



**TUNE PROTECT GROUP BERHAD**  
[Registration No. 201101020320 (948454-K)]  
(Incorporated in Malaysia)

**NOTICE OF ANNUAL GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that the Eleventh Annual General Meeting (“**AGM**”) of Tune Protect Group Berhad will be held virtually using the Remote Participation and Voting (“**RPV**”) facilities of TIIH Online at <https://tiah.online>, with the broadcast venue at Tricor Business Centre, Gemilang Room, Unit 29-01, Level 29, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8 Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia on Monday, 27 June 2022 at 2:00 p.m. for the following purposes:

**AGENDA**

**AS ORDINARY BUSINESS**

1. To receive the Audited Financial Statements for the year ended 31 December 2021 together with the Reports of the Directors and Auditors thereon.  
**Please refer to Explanatory Note A.**
2. To re-elect the following Directors who retire by rotation pursuant to Article 122 of the Company’s Constitution and who, being eligible, have offered themselves for re-election:  
(a) Mohamed Rashdi bin Mohamed Ghazalli  
(b) Aireen Omar  
**Resolution 1**  
**Resolution 2**
3. To re-elect the following Directors who retire by rotation pursuant to Article 127 of the Company’s Constitution and who, being eligible, have offered themselves for re-election:  
(a) Dato’ Mohamed Khadar bin Merican  
(b) Dr Grace Lee Hwee Ling  
**Resolution 3**  
**Resolution 4**
4. To approve the increase of Directors’ fee and the payment of the same of up to RM1,024,000 from the conclusion of the Eleventh AGM until the conclusion of the next AGM of the Company.  
**Please refer to Explanatory Note B.**  
**Resolution 5**
5. To approve the payment of Directors’ benefits of up to RM592,500 being meeting attendance allowances and up to RM150,000 for each Director being the overall annual limit for self-insured hospitalisation and surgical, from the conclusion of the Eleventh AGM until the conclusion of the next AGM of the Company.  
**Please refer to Explanatory Note C.**  
**Resolution 6**
6. To re-appoint Ernst & Young PLT as Auditor of the Company for the ensuing financial year ending 31 December 2022 and to authorise the Directors to fix their remuneration.  
**Resolution 7**

## AS SPECIAL BUSINESS

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

7. **ORDINARY RESOLUTION  
PROPOSED AUTHORITY TO ALLOT SHARES PURSUANT TO SECTIONS  
75 AND 76 OF THE COMPANIES ACT 2016**

**"THAT** subject to the Companies Act 2016 (**"the Act"**), the Main Market Listing Requirements of Bursa Malaysia Securities Berhad (**"Bursa Securities"**), the Company's Constitution and approval of the relevant governmental regulatory authorities, if required, the Directors be and are hereby empowered pursuant to Sections 75 and 76 of the Act to allot shares in the Company, grant rights to subscribe for shares in the Company, convert any security into shares in the Company, or allot shares under an agreement or option or offer at any time and from time to time to such persons 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 allotted pursuant to this resolution during the preceding 12 months does not exceed 10% of the total number of issued shares (excluding treasury shares) of the Company for the time being and that the Directors be and are also empowered to obtain the approval for the listing of and quotation for the additional shares so allotted on Bursa Securities;

**AND THAT** such authority shall commence immediately upon the passing of this resolution and continue to be in force until:

- (i) the conclusion of the next AGM of the Company at which time it will lapse, unless by an ordinary resolution passed at the next AGM, the authority is renewed;
- (ii) the expiration of the period within which the next AGM of the Company is required by law to be held, unless permitted to be waived by the relevant authorities or prevailing law or regulations; or
- (iii) the authority is revoked or varied by an ordinary resolution passed by the shareholders of the Company in a general meeting,

whichever is the earlier."

**Please refer to Explanatory Note D.**

**Resolution 8**

8. **ORDINARY RESOLUTION  
PROPOSED NEW SHAREHOLDERS' MANDATE AND RENEWAL OF THE  
EXISTING SHAREHOLDERS' MANDATE FOR RECURRENT RELATED  
PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE**

**"THAT** approval be and is hereby given for the Company and/or its subsidiary companies to enter into any of the transactions falling within the types of recurrent related party transactions (**"RRPTs"**) of a revenue or trading nature as set out in Section 2.4 of the Company's Circular to Shareholders dated 29 April 2022 with parties as set out therein provided that such transactions are undertaken in the ordinary course of business, which are necessary for the day-to-day operations of the Company and/or its subsidiaries, on arm's length basis, on normal commercial terms and on terms not more favourable to the related parties than those generally available to the public and are not detrimental to the minority shareholders of the Company.

**THAT** such approval shall continue to be in force until:

- (i) the conclusion of the next AGM of the Company at which time it will lapse, unless by an ordinary resolution passed at the next AGM, the authority is renewed;
- (ii) the expiration of the period within which the next AGM is required to be held pursuant to Section 340(2) of the Act [but shall not extend to such extension as may be allowed pursuant to Section 340(4) of the Act]; or
- (iii) revoked or varied by an ordinary resolution passed by the shareholders of the Company in a general meeting,

whichever is the earlier;

**AND THAT** the Directors of the Company be and are hereby authorised to complete and do all such acts and things (including executing all such documents as may be required) as they may consider expedient or necessary to give effect to the RRPTs contemplated and/or authorised by this ordinary resolution with full power to assent to any conditions, modifications, variations and/or amendments as may be imposed or permitted by the relevant regulatory authorities and/or deemed fit by the Directors in the best interest of the Company.”

**Please refer to Explanatory Note E.**

**Resolution 9**

9. **ORDINARY RESOLUTION  
PROPOSED RENEWAL OF AUTHORITY FOR THE COMPANY TO  
PURCHASE ITS OWN SHARES OF UP TO 10% OF THE TOTAL NUMBER  
OF ISSUED SHARES IN THE COMPANY (“PROPOSED RENEWAL OF  
SHARE BUY-BACK AUTHORITY”)**

“**THAT** subject to the provisions of the Act, the Constitution of the Company, the Main Market Listing Requirements of Bursa Securities and all prevailing laws, rules, regulations, orders, guidelines and requirements for the time being in force, approval and authority be and are hereby given to the Directors of the Company, to the extent permitted by law, to purchase such number of ordinary shares of the Company as may be determined by the Directors from time to time through Bursa Securities in the best interest of the Company, provided that:

- (i) the aggregate number of shares purchased or held by the Company as treasury shares, shall not exceed 10% of the total number of issued shares in the Company at the time of purchase;
- (ii) the maximum amount of funds to be allocated for the Proposed Renewal of Share Buy-Back Authority shall not exceed the retained profits of the Company; and
- (iii) the authority conferred by this resolution shall be effective immediately after the passing of this resolution and shall continue to be in force until –
  - (a) the conclusion of the next AGM of the Company following this AGM at which this resolution was passed, at which time this authority will lapse unless by an ordinary resolution passed at the next AGM, the authority is renewed, either unconditionally or subject to conditions;
  - (b) the expiration of the period within which the next AGM of the Company is required by law to be held; or

- (c) the authority is revoked or varied by an ordinary resolution passed by the shareholders in a general meeting,

whichever is the earlier;

**THAT** the Directors of the Company be and are hereby authorised to deal with the shares purchased under the Proposed Renewal of Share Buy-Back Authority in their absolute discretion ("**Purchased Shares**") in the following manner:

- (i) cancel the Purchased Shares;
- (ii) retain the Purchased Shares as treasury shares; or
- (iii) retain part of the Purchased Shares as treasury shares and cancel the remainder;

**THAT** where such Purchased Shares are held as treasury shares, the Directors be and are hereby authorised to deal with the treasury shares in their absolute discretion in the following manner:

- (i) distribute the Purchased Shares as dividends to shareholders, such dividends to be known as 'share dividends';
- (ii) resell the Purchased Shares or any of the Purchased Shares in accordance with the relevant requirements of Bursa Securities;
- (iii) transfer the Purchased Shares or any of the Purchased Shares for the purpose of or under an employees' share scheme;
- (iv) transfer the Purchased Shares or any of the Purchased Shares as purchase consideration;
- (v) cancel the Purchased Shares or any of the Purchased Shares;
- (vi) sell, transfer or otherwise use the Purchased Shares for such other purposes as the Minister charged with the responsibility for companies may by order prescribe; and/or
- (vii) in any other manner as may be prescribed by the Act or the rules, regulations and order made pursuant to the Act, the requirements of Bursa Securities and/or any other relevant authority for the time being in force;

**AND THAT** the Directors of the Company be and are hereby authorised and empowered to do all acts and things and to take all such steps as are necessary or expedient to implement and to give effect to the Proposed Renewal of Share Buy-Back Authority with full power to assent to any conditions, modifications, variations and/or amendments as may be imposed or permitted by the relevant regulatory authorities and/or deemed fit by the Directors in the best interest of the Company."

**Please refer to Explanatory Note F.**

**Resolution 10**

10. To consider any other business for which due notice shall have been given.

By Order of the Board

LOW WAI SEE  
Company Secretary  
SSM Practising Certificate No. 202008000868  
MAICSA 7051463

Kuala Lumpur  
29 April 2022

#### **Notes:**

#### RPV

- 1) The Eleventh AGM of the Company will be conducted virtually, without a physical meeting venue, using the RPV facilities of TIIH Online at <https://tiih.online>. Please follow the procedures provided in the **Administrative Guide for Shareholders** in order to register, participate and vote remotely via the RPV facilities.
- 2) The only venue involved will be the broadcast venue where essential individuals will be physically present to organise and facilitate the conduct of the virtual AGM. The number of essential individuals will be in accordance with any prevailing order and/or guidance applicable then. The broadcast venue also serves the purpose of complying with Section 372(2) of the Act, which requires the Chairman of the meeting to be at the main venue of the AGM. No shareholders/proxies/corporate representatives from the public will be allowed to be physically present at the broadcast venue.
- 3) Members may submit questions in relation to the agenda items of the Eleventh AGM prior to the meeting via TIIH Online website at <https://tiih.online> by selecting 'e-Services' to login the corporate event of the Company from Friday, 29 April 2022 at 10:00 a.m. to Saturday, 25 June 2022 at 2:00 p.m. Thereafter, any further questions may be posed in real time (in the form of typed text) during the AGM by using the 'Query Box' of the RPV facilities. The Board of Directors or Management of the Company shall respond to the questions to their best endeavour during the Eleventh AGM.

#### Appointment of proxy

- 4) A member of the Company entitled to attend and vote at the AGM is entitled to appoint up to two (2) proxies [or in the case of a corporation, to appoint a representative(s) in accordance with Section 333 of the Act] to attend and vote in his stead. Other than the proxy(ies) must be of full age, there shall be no other restriction as to the qualification of the proxy(ies).
- 5) The Proxy Form in the case of an individual shall be signed by the appointor or his attorney, and in the case of a corporation, either under its common seal or the hand of its attorney.
- 6) Where a member appoints two (2) proxies, the appointment shall be invalid unless he specifies the proportion of his shareholdings to be represented by each proxy.
- 7) Where a member of the Company is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one (1) securities account ("**omnibus account**"), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds.
- 8) The Proxy Form must be deposited at the Registered Office of the Company at Level 9, Wisma Tune, No. 19 Lorong Dungun, Damansara Heights, 50490 Kuala Lumpur, Malaysia; or in the case of the appointment of a proxy via electronic means, the instrument of proxy can also be submitted electronically through Tricor's TIIH Online website at <https://tiih.online>. Please refer to the Administrative Guide for Shareholders for the Eleventh AGM for further information on proxy form submission. All proxy forms submitted must be received by the Company by Saturday, 25 June 2022 at 2:00 p.m., being not less than forty-eight (48) hours before the time set for holding the AGM.

#### Others

- 9) In respect of deposited securities, only a depositor whose name appears on the Record of Depositors as at Friday, 17 June 2022 shall be eligible to attend the AGM or appoint proxy(ies) to attend and/or vote in his/her stead. Any changes in the entries on the Record of Depositors after the abovementioned date and time shall be disregarded in determining the rights of any person to attend and vote at the AGM.

10) Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Securities, all votings on the resolutions set out in this Notice will be by way of poll.

## EXPLANATORY NOTES:

### **Note A – Agenda 1 on the Laying of Audited Financial Statements and Reports thereon**

In accordance with Section 340(1)(a) of the Act, the Company is required to lay the Audited Financial Statements together with the Reports of the Directors and Auditors thereon at the AGM of the Company. Hence, this Agenda 1 is not a business which requires a resolution to be put to vote by the shareholders. This agenda item is for discussion and receipt only.

### **Note B – Proposed Ordinary Resolution 5 on Directors' Fees**

As part of a periodical review of the Directors' fees to ensure that the Directors' fees are commensurate with the increased responsibilities and accountabilities of the Directors and are sufficient to attract, incentivise and retain quality Directors, a benchmarking analysis had been conducted and reviewed by the Remuneration Committee, which was subsequently approved by the Board for tabling at the AGM for the approval of the shareholders. The proposed Directors' fees were determined after taking into consideration the demands and performance of the Company as well as skills and experience required.

It was recommended that the existing Directors' fees be revised as follows:

Description	Existing		Proposed	
	Chairman (RM)	Members (RM)	Chairman (RM)	Members (RM)
Annual Directors' fee	101,000	78,000	132,000	78,000
Annual Nominee Director's fee at our Joint Venture Company	-	-	-	36,000
<b>Annual Board Committees' fee*</b>				
Nomination Committee	11,000	9,000	14,000	11,500
Remuneration Committee	11,000	9,000	14,000	11,500
Investment Committee	44,000	37,000	28,000	23,000

Note:

\* Annual Audit Committee and Risk Management Committee fees remained unchanged.

### **Note C – Proposed Ordinary Resolution 6 on Directors’ Benefits**

Pursuant to Section 230(1) of the Act, the fees of the Directors and any benefits payable to the Directors shall be approved at a general meeting. The details of the estimated total benefits payable from the conclusion of the Eleventh AGM until the conclusion of the next AGM are as follows:

**(a) Meeting Allowance of RM2,500 per attendance of Board meetings, Board Committee meetings, general meetings and any adjournment thereof (no change of rate from the previous year)**

<b>Meeting Allowance</b>	<b>Targeted Number of Members</b>	<b>Estimated Number of Meetings</b>	<b>Meeting Allowance Per Attendance</b>	<b>Estimated Total Meeting Allowance</b>
	<b>(a)</b>	<b>(b)</b>	<b>RM</b>	<b>(a) * (b) * RM2,500</b>
Board of Directors	7	12	2,500	210,000
Audit Committee	5	8	2,500	100,000
Risk Management Committee	5	8	2,500	100,000
Nomination Committee	4	6	2,500	60,000
Remuneration Committee	4	6	2,500	60,000
Investment Committee	3	6	2,500	45,000
AGM	7	1	2,500	17,500
<b>Total</b>				<b>592,500</b>

**(b) Hospitalisation & Surgical (“H&S”)**

Overall annual limit for self-insured H&S benefit is up to RM150,000 for each Director whether in Malaysia or otherwise.

### **Note D – Proposed Ordinary Resolution 8 on the Authority for Directors to Allot Shares**

The proposed Ordinary Resolution 8, if passed, will renew the general mandate given to the Directors to allot shares, grant rights to subscribe for shares, convert any security into shares in the Company or to allot shares under an agreement or option or offer at their discretion from time to time without needing to convene another general meeting first, provided that the aggregate shares to be allotted, to be subscribed under any right granted, to be issued from conversion of any security or to be allotted under an agreement or option or offer pursuant to this resolution does not exceed 10% of the total number of issued shares (excluding treasury shares) of the Company for the time being. In computing the aforesaid 10% limit, shares issued or agreed to be issued or subscribed pursuant to the approval of shareholders in a general meeting where precise terms and conditions are approved shall not be counted. The general mandate sought at this AGM, unless revoked or varied at a general meeting, will expire at the conclusion of the next AGM of the Company or the expiration of the period within which the next AGM is required by law to be held, unless permitted to be waived by the relevant authorities or prevailing law or regulations; or whichever is earlier.

As at the date of this Notice, no new shares of the Company were issued and allotted pursuant to the general mandate given to the Directors at the last AGM held on 17 June 2021, which will lapse at the conclusion of the Eleventh AGM. The general mandate sought at the Eleventh AGM will enable the Directors to respond expediently to business opportunities or other circumstances involving issuance and allotment of new shares, grant of rights to subscribe for shares, conversion of any security into shares, or allotment of shares under an agreement or option or offer, and to avoid delay and cost in convening general meetings to approve the same.



### **Note E – Proposed Ordinary Resolution 9 on the RRPTs of a Revenue or Trading Nature**

The proposed Ordinary Resolution 9, if passed, will empower the Company and/or its subsidiaries to enter into RRPTs of a revenue or trading nature, which are necessary for the Company's and/or its subsidiaries' day-to-day operations in the ordinary course of business on normal commercial terms which are not more favourable to the related parties than those generally available to the public and not detrimental to the minority shareholders of the Company. Please refer to the Circular to Shareholders dated 29 April 2022 in relation to the Proposed New Shareholders' Mandate and Renewal of the Existing Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature, which is available on our corporate website at <https://www.tuneprotect.com/corporate/group/investor-relations/reports-presentations/>, for more information.

### **Note F – Proposed Ordinary Resolution 10 on the Proposed Renewal of Share Buy-Back Authority**

The proposed Ordinary Resolution 10, if passed, will empower the Company to purchase its own shares of up to 10% of the total number of issued shares of the Company. This authority unless revoked or varied by the Company at a general meeting, will expire at the next AGM. Please refer to the Share Buy-Back Statement dated 29 April 2022, which is despatched together with the Annual Report 2021, for further information.

### **PERSONAL DATA PRIVACY:**

By executing and delivering to the Company the form of proxy to appoint a proxy(ies) and the relevant document(s) in respect of the appointment of a representative(s) for the AGM, a member of the Company:

- (i) consents to the collection, use and disclosure of the member's personal data by the Company (or its agents) for purposes incidental to the AGM;
- (ii) warrants that relevant prior consent of such proxy(ies) and/ or representative(s) has been obtained for the use of his/her/their personal data by the Company (or its agents); and
- (iii) agrees that the member will indemnify the Company in respect of any liabilities, demands, losses and damages as a result of the member's breach of warran

**TUNE PROTECT GROUP BERHAD**  
 [Registration No. 201101020320 (948454-K)]  
 (Incorporated in Malaysia)

**PROXY FORM**

I/We:

Full name (in block capitals):	CDS account no.:	No. of shares held:
Address:	NRIC/Passport/Company no.:	Contact no.:

being a member of TUNE PROTECT GROUP BERHAD, do hereby appoint:

Full name (in block capitals):	NRIC/Passport no.:	Proportion of shareholdings	
		No. of shares	%
Address:			

AND/OR (please delete as appropriate)

Full name (in block capitals):	NRIC/Passport no.:	Proportion of shareholdings	
		No. of shares	%
Address:			

and/or failing him/her, the Chairman of the meeting as my/our proxy to vote for me/us on my/our behalf at the Eleventh Annual General Meeting ("AGM") of the Company to be held virtually, with the broadcast venue at Tricor Business Centre, Gemilang Room, Unit 29-01, Level 29, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8 Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia on Monday, 27 June 2022 at 2:00 p.m. or any adjournment thereof.

NO.	RESOLUTIONS	FOR	AGAINST
-	To receive the Audited Financial Statements for the financial year ended 31 December 2021 together with the Reports of the Directors and Auditors thereon.	Not applicable	
Ordinary Resolution 1	To re-elect En Mohamed Rashdi bin Mohamed Ghazalli as Director.		
Ordinary Resolution 2	To re-elect Ms Aireen Omar as Director.		
Ordinary Resolution 3	To re-elect Dato' Mohamed Khadar bin Merican as Director.		
Ordinary Resolution 4	To re-elect Dr Grace Lee Hwee Ling as Director.		
Ordinary Resolution 5	To approve the payment of Directors' fees.		

Ordinary Resolution 6	To approve the Directors' benefits payable.		
Ordinary Resolution 7	To approve the re-appointment of Ernst & Young PLT as Auditor and to authorise the Directors to fix their remuneration.		
Ordinary Resolution 8	To authorise the Directors to allot shares of up to 10% of the total number of issued shares pursuant to Sections 75 and 76 of the Companies Act 2016.		
Ordinary Resolution 9	To authorise the new shareholders' mandate and renewal of the existing shareholders' mandate for recurrent related party transactions of revenue and trading nature.		
Ordinary Resolution 10	To renew the authority to purchase the Company's own shares of up to 10% of the total number of issued shares in the Company.		

Please indicate with an "X" in the appropriate column to show how you wish your votes to be cast. In the absence of specific directions, your proxy will vote or abstain from voting at his/her discretion.

Signed this \_\_\_\_ day of \_\_\_\_\_ 2022

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

**Notes:**

Remote participation and voting ("RPV")

- 1) The Eleventh AGM of the Company will be conducted virtually, without a physical meeting venue, using the RPV facilities of TIIH Online at <https://tiih.online>. Please follow the procedures provided in the **Administrative Guide for Shareholders** in order to register, participate and vote remotely via the RPV facilities.
- 2) The only venue involved will be the broadcast venue where essential individuals will be physically present to organise and facilitate the conduct of the virtual AGM. The number of essential individuals will be in accordance with any prevailing order and/or guidance applicable then. The broadcast venue also serves the purpose of complying with Section 372(2) of the Companies Act 2016, which requires the Chairman of the meeting to be at the main venue of the AGM. No shareholders/proxies/corporate representatives from the public will be allowed to be physically present at the broadcast venue.
- 3) Members may submit questions in relation to the agenda items of the Eleventh AGM prior to the meeting via TIIH Online website at <https://tiih.online> by selecting "e-Services" to login the corporate event of the Company from Friday, 29 April 2022 at 10:00 a.m. to Saturday, 25 June 2022 at 2:00 p.m. Thereafter, any further questions may be posed in real time (in the form of typed text) during the AGM by using the "Query Box" of the RPV facilities. The Board of Directors or Management of the Company shall respond to the questions to their best endeavour during the Eleventh AGM.

Appointment of proxy

- 4) A member of the Company entitled to attend and vote at the AGM is entitled to appoint up to two (2) proxies [or in the case of a corporation, to appoint a representative(s) in accordance with Section 333 of the Companies Act 2016] to attend and vote in his stead. Other than the proxy(ies) must be of full age, there shall be no other restriction as to the qualification of the proxy(ies).
- 5) The Proxy Form in the case of an individual shall be signed by the appointor or his attorney, and in the case of a corporation, either under its common seal or the hand of its attorney.
- 6) Where a member appoints two (2) proxies, the appointment shall be invalid unless he specifies the proportion of his shareholdings to be represented by each proxy.
- 7) Where a member of the Company is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one (1) securities account ("**omnibus account**"), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds.

- 8) The Proxy Form must be deposited at the Registered Office of the Company at Level 9, Wisma Tune, No. 19 Lorong Dungun, Damansara Heights, 50490 Kuala Lumpur, Malaysia; or in the case of the appointment of a proxy via electronic means, the instrument of proxy can also be submitted electronically through Tricor's TIIH Online website at <https://tiih.online>. Please refer to the Administrative Guide for Shareholders for the Eleventh AGM for further information on proxy form submission. All proxy forms submitted must be received by the Company by Saturday, 25 June 2022 at 2:00 p.m., being not less than forty-eight (48) hours before the time set for holding the AGM.

Others

- 9) In respect of deposited securities, only a depositor whose name appears on the Record of Depositors as at Friday, 17 June 2022 shall be eligible to attend the AGM or appoint proxy(ies) to attend and/or vote in his/her stead. Any changes in the entries on the Record of Depositors after the abovementioned date and time shall be disregarded in determining the rights of any person to attend and vote at the AGM.
- 10) Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all votings on the resolutions set out in this Notice will be by way of poll.

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Stamp

The Company Secretary  
**TUNE PROTECT GROUP BERHAD**  
[Registration No. 201101020320 (948454-K)]  
Level 9, Wisma Tune  
No. 19 Lorong Dungun  
Damansara Heights  
50490 Kuala Lumpur  
Malaysia

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## ADMINISTRATIVE GUIDE FOR SHAREHOLDERS

Meeting	:	<b>Eleventh Annual General Meeting ("AGM")</b>
Day / Date	:	<b>Monday, 27 June 2022</b>
Time	:	<b>2:00 p.m.</b>
Conduct	:	<b>Virtually via Remote Participation and Voting ("RPV")</b>
Broadcast Venue	:	Tricor Business Centre, Gemilang Room Unit 29-01, Level 29, Tower A Vertical Business Suite, Avenue 3, Bangsar South No. 8 Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia

1. Following previous years' AGM which was conducted on a fully virtual basis, Tune Protect Group Berhad ("**Tune Protect**" or "**the Company**") will continue to leverage technology to conduct the Eleventh AGM of the Company on a **VIRTUAL** basis through live streaming and online remote voting using the RPV facilities of **TIIH Online** at <https://tiih.online>.
2. The only venue involved will be the broadcast venue where essential individuals will be physically present to organise and facilitate the conduct of the virtual AGM. The number of essential individuals will be in accordance with any prevailing order and/or guidance applicable then. The broadcast venue also serves the purpose of complying with Section 372(2) of the Companies Act 2016, which requires the Chairman of the meeting to be at the main venue of the AGM. No shareholders/proxies/corporate representatives from the public will be allowed to be physically present at the broadcast venue.

### **RPV**

3. **Shareholders/Proxies/Corporate Representatives** who wish to attend, participate/speak (including pose questions to the Board of Directors/Management of the Company through real time submission of typed texts) and vote remotely at the virtual Eleventh AGM of the Company will be required to perform online registration using the RPV facilities provided by Tricor Investor & Issuing House Services Sdn Bhd ("**Tricor**") via its **TIIH Online** website at <https://tiih.online>.

A shareholder who has appointed a proxy, attorney or corporate representative to participate and vote at the Eleventh AGM via RPV facilities must request his/her proxy, attorney or corporate representative to register himself/herself for the RPV facilities at **TIIH Online** website at <https://tiih.online>.

Registration is open from **Friday, 29 April 2022 at 10:00 a.m.** until **the day of the Eleventh AGM on Monday, 27 June 2022**. For guidance on registration of the RPV facilities, please refer to item 7 below.

In respect of deposited securities, only a depositor whose name appears on the **Record of Depositors as at Friday, 17 June 2022** shall be eligible to participate at the Eleventh AGM or appoint proxy(ies) or corporate representative to participate and vote in his/her stead.

4. **For shareholders (whether individual or corporate shareholders) who appoint proxies**  
In addition to the online registration as described under items 3 and 7 herein, the original duly completed and executed proxy form must be deposited at the Registered Office of the Company at Level 9, Wisma Tune, No. 19 Lorong Dungun, Damansara Heights, 50490 Kuala Lumpur, Malaysia not less than forty-eight (48) hours before the time set for holding the AGM, i.e. no later than





**Saturday, 25 June 2022 at 2:00 p.m.**; or in the case of the appointment of a proxy via electronic means, the instrument of proxy can also be submitted electronically through Tricor’s TIIH Online website at <https://tiih.online>. Please refer to the Administrative Guide for Shareholders for the Eleventh AGM for further information on proxy form submission.

If you are unable to participate and vote at the Eleventh AGM via RPV facilities, you may appoint the Chairman of the meeting as your proxy and indicate your voting instructions in the Proxy Form.

**5. For corporate shareholders who appoint corporate representatives**

In addition to the online registration as described under items 3 and 7 herein, we also urge you to deposit the original or duly certified certificate of appointment of corporate representative to be executed under seal or the hand of its attorney at the Registered Office of the Company at Level 9, Wisma Tune, No. 19 Lorong Dungun, Damansara Heights, 50490 Kuala Lumpur, Malaysia no later than **Saturday, 25 June 2022 at 2:00 p.m.**

Please furnish the contact details such as email address, mobile number and/or telephone number of the corporate shareholder and/or the corporate representative for ease of communication, as and when necessary.

**6. Submission of questions before the AGM**

You may submit your questions before the AGM via the RPV facilities by proceeding to **TIIH Online** website at <https://tiih.online> and selecting “e-Services” to login the corporate event of the Company. Questions may be submitted from **Friday, 29 April 2022 at 10:00 a.m. to Saturday, 25 June 2022 at 2:00 p.m.** Thereafter, any further questions may be posed during the AGM.

The Board or Management of the Company shall respond to your questions to their best endeavour during the Eleventh AGM. Questions that are unaddressed due to time constraint, would be posted on the corporate website as soon as practicable.

**7. RPV facilities**

The procedures for registration of the RPV facilities and for joining the AGM using the RPV facilities are as summarised below:

**A. Signing-up for a user account with Tricor**

Individual Shareholder/ Proxy/Corporate Representative	<ul style="list-style-type: none"> <li>• Access the website at <a href="https://tiih.online">https://tiih.online</a>.</li> <li>• Sign-up as a user under “e-Services” by selecting “<b>Create Account by Individual Holder</b>”. You may refer to the tutorial guide posted on the homepage for assistance.</li> <li>• Sign-up 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 sign-up again. You will receive an <b>e-mail to notify</b> you that remote participation is available for registration at TIIH Online.</li> </ul>
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**B. Before the AGM**

Submit your request to participate and vote at the AGM	<ul style="list-style-type: none"> <li>• <b>Registration is open from Friday, 29 April 2022 at 10:00 a.m. until the day of the Eleventh AGM on Monday, 27 June 2022.</b></li> <li>• Login with your user ID and password and select the corporate event: “<b>(REGISTRATION) TUNE PROTECT 11TH AGM</b>”.</li> <li>• Read and agree to the Terms &amp; Conditions and confirm the Declaration.</li> <li>• Select “Register for Remote Participation and Voting”.</li> <li>• Review your registration and proceed to register.</li> </ul>
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	<ul style="list-style-type: none"> <li>• System will send an <b>e-mail 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>17 June 2022</b>, the system will send you an <b>e-mail after 25 June 2022 to approve or reject your registration for the remote participation.</b></li> <li>• Should your application to join the Eleventh AGM be approved, we will make available to you the rights to join the live streamed meeting and to vote remotely. Your login to TIIH Online on the day of meeting will indicate your presence at the virtual meeting.</li> </ul> <p>[Note: For new user of TIIH Online, please allow one (1) working day for approval of new user of TIIH Online before you can register and login to TIIH Online to participate in the AGM remotely. Please see item 7A above].</p>
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### C. On the AGM Day (27 June 2022)

(a) Login to TIIH Online	<ul style="list-style-type: none"> <li>• Login with your user ID and password for the RPV facilities for the Eleventh AGM at any time from <b>1:00 p.m.</b>, i.e. 1 hour before the commencement of the Eleventh AGM on <b>Monday, 27 June 2022 at 2:00 p.m.</b></li> </ul>
(b) Participate through live streaming	<ul style="list-style-type: none"> <li>• Select the corporate event: <b>“(LIVE STREAM MEETING) TUNE PROTECT 11TH AGM”</b> to engage in the proceedings of the meeting remotely.</li> <li>• If you have any questions for the Board of Directors/Management of the Company, you may type your questions in the “Query Box” (<i>on the right-hand side of your screen</i>) and click “Submit”. The Board/Management of the Company shall respond to your questions to their best endeavour during the Eleventh AGM.</li> <li>• Take note that the quality of the live streaming is dependent on the bandwidth and stability of the internet connection at your location and the device you use.</li> </ul>
(c) Online remote voting	<ul style="list-style-type: none"> <li>• You may vote at <b>any time from the start of the Eleventh AGM at 2:00 p.m.</b> until a time when the Chairman announces the closure of the voting session of the Eleventh AGM.</li> <li>• Select the corporate event: <b>“(REMOTE VOTING) TUNE PROTECT 11TH AGM”</b> or if you are on the live stream meeting page, you can select <b>“GO TO REMOTE VOTING PAGE”</b> button below the Query Box.</li> <li>• Read and agree to the Terms &amp; Conditions and confirm the Declaration.</li> <li>• Select the CDS account number (tick the box) that represents your shareholdings.</li> <li>• Indicate your votes (FOR or AGAINST or ABSTAIN) for the resolutions that are tabled for voting.</li> <li>• Review your votes casted and click “Confirm” to submit your votes.</li> <li>• You may choose to download document (of your votes) for record.</li> </ul>
(d) End of remote participation	<ul style="list-style-type: none"> <li>• Upon announcement by the Chairman on the closure of the Eleventh AGM, the live streaming will end.</li> </ul>

## 8. APPOINTMENT OF PROXY/ CORPORATE REPRESENTATIVES/ ATTORNEYS







- The AGM will be conducted as a virtual meeting via live streaming and online remote voting from the Broadcast Venue using the RPV. If you are unable to attend the AGM via RPV on Monday, 27 June 2022, you may appoint the Chairman of the meeting as proxy and indicate the voting instructions in the Form of Proxy.
- Accordingly, the Form of Proxy and/or document relating to the appointment of proxy/corporate representative/attorney for the AGM whether in hard copy or by electronic means shall be deposited or submitted in the following manner not later than **Saturday, 25 June 2022 at 2:00 p.m.:**

**(i) In Hard Copy:**

By hand or post to the Registered Office of the Company at Level 9, Wisma Tune, No. 19 Lorong Dungun, Damansara Heights, 50490 Kuala Lumpur, Malaysia not less than forty-eight (48) hours before the time appointed for holding the AGM or any adjournment thereof, otherwise the Form of Proxy shall not be treated as valid.

**(ii) By Electronic Form:**

All members have the option to submit the Form of Proxy electronically via TIIH Online and the steps to submit are summarised below:

	Procedure	Action
<b>i. Steps for Individual Members</b>		
(a)	Register as a User with TIIH Online	<ul style="list-style-type: none"><li>• Using your computer, please access the website at <a href="https://tiah.online">https://tiah.online</a>. Register as a user under the "e-Services" select "<b>Create Account by Individual Holder</b>". Please do 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.</li></ul>
(b)	Proceed with submission of Form of Proxy	<ul style="list-style-type: none"><li>• After the release of the Notice of AGM by the Company, login with your user name (i.e. email address) and password.</li><li>• Select the corporate event: "<b>TUNE PROTECT 11TH AGM – Submission of Proxy Form</b>".</li><li>• Read and agree to the Terms &amp; Conditions and confirm the Declaration.</li><li>• Insert your CDS account number and indicate the number of shares for your proxy(s) to vote on your behalf.</li><li>• Appoint your proxy(s) and insert the required details of your proxy(s) or appoint the Chairman of the meeting as your proxy.</li><li>• Indicate your voting instructions for the resolutions that are tabled for voting – FOR or AGAINST, otherwise your proxy will decide your vote.</li><li>• Review and confirm your proxy(s) appointment.</li></ul>



		<ul style="list-style-type: none"> <li>• Print Form of Proxy for your record.</li> </ul>
<b>ii. Steps for Corporation or Institutional Members</b>		
(a)	Register as a User with TIIH Online	<ul style="list-style-type: none"> <li>• Access TIIH online at <a href="https://tiih.online">https://tiih.online</a></li> <li>• Under e-Services, the authorised or nominated representative of the corporation or institutional member selects <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 email within one (1) to two (2) working days.</li> <li>• Proceed to activate your account with the temporary password given in the email 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 Tricor if you need clarifications on the user registration.)</i></p>
(b)	Proceed with submission of Form of Proxy	<ul style="list-style-type: none"> <li>• Login to TIIH Online at <a href="https://tiih.online">https://tiih.online</a></li> <li>• Select the corporate event: <b>"TUNE PROTECT 11TH 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 set therein.</li> <li>• Prepare the file for the appointment of proxies 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>

### **DOOF GIFT**

9. All shareholders/proxies/corporate representatives who attend the Eleventh AGM will be entitled to airasia food voucher door gift with a value of up to RM100 when an online purchase of our Motor Easy (Motor Insurance Product) is made. You will be provided with a unique promo code to key in when making the purchase and still benefit from the additional 10% instant rebate as well as zero excess. The unique promo code will be sent via e-mail to you within two days after the AGM based on the attendance record of the virtual Eleventh AGM and the same code may be utilised for up to five transactions within the validity period. You may read more details of the Terms & Conditions for the Motor Easy product that is available in our Business-to-Consumer website ([tuneprotect.com](http://tuneprotect.com)).
10. Door gift will be provided in the following manner:
  - (a) One (1) door gift for one (1) shareholder.





- (b) For a shareholder who has been appointed as a proxy by another shareholder, he/she is only entitled to one (1) door gift.
- (c) For a shareholder who appoints more than one (1) proxy, door gift will only be provided to the registered proxies stated in the Proxy Form who attended the Eleventh AGM.
- (d) If a proxy represents more than one (1) shareholder, he/she is entitled to one (1) door gift only.

### **RECORDING OR PHOTOGRAPHY**

- 11. Recording or photography of the proceedings of the Eleventh AGM is strictly **NOT** allowed.

### **COMMUNICATION GUIDE**

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

### **ENQUIRIES**

- 13. Should you have any enquiries, please contact the following officers during office hours from 9:00 a.m. to 5:30 p.m. (Monday to Friday):

#### **Registration and RPV facilities matters before and during AGM: Tricor Investor & Issuing House Services Sdn Bhd**

Telephone/Fax/Email : +603 2783 9299 / +603 2783 9222 / [is.enquiry@my.tricorglobal.com](mailto:is.enquiry@my.tricorglobal.com)  
Mr. Jake Too : +603 2783 9285 / [Chee.Onn.Too@my.tricorglobal.com](mailto:Chee.Onn.Too@my.tricorglobal.com)  
Ms. Wong Pang Yi : +603 2783 9242 / [Pang.Yi.Wong@my.tricorglobal.com](mailto:Pang.Yi.Wong@my.tricorglobal.com)

#### **Help Line during AGM only: Tricor Investor & Issuing House Services Sdn Bhd**

In the event you encounter any issues with login, connection to the live streamed meeting or online voting, please call Tricor Help Line at +6011 4080 5616 / +6011 4080 3168 / +6011 4080 3169 / +6011 4080 3170 or e-mail to [tiih.online@my.tricorglobal.com](mailto:tiih.online@my.tricorglobal.com) for assistance.

#### **Depository of documents at the Registered Office: Tune Protect Group Berhad**

Telephone : +603 2056 6200  
Fax : +603 2092 1029

