, No. 5, Jalan Professor Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan not less than forty-eight (48) hours before the time set for the 47th AGM or any adjournment thereof. Alternatively, the Form of Proxy may also be deposited electronically through the Share Registrar's website, Boardroom Smart Investor Portal at www.boardroomlimited.my not less than forty-eight (48) hours before the time of holding the 47th AGM.
8. If the Form of Proxy is submitted without any instruction as to how the proxy shall vote, the proxy will vote in his/her discretion. Any alteration to the Form of Proxy must be initialled. If no name is inserted in the space provided for the name of your proxy, the Chairman of the Meeting will act as your proxy.
9. Pursuant to Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in the Notice are to be voted on a poll.

**NOTICE OF THE
47TH ANNUAL GENERAL MEETING**

Explanatory Notes

(i) Item 1 of the Agenda – Audited Financial Statements for the Financial Year Ended 31 March 2020

This item on the Agenda is meant for discussion only. As such, this Agenda item is not a business which requires a resolution to be put to vote by shareholders.

(ii) Ordinary Resolution 6 – Directors’ Fees

Pursuant to Section 230(1) of Companies Act 2016, any fees and benefits payable to the Directors of a listed company and its subsidiaries shall be approved at a general meeting. For the financial year ended 31 March 2020, the Directors’ Fees for the Company and its subsidiaries was RM1,816,100.

(iii) Ordinary Resolution 8 – Directors’ Benefits (excluding Directors’ fees)

The Directors’ Benefits (excluding Directors’ Fee) payable to the Chairman and Directors from the conclusion of this AGM up till the conclusion of the next AGM in 2021 of the Company comprises benefits in kind and other emoluments as set out below:-

	Chairman	Directors
Benefits in kind:	Non-Independent Non-Executive Chairman of MNRB:- <ul style="list-style-type: none"> • Company car and driver. • Petrol (incurred basis). 	Nil
	<ul style="list-style-type: none"> • Medical benefits on incurred basis. • Directors’ & Officers Liability Insurance coverage. • Other claimable expenses incurred in the course of carrying out their duties. 	
Emolument: Meeting Attendance Allowance	*RM1,500 (per meeting)	

* The Board is proposing a review of the existing Meeting Attendance Allowance from RM1,250 per meeting to RM1,500 per meeting in view that fair remuneration is critical to attract, retain and motivate Directors to drive the Company’s long-term objectives. The proposed review was comprehensively deliberated by the Remuneration Committee and was duly approved by the Board for tabling at this AGM for shareholders’ approval.

Payment of the Directors’ Benefits will be made by the Company as and when incurred if the proposed Ordinary Resolution 8 is passed at the 47th AGM of the Company.

(iv) Ordinary Resolution 10

If passed, will give authority to the Directors to allot and issue shares for the DRP in respect of dividends to be declared until the next AGM. A renewal of this authority will be sought at the next AGM in 2021.

ADMINISTRATIVE DETAILS FOR THE 47TH ANNUAL GENERAL MEETING



MNRB HOLDINGS BERHAD
197201001795 (13487-A)
Incorporated in Malaysia

NO VOUCHERS/SOUVENIRS

There will be no vouchers nor souvenirs for shareholders/proxies who participate in the 47th AGM.

1. Date, Time and Venue of the 47th Annual General Meeting (“AGM”)

Meeting day and date : Thursday, 24 September 2020
Meeting platform : <https://web.lumiagm.com/>
Registration : Virtual Meeting via Remote Participation and Electronic Voting (“RPEV”) facilities
Commencement of meeting : 11.00 a.m.
Broadcast venue : Function Room, 3rd Floor, Bangunan Malaysian Re, No. 17, Lorong Dungun, Damansara Heights, 50490 Kuala Lumpur

2. Virtual

- 2.1 In view of the Coronavirus (“COVID-19”) pandemic and with the safety of the Company’s shareholders, employees and directors being of primary concern, the Board of Directors (Board) and management have considered all available options and decided that the 47th AGM shall be conducted fully virtual and entirely via Remote Participation and Electronic Voting (“RPEV”) facilities.
- 2.2 The main and only venue for the 47th AGM is the broadcast venue which is strictly for the purpose of complying with Section 327(2) of the Companies Act 2016 that require the Chairman of the meeting to be present at the main venue of the meeting. No shareholders/proxies/corporate representatives should be physically present nor admitted at the broadcast venue on the day of the 47th AGM.
- 2.3 Shareholders can participate in our full virtual AGM by registering online via the Boardroom Smart Investor Portal at www.boardroomlimited.my.
- 2.4 With the RPEV facilities, you may exercise your right as a shareholder of the Company to participate (and pose questions to the Board and management of the Company) and vote at the 47th AGM, safely from your home.
- 2.5 Kindly ensure the stability of the internet connectivity throughout 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.
- 2.6 **No recording or photography of the meeting proceedings** is allowed without the prior written permission of the Company.
- 2.7 For the fully virtual AGM, the Company is guided by the Securities Commission’s Guidance Note on the Conduct of General Meetings for Listed Issuers issued on 18 April 2020 and revised on 14 May 2020 (including any amendments that may be made from time to time).

3. Entitlement to participate and vote

- 3.1 Only members whose name appears in the Record of Depositors (“ROD”) as at 17 September 2020 shall be entitled to attend the 47th AGM or appoint a proxy(ies) to participate and vote on his/her behalf by returning the proxy form which can be downloaded from <https://www.mnr.com.my>.

4. Lodgement of Proxy Form

- 4.1 If you are unable to attend the AGM via RPEV facilities and wish to appoint the Chairman of the meeting as your proxy to vote on your behalf, please deposit your proxy form at the Share Registrar’s office, Boardroom Share Registrars Sdn. Bhd., 11th Floor, Menara Symphony, No. 5 Jalan Professor Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan not less than forty-eight (48) hours before the time of holding the AGM or no later than 11.00 a.m. on 22 September 2020. Any alteration to the Form of Proxy must be initialed.

ADMINISTRATIVE DETAILS FOR THE 47TH ANNUAL GENERAL MEETING

4. Lodgement of Proxy Form (cont'd)

- 4.2 Alternatively, the proxy appointment may also be lodged electronically via the Boardroom Smart Investor Portal at www.boardroomlimited.my, which is free and available to all individual shareholders, not less than forty-eight (48) hours before the time of holding the AGM or no later than 11.00 a.m. on 22 September 2020 in accordance with the steps below:

Step 1 – Register Online with Boardroom Smart Investor Portal (for first time registration only)

[Note: If you have already signed up with Boardroom Smart Investor Portal, you are not required to register again. You may proceed to Step 2 on eProxy Lodgement.]

- a. Access website www.boardroomlimited.my.
- b. Click <<Login>> and click <<Register>> to sign up as a user.
- c. Complete registration and upload a softcopy of your MyKad/Identification Card (front and back) or Passport.
- d. Please enter a valid email address and wait for Boardroom's email verification.
- e. Your registration will be verified and approved within one (1) business day and an email notification will be provided.

Step 2 – eProxy Lodgement

- a. Login to www.boardroomlimited.my using your user ID and password above.
 - b. Go to "eProxy Lodgement" and browse the Meeting List for "MNRB Holdings Berhad 47th Virtual AGM". Click "Apply".
 - c. Read the Terms & Conditions and confirm Declaration.
 - d. Enter the CDS account number and the total number of securities held.
 - e. Select your proxy – either the Chairman of the meeting or individual named proxy(ies) and enter the required particulars of your proxy(ies).
 - f. Indicate your voting instructions – For or Against, otherwise your proxy will decide your vote.
 - g. Review and confirm your proxy appointment.
 - h. Click submit.
 - i. Download or print the eProxy form acknowledgement.
- 4.3 If you wish to participate in the meeting yourself, please do not submit any proxy form for the meeting. You will not be allowed to participate in the meeting together with a proxy appointed by you.
- 4.4 If you have submitted your proxy form prior to the meeting and subsequently decide to participate in the meeting yourself, please write in to bsr.helpdesk@boardroomlimited.com to revoke the appointment of your proxy(ies) at least forty-eight (48) hours before the AGM. On revocation, your proxy(ies) would not be allowed to participate in the meeting. In such event, you should advise your proxy(ies) accordingly.

5. Corporate Shareholder

- 5.1 Corporate shareholders who require their corporate representative to participate and vote at the AGM must deposit their original certificate of appointment of corporate representative to the Share Registrar no later than 11.00 a.m. on 22 September 2020.

6. Voting Procedures

- 6.1 The voting will be conducted by poll in accordance with Paragraph 8.29A of Bursa Malaysia Securities Berhad's Main Market Listing Requirements.
- 6.2 The Company has appointed Boardroom as the Poll Administrator to conduct the poll by way of electronic voting (e-Voting) and Commercial Quest Sdn. Bhd. as Scrutineers to verify the poll results.
- 6.3 During the 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.
- 6.4 For the purpose of this AGM, e-Voting will be carried out using personal smart mobile phones, tablets, personal computers or laptops.
- 6.5 The polling will only commence after announcement of poll being opened by the Chairman and until such time when the Chairman announces the closure of poll.

6. Voting Procedures (cont'd)

6.6 The Scrutineers will verify the poll result reports upon closing of the poll session by the Chairman. Thereafter, the Chairman will announce and declare whether the resolutions put to vote were successfully carried or not.

7. Remote Participation and Electronic Voting (“RPEV”)

7.1 Please note that all members including **(i) individual members; (ii) corporate shareholders; (iii) authorised nominees; and (iv) exempt authorised nominees** shall use the RPEV facilities to participate and vote remotely at the AGM.

7.2 If you wish to participate in the meeting, you will be able to view a live webcast of the meeting, ask questions and submit your votes in real time whilst the meeting is in progress.

7.3 Kindly follow the steps below on how to request for login ID and password and usage of the RPEV facilities:

BEFORE AGM DAY	
PROCEDURES	ACTIONS
1. Register Online with Boardroom Smart Investor Portal (for first time registration only)	<p><i>[Note: If you have already signed up with Boardroom Smart Investor Portal, you are not required to register again. You may proceed to Step 2 - Submit Request for Remote Participation User ID and Password.]</i></p> <ol style="list-style-type: none"> a. Access website www.boardroomlimited.my. b. Click <<Login>> and click <<Register>> to sign up as a user. c. Complete registration and upload a softcopy of your MyKad/Identification Card (front and back) or Passport. d. Please enter a valid email address and wait for Boardroom’s email verification. e. Your registration will be verified and approved within one (1) business day and an email notification will be provided.
2. Submit Request for Remote Participation User ID and Password	<p><i>[Note: Registration for remote access will be open on 26 August 2020. Please note that the closing time to submit your request is not less than forty-eighth (48) hours before the time of holding the AGM or no later than 11.00 a.m. on 22 September 2020].</i></p> <p>Individual Members</p> <ul style="list-style-type: none"> • Login to www.boardroomlimited.my using your user ID and password. • Select “Virtual Meeting” from main menu and select the correct Corporate Event “MNRB Holdings Berhad 47th Virtual AGM”. • Enter your CDS Account. • Read and agree to the Terms & Conditions and thereafter submit your request. <p>Corporate Shareholders</p> <ul style="list-style-type: none"> • 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. • Please provide a copy of Corporate Representative’s MyKad/Identification Card (front and back) or Passport as well as his/her email address. <p>Authorised Nominee and Exempt Authorised Nominee</p> <ul style="list-style-type: none"> • 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. • Please provide a copy of proxy holder’s MyKad/Identification Card (front and back) or Passport as well as his/her email address.
3. Email Notification	<ol style="list-style-type: none"> a. You will receive a notification from Boardroom that your request has been received and is being verified. b. Upon system verification against the General Meeting ROD as at 17 September 2020, you will receive an email from Boardroom either approving or rejecting your registration for remote participation. c. If your registration is approved, you will also receive your remote access user ID and password in the same email from Boardroom.

**ADMINISTRATIVE DETAILS
FOR THE 47TH ANNUAL GENERAL MEETING**

7. Remote Participation and Electronic Voting (“RPEV”) (cont’d)

7.3 Kindly follow the steps below on how to request for login ID and password and usage of the RPEV facilities: (cont’d)

ON THE DAY OF THE AGM	
PROCEDURES	ACTIONS
1. Login to Virtual Meeting Platform	a. The Virtual Meeting portal will be open for login an hour (1 hour) before the commencement of AGM at 10.00 a.m. on 24 September 2020. b. The Meeting Platform can be accessed via one of the following:- <ul style="list-style-type: none"> • Free Lumi AGM application which is downloadable from Apple App Store or Google Play Store; • Launch Lumi AGM by scanning the QR Code provided in the email notification received after successful registration; or • Access to Lumi AGM web portal via website url 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.
2. Participate	<i>[Note: Questions submitted online will be moderated before being sent to the Chairman to avoid repetition.]</i> a. If you would like to view 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.
3. Voting	a. Once the meeting is open for voting, the polling icon will appear with the resolutions and your voting choices. b. To vote, simply select your voting direction from the options provided. c. A confirmation message will appear to show your vote has been received. d. To change your vote, simply select another voting direction. e. If you wish to cancel your vote, please press “Cancel”.
4. End of Participation	Upon the announcement by the Chairman on the closure of AGM, the live webcast will end and the messaging window will be disabled.

8. Enquiries

- 8.1 The Company welcomes questions and views from shareholders on the AGM resolutions and Annual Report 2020 to be raised at the 47th AGM.
- 8.2 Please email your question(s) to ir@mnrb.com.my no later than 11.00 a.m. on Tuesday, 22 September 2020. We will endeavour to provide responses to the queries during the virtual AGM session.
- 8.3 If you have any enquiry prior to the AGM or if you wish to request for technical assistance to participate in the fully virtual meeting, please contact Boardroom during office hours i.e. from 8.30 a.m. to 5.30 p.m. (Mondays to Fridays):

Boardroom Share Registrars Sdn. Bhd.
 Tel: +603 7890 4700 (Helpdesk)
 +603 7890 4727 (Khairul Iqram Zainal Abidin)

Fax: +603 7890 4670
 Email: bsr.helpdesk@boardroomlimited.com

PROXY FORM



MNRB HOLDINGS BERHAD
197201001795 (13487-A)
Incorporated in Malaysia

No. of Shares Held:
CDS Account No.:

I/We _____ MYKAD No./Passport No./Company No.
(Full name in BLOCK LETTERS as per MYKAD/Passport/Certificate of Incorporation)

_____ of _____
(Address in full)

_____ being a member of MNRB HOLDINGS BERHAD ("the Company"), hereby appoint:

PROXY 1	No. of Shares	%
Full name as per MYKAD/ Passport		
MYKAD/ Passport No.		
Address in full		

PROXY 2	No. of Shares	%
Full name as per MYKAD/ Passport		
MYKAD/ Passport No.		
Address in full		

TOTAL SHARES 100%

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 Annual General Meeting of the Company to be held fully virtual via Remote Participation and Electronic Voting (RPEV) from the broadcast venue at the Function Room, 3rd Floor, Bangunan Malaysian Re, No. 17, Lorong Dungun, Damansara Heights, 50490 Kuala Lumpur on **Thursday, 24 September 2020 at 11.00 a.m.** and at any adjournment thereof, on the following resolutions referred to in the Notice of Annual General Meeting.

AGENDA			
To receive the Audited Financial Statements for the financial year ended 31 March 2020 together with the Reports of the Directors and Auditors thereon			
NO.	RESOLUTIONS	FOR	AGAINST
ORDINARY BUSINESS			
1.	To re-elect George Oommen, who retires pursuant to Clause 91 of the Company's Constitution		
2.	To re-elect Khalid Sufat, who retires pursuant to Clause 95 of the Company's Constitution		
3.	To re-elect Junaidah Mohd Said, who retires pursuant to Clause 95 of the Company's Constitution		
4.	To re-elect Zaida Khalida Shaari, who retires pursuant to Clause 95 of the Company's Constitution		
5.	To re-elect Dato' Wan Roshdi Wan Musa, who retires pursuant to Clause 95 of the Company's Constitution		
6.	To approve the payment of Directors' fees for the financial year ended 31 March 2020		
7.	To approve the payment of Directors' fees payable on a quarterly basis to the Directors for the period from 1 April 2020 until the conclusion of the next AGM in 2021		
8.	To approve the payment of Directors' benefits (excluding Directors' fees) payable to the Directors for the period from the conclusion of this AGM up till the conclusion of the next AGM in 2021		
9.	To reappoint Messrs Ernst & Young PLT as Auditors of the Company for the financial year ending 31 March 2021 and to authorise the Directors to fix their remuneration		
SPECIAL BUSINESS			
10.	To approve the Renewal of the Authority for Directors to Allot and Issue New Ordinary Shares in the Company in relation to the Dividend Reinvestment Plan		

(Please indicate with a cross (X) in the space provided whether you wish your votes to be cast for or against the resolutions above. In the absence of specific instructions, your proxy will vote or abstain as he/they may think fit.)

Dated ____ day of _____ 2020

Member

Signature or Common Seal of

NOTE:

1. In view of the Coronavirus (COVID-19) pandemic and with the safety of the Company's shareholders, employees and directors being of primary concern, the Board and management have considered all available options and decided that the 47th AGM shall be conducted fully virtual and entirely via RPEV.
2. The main and only venue for the 47th AGM is the broadcast venue which is strictly for the purpose of complying with Section 327(2) of the Companies Act that requires the Chairman of the meeting to be present at the main venue of the meeting. **No shareholders/proxies/corporate representatives should be physically present** nor admitted at the broadcast venue on the day of the 47th AGM.
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4. Every member including authorised nominees as defined under the Securities Industry (Central Depositories) Act, 1991 (Central Depositories Act) and authorised nominees defined under the Central Depositories Act which are exempted from compliance with the provisions of subsection 25A(1) of the Central Depositories Act (Exempt Authorised Nominees) which hold ordinary shares in the Company for multiple beneficial owners in one securities account (Omnibus Account), is entitled to appoint another person as his/her proxy to exercise all or any of his/her rights to attend, participate, speak and vote instead of him/her at the AGM and that such proxy need not be a member.
5. Where a member appoints more than one (1) proxy, the appointment shall be invalid unless he/she specifies the proportion of his/her shareholdings to be represented by each proxy.

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Please
affix Stamp

BOARDROOM SHARE REGISTRARS SDN. BHD.

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

FOLD HERE

6. The instrument appointing a proxy (ies) shall be in writing under the hand of the member or his/her attorney duly authorised in writing or, if the member is a Corporation, shall either be executed under its common seal or under the hand of two (2) authorised officers, one of whom shall be a director, or in the case of a sole director, by that director in the presence of a witness who attests the signature or of its attorney duly authorised in writing.
7. The Form of Proxy duly completed must be deposited at the Share Registrar's office, Boardroom Share Registrars Sdn. Bhd., 11th Floor, Menara Symphony, No. 5, Jalan Professor Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan not less than forty-eight (48) hours before the time set for the 47th AGM or any adjournment thereof. Alternatively, the Form of Proxy may also be deposited electronically through the Share Registrar's website, Boardroom Smart Investor Portal at www.boardroomlimited.my not less than forty-eight (48) hours before the time of holding the 47th AGM.
8. If the Form of Proxy is submitted without any instruction as to how the proxy shall vote, the proxy will vote in his/her discretion. Any alteration to the Form of Proxy must be initialled. If no name is inserted in the space provided for the name of your proxy, the Chairman of the Meeting will act as your proxy.
9. Pursuant to Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in the Notice are to be voted on a poll.