

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT THE FORTY SIXTH (“46TH”) ANNUAL GENERAL MEETING (“AGM”) OF KUMPULAN PERANGSANG SELANGOR BERHAD (“KPS BERHAD” OR “THE COMPANY”) WILL BE CONDUCTED VIRTUALLY THROUGH LIVE STREAMING AND ONLINE VOTING VIA THE REMOTE PARTICIPATION AND ELECTRONIC VOTING (“RPEV”) FACILITIES AT [HTTPS://MEETING.BOARDROOMLIMITED.MY](https://meeting.boardroomlimited.my) FROM THE BROADCAST VENUE AT KPS BERHAD CORPORATE OFFICE, 17TH FLOOR, PLAZA PERANGSANG, PERSIARAN PERBANDARAN, 40000 SHAH ALAM, SELANGOR DARUL EHSAN ON TUESDAY, 30 MAY 2023 AT 10.00 A.M. FOR THE FOLLOWING PURPOSES:

ORDINARY BUSINESS:

1. To receive the Audited Financial Statements for the financial year ended 31 December 2022 together with the Reports of the Directors and Auditors thereon. (Please refer to Explanatory Note 1)
2. To approve a single tier final dividend of 2.5 sen per share in respect of the financial year ended 31 December 2022. Please refer to Explanatory Note 2 (Ordinary Resolution 1)
3. To re-elect YBhg Datuk Syed Izuan bin Syed Kamarulbahrin (“Datuk Syed Izuan”) who retires pursuant to Clause 78 of the Company’s Constitution and who being eligible offer himself for re-election. Please refer to Explanatory Note 3 (Ordinary Resolution 2)
4. To re-elect the following Directors who retire pursuant to Clause 76(3) of the Company’s Constitution and who being eligible offer themselves for re-election: Please refer to Explanatory Note 4
 - i. YBhg Dato’ Ikmal Hijaz bin Hashim (“Dato’ Ikmal”) (Ordinary Resolution 3)
 - ii. Puan Norliza binti Kamaruddin (“Puan Norliza”) (Ordinary Resolution 4)
5. To approve the payment of Directors’ Remuneration to the Directors up to an amount of RM1,782,200 for the period immediately after the 46th AGM until the next AGM of the Company. Please refer to Explanatory Note 5 (Ordinary Resolution 5)
6. To re-appoint Messrs BDO PLT (“BDO”) as Auditors of the Company for the financial year ending 31 December 2023 and to authorise the Directors to fix their remuneration. Please refer to Explanatory Note 6 (Ordinary Resolution 6)

SPECIAL BUSINESS:

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

7. Proposed Renewal of Existing Shareholders' Mandate for Recurrent Related Party Transactions ("RRPT") of a Revenue or Trading Nature with KPS and its Subsidiaries ("KPS Berhad Group")

Please refer to
Explanatory Note 7
(Ordinary Resolution 7)

"THAT subject always to the provisions of the Companies Act 2016 ("CA2016") and pursuant to Paragraph 10.09 of the Main Market Listing Requirements ("MMLR") of Bursa Malaysia Securities Berhad ("Bursa Securities"), KPS Berhad Group be and is hereby authorised to enter into and give effect to the RRPT of a revenue or trading nature with the related parties as set out in Section 2.3 of the Circular to Shareholders dated 20 April 2023 ("Related Parties") provided that such transactions and/or arrangements are:

- a. recurrent transactions of a revenue or trading nature;
- b. necessary for the day-to-day operations;
- c. undertaken in the ordinary course of business at arm's length basis and are on normal commercial terms and transaction prices which are not more favourable to the Related Parties than those generally available to the public;
- d. not detrimental to the minority shareholders of the Company;

("Proposed Shareholders' Mandate");

AND THAT such approval, shall continue to be in force until:

- a. the conclusion of the next AGM of the Company following the AGM at which the Proposed Shareholders' Mandate is passed, at which time it will lapse, unless the authority is renewed by a resolution passed at such AGM; or
- b. the expiration of the period within which the next AGM of the Company after that date is required to be held under Section 340(2) of the CA2016 (but must not extend to such extension as may be allowed pursuant to Section 340(4) of the CA2016); or
- c. revoked or varied by ordinary resolution passed by the shareholders of the Company in a general meeting;

whichever is earlier;

AND THAT the Directors of the Company be and are hereby authorised to complete and do all such acts, deeds and things to give effect to the aforesaid Proposed Shareholders' Mandate and transactions contemplated under this resolution."

ANY OTHER BUSINESS:

8. To transact any other business for which due notice has been given in accordance with the Constitution of the Company and the CA2016.

NOTICE OF DIVIDEND ENTITLEMENT AND PAYMENT DATE

NOTICE IS ALSO HEREBY GIVEN that a single tier final dividend of 2.5 sen per share, in respect of the financial year ended 31 December 2022 ("FY2022") if approved by shareholders at the 46th AGM, will be payable on 20 June 2023 to shareholders registered in the Records of Depositors at the close of business on 2 June 2023.

A depositor shall qualify for entitlement only in respect of:

- a. Shares transferred to the Depositor's Securities Account before 4.30 p.m. on 2 June 2023 in respect of ordinary shares.
- b. Shares bought on the Bursa Securities on a cum entitlement basis according to the Rules of the Bursa Securities.

By Order of the Board
KUMPULAN PERANGSANG SELANGOR BERHAD

SELFIA BINTI MUHAMMAD EFFENDI

Company Secretary
SSM PC No. 201908000999
MAICSA 7046782

Shah Alam
20 April 2023

EXPLANATORY NOTES ON ORDINARY AND SPECIAL BUSINESSES

1. Agenda Item No. 1 - Audited Financial Statements for the Financial Year Ended 31 December 2022

The Agenda item is meant for discussion only. The provisions of Sections 248(2) and 340(1)(a) of the CA2016 only require the Audited Financial Statements and the Reports of the Directors and Auditors thereon be laid before the Company at its AGM. As such, this Agenda item is not a business which requires a resolution to be put to vote by the Shareholders.

2. Agenda Item No. 2 - Final Dividend

With reference to Section 131 of the CA2016, a company may only make a distribution to the shareholders out of profits of the company available if the company is solvent. On 30 March 2023, the Board had considered the amount of dividend and decided to recommend the same for the shareholders' approval at the forthcoming 46th AGM.

3. Agenda Item No. 3 - Re-election of Directors pursuant to Clause 78 of the Company's Constitution

Clause 78 of the Company's Constitution provides amongst others, that the Board shall have the power to appoint any person to be a Director to fill a casual vacancy or as an additional Director to the existing Board, and that any Director so appointed shall hold office until the next following AGM and shall then be eligible for re-election.

Accordingly, Datuk Syed Izuan who was appointed on 15 August 2022 shall hold office until the conclusion of the 46th AGM and shall then be eligible for re-election pursuant to Clause 78 of the Company's Constitution.

The Nomination and Remuneration Committee ("NRC") has determined the eligibility of the Directors standing for re-election at the 46th AGM based on the performance of the Directors, taking into account the results of their latest Annual Board Evaluation ("ABE"), contribution in the areas of Board dynamics and participation, competency and capability, time commitment, independence and objectivity together with their ability to make analytical inquiries and offer advice and guidance.

Based on the recommendation of the NRC, the Board is satisfied with the performance, contributions and time commitment of Datuk Syed Izuan, an Independent Non-Executive Director ("INED") who retires by rotation in accordance with Clause 78 of the Company's Constitution and is eligible to stand for re-election based on the following justifications:

- Datuk Syed Izuan has more than twenty-nine (29) years experienced in finance and investment sectors. His areas of expertise are accounting, audit, financial reporting, investment analysis and advisory.
- He is observant as his communication skills commendable. Being a Chairman of the Board Audit Committee ("BAC"), he is meticulous and skilled in articulating his views and is able to grasp issues relevant to the integrity of the Group's financial reporting and audit process objectively.
- Datuk Syed Izuan's expansive experience brings further valuable insight to the Company from a financial and investment perspective, providing the right fit for the Board's dynamic given KPS Berhad's investment holding business nature. He also holds directorships in two (2) other public listed companies with investment holding businesses such as Sapura Industrial Berhad and Sedania Innovator Berhad, which proves he is knowledgeable and well-versed in the investment operational business.
- He fulfils the requirement of independence set out in the Bursa Securities MMLR and prescribed criteria under the Malaysian Code on Corporate Governance ("MCCG") and met the Fit and Proper Criteria set out in the Directors' Fit and Proper Policy of the Company.

The profile of the retiring Director is set out in the Board of Directors Profile on page 168 of the KPS Integrated Annual Report 2022 ("IAR2022").

4. Agenda Item No. 4 - Re-election of Directors who retire in accordance with Clause 76(3) of the Company's Constitution

Clause 76(3) of the Company's Constitution provides that one-third (1/3) of the Directors of the Company for the time being shall retire by rotation at an AGM of the Company. In determining the number of Directors who are to retire by rotation at the 46th AGM, two (2) out of seven (7) Directors are to retire in accordance with Clause 76(3) of the Company's Constitution.

The NRC has determined the eligibility of each of the Directors standing for re-election at the AGM based on the performance of the Directors, taking into account the results of their latest ABE, contribution in the areas of Board dynamics and participation, competency and capability, time commitment, independence and objectivity together with their ability to make analytical inquiries and offer advice and guidance.

Based on the recommendation of the NRC, the Board is satisfied with the performance, contributions and time commitment of the following Directors who retire by rotation in accordance with Clause 76(3) of the Company's Constitution and are eligible to stand for re-election based on the following justifications:

i. Re-election of Dato' Ikmal as INED

Dato' Ikmal has extensive experience in business management, corporate strategy, and sustainable development. His expertise in human capital development allows him to provide pragmatic counsel in succession planning, talent management, and remuneration benefits, while instilling a balanced working culture within the Group. His knowledge and experience in the subject matter have proven to have contributed positively to the performance of the NRC, for which he is Chair.

In his capacity as a Member of the Sustainability Board Committee ("SBC") and Board Investment Review Committee ("BIRC"), his oversight on curating an impactful sustainability and investment agenda has contributed to a successful sustainability journey within the KPS Berhad Group. In addition, his counsel on supporting community development growth has strengthened KPS Berhad's brand equity, in particular, its relations with the communities in which KPS Berhad Group does business. Besides, being a Director of KPS Berhad for more than five (5) years has enabled Dato' Ikmal to be well-versed with the KPS Berhad Group's corporate and business strategies as well as manufacturing operating environment, guiding it on the path of sustainable growth.

To this effect, through his oversight and counsel, he strikes the balance needed in managing work performance culture and complexity of the business, aligning them with business strategies and the long-term corporate objectives of KPS Berhad.

He fulfils the requirement of independence set out in the Bursa Securities MMLR and prescribed criteria under the MCGG and met the Fit and Proper Criteria set out in the Directors' Fit and Proper Policy of the Company.

ii. Re-election of Puan Norliza as INED

The recommendation to re-elect Puan Norliza is based on her vast experience in communication strategies, being a senior communications specialist with more than 30 years of experience in Malaysia and international markets. Her vast experience covers multiple sectors, including energy, finance, banking and telecommunications. She is proficient in various communications practices, including reputation management, strategic crisis communications, strategic planning, crisis communications, Environmental, Social and Governance ("ESG"), corporate social responsibility, branding, media relations and internal communications.

Puan Norliza's assertiveness and dynamism alongside her forte in a wide ambit of communications areas, ESG and social investments are suited for her role as the Chairman of the SBC of the Company. Her expertise has allowed her to provide guidance relating to public relations and investor relations, supporting KPS Berhad and its subsidiary companies to adopt more sustainable practices, which has led the Group committing to a long-term Sustainability Roadmap aiming at 45% reduction in greenhouse gas ("GHG") emissions by 2030 and eventually, carbon neutrality.

She has served as a Director of KPS Berhad for five (5) years and is conversant with the KPS Berhad Group strategies and business operations. She provides effective deliberations during the meeting and provides views to effectively run the business with minimum impact on the environment and ecosystem. This is in line with KPS Berhad's effort to embed sustainable development practices in KPS Berhad undertakings. Her counsel in these areas have been integral in helping KPS Berhad winning multiple recognitions and accolades for its sustainability and communication practices; such as the Malaysia Sustainability Awards and National Annual Corporate Report Awards ("NACRA") for four (4) and three (3) consecutive years, respectively.

She fulfils the requirement of independence set out in the Bursa Securities MMLR and prescribed criteria under the MCCG and met the Fit and Proper Criteria set out in the Directors' Fit and Proper Policy of the Company.

The above retiring Directors had abstained from deliberations and decisions on their own eligibility to stand for re-election at the relevant Board meeting.

The profiles of the retiring Directors are set out in the Board of Directors Profile on pages 164 to 165 of the IAR2022.

5. Agenda Item No. 5 - Directors' Remuneration

Section 230(1) of the CA2016 provides amongst others, that "the fees" of the directors and "any benefits" payable to the directors of a listed company and its subsidiaries shall be approved at a general meeting. In this respect, the shareholders' approval shall be sought at the 46th AGM on the Directors' remuneration under Ordinary Resolution 5 on payment of Directors' remuneration in respect of the period immediately after the 46th AGM to the next AGM of the Company ("Relevant Period").

The total amount of Director's remuneration payable to the Directors is estimated to be up to RM1,782,200 for the Relevant Period which will take effect from 30 May 2023 subject to the shareholders' approval and taking into account various factors including the number of scheduled meetings for the Board, Board Committees, Board of subsidiaries meetings, hours of time spent, complexity of the KPS Berhad business, individual's responsibilities, merit, qualification and competence of the Director while having regards to the Company's operating results and comparable market statistics.

Payment of Directors' remuneration to the Directors of the Company will be made by the Company on a monthly basis and/or as and when incurred effective 30 May 2023.

6. Agenda Item No. 6 - Re-appointment of Auditors

The BAC at its meeting held on 24 March 2023, undertook an annual assessment of the suitability, objectivity and independence of the external auditors, BDO, in accordance with the External Auditors Assessment Policy which was approved by the Board in March 2017 and subsequently revised on 27 November 2020.

In its assessment, the BAC was satisfied with the suitability of BDO based on the quality of audit, performance, competency, and sufficiency of resources the external audit team provided to the Group. The BAC was also satisfied in its review that the provision of audit and non-audit services by BDO to the Company for financial year ended 31 December 2022 did not in any way impair their objectivity and independence as external auditors of the Company.

The Board at its meeting held on 30 March 2023 approved the BAC's recommendation for the shareholders' approval to be sought at the 46th AGM on the re-appointment of BDO as external auditors of the Company for the financial year ending 31 December 2023 under Resolution 6.

7. Agenda Item No. 7 - Proposed Renewal of Existing Shareholders' Mandate for RRPT of a Revenue or Trading Nature

The proposed Ordinary Resolution 7, if passed, is primarily to renew its existing shareholders' mandate ("Mandate") by authorising the Company and/or its subsidiaries ("KPS Berhad Group") to enter into recurrent transactions with the related parties which are necessary for the day-to-day operations of the Group and are based on normal commercial terms and transaction prices that are not more favorable to the related parties than those generally made available to the public. The Mandate shall lapse at the conclusion of the next AGM unless the authority is renewed by a resolution passed at such general meeting.

For more details, please refer to the Circular to Shareholders dated 20 April 2023.

Notes:

IMPORTANT NOTICE

1. The Broadcast Venue is **strictly for the purpose of complying with Section 327(2) of the CA2016** which requires the Chairperson of the meeting to be present at the main venue of the meeting.

Shareholders **WILL NOT BE ALLOWED** to attend the 46th AGM in person at the Broadcast Venue on the day of the meeting.

Shareholders are to attend, speak (including posing questions to the Board via real time submission of typed texts) and vote (collectively, "participate") remotely at the 46th AGM via the RPEV facilities at <https://meeting.boardroomlimited.my>.

Please follow the procedures in the Administrative Guide for the 46th AGM and read Notes (2) to (13) below in order to participate remotely via RPEV facilities.

2. For the purpose of determining who shall be entitled to attend this 46th AGM, via RPEV facilities the Company shall be requesting Bursa Malaysia Depository Sdn Bhd to make available to the Company, a Record of Depositors as of 24 May 2023. Only members whose name appears on this Record of Depositors shall be entitled to attend this 46th AGM via RPEV facilities or appoint a proxy to attend, speak and vote on his/her/its behalf.
3. A member who is entitled to attend and vote at this 46th AGM via RPEV facilities is entitled to appoint a proxy or attorney or in the case of a corporation, to appoint a duly authorised representative to attend, participate, speak and vote in his place. A proxy may but need not be a member of the Company.
4. A member of the Company who is entitled to attend and vote at a General Meeting of the Company may appoint not more than two (2) proxies to attend, participate, speak and vote instead of the member at the 46th AGM via RPEV facilities.
5. If two (2) proxies are appointed, the entitlement of those proxies to vote on a show of hands shall be in accordance with the listing requirements of the stock exchange.
6. Where a member of the Company is an authorised nominee as defined in the Securities Industry (Central Depositories) Act 1991 ("Central Depositories Act"), it may appoint not more than two (2) proxies in respect of each securities account it holds in ordinary shares of the Company standing to the credit of the said securities account.

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 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. An exempt authorised nominee refers to an authorised nominee defined under the Central Depositories Act which is exempted from compliance with the provisions of Section 25A(1) of the Central Depositories Act.
8. Where a member appoints more than one (1) proxy, the proportion of shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies.
9. The instrument appointing a proxy shall be in writing under the hand of the appointer or his attorney duly authorised in writing or if the appointer is a corporation either under seal or under the hand of an officer or attorney duly authorised. The appointment of a proxy may be made in hard copy form or by electronic form. If the appointment is made in hard copy form, the Proxy Form must be deposited with Boardroom Share Registrars Sdn Bhd (“Boardroom”)’s Office at 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia, or alternatively, to submit your electronic Proxy Form via Boardroom Smart Investor Portal at <https://investor.boardroomlimited.com> not less than 48 hours before the time fixed for holding the meeting.
10. Please ensure ALL the particulars as required in the proxy form are completed, signed and dated accordingly.
11. Last date and time for lodging the proxy form is at 10.00 a.m on 28 May 2023.
12. Any authority pursuant to which such an appointment is made by a power of attorney must be deposited with Boardroom’s Office at 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia, or alternatively, to submit your electronic Proxy Form via Boardroom Smart Investor Portal at <https://investor.boardroomlimited.com> not less than forty-eight (48) hours before the time appointed for holding the 46th AGM or adjourned general meeting at which the person named in the appointment proposes to vote. A copy of the power of attorney may be accepted provided that it is certified notarially and/or in accordance with the applicable legal requirements in the relevant jurisdiction in which it is executed.
13. For a corporate member who has appointed a representative, please deposit the **ORIGINAL** certificate of appointment with Boardroom’s Office at 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia, or alternatively, submit your electronic Proxy Form via Boardroom Smart Investor Portal at <https://investor.boardroomlimited.com>. The certificate of appointment should be executed in the following manner:
 - i. If the corporate member has a common seal, the certificate of appointment should be executed under seal in accordance with the constitution of the corporate member.
 - ii. If the corporate member does not have a common seal, the certificate of appointment should be affixed with the rubber stamp of the corporate member (if any) and executed by:
 - a. at least two (2) authorised officers, of whom one shall be a director; or
 - b. any director and/or authorised officers in accordance with the laws of the country under which the corporate member is incorporated.

STATEMENT ACCOMPANYING NOTICE OF ANNUAL GENERAL MEETING

(PURSUANT TO PARAGRAPH 8.27(2) OF THE MMLR OF BURSA SECURITIES)

The profile of the Directors who are standing for re-election (as per Ordinary Resolutions 3 to 4 as stated in the Notice of Annual General Meeting) at the 46th AGM of KPS Berhad is as follows:

1. ORDINARY RESOLUTION 3

YBHG DATO' IKMAL HIJAZ BIN HASHIM, DIMP

(Independent Non-Executive Director)

Nationality	:	Malaysian
Length of Tenure	:	5 years 3 months
Age/Gender	:	70/Male
Date of Last Re-election	:	30 June 2020
Date of appointment	:	1 January 2018

QUALIFICATION

- Bachelor of Arts with Honours, University Malaya
- MPhil. in Land Management, University of Reading, UK

MEMBERSHIP OF BOARD COMMITTEES

- Chairman of the Nomination and Remuneration Committee
- Member of the Board Investment Review Committee
- Member of the Sustainability Board Committee
- Chairman of the Tender Board Committee

AREAS OF EXPERTISE

Project Management, Strategic Planning and Business Strategy, Human Capital

OTHER DIRECTORSHIPS

Listed Entities

None

Public Companies

None

WORKING EXPERIENCE AND CURRENT ENGAGEMENTS

Dato' Ikmal began his career in the Administrative and Diplomatic Service of the Government of Malaysia in 1976. In late 1991, he left government service and joined United Engineers (M) Berhad as General Manager of the Malaysia Singapore Second Crossing project.

In 1993, he became the Chief Operating Officer of Projek Lebuhraya Utara Selatan Berhad ("PLUS") and in 1995 he was promoted as the company's Managing Director.

In 1999, he was then appointed as the Managing Director of Prolink Development Sdn Bhd ("Prolink") and concurrently assumed the position of President for the Property Division of the Group. He was subsequently appointed as Managing Director of Renong Berhad from 2002 until 2003.

In November 2003, Dato' Ikmal was seconded to Pos Malaysia Berhad as the Chief Executive Officer/Managing Director as well as the Group Managing Director of Pos Malaysia and Services Holdings Berhad. In November 2007, he was appointed as Chief Executive of Iskandar Regional Development Authority ("IRDA") until February 2009. He then became the Chairman of Faber Group Berhad from 1 March 2009 until June 2014. During the said period, he was also appointed as Independent Non-Executive Director of UEM Land Berhad.

2. ORDINARY RESOLUTION 4

PUAN NORLIZA BINTI KAMARUDDIN

(Independent Non-Executive Director)

Nationality	:	Malaysian
Length of Tenure	:	5 years
Age/Gender	:	58/Female
Date of Last Re-election	:	25 May 2021
Date of appointment	:	6 April 2018

QUALIFICATION

- Industry Adjunct Professor Multimedia University
- Senior Certified Professional Coach (SCPC), Coach Transformation Academy, Dubai
- Professional Certificate in Corporate Public Affairs ("CPA") from The Center of Corporate Public Affairs, Melbourne Business School, Australia
- Bachelor in Arts and Design from Universiti Teknologi MARA ("UiTM")

MEMBERSHIP OF BOARD COMMITTEES

- Chairman of the Sustainability Board Committee
- Member of the Nomination and Remuneration Committee
- Member of the Board Governance and Risk Committee

AREAS OF EXPERTISE

Reputation Management, International Business/Relations, Crisis Communications, Branding and Sustainability

OTHER DIRECTORSHIPS

Listed Entities

Sedania Innovator Berhad
British American Tobacco (Malaysia) Berhad

Public Companies

None

WORKING EXPERIENCE AND CURRENT ENGAGEMENTS

Norliza binti Kamaruddin ("Norliza") is a senior communications specialist with more than 30 years of experience in Malaysia and international markets. She specialises in multiple sectors including energy, finance, banking, aviation, telecommunications and hospitality and has experience in various communications practices particularly reputation management, strategic communications, strategic planning, corporate and government stakeholder management, crisis communications, corporate social responsibility, branding, media relations and internal communications. Norliza has helped organisations within ASEAN, the Middle East and America to develop and execute communication strategies.

She is the only Malaysian in the world's three most prestigious PR and marketing awards. She was named one of 'Top 500 Most Influential PR Professional in PR Week Power Book 2014 and 2015' by the global PR Week magazine and included in the 'Power List 2014 - Top 50 Most Influential People in PR' by PR Week Asia. The Internationalist, New York also named Norliza as 'The Internationalist of the Year 2014'. Norliza is an Adjunct Professor in the Faculty of Applied Communication, Multimedia University Malaysia. In recognition of her contribution in helping to architect and develop the faculty's Bachelor in Strategic Communications programme, the faculty named its communications best student award after her name - "Liz Kamaruddin Communication Excellence Award".

The directors listed above do not have any conflict of interest or any family relationship with any other Directors and/or major shareholders of the Company.

The directors listed above have not been convicted of any offence within the past five (5) years nor have they been imposed of any public sanction or penalty by any relevant regulatory bodies during the FY2022.

The directors listed above have met the Fit and Proper Criteria set out in the Directors' Fit and Proper Policy of the Company.

PROXY FORM

NO. OF ORDINARY SHARES HELD

CDS ACCOUNT NO.

PROXY FORM FOR THE 46TH AGM

KUMPULAN PERANGSANG SELANGOR BERHAD

REGISTRATION NO.197501002218 (23737-K) (INCORPORATED IN MALAYSIA)

I/We NRIC No./Passport No./Registration No

(Full name in capital letters)

of
(Full address)

being a member/members of Kumpulan Perangsang Selangor Berhad ("the Company"), hereby appoint

FULL NAME (IN BLOCK):	NRIC/PASSPORT NO.:	PROPORTION OF SHAREHOLDINGS	
		NO. OF SHARES	%
Address:			
Email Address:			
Mobile Phone No.:			

and/ or* (*delete as appropriate)

FULL NAME (IN BLOCK):	NRIC/PASSPORT NO.:	PROPORTION OF SHAREHOLDINGS	
		NO. OF SHARES	%
Address:			
Email Address:			
Mobile Phone No.:			

or falling him/her, the Chairman of the Meeting as my/our proxy to attend and vote for me/us and on my/our behalf at the 46th AGM of the Company which will be conducted virtually through live streaming and online voting via the Remote Participation and Electronic Voting ("RPEV") facilities at <https://meeting.boardroomlimited.my> from the **Broadcast Venue at KPS Berhad Corporate Office, 17th Floor, Plaza Perangsang, Persiaran Perbandaran, 40000 Shah Alam, Selangor Darul Ehsan on Tuesday, 30 May 2023 at 10.00 a.m.** and at any time adjournment thereof.

My/Our proxy is to vote as indicated below:

RESOLUTION	AGENDA	FOR	AGAINST
Ordinary Resolution 1	To approve a single tier final dividend of 2.5 sen per share in respect of the financial year ended 31 December 2022.		
Ordinary Resolution 2	To re-elect YBhg Datuk Syed Izuan bin Syed Kamarulbahrin who retires pursuant to Clause 78 of the Company's Constitution and who being eligible offer himself for re-election.		
Ordinary Resolution 3	To re-elect the following Directors who retire pursuant to Clause 76(3) of the Company's Constitution and who being eligible offer themselves for re-election: Dato' Ikmal Hijaz bin Hashim		
Ordinary Resolution 4	Puan Norliza binti Kamaruddin		
Ordinary Resolution 5	To approve the payment of Directors' Remuneration to the Non-Executive Directors up to an amount of RM 1,782,200 for the period immediately after the 46 th AGM until the next AGM of the Company.		
Ordinary Resolution 6	To re-appoint Messrs BDO PLT as Auditors of the Company for the financial year ending 31 December 2023 and to authorise the Directors to fix their remuneration.		
Ordinary Resolution 7	Proposed Renewal of Existing Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature with KPS Berhad and its Subsidiaries.		

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

.....
Signature/Common Seal of Shareholder

Dated this day of 2023

Notes:

1. **IMPORTANT NOTICE**

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Shareholders **WILL NOT BE ALLOWED** to attend the 46th AGM in person at the Broadcast Venue on the day of the meeting.

Shareholders are to attend, speak (including posing questions to the Board via real time submission of typed texts) and vote (collectively, "participate") remotely at the 46th AGM via the RPEV facilities at <https://meeting.boardroomlimited.my>.

Please follow the procedures in the Administrative Details for 46th AGM and read Notes (2) to (13) below in order to participate remotely via RPEV facilities.

2. For the purpose of determining who shall be entitled to attend this 46th AGM, via RPEV facilities the Company shall be requesting Bursa Malaysia Depository Sdn Bhd to make available to the Company, a Record of Depositors as of 24 May 2023. Only a member whose name appears on this Record of Depositors shall be entitled to attend this 46th AGM via RPEV facilities or appoint a proxy to attend, speak and vote on his/her/its behalf.
3. A member who is entitled to attend and vote at this 46th AGM, remotely via RPEV facilities is entitled to appoint a proxy or attorney or in the case of a corporation, to appoint a duly authorized representative to attend, participate, speak and vote in his place. A proxy may but need not be a member of the Company.
4. A member of the Company who is entitled to attend and vote at a General Meeting of the Company may appoint not more than two (2) proxies to attend, participate, speak and vote instead of the member at the 46th AGM via RPEV facilities.
5. If two (2) proxies are appointed, the entitlement of those proxies to vote on a show of hands shall be in accordance with the listing requirements of the stock exchange.
6. Where a member of the Company is an authorised nominee as defined in the Securities Industry (Central Depositories) Act 1991 ("Central Depositories Act"), it may appoint not more than two (2) proxies in respect of each securities account it holds in ordinary shares of the Company standing to the credit of the said securities account.
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 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. An exempt authorised nominee refers to an authorised nominee defined under the Central Depositories Act which is exempted from compliance with the provisions of Section 25A(1) of the Central Depositories Act.
8. Where a member appoints more than one (1) proxy, the proportion of shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies.

9. The instrument appointing a proxy shall be in writing under the hand of the appointer or his attorney duly authorised in writing or if the appointer is a corporation either under seal or under the hand of an officer or attorney duly authorised. The appointment of a proxy may be made in hard copy form or by electronic form. If the appointment is made in hard copy form, the Proxy Form must be deposited with Boardroom Share Registrars Sdn Bhd ("Boardroom")'s Office at 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia, or alternatively, to submit your electronic Proxy Form via Boardroom Smart Investor Portal at <https://investor.boardroomlimited.com> not less than 48 hours before the time fixed for holding the meeting.
10. Please ensure ALL the particulars as required in the proxy form are completed, signed and dated accordingly.
11. Last date and time for lodging the proxy form is at 10.00 a.m on 28 May 2023.
12. Any authority pursuant to which such an appointment is made by a power of attorney must be deposited with Boardroom's Office at 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia, or alternatively, to submit your electronic Proxy Form via Boardroom Smart Investor Portal at <https://investor.boardroomlimited.com> not less than forty-eight (48) hours before the time appointed for holding the 46th AGM or adjourned general meeting at which the person named in the appointment proposes to vote. A copy of the power of attorney may be accepted provided that it is certified notarially and/or in accordance with the applicable legal requirements in the relevant jurisdiction in which it is executed.
13. For a corporate member who has appointed a representative, please deposit the ORIGINAL certificate of appointment with Boardroom's Office at 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia, or alternatively, submit your electronic Proxy Form via Boardroom Smart Investor Portal at <https://investor.boardroomlimited.com>. The certificate of appointment should be executed in the following manner:
 - i. If the corporate member has a common seal, the certificate of appointment should be executed under seal in accordance with the constitution of the corporate member.
 - ii. If the corporate member does not have a common seal, the certificate of appointment should be affixed with the rubber stamp of the corporate member (if any) and executed by:
 - a. at least two (2) authorised officers, of whom one shall be a director; or
 - b. any director and/or authorised officers in accordance with the laws of the country under which the corporate member is incorporated.

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BOARDROOM SHARE REGISTRARS SDN BHD
[Registration No. 199601006647 (378993-D)]
11th Floor, Menara Symphony
No. 5, Jalan Prof. Khoo Kay Kim
Seksyen 13, 46200 Petaling Jaya
Selangor Darul Ehsan, Malaysia
Tel : +603 7890 4700 Fax : +603 7890 4650

ADMINISTRATIVE GUIDE FOR SHAREHOLDERS

MEETING	:	46TH ANNUAL GENERAL MEETING
DATE	:	Tuesday, 30 May 2023
TIME	:	10.00 a.m. (Malaysia time)
BROADCAST	:	KPS Berhad Corporate Office
VENUE	:	17 th Floor, Plaza Perangsang Persiaran Perbandaran 40000 Shah Alam Selangor Darul Ehsan
MEETING PLATFORM	:	https://meeting.boardroomlimited.my ("Virtual Meeting Portal")
MODE OF COMMUNICATION	:	<p>1) You may type your question(s) in the meeting platform. The Messaging window facility will open concurrently with the Virtual Meeting Portal one (1) hour before the scheduled commencement of the 46th Annual General Meeting ("46th AGM"), i.e. from 9.00 a.m. on Tuesday, 30 May 2023.</p> <p>2) You may submit questions relating to the agenda items of the 46th AGM in advance via the Boardroom Smart Investor Portal at https://investor.boardroomlimited.com commencing from 20 April 2023 and in any event no later than Sunday, 28 May 2023 at 10.00 a.m. using the same user ID and password provided in Step 2 of item 4 below, and select "SUBMIT QUESTION" to pose your questions.</p>

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

1. Virtual Annual General Meeting

As part of our continuing safety and precautionary measures, the Company ("KPS Berhad") will conduct its 46th AGM entirely via live streaming and online remote voting using remote participation and electronic voting ("RPEV") facilities.

The Broadcast Venue is limited to essential individuals required to be physically present at the venue to organise and conduct the virtual 46th AGM of the Company.

Shareholders are invited to participate and vote at the forthcoming 46th AGM via the virtual meeting portal at <https://meeting.boardroomlimited.my>. **NO SHAREHOLDERS/PROXIES/CORPORATE REPRESENTATIVES** should be physically present at or will be admitted to the Broadcast Venue on the day of the 46th AGM.

2. Entitlement to Participate and Vote at the 46th AGM

Only a depositor whose name appears on the Record of Depositors of the Company as of 24 May 2023 shall be eligible to participate in the 46th AGM or appoint proxy(ies) or corporate representative(s) to participate and vote on his/her behalf.

As the 46th AGM is a virtual meeting, a shareholder entitled to attend and vote at the 46th AGM may appoint the Chairman of the meeting as his/her proxy to attend and vote in his/her stead and indicate his/her voting instructions in the Proxy Form.

3. Voting Procedure - Poll Voting

- i) Voting at the 46th AGM will be conducted by poll in accordance with Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad.
- ii) The Company has appointed Boardroom Share Registrars Sdn Bhd ("Boardroom") as poll administrator to conduct the poll by way of electronic voting ("e-Voting"), and independent scrutineers ("Scrutineers") will be appointed to verify the results of the poll.
- iii) For the purposes of this 46th AGM, e-Voting may be carried out via personal smart mobile phones, tablets, personal computers or laptops.
- iv) Members and proxies are required to use one (1) of the following methods to vote remotely:
 - a) access to **Lumi AGM** via the website URL : <https://meeting.boardroomlimited.my>; or
 - b) launch **Lumi AGM** by scanning the QR code given to you in the email along with your remote participation User ID and Password.
- iii) Please note that polling will only commence after announcement by the Chairman of poll opening and continue until such time the Chairman announces closure of the poll. The poll result report will be verified by the Scrutineers, and the results announced thereafter. The Chairman will declare whether the resolutions put to vote are duly passed.
- iv) You must ensure that you are connected to the internet at all times in order to participate and vote remotely when the 46th AGM has commenced. It is therefore your responsibility to ensure that connectivity for the duration of the 46th AGM is maintained. Kindly note that the quality of the connectivity to the Virtual Meeting Portal for the live webcast and remote online voting is dependent on the bandwidth and stability of the internet connection at remote participants' locations.

4. RPEV Facilities

- i) The RPEV facilities are available to **individual shareholders; corporate shareholders; authorised nominees; and exempt authorised nominees.**
- ii) If you wish to participate in the meeting, you will be able to view a live webcast of the meeting, and submit questions and your votes in real time whilst the meeting is in progress.
- iii) Kindly follow the steps below on how to request for your User ID and password.

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

[Note: If you have already signed up with Boardroom Smart Investor Portal, you are not required to register again. You may proceed to Step 2 - Submit Request for Remote Participation User ID and Password.]

- a) Access the website: <https://investor.boardroomlimited.com>
- b) Click <<**Register**>> to sign up as a user.
- c) Select the "Account Type" to "**Sign Up as Shareholder**" or "**Sign Up as Corporate Holder**".
- d) Complete registration with all required information. Upload a softcopy of your MyKad (front and back), or passport and authorisation letter (template available) for Corporate Holder.
- e) Please enter a valid email address and valid mobile number.
- f) Thereafter, you will receive an email from Boardroom for verification to complete the registration.
- g) Your registration will be verified and approved within one (1) business day and an email notification will be sent to you.

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

[Note: Registration for remote access will open on **20 April 2023**.]

- **For Individual and Corporate Members**
 - Login to <https://investor.boardroomlimited.com> using your User ID and Password from Step 1 above.
 - Select "**KUMPULAN PERANGSANG SELANGOR BERHAD 46TH ANNUAL GENERAL MEETING**" from the list of Meeting Event and click "**Enter**".
 - Click on "**Register for RPEV**".
 - Read and accept the General Terms & Conditions by clicking "**Next**".
 - Enter your CDS Account Number and thereafter submit your request.
- **eProxy Lodgement**
 - » **For Individual and Corporate Members**
 - Login to <https://investor.boardroomlimited.com> using your User ID and PASSWORD from Step 1 above.
 - Select "**KUMPULAN PERANGSANG SELANGOR BERHAD 46TH ANNUAL GENERAL MEETING**" from the list of Meeting Event and click "**Enter**".
 - Click on "**Submit eProxy form**".
 - Select the company you would like to be represented (if more than one), for Corporate Shareholder.
 - Read and accept the General Terms & Conditions by clicking "**Next**".
 - Enter your CDS Account Number and indicate the number of securities held.
 - Select your proxy/ proxies - either the Chairman of the meeting or individual named proxy/ proxies.
 - Read and accept the Terms and Conditions and click "**Next**".
 - Enter the required particulars of your proxy/ proxies.
 - Indicate your voting instructions - **FOR** or **AGAINST** or **ABSTAIN**. If you wish to have your proxy(ies) to act upon his/her discretion, please indicate **DISCRETIONARY**.
 - Review and confirm your proxy(ies) appointment.
 - Click "**Apply**".
 - Download or print the eProxy Form acknowledgement.

- **For Authorised Nominee and Exempt Authorised Nominee**
 - Login to <https://investor.boardroomlimited.com> using your User ID and PASSWORD from Step 1 above.
 - Select ""KUMPULAN PERANGSANG SELANGOR BERHAD 46TH ANNUAL GENERAL MEETING"" from the list of Meeting Event and click ""Enter"".
 - Click on ""Submit eProxy form"".
 - Select the company you would like to be represented (if more than one).
 - Proceed to download the file format for ""Submission of Proxy Form"".
 - Prepare the file for the appointment of proxy/proxies by inserting the required data.
 - Proceed to upload the duly completed Proxy Appointment file.
 - Review and confirm your proxy/proxies appointment and click ""Submit"".
 - Download or print the eProxy form as acknowledgement

Note: If you are the authorised representatives for more than one (1) authorised nominee/exempt authorised nominee/corporate shareholder, kindly click the home button and select ""Edit Profile"" in order to add company name.

- **Corporate Shareholders, Authorised Nominees and Exempt Authorised Nominees (via email)**
 - Write to bsr.helpdesk@boardroomlimited.com by providing the name of Member and CDS Account Number, accompanied with the Certificate of Appointment of Corporate Representative or Proxy Form (as the case may be), to submit the request.
 - Please provide a copy of the Corporate Representative's or Proxy Holder's MyKad (front and back) or passport in JPEG, PNG or PDF format as well as his/her email address.
- a. You will receive a notification from Boardroom that your request has been received and is being verified.
 - b. Upon system verification of your registration against the **AGM Record of Depositors as of 24 May 2023 and final verification by the appointed scrutineers on 28 May 2023**, you will receive an email from Boardroom either approving or rejecting your registration for remote participation.
 - c. You will also receive your remote access User ID and Password along with the email from Boardroom if your registration is approved.
 - d. Please note that the closing date and time to submit your request is by **Sunday, 28 May 2023 at 10.00 am**.

Step 3 - Login to Virtual Meeting Portal

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

- a. The Virtual Meeting Portal will open for login one (1) hour before the scheduled commencement of the 46th AGM, i.e. from **9.00 a.m. on Tuesday, 30 May 2023**.
- b. Please follow the steps given to you in the email along with your remote access User ID and Password to login to the Virtual Meeting Portal (Refer to Step 2(c) above).
- c. The steps given will also guide you on how to view the live webcast, submit questions and vote.
- d. The live webcast will end, and the Messaging window (for submission of questions) will be disabled once the Chairman announces the closure of the 46th AGM.
- e. You can then logout from the Virtual Meeting Portal.

Note to Users of the RPEV Facilities:

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

5. Mode of Communication

You may submit questions relating to the agenda items of the 46th AGM in advance via the Boardroom Smart Investor Portal at <https://investor.boardroomlimited.com>, commencing from **20 April 2023** and in any event no later than **Sunday, 28 May 2023 at 10.00 a.m.** using the same user ID and password provided in Step 2 (under item 4) above, and select "SUBMIT QUESTION" to pose questions

Alternatively, you may submit any questions for the Chairman/Board during the 46th AGM using the Messaging window facility which will open concurrently with the Virtual Meeting Portal one (1) hour before the scheduled commencement of the 46th AGM, i.e. from **9.00 a.m. on Tuesday, 30 May 2023**.

The Chairman and management will respond to their best endeavours, questions submitted by shareholders which relate to the matters in the agenda of the 46th AGM. Questions that are similar or on the same matter may be consolidated and answered together.

Please note that no recording or photography of the 46th AGM proceedings is allowed without the prior written permission of the Company.

6. Lodgement of Proxy Form

Please deposit your completed Proxy Form at the office of Boardroom Share Registrars Sdn Bhd at the **11th Floor, Menara Symphony, No. 5 Jalan Professor Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia**, not less than forty-eight (48) hours before the time appointed for the holding of the 46th AGM, ie not later than **Sunday, 28 May 2023 at 10.00 am**.

7. Communication Guidance

Shareholders are also reminded to monitor the Company's website and announcements for any changes to the 46th AGM arrangements.

8. No Door Gifts/Vouchers

No door gifts or e-vouchers will be distributed to shareholders/proxies who participate in the 46th AGM.

9. Enquiries

Should you have any enquiry prior to the 46th AGM or if you wish to request technical assistance to participate the 46th AGM, please contact Boardroom during office hours (8.30 a.m. to 5.30 p.m.) as follows:

Boardroom Share Registrars Sdn Bhd
Help Desk
Tel: +603 7890 4700
Email: bsr.helpdesk@boardroomlimited.com

10. Personal Data

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the 46th AGM and/or any adjournment thereof, a shareholder of the Company: (i) consents to the collection, recording, holding, storing, use and disclosure of the shareholder's personal data by the Company (or its agents) for the purpose of processing and administration by the Company (or its agents) of proxies and representatives appointed for the 46th AGM (including any adjournment thereof), and the preparation and compilation of the attendance lists, minutes and other documents relating to the 46th AGM (including any adjournment thereof), and in order for the Company (or its agents) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "Purposes"); (ii) warrants that where the shareholder discloses the personal data of the shareholder's proxy(ies) and/or representative(s) to the Company (or its agents), the shareholder has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, recording, holding, storing, use and disclosure by the Company (or its agents) of the personal data of such proxy(ies) and/or representative(s) for the Purposes; and (iii) agrees that the shareholder will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the shareholder's breach of warranty.