



NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 52nd Annual General Meeting of PPB Group Berhad will be conducted virtually through live streaming from the broadcast venue at Selangor 1 Room, B2 Level, Shangri-La Hotel Kuala Lumpur, 11 Jalan Sultan Ismail, 50250 Kuala Lumpur, Malaysia on Tuesday, 11 May 2021 at 10.00 am (Malaysia time) for the following purposes:

1. To receive the audited financial statements for the year ended 31 December 2020 and the Reports of the Directors and Auditors thereon.
(See Explanatory Note 1)
2. To approve the payment of a final dividend of 22 sen per share and a special dividend of 16 sen per share in respect of the financial year ended 31 December 2020 as recommended by the Directors. (Resolution 1)
3. a) To approve an increase in Directors' fees amounting to RM1,016,000/- for the financial year ended 31 December 2020.
(See Explanatory Note 2) (Resolution 2)
b) To approve the payment of Directors' benefits amounting to RM280,000/- for the period from 1 July 2021 to 30 June 2022
(See Explanatory Note 2) (Resolution 3)
4. To re-elect the following Directors pursuant to the Constitution of the Company:
a) Datuk Ong Hung Hock (Resolution 4)
b) Mr Soh Chin Teck (Resolution 5)
5. To re-appoint Ernst & Young PLT as auditors of the Company and authorise the Directors to fix their remuneration. (Resolution 6)

OTHER BUSINESS

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

6. **Continuation in office of Independent Directors**
 - 6.1 "THAT approval be hereby given for Dato' Captain Ahmad Sufian @ Qurnain bin Abdul Rashid, who has served as an Independent Director of the Company for a cumulative term of more than 12 years, to continue in office as an Independent Director."
(See Explanatory Note 3) (Resolution 7)
 - 6.2 "THAT approval be hereby given for Mr Soh Chin Teck, who has served as an Independent Director of the Company for a cumulative term of more than 9 years, to continue in office as an Independent Director."
(See Explanatory Note 3) (Resolution 8)
7. **Authority to issue shares pursuant to the Companies Act 2016**

"THAT subject to the Companies Act 2016, the Constitution of the Company and the approvals of the relevant authorities (if required), the Directors be and are hereby authorised to allot and issue shares in the Company at any time until the conclusion of the next Annual General Meeting and 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 issued shares of the Company for the time being and that the Directors be and are also empowered to obtain approval for the listing of and quotation for the additional shares so issued on Bursa Malaysia Securities Berhad."
(See Explanatory Note 4) (Resolution 9)
8. **Proposed shareholders' mandate for recurrent related party transactions of a revenue or trading nature with persons connected with PGEO Group Sdn Bhd** (Resolution 10)

The text of the above resolution together with details of the Proposed Shareholders' Mandate are set out in the Circular to Shareholders dated 13 April 2021.
(See Explanatory Note 5)
9. **Proposed renewal of authority for PPB Group Berhad to purchase its own ordinary shares up to 10% of the issued shares** (Resolution 11)

The text of the above resolution together with details of the Proposed Share Buy-back are set out in the Circular to Shareholders dated 13 April 2021.
(See Explanatory Note 6)
10. To transact any other business of which due notice shall have been given.

NOTICE OF ANNUAL GENERAL MEETING

NOTICE OF BOOKS CLOSURE AND DATE OF DIVIDEND PAYMENT

Notice has been given on 25 February 2021 that subject to shareholders' approval at the Annual General Meeting to be held on 11 May 2021, a final dividend of 22 sen per share and a special dividend of 16 sen per share in respect of the financial year ended 31 December 2020 is payable on 1 June 2021 to members whose names appear in the Record of Depositors on 17 May 2021.

A Depositor shall qualify for entitlement in respect of:

- i) Shares transferred into the Depositor's securities account before 4.30 pm on 17 May 2021 in respect of ordinary transfers; and
- ii) Shares bought on Bursa Malaysia Securities Berhad ("Bursa Securities") on a cum entitlement basis according to the Rules of Bursa Securities.

Kuala Lumpur
13 April 2021

By Order of the Board
Mah Teck Keong
Company Secretary
(SSM PC No. 201908002826)
(MAICSA No. 0820976)

Notes

A. Appointment of proxy

- A member of the Company entitled to attend and vote at the AGM may appoint a proxy to attend and vote in his/her stead. A proxy need not be a member of the Company.
- Except for an exempt authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991, a member shall not be entitled to appoint more than two proxies to attend and vote at the same meeting. Where a member appoints two proxies, the appointments shall be invalid unless he/she specifies the number of shares to be represented by each proxy.
- The Proxy Form must be signed by the appointer or his/her attorney duly authorised in writing or in the case of a corporation, executed under its common seal or under the hand of an officer or attorney duly authorised.
- The instrument appointing a proxy must be deposited at the office of Boardroom Share Registrars Sdn Bhd ("Boardroom"), Ground Floor, Menara Symphony, No.5 Jalan Professor Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia; or by electronic submission via the Boardroom Smart Investor Portal at www.boardroomlimited.my (e-proxy lodgement); or email to bsr.helpdesk@boardroomlimited.com not less than 48 hours before the time for holding the AGM or any adjournment thereof. For further information on electronic submission of Proxy Forms, please refer to the procedures in the **Administrative Guide for Shareholders**.

B. Others

- Only a depositor whose name appears in the Record of Depositors of the Company as at 3 May 2021 shall be regarded as a member of the Company entitled to attend, speak and vote at the AGM.

EXPLANATORY NOTES

1) **Audited financial statements for the financial year ended 31 December 2020**

This item of the agenda is meant for discussion only, in accordance with Section 340(1)(a) of the Companies Act 2016 (the "Act") which requires the laying of the audited financial statements, and the reports of the directors and auditors at an annual general meeting ("AGM"). Hence, this agenda item will not be put forward for voting.

2) **Directors' fees and benefits**

The base fees payable to non-salaried Directors (excluding the Chairman) and Board Committee members for financial year ended ("FYE") 31 December 2020 are proposed to be increased as follows:

Position	Fee basis (RM per director per annum)	
	FYE 2020 (proposed)	FYE 2019
Chairman	No change	500,000
Base fee (all non-salaried Directors)	80,000	70,000
Chairman of Audit Committee	35,000	25,000
Member of Audit Committee	20,000	15,000
Chairman of other Board Committees	8,500	7,500
Member of other Board Committees	6,000	5,000

Arising therefrom, total fees payable to non-salaried Directors would amount to RM1,016,000/- for Directors who had served during the year (FYE 2019:RM940,000/-). The benefits comprise allowances and benefits-in-kind payable to non-salaried Directors, of which the estimated value for the period from 1 July 2021 to 30 June 2022 is RM280,000/-.

NOTICE OF ANNUAL GENERAL MEETING

OTHER BUSINESS

3) Continuation of Independent Directors' tenure

Dato' Captain Ahmad Sufian @ Qurnain bin Abdul Rashid and Mr Soh Chin Teck have served as Independent Non-executive Directors of the Company since 22 June 2009 and 8 October 2012 respectively. The Board through the Nomination Committee has carried out the necessary assessment and recommend that they continue to act as Independent Directors of the Company based on the following:

- a) Dato' Sufian and Mr Soh are able to exercise independent judgment and act in the best interest of the Company. They have effectively applied their experience and knowledge to discharge their duties and responsibilities as Directors of the Company;
- b) They participate actively and contribute positively during deliberations at board meetings;
- c) They are in compliance with the relevant criteria and provisions in the Bursa Securities Main Market Listing Requirements on independent directors.

Dato' Sufian is the Chairman of the Remuneration Committee and a member of the Audit Committee. Mr Soh is the Chairman of the Audit Committee and a member of the Nomination Committee. Their profiles are set out in the Directors' Profiles section of the 2020 Annual Report.

Dato' Sufian and Mr Soh abstained from all deliberations at the Board meeting in relation to the recommendations on Resolutions 7 and 8.

Shareholders' approval for the proposed Ordinary Resolutions 7 and 8 will be sought through a single tier voting process.

The proposed Ordinary Resolutions 7 and 8, if passed, will enable Dato' Sufian and Mr Soh Chin Teck to continue serving as Independent Directors of the Company.

4) Authority to issue shares pursuant to the Companies Act 2016

The proposed Ordinary Resolution 9 is to seek a renewal of the general authority for the issue of new ordinary shares in PPB pursuant to Sections 75 and 76 of the Act which was approved by shareholders at the AGM in 2020. The Company did not issue any new shares after the mandate was obtained at the last AGM.

The Company continually seeks opportunities to broaden the operating base and earnings potential of the Group. This may require the issue of new shares not exceeding ten per centum (10%) of the Company's issued shares. The proposed Resolution 9, if passed, would enable the Company to avoid delay and cost of convening further general meetings to approve the issue of shares for such purposes. This authority, unless revoked or varied at a general meeting, will expire at the next AGM of the Company.

There is presently no decision to issue new shares. Should there be a decision to issue new shares after the said authority has been given, the Company will make an announcement on the purpose and/or utilisation of proceeds arising from such issue.

5) Proposed shareholders' mandate for recurrent related party transactions of a revenue or trading nature ("RRPTs")

The proposed Ordinary Resolution 10 is to enable the Company's subsidiaries to enter into RRPTs which are necessary for the Group's day-to-day operations, subject to the transactions being carried out in the ordinary course of business and on terms not detrimental to the minority shareholders of the Company. This would also eliminate the need to make regular announcements to Bursa Malaysia Securities Berhad or convene separate general meetings from time to time to seek shareholders' approval as and when RRPTs arise, thereby reducing substantial administrative time and expenses in convening such meetings.

Further information on the Proposed Shareholders' Mandate is set out in the Circular to Shareholders dated 13 April 2021.

6) Proposed renewal of authority for PPB Group Berhad to purchase its own ordinary shares up to 10% of the issued shares

The proposed Ordinary Resolution 11 is to enable the Company to purchase up to a maximum of 142,259,893 ordinary shares, representing 10% of the issued shares of the Company.

Further information on the Proposed Share Buy-back is set out in the Circular to Shareholders dated 13 April 2021.



ADMINISTRATIVE GUIDE FOR SHAREHOLDERS

MEETING	: 52nd ANNUAL GENERAL MEETING
DATE	: Tuesday, 11 May 2021
TIME	: 10.00 am (Malaysia time)
BROADCAST VENUE	: Selangor 1 Room, B2 Level, Shangri-La Hotel Kuala Lumpur, 11, Jalan Sultan Ismail, 50250 Kuala Lumpur, Malaysia

Meeting platform : <https://web.lumiagm.com> ("Virtual Meeting Portal")

Mode of communication : 1) You may type your question(s) in the meeting platform. The Messaging window facility will open concurrently with the Virtual Meeting Portal one (1) hour before the scheduled commencement of the AGM, ie from **9.00 am on Tuesday, 11 May 2021**.

2) You may submit questions relating to the agenda items of the 52nd Annual General Meeting ("AGM") in advance via Boardroom's website at <https://boardroomlimited.my>, commencing from 13 April 2021 and in any event no later than **Sunday, 9 May 2021 at 10.00 a.m.**

For further details on the mode of communication, please refer to note 5 of this Administrative Guide.

1. Fully Virtual Annual General Meeting

The Company ("PPB") will conduct its 52nd AGM entirely via live streaming and online remote voting using remote participation and electronic voting ("RPEV") facilities. This is in line with the updated "Guidance and FAQs on the Conduct of General Meetings for Listed Issuers" issued by the Securities Commission Malaysia for listed issuers to conduct fully virtual or hybrid general meetings where safe distancing requirements remain.

The Broadcast Venue is limited to essential individuals required to be physically present at the venue to organise and conduct the virtual AGM of the Company.

Shareholders are invited to participate and vote at the forthcoming AGM via Boardroom Share Registrars Sdn Bhd's meeting platform at <https://web.lumiagm.com>. **NO SHAREHOLDERS/PROXIES/CORPORATE REPRESENTATIVES** should be physically present at or admitted to the Broadcast Venue on the day of the AGM.

2. Entitlement to participate and vote at the AGM

Only a depositor whose name appears on the Record of Depositors of the Company as at Monday, 3 May 2021 shall be eligible to participate in the AGM or appoint proxy(ies) or corporate representative(s) to participate and vote on his/her behalf.

As the AGM is a fully virtual meeting, a shareholder entitled to attend and vote at the Meeting may appoint the Chairman of the Meeting as his/her proxy to attend and vote in his/her stead, and indicate his/her voting instructions in the Proxy Form.

3. Voting Procedure – Poll Voting

- i. Voting at the 52nd AGM will be conducted by poll in accordance with Paragraph 8.29A of the Bursa Malaysia Securities Berhad Main Market Listing Requirements.
- ii. The Company has appointed Boardroom Share Registrars Sdn Bhd ("Boardroom") as poll administrator to conduct the poll by way of electronic voting ("e-Voting"), and independent scrutineers ("Scrutineers") will be appointed to verify the results of the poll.
- iii. For the purposes of this AGM, e-Voting may be carried out via personal smart mobile phones, tablets, personal computers or laptops.
- iv. Members and proxies are required to use one (1) of the following methods to vote remotely:
 - (a) launch **Lumi AGM** by scanning the QR code given to you in the email along with your remote participation User ID and Password; or
 - (b) access to **Lumi AGM** via the website URL: <https://web.lumiagm.com>
- v. Please note that polling will only commence after announcement by the Chairman of poll opening and until such time the Chairman announces closure of the poll. The poll result report will be verified by the Scrutineers, and the results announced thereafter. The Chairman will declare whether the resolutions put to vote are duly passed.
- vi. You must ensure that you are connected to the internet at all times in order to participate and vote remotely when the 52nd AGM has commenced. It is therefore your responsibility to ensure that connectivity for the duration of the AGM is maintained. Kindly note that the quality of the connectivity to the Virtual Meeting Portal for the live webcast and remote online voting is dependent on the bandwidth and stability of the internet connection at remote participants' locations.

ADMINISTRATIVE GUIDE FOR SHAREHOLDERS

4. RPEV facilities

- i. The RPEV facilities are available to **(i) individual shareholders; (ii) corporate shareholders; (iii) authorised nominees; and (iv) exempt authorised nominees.**
- ii. 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.
- iii. Kindly follow the steps below on how to request for your login ID and password.

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 – Submit Request for Remote Participation User ID and Password.]

- a. Access the website: <https://boardroomlimited.my>
- b. Click <<Login>> and click <<Register>> to sign up as a user.
- c. Complete registration and upload a softcopy of your MyKad (front and back), or passport in JPEG, PNG or PDF format.
- d. Please enter a valid email address and wait for email verification from Boardroom.
- e. Your registration will be verified and approved within one (1) business day and an email notification will be sent to you.

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

[Note: Registration for remote access will open on 13 April 2021.]

Individual Members

- Login to <https://boardroomlimited.my> using your User ID and Password given above.
- Select “**VIRTUAL MEETING**” from the main menu and select the correct Corporate Event “**PPB GROUP BERHAD 52nd ANNUAL GENERAL MEETING**”.
- Read and agree to the terms and conditions.
- Enter your CDS Account Number and thereafter submit your request.

Corporate Shareholders, Authorised Nominees and Exempt Authorised Nominees

- Write to bsr.helpdesk@boardroomlimited.com by providing the name of Member and CDS Account Number, accompanied with the Certificate of Appointment of Corporate Representative or Proxy Form, to submit the request.
- Please provide a copy of the Corporate Representative’s or Proxy Holder’s MyKad (front and back) or passport in JPEG, PNG or PDF format as well as his/her email address.
 - a. You will receive a notification from Boardroom that your request has been received and is being verified.
 - b. Upon system verification of your registration against the **AGM Record of Depositors as at 3 May 2021**, you will receive an email from Boardroom either approving or rejecting your registration for remote participation.
 - c. You will also receive your remote access User ID and Password along with the email from Boardroom if your registration is approved.
 - d. Please note that the closing date and time to submit your request is by **Sunday, 9 May 2021 at 10.00 am**.

Step 3 – Login to Virtual Meeting Portal

[Note: Please note that the quality of the connectivity to the Virtual Meeting Portal for the live webcast and remote online voting is highly dependent on the bandwidth and stability of the internet connectivity available at remote users’ locations.]

- a. The Virtual Meeting Portal will open for login one (1) hour before the scheduled commencement of the AGM, ie from **9.00 am on Tuesday, 11 May 2021**.
- b. Please follow the steps given to you in the email along with your remote access User ID and Password to login to the Virtual Meeting Portal (Refer to Step 2(c) above).
- c. The steps given will also guide you on how to view the live webcast, submit questions and vote.
- d. The live webcast will end and the Messaging window (for submission of questions) will be disabled once the Chairman announces the closure of the AGM.
- e. You can then logout from the Virtual Meeting Portal.

Note to users of the RPEV facilities:

1. Should your application to join the meeting be approved, Boardroom will facilitate your participation in the live stream meeting and remote voting. Your login to the Virtual Meeting Portal on the day of meeting will indicate your presence at the virtual meeting.
2. If you encounter any issues with login, connecting to the live stream meeting or online voting, please call Boardroom at +603 7890 4700 or send an email to bsr.helpdesk@boardroomlimited.com for assistance.

ADMINISTRATIVE GUIDE FOR SHAREHOLDERS

5. Mode of Communication

Shareholders may submit questions relating to the agenda items of the 52nd AGM and/or the annual report in advance commencing from 13 April 2021 and in any event no later than 10.00 am, Sunday, 9 May 2021 via Boardroom's website at <https://boardroomlimited.my> using the same user ID and password provided in Step 2 above, and select "SUBMIT QUESTION" to pose questions ("Pre-AGM Meeting Questions").

Alternatively, you may submit any questions for the Chairman/Board during the AGM using the Messaging window facility which will open concurrently with the Virtual Meeting Portal one (1) hour before the scheduled commencement of the AGM, ie from **9.00 am on Tuesday, 11 May 2021**.

The Chairman and management will respond to their best endeavours, questions submitted by shareholders which relate to the matters in the agenda of the AGM.

Please note that no recording or photography of the AGM proceedings is allowed without the prior written permission of the Company.

6. Lodgement of Proxy Form

Please deposit your completed Proxy Form at the office of Boardroom Share Registrars Sdn Bhd at **Ground Floor, Menara Symphony, No. 5 Jalan Professor 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 52nd AGM, ie not later than **Sunday, 9 May 2021 at 10.00 am**.

Alternatively, the proxy appointment can also be lodged electronically via the "Boardroom Smart Investor Portal" at <https://boardroomlimited.my> which is available to individual shareholders, not less than forty-eight (48) hours before the time appointed for the holding of the 52nd AGM, ie **Sunday, 9 May 2021 at 10.00 am**. For further information, kindly refer to note (7) – "Electronic Lodgement of Proxy Form" below.

The lodging of the Proxy Form will not preclude you from personally participating remotely and voting at the 52nd AGM should you subsequently wish to do so.

Should you wish to personally participate remotely in the AGM, kindly register your intention to do so via Boardroom's website at <https://boardroomlimited.my> (refer to note 4 - Steps 1 to 3 above). Please note that upon your registration to personally participate remotely in the AGM, any previous proxy appointment will be deemed revoked. Alternatively, please write in to bsr.helpdesk@boardroomlimited.com to revoke your earlier proxy appointment **no later than Sunday, 9 May 2021 at 10.00 am**.

ADMINISTRATIVE GUIDE FOR SHAREHOLDERS

7. Electronic Lodgement of Proxy Form

Kindly read and follow the guidance 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 – eProxy Lodgement.]

- a. Access the website: <https://boardroomlimited.my>
- b. Click <<Login>> and click <<Register>> to sign up as a user.
- c. Complete registration and upload a softcopy of your MyKad (front and back) or passport in JPEG, PNG or PDF format.
- d. Please enter a valid email address and wait for email verification from Boardroom.
- e. Your registration will be verified and approved within one (1) business day and an email notification will be sent to you.

Step 2 – eProxy Lodgement

- a. Access the website: <https://boardroomlimited.my>
- b. Login with your User ID and Password given above.
- c. Go to “**E-PROXY LODGEMENT**” and browse the Meeting List for “**PPB GROUP BERHAD 52nd ANNUAL GENERAL MEETING**” and click “**APPLY**”.
- d. Read the terms and conditions and confirm the Declaration.
- e. Enter your CDS Account Number and indicate the number of securities.
- f. Appoint your proxy(ies) or the Chairman of the Meeting and enter the required particulars for your proxy(ies).
- g. Indicate your voting instructions – FOR or AGAINST; otherwise your proxy(ies) will decide your votes.
- h. Review and confirm your proxy(ies) appointment.
- i. Click submit.
- j. Download or print the eProxy Form acknowledgement.

8. Communication guidance

Shareholders are also reminded to monitor the Company's website and announcements for any changes to the AGM arrangements.

9. No door gifts/vouchers

No door gifts or e-vouchers will be distributed to shareholders/proxies who participate in the AGM.

10. Enquiries

Should you have any enquiry prior to the AGM or if you wish to request technical assistance to participate the AGM, please contact Boardroom during office hours (8.30 am to 5.30 pm) as follows:

Boardroom Share Registrars Sdn Bhd

Help Desk

Tel : +603 7890 4700

Email : bsr.helpdesk@boardroomlimited.com

11. Personal data privacy

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the AGM and/or any adjournment thereof, a shareholder of the Company: (i) consents to the collection, recording, holding, storing, use and disclosure of the shareholder's personal data by the Company (or its agents) for the purpose of 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 compilation 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 shareholder discloses the personal data of the shareholder's proxy(ies) and/or representative(s) to the Company (or its agents), the shareholder has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, recording, holding, use and disclosure by the Company (or its agents) of the personal data of such proxy(ies) and/or representative(s) for the Purposes; and (iii) agrees that the shareholder 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.



I/We _____ NRIC/Passport No.: _____
of _____ Telephone No.: _____
being a member/members of PPB GROUP BERHAD hereby appoint the person(s) below as my/our proxy(ies):

Name of proxy	NRIC/ Passport No.	Email address	Contact No.	No. of shares

#and / #or failing him/her:

Name of proxy	NRIC/ Passport No.	Email address	Contact No.	No. of shares

or failing the above, the **Chairman of the Meeting*** to vote for me/us and on my/our behalf at the 52nd Annual General Meeting (“AGM”) of the Company to be conducted virtually through live streaming from the broadcast venue at Selangor 1 Room, B2 Level, Shangri-La Hotel Kuala Lumpur, 11 Jalan Sultan Ismail, 50250 Kuala Lumpur, Malaysia on Tuesday, 11 May 2021 at 10.00 am (Malaysia time) and at any adjournment thereof.

Delete if not applicable.

* Delete the words ‘the Chairman of the Meeting’ if you wish to appoint another person to be your proxy.

IMPORTANT NOTE

Please (i) complete the details of your proxy/proxies and the number of shares to be represented (if applicable), and (ii) sign or execute this form. The appointment will be **INVALID** if this form is not completed correctly in accordance with the said instructions.

My/Our proxy(ies) is/are to vote as indicated below :

No.	Resolutions	For	Against	Abstain
1	To approve the payment of the final and special dividends.			
2	To approve an increase in Directors’ fees.			
3	To approve the payment of benefits to Directors.			
4	To re-elect Datuk Ong Hung Hock as a Director.			
5	To re-elect Mr Soh Chin Teck as a Director.			
6	To re-appoint Ernst & Young PLT as Auditors of the Company.			
7	To approve the continuation of Dato’ Captain Ahmad Sufian @ Qurnain bin Abdul Rashid as an independent director.			
8	To approve the continuation of Mr Soh Chin Teck as an independent director.			
9	To authorise the Directors to allot and issue shares.			
10	To approve a shareholders’ mandate for recurrent related party transactions of a revenue or trading nature with persons connected with PGEO Group Sdn Bhd.			
11	To approve the Proposed Share Buy-back.			

(Please indicate with an ‘X’ in the spaces provided how you wish your vote to be cast. If you do not do so, the proxy will vote or abstain from voting at his/her discretion.)

Signed this _____ day _____ of 2021.

Signature

NOTES:

- a) A member of the Company entitled to attend and vote at the AGM may appoint a proxy to attend and vote in his/her stead. A proxy need not be a member of the Company.
- b) Except for an exempt authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991, a member shall not be entitled to appoint more than two proxies to attend and vote at the same meeting. Where a member appoints two proxies, the appointments shall be invalid unless he/she specifies the number of shares to be represented by each proxy.
- c) The Proxy Form must be signed by the appointer or his/her attorney duly authorised in writing or in the case of a corporation, executed under its common seal or under the hand of an officer or attorney duly authorised.
- d) The instrument appointing a proxy must be deposited at the office of Boardroom Share Registrars Sdn Bhd (“Boardroom”), Ground Floor, Menara Symphony, No.5 Jalan Professor Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia; or by electronic submission via the Boardroom Smart Investor Portal at www.boardroomlimited.my (e-proxy lodgement); or email to bsr.helpdesk@boardroomlimited.com not less than 48 hours before the time for holding the AGM or any adjournment thereof. For further information on electronic submission of Proxy Forms, please refer to the procedures in the **Administrative Guide for Shareholders**.
- e) Only a depositor whose name appears in the Record of Depositors of the Company as at 3 May 2021 shall be regarded as a member of the Company entitled to attend, speak and vote at the AGM.

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BOARDROOM SHARE REGISTRARS SDN BHD

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



Dear Shareholder,

The Annual Report 2020 of PPB Group Berhad ("PPB") and Circular to Shareholders on the proposed shareholders' mandate for recurrent related party transactions, and proposed renewal of authority for PPB to purchase its own ordinary shares ("Circular") are accessible from our website www.ppbgroup.com.

Should you require a printed copy of the Annual Report and/or Circular, please complete this request form and send it to us at the address printed overleaf, or fax to +603-2726 0099, or email to pcs@ppb.com.my. The printed copy of the said Annual Report and/or Circular will be forwarded to you within four (4) market days from the date of receipt of your written request.

PLEASE TICK THE APPROPRIATE BOX(ES)

- ANNUAL REPORT 2020
- CIRCULAR TO SHAREHOLDERS

PARTICULARS OF SHAREHOLDER

Name : _____

CDS Account No. : _____

Address : _____

Telephone No. : _____

Email address (if any) : _____

I consent to the use of my personal data above for:

- a. processing my request;
- b. communicating with me including responding to my enquiries;
- c. any purposes required by any relevant law, directives, guidelines, orders, rules, regulations and requirements of any governmental or statutory authority or administrative or regulatory or supervisory body (including disclosure thereunder); and
- d. any other purposes relating or incidental to any of the above.

.....

Signature of Shareholder

Date:

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PPB GROUP BERHAD

Letter Box No. 115
12th Floor, UBN Tower
No. 10 Jalan P Ramlee
50250 Kuala Lumpur
Malaysia