

# Notice of 48th Annual General Meeting

**NOTICE IS HEREBY GIVEN** that the 48th Annual General Meeting ("48th AGM") of Allianz Malaysia Berhad ("Company") will be held virtually from the broadcast venue at Ballroom A, Level 2, Aloft Kuala Lumpur Sentral, 5 Jalan Stesen Sentral, Kuala Lumpur Sentral, 50470 Kuala Lumpur ("Broadcast Venue") via Tricor Investor & Issuing House Services Sdn Bhd ("Tricor")'s TIH Online website at <https://tjih.online> on Wednesday, 22 June 2022 at 11.00 a.m., for the following purposes:-

## AGENDA

### Ordinary Business

- To receive the Audited Financial Statements for the financial year ended 31 December 2021 and the Directors' and Auditors' Reports thereon.
- To approve the payment of the following fees to the Non-Executive Directors of the Company and its insurance subsidiaries for the period from 23 June 2022 until the next Annual General Meeting of the Company:-

- RM10,000 per month for holding the position of a Non-Executive Director;
- RM4,000 per month for being an Audit Committee member;
- RM3,000 per month for being a Risk Management Committee member; and
- RM2,000 per month for being a Nomination and Remuneration Committee member.

- To approve the benefits payable to the Non-Executive Directors of the Company and its insurance subsidiaries, of up to an amount equivalent to RM1,308,500 for the period from 23 June 2022 until the next Annual General Meeting of the Company.

- To re-elect Peter Ho Kok Wai, who retires by rotation in accordance with Clause 19.1 of the Constitution of the Company and being eligible, offer himself for re-election.

Tan Sri Datuk (Dr.) Rafiah Binti Salim who also retires by rotation in accordance with Clause 19.1 of the Constitution of the Company, has expressed her intention to retire at the conclusion of the 48th AGM and therefore, she will not seek for re-election.

- To re-elect the following Directors who retire in accordance with Clause 19.7 of the Constitution of the Company and being eligible, offer themselves for re-election:-

- Zakri Bin Mohd Khir
- Tan Sri Datuk Zainun Binti Ali
- Anusha A/P Thavarajah

- To re-appoint PricewaterhouseCoopers PLT as Auditors of the Company for the financial year ending 31 December 2022 and to authorise the Directors to fix their remuneration.

### Special Business

To consider and if thought fit, to pass the following Ordinary Resolutions:-

#### 7. Proposed Shareholders' Mandate for Recurrent Related Party Transactions with Allianz SE Group

"THAT pursuant to the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, approval be and is hereby given to the Company and/or its subsidiaries to enter into the recurrent related party transactions with Allianz SE Group as specified in Section 2.2 (A) of the Company's Circular to Shareholders dated 29 April 2022, provided that the transactions are in the ordinary course of business and are on terms not more favourable than those generally available to the public and not to the detriment of the minority shareholders.

AND THAT such authority shall take effect from the passing of this Ordinary Resolution and shall continue in force until:-

- the conclusion of the next Annual General Meeting of the Company, at which time it will lapse, unless by ordinary resolution passed at the said Annual General Meeting, the authority is renewed; or

- the expiration of the period within which next Annual General Meeting is required to be held pursuant to Section 340 (2) of the Companies Act 2016 (but shall not extend to such extension as may be allowed pursuant to Section 340 (4) of the Companies Act 2016); or

- revoked or varied by resolution passed by the shareholders in a general meeting;

whichever is the earlier;

AND THAT the Directors and/or any of them be and are hereby authorised to complete and do all such acts and things including executing all documents as may be required to give effect to the transactions contemplated and/or authorised by this Ordinary Resolution."

#### 8. Proposed Shareholders' Mandate for Recurrent Related Party Transactions with Rapidpro Consulting Sdn Bhd

"THAT pursuant to the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, approval be and is hereby given to the Company and/or its subsidiaries to enter into the recurrent related party transactions with Rapidpro Consulting Sdn Bhd as specified in Section 2.2 (B) of the Company's Circular to Shareholders dated 29 April 2022, provided that the transactions are in the ordinary course of business and are on terms not more favourable than those generally available to the public and not to the detriment of the minority shareholders.

AND THAT such authority shall take effect from the passing of this Ordinary Resolution and shall continue in force until:-

- the conclusion of the next Annual General Meeting of the Company, at which time it will lapse, unless by ordinary resolution passed at the said Annual General Meeting, the authority is renewed; or

- the expiration of the period within which next Annual General Meeting is required to be held pursuant to Section 340 (2) of the Companies Act 2016 (but shall not extend to such extension as may be allowed pursuant to Section 340 (4) of the Companies Act 2016); or

- revoked or varied by resolution passed by the shareholders in a general meeting;

whichever is the earlier;

AND THAT the Directors and/or any of them be and are hereby authorised to complete and do all such acts and things including executing all documents as may be required to give effect to the transactions contemplated and/or authorised by this Ordinary Resolution."

To consider and if thought fit, to pass the following Special Resolution:-

#### 9. Proposed Amendments to the Constitution of the Company

"THAT the proposed amendments to the Constitution of the Company ("Proposed Amendments") as set out in the **Appendix A** attached herewith be and are hereby approved.

AND THAT the Directors be and is hereby authorised to assent to any conditions, modifications and/or amendments as may be required by any relevant authorities, and to do all acts and things and take all such steps as may be considered necessary to give full effect to the Proposed Amendments."

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

### By Order of the Board

**NG SIEW GEK**  
MAICSA 7001251  
CCM PC No. 201908001053  
Company Secretary

Kuala Lumpur  
29 April 2022

## NOTES TO MEMBERS AND PROXIES

### 1. Registration for Remote Participation and Voting Facilities ("RPV")

- The Company's 48th AGM will be held virtually from the Broadcast Venue. Members/proxies can attend, speak (posing questions to the Board via real time submission of typed texts) and vote (collectively, "participate") remotely via the RPV available on Tricor's TIH Online website at <https://tjih.online>.
- The Broadcast Venue is strictly for the purpose of complying with Section 372 (2) of the Companies Act 2016 which require the Chairman of the meeting to be present at the main venue of the meeting. Members/proxies will not be allowed to be physically present at the Broadcast Venue.
- Registration of RPV is open from the date of the Notice of 48th AGM on Friday, 29 April 2022 at 10.00 a.m. until such time before the voting session ends at the 48th AGM on Wednesday, 22 June 2022.
- Members/proxies are required to register as a user with Tricor's TIH Online website (first time registration only) prior to pre-register their attendance for the 48th AGM for verification of their eligibility to attend the 48th AGM using the RPV based on the **Record of Depositors as at 14 June 2022**.
- Please follow the Procedures for RPV provided in the Administrative Details for the 48th AGM in order to participate in the 48th AGM remotely via RPV.

### 2. Submission of Questions Before and During Meeting

- Members may submit questions in relation to the agenda items for the 48th AGM prior to the 48th AGM via email to [InvestorRelations@allianz.com.my](mailto:InvestorRelations@allianz.com.my) or Tricor's TIH Online website at <https://tjih.online> by selecting "e-Services" to login, no later than Tuesday, 21 June 2022 at 11.00 a.m.
- Alternatively, Members may use the query box to transmit questions via RPV during live streaming.

### 3. Appointment of Proxy/Proxies

- For the purposes of determining a Member who shall be entitled to participate in the forthcoming 48th AGM of the Company, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd to issue a **Record of Depositors as at 14 June 2022**. Only a depositor whose name appears in the **Record of Depositors as at 14 June 2022** shall be entitled to participate in the 48th AGM or appoint proxy/proxies to participate on his/her behalf.
- Every Member including authorised nominees as defined under the Securities Industry (Central Depositories) Act 1991, and Exempt Authorised Nominees which holds ordinary shares in the Company for multiple beneficial owners in one (1) securities account, is

entitled to appoint one (1) or more proxy to exercise all or any of his rights to participate instead of him at the 48th AGM, and that such proxy need not be a Member.

- Where a Member appoints more than one (1) proxy, the appointment shall be invalid unless he specifies the proportion of his shareholdings to be represented by each proxy.
- The instrument appointing a proxy shall be in writing under the hand of the Member or of his 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 of its attorney duly authorised in writing.
- The instrument of proxy shall be deposited at the Registered Office of the Company at Level 29, Menara Allianz Sentral, 203, Jalan Tun Sambanthan, Kuala Lumpur Sentral, 50470 Kuala Lumpur. The instrument of proxy can also be submitted electronically through Tricor's TIH Online website at <https://tjih.online>. Please refer to the Administrative Details for the 48th AGM for further information on form of proxy submission. All form of proxy submitted must be received by the Company **no later than Tuesday, 21 June 2022 at 11.00 a.m.**, being twenty-four (24) hours before the appointed time for holding the 48th AGM.
- A Member who has appointed a proxy or attorney or authorised representative to participate in the 48th AGM via RPV must request for RPV at Tricor's TIH Online website at <https://tjih.online>. Please follow the Procedures for RPV registration in the Administrative Details for the 48th AGM.

## EXPLANATORY NOTES ON ORDINARY BUSINESS

### 1. Audited Financial Statements for the financial year ("FY") ended 31 December 2021 ("FY 2021")

The Audited Financial Statements for the FY 2021 and the Directors' and Auditors' Reports thereon are laid before the shareholders pursuant to the provision of Section 340 (1)(a) of the Companies Act 2016 and are for discussion only. Hence, this item will not be put for voting.

### 2. Directors' Fees and Benefits payable for Non-Executive Directors (excluding Nominee Directors of Allianz SE) ("NEDs")

Pursuant to Section 230 (1)(b) of the Companies Act 2016 which requires fees and any benefits payable to the Directors of a listed company and its subsidiaries to be approved at a general meeting, the proposed payment of Directors' fees and benefits to the NEDs under Ordinary Resolutions 1 and 2 include fees and benefits payable to the NEDs by the Company and its insurance subsidiaries, namely Allianz Life Insurance Malaysia Berhad and Allianz General Insurance Company (Malaysia) Berhad.

### (a) Directors' fees from 23 June 2022 until the next Annual General Meeting ("AGM") of the Company

The shareholders of the Company had at the 47th AGM held on 23 June 2021 ("2021 AGM") approved the payment of Directors' fees to the NEDs effective 1 January 2021 until the next AGM scheduled for 22 June 2022 to be made on a monthly basis (excluding Service Tax), as detailed below ("Directors' Fees"):-

	Directors' Fees per month (RM)	Directors' Fees per annum (RM)
<b>Fee to each NED</b>	10,000	120,000
<b>Fee for being an Audit Committee member</b>	4,000	48,000
<b>Fee for being a Risk Management Committee member</b>	3,000	36,000
<b>Fee for being a Nomination and Remuneration Committee ("NRC") member</b>	2,000	24,000

The Board has agreed that the Directors' Fees shall be applicable for three FYs, commencing from FY 2021 until FY 2023, subject to the shareholders' approval. Therefore, the Directors' Fees remain unchanged for the period from 23 June 2022 until the next AGM of the Company in 2023 ("2022/2023 Directors' Fees").

The Directors' Fees paid during the FY 2021 was RM1,734,000 and was reported in Note 28.2 of the Audited Financial Statements of the Company for the FY 2021.

The Ordinary Resolution 1, if passed, will allow the Company and its insurance subsidiaries to make payment of the 2022/2023 Directors' Fees to the NEDs and the Board Committee members on a monthly basis and/or as and when incurred.

### (b) Directors' benefits for the period from 23 June 2022 until the next AGM of the Company

The benefits payable to NEDs comprise allowances and benefits in-kind payable to the Chairman and members of the Board/Board Committees of the Company and its insurance subsidiaries (excluding Service Tax):-

- Monthly fixed allowance**
  - Chairman of the Board: RM12,000 per month
- Meeting allowance**
  - Chairman of the Board/Board Committee: RM3,500 per meeting
  - Member of the Board/Board Committee: RM3,000 per meeting
- Other benefits**
  - Company car and driver: Chairman of the Board (based on taxable rate)
  - Medical, personal accident and Directors' and Officers' Liability insurance

The shareholders of the Company had at the 2021 AGM approved the payment of benefits to the NEDs, of up to an amount of RM1,263,500 from 24 June 2021 until the next AGM scheduled for 22 June 2022.

Please refer to Note 28.2 of the Audited Financial Statements of the Company for the total benefits paid to the NEDs for FY 2021. The estimated total amount of benefits payable to the NEDs from 24 June 2021 to the 48th AGM is equivalent to RM850,000.

The proposed total amount of benefits payable to the NEDs is estimated to be up to an amount equivalent to RM1,308,500 from 23 June 2022 until the next AGM of the Company in 2023 ("2022/2023 Directors' Benefits"), taking into account the projected number of meetings for the Board/Board Committees as well as the projected number of NEDs involved in these meetings.

The Ordinary Resolution 2, if passed, will allow the Company and its insurance subsidiaries to make payment of the 2022/2023 Directors' Benefits to the NEDs on a monthly basis and/or as and when incurred.

### 3. Re-election of Directors who retire in accordance with Clause 19.1 and Clause 19.7 of the Company's Constitution

Clause 19.1 of the Company's Constitution provides that an election of Directors shall take place each year at the AGM of the Company where one-third (1/3) of the Directors for the time being, or if their number is not three (3) or a multiple of three (3), then the number nearest one-third (1/3), shall retire from office and be eligible for re-election provided always that all Directors shall retire from office once at least in each three (3) years. A retiring Director shall retain office until the close of the meeting at which he retires.

Pursuant to Clause 19.7 of the Company's Constitution, any Director so appointed shall hold office only until the next following AGM of the Company, and shall then be eligible for re-election but shall not be taken into account in determining the Directors who are to retire by rotation at that meeting.

Peter Ho Kok Wai and Tan Sri Datuk (Dr.) Rafiah Binti Salim will retire at the 48th AGM pursuant to Clause 19.1 of the Constitution of the Company.

Zakri Bin Mohd Khir, Tan Sri Datuk Zainun Binti Ali and Anusha A/P Thavarajah were newly appointed Directors in January and March 2022 respectively, they are standing for re-election pursuant to Clause 19.7 of the Company's Constitution at the 48th AGM.

Save for the Chairman of the Company, Tan Sri Datuk (Dr.) Rafiah Binti Salim, all other retiring Directors have indicated their willingness to seek for re-election ("Retiring Directors"). The Chairman has expressed her intention to retire at the conclusion of the 48th AGM, after serving the Board for almost ten years and therefore, she will not seek for re-election.

The NRC conducted fit and proper assessment on the retiring Directors in accordance with the Company's Fit and Proper Policy and Procedures for Key Responsible Persons ("Fit and Proper Policy").

All the retiring Directors met the fit and proper criteria prescribed in the Fit and Proper Policy and the retiring Independent Non-Executive Directors have also fulfilled the independence criteria as prescribed under the Main Market Listing Requirements of Bursa Malaysia Securities Berhad.

The NRC conducted performance evaluation on the retiring Directors who were on the Board as at 31 December 2021 and was satisfied with the performance and contribution of the retiring Directors.

Based on the assessments, the NRC recommended the re-election of the Retiring Directors for the Board's approval. The Board supported the recommendation of the NRC and seek shareholders' approval for the re-election of the Retiring Directors.

The Retiring Directors had abstained from deliberations and voting on their respective re-election at the Board Meeting.

The profile of the retiring Directors are set out in the Board of Directors' Profile in this Annual Report.

### 4. Re-appointment of Auditors

The Audit Committee reviewed the proposed re-appointment of PricewaterhouseCoopers PLT ("PwC PLT") (including of engagement partner and concurring partner) as Auditors for the Company and its insurance subsidiaries for the financial year ending 31 December 2022 ("FY 2022") and concluded that PwC PLT met all the evaluation criteria as prescribed by the relevant authorities. The Audit Committee recommended the proposed re-appointment of PwC PLT to the respective Boards of the Company and its insurance subsidiaries for consideration.

The Board having satisfied that PwC PLT met the evaluation criteria as prescribed by the relevant authorities, recommended the proposed re-appointment of PwC PLT as Auditors of the Company for the FY 2022, for the shareholders' approval.

## EXPLANATORY NOTES ON SPECIAL BUSINESS

### 5. Proposed Shareholders' Mandate for Recurrent Related Party Transactions

The Company is principally engaged in investment holding whilst the principal activities of its subsidiaries are underwriting of all classes of general insurance business, life insurance and investment-linked businesses.

It is anticipated that the Company and its insurance subsidiaries will, in the ordinary course of business, enter into recurrent related party transactions with classes of related parties as set out in Section 2.2 of the Company's Circular to Shareholders dated 29 April 2022.

In view of time sensitivity and the frequent nature of such related party transactions, the Directors of the Company are seeking shareholders' approval for the proposed Ordinary Resolutions 8 and 9, to allow the Company and its insurance subsidiaries in their ordinary course of business, to enter into recurrent related party transactions with the respective related parties as detailed in Section 2.2 of the Company's Circular to Shareholders dated 29 April 2022, provided that such transactions are made on arm's length basis and are on terms not more favourable to the related parties than those generally available to the public and are not to the detriment of the minority shareholders.

Detailed information in relation to the proposed shareholders' mandate for recurrent related party transactions are set out in the Company's Circular to Shareholders dated 29 April 2022 ("Circular"), issued together with this Annual Report.

### 6. Proposed Amendments

The Proposed Amendments are made mainly for the purpose of incorporating provisions to allow remote participation at general meetings and appointment of proxy via electronic means, to enhance administrative efficiency and minor editorial alignment arising from the Proposed Amendments.

The Proposed Amendments are detailed in **Appendix A** attached with this Annual Report.

## ABSTENTION FROM VOTING

- NEDs who are shareholders of the Company, will abstain from voting on Resolutions 1 and 2 with regard to their remunerations.
- Directors referred to in Resolutions 3 to 6, who are shareholders of the Company, will abstain from voting on resolution with regard to their respective re-election at the 48th AGM.
- The interested Directors and interested major shareholder will abstain from voting in respect of their direct and/or indirect shareholdings on Resolutions 8 and 9 with regard to the proposed shareholders' mandate for recurrent related party transactions involving their interests and/or interests of persons connected to them at the 48th AGM. Please refer to the Circular for detailed information.

## NOTE TO THE HOLDERS OF IRREDEEMABLE CONVERTIBLE PREFERENCE SHARES ("ICPS")

The holders of ICPS shall be entitled to attend the 48th AGM via RPV but have no right to vote at the 48th AGM. The voting rights of the ICPS holders are detailed in the Constitution of the Company published on the Company's website at [www.allianz.com.my/corporate-governance](http://www.allianz.com.my/corporate-governance).

# Form of Proxy

Allianz Malaysia Berhad 197201000819 (12428-W)  
(Incorporated in Malaysia)

**Privacy Notice:**

Any personal data collected shall be used for the purpose of enabling your proxy/proxies to attend the 48th Annual General Meeting of the Company. We shall retain the personal data for record keeping purposes in accordance with the Company's retention policy. By submitting this Form of Proxy to us, you confirm that you have consented and have obtained the consent of such proxy/proxies to enable us to process and retain the personal data provided in this Form of Proxy. If you or your proxy/proxies have a residential address in any of the European Union ("EU") member states, please reach out to us at: [privacy@allianz.com.my](mailto:privacy@allianz.com.my) in order for us to assess and comply with the EU Privacy Law - General Data Protection Regulation otherwise the local Personal Data Protection Act, 2010 shall apply to you and your proxy/proxies.

<b>Number of Shares Held</b>	
<b>CDS Account No.</b>	
<b>Contact No.</b>	

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

NRIC/Passport/Company No. \_\_\_\_\_ of \_\_\_\_\_

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

being a member/members of ALLIANZ MALAYSIA BERHAD ("Company") hereby appoint:

Full Name	NRIC/Passport No.	Proportion of Shareholdings	
		No. of Shares Held	%
Address			

and/or (delete as appropriate)

Full Name	NRIC/Passport No.	Proportion of Shareholdings	
		No. of Shares Held	%
Address			

or failing him/her, the Chairman of the Meeting as my/our proxy to attend and vote for me/us on my/our behalf at the 48th Annual General Meeting ("48th AGM") of the Company to be held virtually from the broadcast venue at Ballroom A, Level 2, Aloft Kuala Lumpur Sentral, 5 Jalan Stesen Sentral, Kuala Lumpur Sentral, 50470 Kuala Lumpur ("Broadcast Venue") via Tricor Investor & Issuing House Services Sdn Bhd ("Tricor")'s TIIH Online website at <https://tiih.online> on Wednesday, 22 June 2022 at 11.00 a.m. and at any adjournment thereof, to vote as indicated below:-

RESOLUTIONS		FOR	AGAINST
<b>Ordinary Resolutions</b>			
1.	Approval for payment of Directors' fees from 23 June 2022 until the next Annual General Meeting of the Company		
2.	Approval for payment of Directors' benefits from 23 June 2022 until the next Annual General Meeting of the Company		
3.	Re-election of Peter Ho Kok Wai as Director		
4.	Re-election of Zakri Bin Mohd Khir as Director		
5.	Re-election of Tan Sri Datuk Zainun Binti Ali as Director		
6.	Re-election of Anusha A/P Thavarajah as Director		
7.	Re-appointment of PricewaterhouseCoopers PLT as Auditors and authority to the Directors to fix the Auditors' remuneration		
8.	Proposed Shareholders' Mandate for Recurrent Related Party Transactions with Allianz SE Group		
9.	Proposed Shareholders' Mandate for Recurrent Related Party Transactions with Rapidpro Consulting Sdn Bhd		
<b>Special Resolution</b>			
1.	Proposed Amendments to the Constitution of the Company		

(Please indicate with an "X" in the appropriate boxes on how you wish your vote to be cast. If no specific direction as to voting is given, the proxy will vote or abstain as he/she thinks fit.)

As witness my/our hand this \_\_\_\_\_ day of \_\_\_\_\_ 2022.

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

## NOTES TO MEMBERS AND PROXIES

1. **Registration for Remote Participation and Voting Facilities ("RPV")**
  - 1.1 The Company's 48th AGM will be held virtually from the Broadcast Venue. Members/proxies can attend, speak (posing questions to the Board via real time submission of typed texts) and vote (collectively, "participate") remotely via the RPV available on Tricor's TIH Online website at <https://tiih.online>.
  - 1.2 The Broadcast Venue is strictly for the purpose of complying with Section 372 (2) of the Companies Act 2016 which require the Chairman of the Meeting to be present at the main venue of the Meeting. Members/proxies will not be allowed to be physically present at the Broadcast Venue.
  - 1.3 Registration of RPV is open from the date of the Notice of 48th AGM on Friday, 29 April 2022 at 10.00 a.m. until such time before the voting session ends at the 48th AGM on Wednesday, 22 June 2022.
  - 1.4 Members/proxies are required to register as a user with Tricor's TIH Online website (first time registration only) prior to pre-register their attendance for the 48th AGM for verification of their eligibility to attend the 48th AGM using the RPV based on the **Record of Depositors as at 14 June 2022**.
  - 1.5 Please follow the Procedures for RPV provided in the **Administrative Details** for the 48th AGM in order to participate in the 48th AGM remotely via RPV.
2. **Submission of Questions Before and During Meeting**
  - 2.1 Members may submit questions in relation to the agenda items for the 48th AGM prior to the 48th AGM via email to [InvestorRelations@allianz.com.my](mailto:InvestorRelations@allianz.com.my) or Tricor's TIH Online website at <https://tiih.online> by selecting "e-Services" to login, no later than Tuesday, 21 June 2022 at 11.00 a.m.
  - 2.2 Alternatively, Members may use the query box to transmit questions via RPV during live streaming.
3. **Appointment of Proxy/Proxies**
  - 3.1 For the purposes of determining a Member who shall be entitled to participate in the forthcoming 48th AGM of the Company, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd to issue a **Record of Depositors as at 14 June 2022**. Only a depositor whose name appears in the **Record of Depositors as at 14 June 2022** shall be entitled to participate in the 48th AGM or appoint proxy/proxies to participate on his/her behalf.
  - 3.2 Every Member including authorised nominees as defined under the Securities Industry (Central Depositories) Act 1991, and Exempt Authorised Nominees which holds ordinary shares in the Company for multiple beneficial owners in one (1) securities account, is entitled to appoint one (1) or more proxy to exercise all or any of his rights to participate instead of him at the 48th AGM, and that such proxy need not be a Member.
  - 3.3 Where a Member appoints more than one (1) proxy, the appointment shall be invalid unless he specifies the proportion of his shareholdings to be represented by each proxy.
  - 3.4 The instrument appointing a proxy shall be in writing under the hand of the Member or of his 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 of its attorney duly authorised in writing.
  - 3.5 The instrument of proxy shall be deposited at the Registered Office of the Company at Level 29, Menara Allianz Sentral, 203, Jalan Tun Sambanthan, Kuala Lumpur Sentral, 50470 Kuala Lumpur. The instrument of proxy can also be submitted electronically through Tricor's TIH Online website at <https://tiih.online>. Please refer to the Administrative Details for the 48th AGM for further information on form of proxy submission. All form of proxy submitted must be received by the Company **no later than Tuesday, 21 June 2022 at 11.00 a.m.**, being twenty-four (24) hours before the appointed time for holding the 48th AGM.
  - 3.6 A Member who has appointed a proxy or attorney or authorised representative to participate in the 48th AGM via RPV must request for RPV at Tricor's TIH Online website at <https://tiih.online>. Please follow the Procedures for RPV registration in the Administrative Details for the 48th AGM.

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AFFIX  
STAMP

**The Company Secretary**  
**Allianz Malaysia Berhad** 197201000819 (12428-W)  
Level 29, Menara Allianz Sentral  
203, Jalan Tun Sambanthan  
Kuala Lumpur Sentral  
50470 Kuala Lumpur

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# Administrative Details

## 48th Annual General Meeting

<b>Day and Date</b>	Wednesday, 22 June 2022
<b>Time</b>	11.00 a.m.
<b>Broadcast Venue</b>	Ballroom A, Level 2, Aloft Kuala Lumpur Sentral, 5 Jalan Stesen Sentral, Kuala Lumpur Sentral, 50470 Kuala Lumpur
<b>Online Meeting Platform</b>	Tricor Investor & Issuing House Services Sdn Bhd (“Tricor”)’s TIH Online website at <a href="https://tiah.online">https://tiah.online</a> with Remote Participation and Voting (“RPV”) facilities

### A Mode of Meeting

The 48th Annual General Meeting (“48th AGM”) will be held **VIRTUALLY** via live streaming and online voting using RPV from the Broadcast Venue.

The Broadcast Venue is strictly for the purpose of complying with Section 327(2) of the Companies Act 2016 which require the Chairman of the meeting to be present at the main venue of the Meeting. Members/proxies will not be allowed to be physically present at the Broadcast Venue.

### B Entitlement to Participate

Only a depositor (holder of ordinary shares or irredeemable convertible preference shares (“ICPS”)) whose name appears in the Record of Depositors as at **14 June 2022** shall be entitled to attend, speak (posing questions to the Board via real time submission of typed texts) and vote\* (collectively, “participate”) remotely at the 48th AGM via RPV or appoint proxy/proxies to participate on his/her behalf.

\*Note: The holders of ICPS shall be entitled to attend the 48th AGM via RPV but have no right to vote at the 48th AGM. The voting rights of the ICPS holders are detailed in the Constitution of the Company published on the Company’s website at [www.allianz.com.my/corporate-governance](http://www.allianz.com.my/corporate-governance)

## C Registration for RPV for 48<sup>th</sup> AGM

With reference to our letter to members dated 29 April 2022, you are cordially invited to attend the 48th AGM to exercise your right to participate at the meeting remotely by using the RPV facilities at <https://tiih.online>. Please refer to the following steps by TIIH Online:

Procedure	Action
1. <b>New User</b> (first time registration only) Register as a user with TIIH Online	<ul style="list-style-type: none"><li>• Access to the TIIH Online website at <a href="https://tiih.online">https://tiih.online</a>.</li><li>• Under "e-Services", select the Sign Up button followed by "<b>Create Account by Individual Holder</b>". Refer to the tutorial guide posted on the homepage for assistance.</li><li>• Registration as a user will be approved within one (1) working day and you will be notified via e-mail.</li><li>• If you are already a user with TIIH Online, you are not required to register again. You will receive an e-mail to notify you that the remote participation is available for registration at TIIH Online.</li></ul>
2. <b>Registered User</b> Submit your request	<ul style="list-style-type: none"><li>• Registration is open from the date of the Notice of 48th AGM on Friday, 29 April 2022 at 10.00 a.m. until such time before the voting session ends at the 48th AGM on Wednesday, 22 June 2022.</li><li>• Login in with your username and password and select the corporate event: "<b>(REGISTRATION) ALLIANZ 48TH AGM</b>".</li><li>• For holders of ICPS, please select the corporate event: "<b>(REGISTRATION) ALLIANZ 48TH AGM (ICPS)</b>".</li><li>• Read and agree to the Terms &amp; Conditions and confirm the Declaration.</li><li>• Select "<b>Register for Remote Participation and Voting</b>".</li><li>• Review your registration and proceed to register.</li><li>• TIIH System will send an <b>email to notify</b> that your registration for remote participation is received and will be verified.</li><li>• After verification of your registration against the Record of Depositors as at <b>14 June 2022</b>, the system will send <b>an email after 21 June 2022 to approve or reject</b> your registration for remote participation.</li></ul>

*(Note: Please allow sufficient time for approval of new user of TIIH Online and registration for the RPV)*

### Note to RPV users:

- (i) Should your application to join the 48th AGM is approved, the system will make available to you the rights to join the live stream meeting and to vote remotely. Your login to TIIH Online on the day of the 48th AGM will indicate your presence at the virtual meeting.
- (ii) The quality of your connection to the live broadcast is dependent on the bandwidth and stability of the internet connection at your location and the device you use.

## D Appointment of Proxy

### Appointment of Chairman of the meeting as proxy

If a member is not able to attend the 48th AGM via RPV facilities, he/she can appoint the Chairman of the meeting as his/her proxy and indicate the voting instructions in the Form of Proxy. The same must be deposited or submitted in accordance with the Note (I) below.

### Appointment of proxy, corporate representative or attorney

- (i) A member who has appointed a proxy/proxies, corporate representative(s) or attorney(s) to participate at the 48th AGM via RPV must ensure that the Form of Proxy is completed with required information, signed and dated accordingly. The same must be deposited in accordance with Note (I) below.
- (ii) The member must also request his/her proxy(ies), authorised representative or attorney to register himself/herself as a user with TIIH Online website at <https://tiih.online>.
- (iii) The representative of a corporation or institutional member must register as a user first in accordance with Note (II) below, before he/she can subscribe to this corporate holder electronic submission.

### Submission Procedures

Members who wish to appoint proxy(ies), corporate representative(s) or attorney(s) to participate in the 48th AGM via RPV, please follow the steps below:-

- (I) Complete the Form of Proxy and submit through either one of the following avenues:-

#### **(a) Submission of Form of Proxy in hardcopy**

The Form of Proxy shall be deposited at the Registered Office of the Company at Level 29, Menara Allianz Sentral, 203, Jalan Tun Sambanthan, Kuala Lumpur Sentral, 50470 Kuala Lumpur or alternatively at the Concierge Customer Service Counter, LG3, Menara Allianz Sentral, 203, Jalan Tun Sambanthan, Kuala Lumpur Sentral, 50470 Kuala Lumpur no later than **Tuesday, 21 June 2022 at 11.00 a.m.**, being twenty-four (24) hours before the appointed time for holding the 48th AGM.

**OR**

#### **(b) Submission of electronic lodgement of Form of Proxy (“e-Proxy Form”) via TIIH Online website**

The instrument of proxy can also be submitted electronically through TIIH Online website at <https://tiih.online> no later than **Tuesday, 21 June 2022 at 11.00 a.m.**, being twenty-four (24) hours before the appointed time for holding the 48th AGM.

- (II) Procedures for submission of e-Proxy Form:-

<b>Procedure</b>	<b>Action</b>
1. <b>New User</b> (first time registration only) Register as a user with TIIH Online	<b>(A) For Individual Member</b> Please refer to the procedures on “Register as a user with TIIH Online” under Section (C) above, in order to sign-up as a user of TIIH Online. If you are an existing user of TIIH Online, you are not required to sign-up

Procedure	Action
	<p>again. You will receive an <b>email to notify</b> you that the remote participation is available for registration at TIIH Online.</p> <p><b>(B) For <u>authorised/nominated representatives of corporate/institutional members</u></b></p> <ul style="list-style-type: none"> <li>• Access the TIIH Online website at <a href="https://tiih.online">https://tiih.online</a>.</li> <li>• Under “e-Services”, select the Sign Up button followed by “<b>Create Account by Representative of Corporate Holder</b>”.</li> <li>• Complete the registration form and upload the required documents.</li> <li>• Registration will be verified, and you will be notified by e-mail within one (1) to two (2) working days.</li> <li>• Proceed to activate your account with the temporary password given in the e-mail and re-set your own password.</li> </ul> <p><i>(Note: The representative of a corporation or institutional member must register as a user in accordance with the above steps before he/she can subscribe to this corporate holder electronic proxy submission. Please contact our Share Registrar if you need clarifications on the user registration.)</i></p>
<p>2. <b>Registered User</b> Proceed with submission of e-Proxy Form</p>	<p><b>(A) For Individual Shareholder</b></p> <ul style="list-style-type: none"> <li>• After the release of the Notice of 48th AGM on 29 April 2022, please login with your username (i.e. email address) and password.</li> <li>• Select the corporate event: “<b>ALLIANZ 48th AGM – Submission of Proxy Form</b>”.</li> <li>• Read and agree to the Terms &amp; Conditions and confirm the Declaration.</li> <li>• Insert the CDS account number and indicate the number of shares for your proxy(ies) to vote on your behalf.</li> <li>• Appoint your proxy(ies) or Chairman and insert the required details of your proxy(ies).</li> <li>• Indicate your voting instructions – FOR or AGAINST, otherwise your proxy(ies) will decide your vote on your behalf.</li> <li>• Review and confirm your proxy(ies) appointment.</li> <li>• Print e-proxy form for your record.</li> </ul> <p><b>(B) For <u>authorised/nominated representatives of corporate/institutional members</u></b></p> <ul style="list-style-type: none"> <li>• As a registered user of TIIH Online, go to <a href="https://tiih.online">https://tiih.online</a> and login with your user ID (i.e. e-mail address) and password.</li> </ul>

Procedure	Action
<p><b>Registered User</b> Proceed with submission of e-Proxy Form (<i>continued</i>)</p>	<ul style="list-style-type: none"> <li>• Select the corporate event: <b>“ALLIANZ 48th AGM – Submission of Proxy Form”</b>.</li> <li>• Read and agree to the Terms &amp; Conditions and confirm the Declaration.</li> <li>• Proceed to download the file format for “Submission of Proxy Form” in accordance with the Guidance Note given therein.</li> <li>• Prepare the file for the appointment of proxy(ies) by inserting the required data.</li> <li>• Proceed to upload the duly completed proxy appointment file.</li> <li>• Select “Submit” to complete your submission.</li> <li>• Print the confirmation report of your submission for your record.</li> </ul>

(III) Proxy(ies) to participate in the 48th AGM via RPV must register himself/herself for RPV at TIIH Online website at <https://tiih.online>. Please refer to the procedures for RPV in Section C above.

Authorised representative of corporate member/Attorney(s) appointed by power of attorney must deposit the **ORIGINAL/DULY CERTIFIED** certificate of appointment of authorised representative/power of attorney to the Registered Office of the Company at Level 29, Menara Allianz Sentral, 203, Jalan Tun Sambanthan, Kuala Lumpur Sentral, 50470 Kuala Lumpur no later than **Tuesday, 21 June 2022 at 11.00 a.m.** to participate via RPV in the 48th AGM.

If you have any enquiries on submission of e-Proxy Form, please contact Tricor at the contact details stated in Section (I) below.

## E Poll Voting

Pursuant to Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad and Clause 16.7 of the Company’s Constitution, all resolutions set out in the Notice of 48th AGM will be put to vote by poll.

Members can proceed to vote on the resolutions at any time from the commencement of the 48th AGM until the end of the voting session which will be announced by the Chairman of the Meeting. Upon completion of the voting session for the 48th AGM, the appointed independent scrutineer will verify and announce the poll results followed by the Chairman’s declaration whether the resolutions are duly passed.

## F RPV on the Meeting Day

With the approved registration for RPV, you have the right to join the live stream meeting and vote remotely. Your login to TIIH Online indicates your attendance at the fully virtual 48th AGM.



On the 48th AGM day, please refer to the following steps by TIIH Online:

<b>Procedure</b>	<b>Action</b>
1. Login to TIIH Online	Login with your username and password for remote participation at the 48th AGM at any time from 10.00 a.m. i.e. 1 hour before the commencement of the 48th AGM on Wednesday, 22 June 2022 at 11.00 a.m.
2. Participate through live streaming	<ul style="list-style-type: none"><li>• Select the corporate event: “<b>(LIVE STREAM MEETING) ALLIANZ 48TH AGM</b>” to engage in the proceedings of the 48th AGM remotely.</li><li>• If you have any questions for the Company, you may use the query box to transmit your question. The Chairman/Board of Directors will endeavour to respond to questions submitted by remote participants during the 48th AGM.</li></ul>
3. Online remote voting	<ul style="list-style-type: none"><li>• Voting session commences from <b>11.00 a.m. on Wednesday, 22 June 2022</b> until a time when the Chairman announces the completion of the voting session of the 48th AGM.</li><li>• Select the corporate event: “<b>(REMOTE VOTING) ALLIANZ 48TH AGM</b>”.</li><li>• Read and agree to the Terms &amp; Conditions and confirm the Declaration.</li><li>• Select the CDS account that represents your shareholdings.</li><li>• Indicate your votes for the resolutions that are tabled for voting.</li><li>• Confirm and submit your votes.</li></ul>
4. End of remote participation	Upon the announcement to be made by the Chairman on the closure of the 48th AGM, the live streaming will end.

### **Helpline Contact**

In the event you encounter any issues with logging-in, connection to the live stream meeting or online voting, kindly call Tricor Help Line at 011-40805616/011-40803168/011-40803169/011-40803170 for assistance or e-mail to [tiih.online@my.tricorglobal.com](mailto:tiih.online@my.tricorglobal.com) for assistance.

## **G Submission of Questions to the Company**

Members/proxies may raise relevant questions in relation to agenda items for the 48th AGM to the Company through the following avenues:-

### **(i) Prior to the 48th AGM day**

#### **(a) Submission of questions via TIIH Online website**

Questions may be submitted via TIIH Online website at <https://tiih.online>, by selecting “e-Services” to login, post your questions and submit it electronically no later than **Tuesday, 21 June 2022 at 11.00 a.m.**

## **(b) Submission of questions via email**

Questions may be submitted via email to [InvestorRelations@allianz.com.my](mailto:InvestorRelations@allianz.com.my) no later than **Tuesday, 21 June 2022 at 11.00 a.m.**

## **(ii) On the 48th AGM day (22 June 2022)**

Members/proxies may use the query box to transmit the questions via RPV during the 48th AGM.

The Chairman/Board of Directors will endeavour to address the questions received at the 48th AGM.

## **H Annual Report 2021 and Circular to Shareholders**

The Annual Report 2021 and Circular to Shareholders in relation to the Proposed Renewal of Shareholders' Mandate and Proposed New Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature are available on the Company's website at [www.allianz.com.my](http://www.allianz.com.my).

You may also request for a printed copy of the aforementioned documents at <https://tiih.online> by selecting "Request for Annual Report" under the "Investor Services". Alternatively, you may make your request through telephone or email to Tricor, at the contact details stated in Section (I) below.

## **I Enquiries**

If you have any queries in relation to the 48th AGM, please contact Tricor at the contact details stated below, during office hours, from 8.30 a.m. to 5.30 p.m., Monday to Friday (excluding public holiday):-

Tel : +603 2783 9299 General Line  
Fax : +603 2783 9222  
Email : [is.enquiry@my.tricorglobal.com](mailto:is.enquiry@my.tricorglobal.com)  
Address : **Tricor Investor & Issuing House Services Sdn Bhd**  
Unit 32-01, Level 32, Tower A Vertical Business Suite Avenue 3,  
Bangsar South No. 8, Jalan Kerinchi 59200 Kuala Lumpur

Contact persons : (1) Mr. Alven Lai : +603 2783 9283  
Email: [Siew.Wai.Lai@my.tricorglobal.com](mailto:Siew.Wai.Lai@my.tricorglobal.com)  
(2) Mr. Jake Too : +603 2783 9285  
Email: [Chee.Onn.Too@my.tricorglobal.com](mailto:Chee.Onn.Too@my.tricorglobal.com)

## **J No Recording or Photography**

No recording or photography of the 48th AGM proceedings is allowed without the prior written permission of the Company.