



ALLIANCE BANK

Alliance Bank Malaysia Berhad 198201008390 (88103-W)

NOTICE OF 39TH ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the 39th Annual General Meeting (“AGM”) of Alliance Bank Malaysia Berhad (“the Bank”) will be held as a virtual meeting through live streaming and online remote voting from the broadcast venue at the Agate and Sapphire Room, 20th Floor, Menara Multi-Purpose, Capital Square, 8 Jalan Munshi Abdullah, 50100 Kuala Lumpur on Wednesday, 25 August 2021 at 3.00 p.m. to transact the following businesses:

AGENDA

As Ordinary Business

1. To receive the Audited Financial Statements for the financial year ended 31 March 2021 together with the Reports of the Directors and Auditors thereon.
2. To re-elect the following Directors who retire by rotation pursuant to Article 87 of the Bank’s Constitution:
 - (i) Mr Tan Chian Khong **Ordinary Resolution 1**
 - (ii) Ms Susan Yuen Su Min **Ordinary Resolution 2**
3. To re-elect Ms Cheryl Khor Hui Peng who retires pursuant to Article 93 of the Bank’s Constitution. **Ordinary Resolution 3**
4. To approve the payment of Directors’ fees and Board Committees’ fees to the Non-Executive Directors from the 39th AGM to the next AGM of the Bank. **Ordinary Resolution 4**
5. To approve the payment of Directors’ benefits (other than Directors’ fees and Board Committees’ fees) to eligible Non-Executive Directors up to an amount of RM1,200,000 from the 39th AGM to the next AGM of the Bank. **Ordinary Resolution 5**
6. To re-appoint PricewaterhouseCoopers PLT as Auditors of the Bank and to authorise the Directors to fix their remuneration. **Ordinary Resolution 6**
7. To transact any other business for which due notice shall have been given in accordance with the Bank’s Constitution and/or the Companies Act 2016.

BY ORDER OF THE BOARD

LEE WEI YEN

MAICSA 7001798 (SSM PC No. 202008002080)
Group Company Secretary

Kuala Lumpur
26 July 2021

NOTICE OF 39TH ANNUAL GENERAL MEETING (CONT'D)

Notes:

1. Virtual AGM

- 1.1 As part of the measures of the Bank to curb the spread of COVID-19, the 39th AGM of the Bank will be conducted on a virtual basis through live streaming and online remote voting via the Remote Participation and Voting (“RPV”) facilities at <https://alliancebank.vote2u.app/> Please follow the procedures provided in the **Administrative Details** for the 39th AGM to register, participate and vote remotely via the RPV facilities.
- 1.2 The broadcast venue of the 39th AGM is strictly for the purpose of complying with Section 327(2) of the Companies Act 2016 and Article 66 of the Bank’s Constitution which require the Chairman of the meeting to be present at the main venue of the meeting. **No shareholders and proxies from the public shall be physically present at the broadcast venue.**

2. Proxy

- 2.1 A Member entitled to attend, participate, speak and vote at the meeting is entitled to appoint a proxy or proxies to attend, participate, speak and vote in his/her stead. A proxy may but need not be a member of the Bank.
- 2.2 Where a Member who is an Exempt Authorised Nominee that holds ordinary shares in the Bank for multiple beneficial owners in one securities account (“omnibus account”), there is no limit to the number of proxies that the Exempt Authorised Nominee may appoint in respect of each omnibus account it holds.
- 2.3 A Member other than an Exempt Authorised Nominee shall be entitled to appoint not more than two (2) proxies to attend, participate, speak and vote at the same meeting.
- 2.4 Where a Member appoints more than one (1) proxy, the appointment shall be invalid unless he/she specifies the proportions of his/her shareholdings to be represented by each proxy.
- 2.5 If the appointer is a corporation, the Form of Proxy must be executed under its common seal or under the hand of an officer or attorney duly authorised.
- 2.6 To be valid, the duly completed Form of Proxy and the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority must be deposited at the office of our Share Registrar, ShareWorks Sdn Bhd at No. 2-1, Jalan Sri Hartamas 8, Sri Hartamas, 50480 Kuala Lumpur or lodged electronically at <https://alliancebank.vote2u.app/> (applicable to individual Members only) not less than forty-eight (48) hours before the time set for holding the meeting.
- 2.7 By submitting the duly executed Form of Proxy, the Member and his/her proxy(ies) consent to the Bank (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 purposes of 39th AGM and any adjournment thereof.
- 2.8 A Member whose name appears on the Record of Depositors as at 16 August 2021 shall be regarded as a member entitled to attend, participate, speak and vote at the meeting or appoint a proxy or proxies to attend, participate, speak and vote in his/her stead.

3. Voting by Poll

Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in the Notice of the 39th AGM of the Bank shall be put to the vote by way of a poll.

4. Audited Financial Statements for the financial year ended 31 March 2021

This Agenda item is laid before the 39th AGM pursuant to Section 340(1)(a) of the Companies Act 2016, and does not require a formal approval of the shareholders. As such, it is meant for discussion only and will not be put forward for voting.

5. Ordinary Resolutions 1, 2 and 3 – Re-election of Directors

Pursuant to Article 87 of the Bank’s Constitution, Mr Ho Hon Cheong, Mr Tan Chian Khong and Ms Susan Yuen Su Min retire by rotation and are eligible for re-election at the 39th AGM.

NOTICE OF 39TH ANNUAL GENERAL MEETING (CONT'D)

Both Mr Tan Chian Khong and Ms Susan Yuen Su Min have offered themselves for re-election at the 39th AGM. Shareholders' approval is sought for the re-election of Mr Tan Chian Khong and Ms Susan Yuen Su Min under Ordinary Resolution 1 and Ordinary Resolution 2 respectively.

Mr Ho Hon Cheong has expressed his intention not to seek re-election. Hence, he will retire as a Director of the Bank at the conclusion of the 39th AGM.

Ms Cheryl Khor Hui Peng, who was appointed as a Director of the Bank on 1 June 2021, retires pursuant to Article 93 of the Bank's Constitution and being eligible, has offered herself for re-election. Shareholders' approval is sought for the re-election of Ms Cheryl Khor under Ordinary Resolution 3.

The profiles of Directors seeking re-election are set out in the Statement Accompanying the Notice of 39th AGM.

6. Ordinary Resolutions 4 and 5 – Non-Executive Directors' Fees and Benefits

(i) Ordinary Resolution 4 – Payment of Directors' fees and Board Committees' fees from the 39th AGM to the next AGM

Shareholders' approval is sought for the proposed payment of Directors' and Board Committees' fees to Non-Executive Directors of the Bank from the 39th AGM to the next AGM based on the current fee structure below. If the proposed Ordinary Resolution 4 is passed at the 39th AGM, the payment of Directors' and Board Committees' fees will be made to the Non-Executive Directors on a quarterly basis after they have rendered their services to the Bank throughout the relevant period.

<u>Annual Directors' Fees</u>	
- Non-Executive Chairman	RM250,000
- Non-Executive Director	RM120,000
<u>Annual Board Committees' Fees</u>	
- Chairman	RM50,000
- Member	RM35,000

(ii) Ordinary Resolution 5 – Payment of Directors' benefits (other than Directors' fees and Board Committees' fees)

The Directors' benefits (other than Directors' fees and Board Committees' fees) comprise sitting allowances and other benefits for Non-Executive Directors, as set out below:

- (a) Sitting allowance – RM1,500 per meeting.
- (b) Any Non-Executive Director, including the Board Chairman, who retires from the Board upon completion of his/her term of service will be granted a retirement farewell gift of his/her choice for a value of up to RM10,000.
- (c) Other benefits include company car and driver allowance (for Chairman only), insurance coverage and other claimable benefits.

The total amount of Directors' benefits (other than Directors' fees and Board Committees' fees) payable to the Non-Executive Directors from the 39th AGM to the next AGM of the Bank is estimated based on various factors, including the estimated number of meetings for the Board and Board Committees during the period.

7. Ordinary Resolution 6 – Re-appointment of Auditors

Group Audit Committee ("Group AC") had, at its meeting held on 26 April 2021 assessed the performance and quality of audit services provided by PricewaterhouseCoopers PLT ("PwC") as well as its independence and objectivity taking into account Management's assessment on the criteria as prescribed by Bank Negara Malaysia in its Policy Document on External Auditor and was satisfied that PwC had met all the relevant criteria. Accordingly, the Group AC had recommended the re-appointment of PwC as the external auditors of the Bank for the financial year ending 31 March 2022.

The Board of Directors had, at its meeting held on 27 April 2021 approved the re-appointment of PwC as external auditors of the Bank as recommended by the Group AC.

Shareholders' approval is sought under Ordinary Resolution 6 for the re-appointment of PwC and the authority for the Directors to fix their remuneration in respect of the financial year ending 31 March 2022.



ALLIANCE BANK

Alliance Bank Malaysia Berhad 198201008390 (88103-W)

ADMINISTRATIVE DETAILS – THE 39TH ANNUAL GENERAL MEETING

Date and Time of Meeting	: Wednesday, 25 August 2021 at 3.00 p.m.
Remote Participation and Voting Platform	: https://alliancebank.vote2u.app/
Domain Registration Number with MYNIC	: D6A471702
Broadcast Venue	: Agate and Sapphire Room 20th Floor, Menara Multi-Purpose Capital Square 8 Jalan Munshi Abdullah 50100 Kuala Lumpur

As part of the measures to curb the spread of COVID-19, the 39th Annual General Meeting (“AGM”) of Alliance Bank Malaysia Berhad (“the Bank”) will be held virtually through live streaming and online remote voting using the **Vote2U** online platform at **<https://alliancebank.vote2u.app/>**

Entitlement to Participate and Vote Remotely

A shareholder whose name appears in the Record of Depositors as at **16 August 2021** shall be regarded as a shareholder entitled to participate and vote at the 39th AGM or appoint a proxy or proxies to participate and vote in his/her stead, without physically being present at the Broadcast Venue.

PROCEDURES TO PARTICIPATE AND VOTE AT THE 39TH AGM

Kindly note that the quality of the live streaming is highly dependent on the bandwidth and stability of the internet connection of shareholders and proxies.

To participate in the 39th AGM, please follow the procedures summarised below:

Step 1 – Before the Day of the 39th AGM

A. REGISTRATION AS USER (for first-time registration only)

Note: If you have already signed up with Vote2U previously, you may proceed to Step 2.

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| i. Shareholders to register with Vote2U online <ul style="list-style-type: none">• Individual Shareholders | a. Access website at https://alliancebank.vote2u.app/
b. Click the <<Sign Up>> button to sign up as a user.
c. Read and indicate your acceptance of the “Privacy Policy” and “Terms & Conditions” on the small box <input type="checkbox"/> . Then click the <<Next>> button.
d. Fill in your details [(i) ensure email address is valid, & (ii) create your own password]. Then click the <<Continue>> button.
e. Upload your MyKAD (front only) (for Malaysians) or Passport (for non-Malaysians). Then click the <<Submit>> button.
f. Your registration will be verified and an email notification will be provided. |
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ADMINISTRATIVE DETAILS - THE 39TH ANNUAL GENERAL MEETING (CONT'D)

B. REGISTRATION OF PROXY

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| <p>i. Electronic lodgement of Proxy Form (e-Proxy) no later than Monday, 23 August 2021 at 3.00 p.m.</p> <ul style="list-style-type: none"> • Individual Shareholders | <p>a. Individual shareholders to log in with the email address and password that you have registered with Vote2U.</p> <p>b. Select the General Meeting event.</p> <p>c. Scroll down and click the <<Register a Proxy>> button.</p> <p>d. Read and indicate your acceptance of the “Declarations” on the small box <input type="checkbox"/>. Then click the <<Next>> button.</p> <p>e. Select/add your Central Depository System (“CDS”) account number and number of shares.</p> <p>f. Click the <<Appoint Proxy>> button.</p> <p>g. Complete the details of your Proxy(ies).</p> <p>h. Indicate your voting instructions should you prefer to do so.</p> <p>i. Thereafter, click the <<Submit>> button.</p> <p>j. After verification, the Proxy(ies) will receive an email notification with temporary credentials, i.e. remote access user ID and password, to log in to Vote2U if registration is approved.</p> |
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Note:

You need to register as a user before you can register a Proxy and submit the e-Proxy form. Please refer to Section “A: Registration As User” above to register as a user.

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| <p>ii. Submit Proxy Form (hardcopy) no later than Monday, 23 August 2021 at 3.00 p.m.</p> <ul style="list-style-type: none"> • Individual Shareholders; • Corporate Shareholders; • Authorised Nominee; and • Exempt Authorised Nominee | <p>a. Complete the following details on the hardcopy of the Proxy Form:</p> <ul style="list-style-type: none"> - Name of the Proxy(ies)/Corporate Representative. - MyKAD (for Malaysians)/Passport (for non-Malaysians) number of the Proxy(ies). - Email address and telephone number of the Proxy(ies)/Corporate Representative. <p>b. Enclose the following documents with the original Proxy Form:</p> <ul style="list-style-type: none"> - A copy of the Proxy(ies’)/Corporate Representative’s MyKAD (for Malaysians)/Passport (for non-Malaysians). - A copy of the Certificate of Appointment of Corporate Representative [applicable to Corporate Shareholders only]. <p>c. Deposit the original Proxy Form and the abovementioned documents at the address stated on the Proxy Form.</p> <p>d. After verification, the Proxy(ies) will receive an email notification with temporary credentials, i.e. remote access user ID and password, to log in to Vote2U from ShareWorks Sdn Bhd if registration is approved.</p> |
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C. REVOCATION OF PROXY

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| <p>i. Revoke a Proxy electronically</p> <ul style="list-style-type: none"> • Individual Shareholders who have appointed Proxy(ies) through e-Proxy | <p>a. Log in to Vote2U using your registered email address and password.</p> <p>b. Select the General Meeting event.</p> <p>c. Scroll down and click the <<Revoke a Proxy>> button.</p> |
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ADMINISTRATIVE DETAILS - THE 39TH ANNUAL GENERAL MEETING (CONT'D)

<p>ii. Revoke a Proxy</p> <ul style="list-style-type: none"> • Individual Shareholders; • Corporate Shareholders; • Authorised Nominee; and • Exempt Authorised Nominee; who has/have appointed Proxy(ies) using hardcopy of Proxy Form 	<p>Please contact our Share Registrar, ShareWorks Sdn Bhd, to revoke the appointment of your Proxy(ies), the contact details for which are provided in the Enquiry Section below.</p>
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Step 2 – On the Day of the 39th AGM

1. Log in to <https://alliancebank.vote2u.app/> with your registered email address and password with Vote2U.
2. For a Proxy, log in with the temporary credentials in the email that you have received from Vote2U.
3. Vote2U will be opened for log in starting from **2.00 p.m. on Wednesday, 25 August 2021**, i.e. one (1) hour before the commencement of the 39th AGM.
4. When you log in, click the General Meeting event box. On the main page, you will be able to access the following:

Description	Procedures
i. Watch Live Streaming	Click the <<Watch Live>> button to view the live streaming.
ii. Ask Questions (real-time)	<p>a. Click the <<Ask Question>> button to pose question(s).</p> <p>b. Type in your question and click the <<Submit>> button.</p> <p><u>Note:</u> The Chairman of the meeting/Board of Directors will endeavour to respond to questions submitted by remote shareholders and proxies during the 39th AGM. Should there be any time constraints, the responses will be emailed to you at the earliest practicable time after the 39th AGM.</p>
iii. Remote Voting	<p>a. On the main page, scroll down and click the <<Confirm Details & Start Voting>> button.</p> <p>b. To vote, select your voting choice from the options provided. A confirmation screen will appear to show your selected vote. Click the <<Next>> button to continue voting for all resolutions.</p> <p>c. After you have completed voting, a Voting Summary page will appear to show all the resolutions with your voting choices. Click the <<Confirm>> button to submit your vote.</p> <p><u>Notes:</u></p> <ul style="list-style-type: none"> - You can proceed to vote on the resolutions and submit your votes at any time from the commencement of the 39th AGM at 3.00 p.m. until the end of the voting session, which will be announced by the Chairman of the meeting. - Once you have confirmed and submitted your votes, you will not be able to change your voting choices.
iv. View Voting Results	On the main page, scroll down and click the <<View Voting Results>> button.
v. End of Meeting	<p>a. Upon the announcement by the Chairman of the meeting of the conclusion of the Meeting, the live streaming will be terminated.</p> <p>b. You may log out from Vote2U.</p>

ADMINISTRATIVE DETAILS - THE 39TH ANNUAL GENERAL MEETING (CONT'D)

ADDITIONAL INFORMATION

Poll Voting

Pursuant to Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, voting at the General Meeting will be conducted by way of a poll. The Bank's share registrar, ShareWorks Sdn Bhd, has been appointed as the Poll Administrator to conduct the polling and BDO Consulting Sdn Bhd has been appointed as the Independent Scrutineer to verify the results of the poll.

Broadcast Venue

The Broadcast Venue is the place where the broadcast will take place to transmit or air the 39th AGM online.

In accordance with the Securities Commission's Guidance and FAQs on the Conduct of General Meetings for Listed Issuers dated 1 June 2021, only essential individuals are permitted to be physically present at the Broadcast Venue for a virtual general meeting and all shareholders shall participate in the meeting online. ***In this regard, no shareholders and proxies shall be physically present nor allowed to enter the Broadcast Venue.***

No Recording or Photography of the 39th AGM Proceedings

No recording or photography of the 39th AGM proceedings is allowed without the prior written permission of the Bank.

No e-Voucher, Gift or Food Voucher

There will be no e-Voucher, gift or food voucher for shareholders and proxies who participate at the 39th AGM.

Enquiry

For any enquiry relating to the 39th AGM of the Bank, please contact our Share Registrar, ShareWorks Sdn Bhd, during office hours (8:30 a.m. to 5:30 p.m.) from Monday to Friday (except for public holidays):

Telephone No. : 03-6201 1120 / 03-6201 7126 / 03-6201 7127

Email : ir@shareworks.com.my

For any enquiry relating to the Vote2U online platform or if you encounter any issues with the login process or need further clarification on the steps to connect to the live streaming and online voting, please contact Vote2U online platform's helpdesk during office hours (8:30 a.m. to 5:30 p.m.) from Monday to Friday:

Telephone No. : 03-7664 8521 / 03-7664 8520

Email : vote2u@agmostudio.com



ALLIANCE BANK

Alliance Bank Malaysia Berhad 198201008390 (88103-W)

FORM OF PROXY

CDS Account No.	No. of Shares Held

I/We (full name in block letters) _____

NRIC No./Passport No./Company Registration No. _____

of _____

telephone no. _____ email address _____

being a Member of ALLIANCE BANK MALAYSIA BERHAD, hereby appoint _____

_____ NRIC No./Passport No. _____

of _____

telephone no. _____ email address _____

and/or failing him/her, _____ NRIC No./Passport No. _____

of _____

telephone no. _____ email address _____

as my/our proxy/proxies to vote for me/us on my/our behalf at the 39th Annual General Meeting ("AGM") of the Bank, to be held as a virtual meeting through live streaming and online remote voting from the broadcast venue at the Agate and Sapphire Room, 20th Floor, Menara Multi-Purpose, Capital Square, 8 Jalan Munshi Abdullah, 50100 Kuala Lumpur on Wednesday, 25 August 2021 at 3.00 p.m. adjournment thereof.

NO	RESOLUTIONS	*FOR	*AGAINST
1.	Re-election of Mr Tan Chian Khong as Director		
2.	Re-election of Ms Susan Yuen Su Min as Director		
3.	Re-election of Ms Cheryl Khor Hui Peng as Director		
4.	Approval of payment of Directors' fees and Board Committees' fees from the 39th AGM to the next AGM of the Bank		
5.	Approval of payment of Directors' benefits (other than Directors' fees and Board Committees' fees) to eligible Non-Executive Directors from the 39th AGM to the next AGM of the Bank		
6.	Re-appointment of PricewaterhouseCoopers PLT as Auditors of the Bank and granting authority to the Directors to fix their remuneration		

* Please indicate with an "X" how you wish your vote to be cast. If no specific direction as to voting is given, the proxy(ies) will vote or abstain at his/her/their discretion.

As witness my/our hand(s) this _____ day of _____ 2021.

Signature of Member

Shareholding represented by Proxy	
Proxy 1	%
Proxy 2	%
Total	%

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Notes:

1. The broadcast venue of the 39th AGM is strictly for the purpose of complying with Section 327(2) of the Companies Act 2016 and Article 66 of the Bank's Constitution, which require the Chairman of the meeting to be present at the main venue of the meeting. **No shareholders and proxies from the public shall be physically present at the broadcast venue.**
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3. Where a Member is an Exempt Authorised Nominee that holds ordinary shares in the Bank for multiple beneficial owners in one securities account ("omnibus account"), there is no limit to the number of proxies that the Exempt Authorised Nominee may appoint in respect of each omnibus account it holds.
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5. Where a Member appoints more than one (1) proxy, the appointment shall be invalid unless he/she specifies the proportions of his/her shareholdings to be represented by each proxy.
6. If the appointer is a corporation, the Form of Proxy must be executed under its common seal or under the hand of an officer or attorney duly authorised.
7. To be valid, the duly completed Form of Proxy and the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority, must be deposited at the office of our Share Registrar, ShareWorks Sdn Bhd, at No. 2-1, Jalan Sri Hartamas 8, Sri Hartamas, 50480 Kuala Lumpur or lodged electronically at <https://alliancebank.vote2u.app/> (applicable to individual Members only) not less than forty-eight (48) hours before the time set for holding the meeting.
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9. A Member whose name appears in the General Meeting Record of Depositors as at 16 August 2021 shall be regarded as a Member entitled to attend, participate, speak and vote at the meeting or appoint a proxy or proxies to attend, participate, speak and vote in his/her stead.

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The Share Registrar of
ALLIANCE BANK MALAYSIA BERHAD

SHAREWORKS SDN BHD
No. 2-1, Jalan Sri Hartamas 8
Sri Hartamas
50480 Kuala Lumpur

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