

NOTICE IS HEREBY GIVEN THAT the 64<sup>th</sup> Annual General Meeting (“AGM”) of Malayan Banking Berhad (“Maybank”/“the Company”) will be held at Ballroom, Level 3, Malaysia International Trade and Exhibition Centre (MITEC), Kompleks MITEC, No. 8, Jalan Dutamas 2, 50480 Kuala Lumpur, Malaysia (“Meeting Venue”) and will be broadcasted live from the Meeting Venue on Thursday, 25 April 2024 at 10.00 a.m. to transact the following businesses:

**AS ORDINARY BUSINESSES:**

1. To receive the Audited Financial Statements of the Company for the financial year ended 31 December 2023 together with the Reports of the Directors and Auditors thereon.
2. To re-elect the following Directors, each of whom retires by rotation in accordance with Articles 104 and 105 of the Company’s Constitution and being eligible, offers himself/herself for re-election:
  - (i) Tan Sri Dato’ Sri Ir. Zamzamzairani Mohd Isa (Ordinary Resolution 1)
  - (ii) Dr Hasnita Dato’ Hashim (Ordinary Resolution 2)
  - (iii) Che Zakiah Che Din (Ordinary Resolution 3)
  - (iv) Dato’ Khairussaleh Ramli (Ordinary Resolution 4)
3. To re-elect the following Director who retires in accordance with Article 108 of the Company’s Constitution and being eligible, offers himself for re-election:
  - (i) Datuk Yee Yang Chien (Ordinary Resolution 5)
4. To approve the payment of the following fees to Non-Executive Directors for the period from the 64<sup>th</sup> AGM to the 65<sup>th</sup> AGM of the Company:
  - (i) Chairman’s fee of RM700,000 per annum;
  - (ii) Vice Chairman’s fee of RM500,000 per annum;
  - (iii) Director’s fee of RM335,000 per annum for each Non-Executive Director;
  - (iv) Board Committee Chairman’s fee of RM85,000 per annum for the Chairman of each Board Committee; and
  - (v) Board Committee Member’s fee of RM50,000 per annum for each member of a Board Committee. (Ordinary Resolution 6)
5. To approve the payment of benefits to eligible Non-Executive Directors of an amount up to RM3,770,000 for the period from the 64<sup>th</sup> AGM to the 65<sup>th</sup> AGM of the Company. (Ordinary Resolution 7)
6. To re-appoint Messrs Ernst & Young PLT as Auditors of the Company for the financial year ending 31 December 2024 and to authorise the Directors to fix their remuneration. (Ordinary Resolution 8)

**AS SPECIAL BUSINESS:**

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

7. ALLOTMENT AND ISSUANCE OF NEW ORDINARY SHARES IN MAYBANK (“MAYBANK SHARES”) IN RELATION TO THE RECURRENT AND OPTIONAL DIVIDEND REINVESTMENT PLAN THAT ALLOWS SHAREHOLDERS OF MAYBANK TO REINVEST THEIR DIVIDEND TO WHICH THE DIVIDEND REINVESTMENT PLAN APPLIES, IN NEW MAYBANK SHARES (“DIVIDEND REINVESTMENT PLAN”)

“THAT pursuant to the Dividend Reinvestment Plan as approved by the shareholders at the Extraordinary General Meeting held on 14 May 2010, approval be and is hereby given to the Company to allot and issue such number of new Maybank Shares under the Dividend Reinvestment Plan upon such terms and conditions and to such persons as the Directors may in their absolute discretion, deem fit and in the interest of the Company PROVIDED THAT the issue price of the said new Maybank Shares shall be fixed by the Directors at not more than ten percent (10%) discount to the adjusted five (5)-day volume weighted average market price (“VWAMP”) of Maybank Shares immediately prior to the price-fixing date, of which the VWAMP shall be adjusted ex-dividend before applying the aforementioned discount in fixing the issue price, and that such authority to allot and issue Maybank Shares shall continue to be in force until the conclusion of the next AGM of the Company;

AND THAT the Directors and the Secretaries of the Company be and are hereby authorised to do all such acts and enter into all such transactions, arrangements and documents as may be necessary or expedient in order to give full effect to the Dividend Reinvestment Plan with full power to assent to any conditions, modifications, variations and/or amendments (if any) as may be imposed or agreed to by any relevant authorities, or consequent upon the implementation of said conditions, modifications, variations and/or amendments, or at the discretion of the Directors in the best interest of the Company.” (Ordinary Resolution 9)

8. To transact any other business of the Company for which due notice shall have been received in accordance with the Companies Act, 2016 and the Company’s Constitution.

**BY ORDER OF THE BOARD**


**WAN MARZIMIN WAN MUHAMMAD**  
(LS0009924)  
(SSM PC No.: 201908001697)  
Company Secretary



**FARIZ ABDUL AZIZ**  
(LS0007997)  
(SSM PC No.: 201908001696)  
Joint Company Secretary

Kuala Lumpur  
27 March 2024

**Notes:**

1. The 64<sup>th</sup> AGM of the Company will be held on a hybrid mode and member(s), proxy(ies), corporate representative(s) or attorney(s) are given an option, either:-
  - (i) to attend physically at the Meeting Venue (“Physical Attendance”); or
  - (ii) to attend virtually using the Remote Participation and Electronic Voting (“RPEV”) facilities to be provided by the appointed share registrar for this AGM, Boardroom Share Registrars Sdn Bhd (“Boardroom”) (“Virtual Attendance”).

**Physical Attendance**

All Member(s), proxy(ies), corporate representative(s) or attorney(s) who wish to attend and participate at the 64<sup>th</sup> AGM physically are required to register for the meeting at the Meeting Venue.

**Virtual Attendance**

For Member(s), proxy(ies), corporate representative(s) or attorney(s) who wish to attend and participate at the 64<sup>th</sup> AGM remotely, the virtual meeting will be conducted through live streaming and online remote voting via the RPEV facilities to be provided by Boardroom on the Boardroom Smart Investor Portal (“BSIP”) platform at <https://investor.boardroomlimited.com>. Please follow the procedures provided in the Administrative Notes to register, participate and vote remotely via the RPEV facilities.

2. A member entitled to participate and vote at this AGM is entitled to appoint proxy(ies) to participate and vote in his/her stead. A proxy may but need not be a member of the Company and there shall be no restriction as to the qualification of a proxy.

3. (i) A member who is an authorised nominee as defined under the Securities Industry (Central Depositories) Act, 1991 (“Authorised Nominee”) may appoint at least one proxy but not more than two (2) proxies in respect of each securities account it holds with ordinary shares of the Company (“Maybank Shares”) standing to the credit of the said securities account to participate and vote at this AGM.
  - (ii) Notwithstanding the above, for an exempt Authorised Nominee which holds Maybank Shares 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.
4. Where a member appoints more than one proxy, the appointments shall be invalid unless he/she specifies the proportions of his/her shareholding to be represented by each proxy.
5. The instrument appointing a proxy shall be in writing under the hand of the appointer or his/her attorney duly authorised in writing, or if the appointer is a corporation, under its common seal or in some other manner approved by its directors.
6. For an instrument appointing a proxy executed outside Malaysia, the signature must be attested by a solicitor, Notary Public, Consul or Magistrate.
7. The duly completed instrument appointing a proxy must be deposited at the office of Boardroom at 11th Floor, Menara Symphony, No. 5 Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia. The instrument appointing a proxy may also be submitted to Boardroom electronically via BSIP at <https://investor.boardroomlimited.com>. Please follow the procedures provided in the Administrative Notes for the AGM if members wish to submit the instrument appointing a proxy electronically. All instruments appointing a proxy must be deposited with Boardroom no later than Wednesday, 24 April 2024 at 10.00 a.m.
8. For the purpose of determining a member who shall be entitled to participate at the AGM in accordance with Article 59(1) of the Company’s Constitution and Section 34(1) of the Securities Industry (Central Depositories) Act, 1991, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd to issue a General Meeting Record of Depositors as at 17 April 2024. Only a member whose name appears on the Record of Depositors as at 17 April 2024 shall be eligible to participate at the AGM or appoint proxy(ies) to participate and vote on his/her behalf.
9. Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in the Notice of the 64<sup>th</sup> AGM of the Company shall be put to vote by way of a poll.
10. Explanatory notes on Ordinary Businesses:

**(i) Audited Financial Statements for the financial year ended 31 December 2023**

The Audited Financial Statements are laid for discussion only in accordance with Section 340(1)(a) of the Companies Act, 2016 and do not require shareholders’ approval. Hence, the same will not be put forward for voting.

**(ii) Ordinary Resolutions 1 to 5 - Re-election of Directors**

The Nomination and Remuneration Committee (“NRC”) has considered the performance and contribution of each of the retiring Directors and has also assessed their independence (for Independent Directors) and ability to act in the best interest of the Company.

Based on the results of the Board Effectiveness Evaluation conducted for the financial year ended 31 December 2023, the performance of each of the retiring Directors was found to be satisfactory.

Pursuant to the annual Fit and Proper (“FAP”) assessment conducted in 2024, each retiring Director has met the following fit and proper criteria prescribed in the FAP Policy issued by Bank Negara Malaysia (“BNM”) and the Maybank FAP Policy:

- (a) Probity, personal integrity and reputation;
- (b) Competency and capability; and
- (c) Financial integrity.

All retiring Directors have complied with Maybank Group’s Policy on Directors Conflict of Interest.

The retiring Independent Directors have also fulfilled the independence criteria set out in the BNM Corporate Governance Policy, the Main Market Listing Requirements of Bursa Malaysia Securities Berhad and Maybank Policy on Directors Independence.

The Board has endorsed the NRC’s recommendation to seek shareholders’ approval for the re-election of the retiring Directors. The retiring Directors had abstained from deliberations and decisions on their re-election at the NRC and Board meetings.

The details and profiles of the Directors who are standing for re-election at the 64<sup>th</sup> AGM are provided in the Board of Directors section on pages 112 to 115 of Maybank’s Integrated Annual Report 2023.

**(iii) Ordinary Resolution 6 - Payment of Non-Executive Directors’ (“NED”) Fees**

The NRC has appointed an independent firm of consultants (“Consultants”) to conduct a Board Remuneration Review (“BRR”) exercise in 2023 to ascertain the competitiveness of the existing NED Remuneration Framework and its sufficiency to attract and retain talents to serve on the Board. The scope of the BRR exercise carried out by the Consultants was primarily based on benchmarking against Maybank’s local and regional peers as well as a regression analysis. Pursuant to the findings of the BRR exercise, the Consultants recommends that the existing NED Remuneration Framework be revised as follows:

		Current NED Remuneration Framework (per annum) (RM)	Revised NED Remuneration Framework (per annum) (RM)
Board	- Chairman	610,000	700,000
	- Vice-Chairman	440,000	500,000
	- Member	295,000	335,000
Board Committee	- Chairman	75,000	85,000
	- Member	45,000	50,000
Meeting Allowance		4,000 per meeting	4,500 per meeting

10. Explanatory notes on Ordinary Businesses: (cont'd.)

(iv) **Ordinary Resolution 7 - Benefits Payable to Non-Executive Directors**

The benefits payable to NEDs comprise allowances, benefits-in-kind and other emoluments, details of which are as follows:

- (a) Meeting Allowance - RM4,500 per meeting
- (b) Duty Allowance
  - Chairman of the Board - RM40,000 per month
- (c) Company Car, Driver and Fuel Allowance
  - Chairman of the Board
  - Vice-Chairman of the Board (based on maximum taxable rate)
- (d) Other Benefits
  - Include benefits such as club membership fees, per diem allowance, farewell gift and other facilities made available by the Company to eligible NEDs.

The shareholders had, at the 63<sup>rd</sup> AGM held on 3 May 2023, approved an amount of up to RM3,418,150 ("Approved Amount") as benefits payable to NEDs from the 63<sup>rd</sup> AGM to this AGM. The total amount to be incurred as benefits payable to NEDs from the date of the 63<sup>rd</sup> AGM to the date of this AGM is expected to be approximately 80% of the Approved Amount.

The total amount requested as benefits payable to NEDs from the date of this AGM to the date of the 65<sup>th</sup> AGM to be held next year represents an increase of approximately 10% against the Approved Amount. Among the reasons for the increase are:

- (i) Establishment of a new Board Committee i.e. the Board Technology Committee; and
- (ii) Increase in the quantum of meeting allowance.

(v) **Ordinary Resolution 8 - Re-appointment of Auditors and Audit Fees**

The Audit Committee of the Board ("ACB") had, at its meeting held on 26 October 2023, conducted an annual review of the suitability and independence of the external auditors, Messrs Ernst & Young PLT pursuant to Maybank Group's Framework on Appointment of External Auditors for Statutory Audit and Non-Audit Services. In its assessment, the ACB considered several factors which include the following:

- (a) Level of knowledge, capabilities, experience of the professional staff assigned to the audit and quality of previous work undertaken by the firm;
- (b) Quality of performance and level of engagement with the ACB;
- (c) Ability to provide constructive observations, implications and recommendations in areas requiring improvements;

- (d) Appropriateness of audit approach and the effectiveness of audit planning;
- (e) Ability to perform audit work within agreed timeframe;
- (f) Independence and objectivity of the external auditors when interpreting standards/policies adopted by the Company and the level of non-audit services rendered by the external auditors; and
- (g) The external auditors' governance and leadership structure as well as measures undertaken by the external auditors to uphold audit quality and manage risks, as set out in the Annual Transparency Report.

Being satisfied with the performance, technical competency, audit approach as well as audit independence of Messrs Ernst & Young PLT, the ACB has recommended the appointment of Messrs Ernst & Young PLT as external auditors of the Company for the financial year ending 31 December 2024 ("FY2024").

The Board had, at its meeting held on 30 November 2023, endorsed the ACB's recommendation for shareholders' approval to be sought at the 64<sup>th</sup> AGM on the appointment of Messrs Ernst & Young PLT as external auditors of the Company for FY2024.

The Board is also seeking shareholders' approval to authorise the Directors to fix the remuneration of the external auditors for FY2024.

11. Explanatory notes on Special Business:

(i) **Ordinary Resolution 9 - Allotment of Shares in relation to Dividend Reinvestment Plan**

This proposed Ordinary Resolution 9 if passed, will give authority to the Directors to allot and issue Maybank Shares pursuant to the Dividend Reinvestment Plan in respect of dividends declared after this AGM, and such authority shall expire at the conclusion of the next AGM of the Company.

**STATEMENT ACCOMPANYING NOTICE OF THE 64<sup>TH</sup> ANNUAL GENERAL MEETING**  
(Pursuant to Paragraph 8.27(2) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad)

1. **Directors who are standing for re-election at the 64<sup>th</sup> AGM**

The details of the Directors who are standing for re-election at the 64<sup>th</sup> AGM are provided in the Board of Directors section on pages 112 to 115 of Maybank's Integrated Annual Report 2023.





No individual is standing for election as a Director at the 64<sup>th</sup> AGM.

2. **Authority to Directors to Allot Shares**

The Company has, at the 63<sup>rd</sup> AGM held on 3 May 2023, sought a general mandate for allotment of shares pursuant to Section 75 of the Companies Act, 2016.

The Company has not issued any new Maybank Shares under the general mandate and the said mandate will lapse at the conclusion of the 64<sup>th</sup> AGM.

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DENGAN INI DIMAKLUMKAN BAHAWA Mesyuarat Agung Tahunan ("AGM") ke-64 Malayan Banking Berhad ("Maybank"/"Syarikat") akan diadakan di Ballroom, Aras 3, Malaysia International Trade and Exhibition Centre (MITEC), Kompleks MITEC, No. 8, Jalan Dutamas 2, 50480 Kuala Lumpur, Malaysia ("Lokasi Mesyuarat") dan akan disiarkan secara langsung dari Lokasi Mesyuarat pada hari Khamis, 25 April 2024, 10.00 pagi untuk tujuan melaksanakan urusan-urusan berikut:

**URUSAN BIASA:**

- Untuk menerima Penyata Kewangan Syarikat yang telah diaudit bagi tempoh kewangan berakhir pada 31 Disember 2023 bersama dengan laporan-laporan Lembaga Pengarah dan Juruaudit.
- Untuk melantik semula para Pengarah berikut yang bersara mengikut giliran selaras dengan Artikel 104 dan 105 Perlembagaan Syarikat dan oleh kerana layak, menawarkan diri mereka untuk dilantik semula:
  - Tan Sri Dato' Sri Ir. Zamzamzairani Mohd Isa **(Resolusi Biasa 1)**
  - Dr Hasnita Dato' Hashim **(Resolusi Biasa 2)**
  - Che Zakiah Che Din **(Resolusi Biasa 3)**
  - Dato' Khairussaleh Ramli **(Resolusi Biasa 4)**
- Untuk melantik semula Pengarah berikut yang bersara selaras dengan Artikel 108 Perlembagaan Syarikat dan oleh kerana layak, menawarkan dirinya untuk dilantik semula:
  - Datuk Yee Yang Chien **(Resolusi Biasa 5)**
- Untuk meluluskan pembayaran yuran berikut kepada para Pengarah Bukan Eksekutif untuk tempoh daripada AGM ke-64 hingga AGM ke-65 Syarikat:
  - Yuran Pengerusi sebanyak RM700,000 setahun;
  - Yuran Timbalan Pengerusi sebanyak RM500,000 setahun;
  - Yuran Pengarah sebanyak RM335,000 setahun bagi setiap Pengarah Bukan Eksekutif;
  - Yuran Pengerusi Jawatankuasa Lembaga sebanyak RM85,000 setahun bagi Pengerusi setiap Jawatankuasa Lembaga; dan
  - Yuran Ahli Jawatankuasa Lembaga sebanyak RM50,000 setahun bagi setiap ahli Jawatankuasa Lembaga. **(Resolusi Biasa 6)**
- Untuk meluluskan jumlah sehingga RM3,770,000 sebagai pembayaran manfaat kepada para Pengarah Bukan Eksekutif yang layak untuk tempoh daripada AGM ke-64 hingga AGM ke-65 Syarikat. **(Resolusi Biasa 7)**
- Untuk melantik semula Tetuan Ernst & Young PLT sebagai Juruaudit Syarikat bagi tahun kewangan berakhir 31 Disember 2024 dan memberi kuasa kepada para Pengarah untuk menetapkan ganjaran mereka. **(Resolusi Biasa 8)**

**URUSAN KHAS:**

Untuk mempertimbangkan dan sekiranya bersesuaian, meluluskan Resolusi Biasa berikut:

- PERUNTUKAN DAN TERBITAN SAHAM BIASA BARU DALAM MAYBANK ("SAHAM MAYBANK") BERKAITAN PELAN PELABURAN SEMULA DIVIDEN BERULANG DAN PILIHAN YANG MEMBENARKAN PEMEGANG SAHAM MAYBANK UNTUK MELABUR SEMULA DIVIDEN MEREKA DI MANA PELAN PELABURAN SEMULA DIVIDEN DIGUNAPAKAI, DALAM SAHAM BARU MAYBANK ("PELAN PELABURAN SEMULA DIVIDEN")**

"BAHAWA menurut Pelan Pelaburan Semula Dividen seperti diluluskan oleh pemegang saham pada Mesyuarat Agung Luar Biasa pada 14 Mei 2010, kelulusan diberikan kepada Syarikat untuk memperuntukkan dan menerbitkan sejumlah Saham Baru Maybank mengikut Pelan Pelaburan Semula Dividen seiring dengan terma-terma dan syarat-syarat dan kepada mereka yang berkenaan mengikut budi bicara mutlak para Pengarah dan untuk kepentingan Syarikat DENGAN SYARAT harga terbitan Saham Baru Maybank ditetapkan oleh Pengarah tidak lebih daripada sepuluh peratus (10%) diskaun pada penyaluran nilai harga pasaran purata wajaran lima (5) hari ("VWAMP") bagi Saham Maybank sejurus sebelum tarikh penetapan harga, yang mana VWAMP diselaraskan sebagai ex-dividen sebelum menggunakan diskaun yang disebutkan dalam penetapan harga terbitan, dan bahawa kuasa untuk memperuntukkan dan menerbitkan Saham Maybank akan terus berkuatkuasa sehingga berakhirnya AGM Syarikat yang berikutnya;

DAN BAHAWA Pengarah dan Setiausaha Syarikat adalah dan dengan ini diberi kuasa untuk melakukan tindakan dan melaksanakan urusan-urusan seumpamanya, urusan-urusan dan dokumen-dokumen yang mungkin diperlukan atau memanfaatkan untuk memberi kesan sepenuhnya terhadap Pelan Pelaburan Semula Dividen dengan kuasa sepenuhnya untuk mengizinkan sebarang syarat, pengubahsuaian, variasi dan/atau pindaan (jika ada) yang mungkin dikenakan atau dipersetujui oleh mana-mana pihak berkuasa, atau akibat daripada pelaksanaan syarat, pengubahsuaian, variasi dan/atau pindaan, atau atas budi bicara para Pengarah dalam membuat keputusan terbaik untuk Syarikat." **(Resolusi Biasa 9)**

- Untuk melaksanakan sebarang urusan-urusan lain Syarikat yang mana notis mengenainya telah diterima selaras dengan Akta Syarikat, 2016 dan Perlembagaan Syarikat.

**DENGAN PERINTAH LEMBAGA PENGARAH**

**WAN MARZIMIN WAN MUHAMMAD**  
(LS0009924)  
(SSM PC No.: 201908001697)  
Setiausaha Syarikat

Kuala Lumpur  
27 Mac 2024

**Nota-nota:**

- AGM ke-64 Syarikat akan dilaksanakan secara hibrid, dan para ahli, proksi, wakil korporat atau peguam diberi pilihan, sama ada:-
  - hadir secara fizikal di Lokasi Mesyuarat ("Kehadiran Fizikal"); atau
  - hadir secara virtual dengan menggunakan kemudahan Penyertaan Jauh dan Pengundian Elektronik ("RPEV") yang akan disediakan oleh pendaftar saham yang dilantik untuk AGM ini, iaitu Boardroom Share Registrars Sdn Bhd ("Boardroom") ("Kehadiran Virtual").

**Kehadiran Fizikal**

Para ahli, proksi, wakil korporat atau peguam yang ingin menghadiri dan menyertai AGM ke-64 secara fizikal dikehendaki mendaftar untuk mesyuarat di Lokasi Mesyuarat.

**Kehadiran Virtual**

Para ahli, proksi, wakil korporat atau peguam yang ingin menghadiri dan menyertai AGM ke-64 secara jauh, mesyuarat virtual akan dilaksanakan melalui penstriman langsung dan pengundian dalam talian menggunakan kemudahan RPEV yang akan disediakan oleh Boardroom menerusi platform Boardroom Smart Investor Portal ("BSIP") di <https://investor.boardroomlimited.com>. Sila ikuti prosedur yang disediakan di dalam Nota-nota Pentadbiran untuk AGM bagi mendaftar, menyertai dan mengundi secara jauh menggunakan kemudahan RPEV.

- Setiap ahli yang berhak menyertai dan mengundi di AGM ini boleh melantik proksi atau proksi-proksi untuk menyertai mesyuarat dan mengundi bagi pihaknya. Proksi itu tidak semestinya seorang ahli Syarikat ini dan tiada sebarang sekatan berkaitan kelayakan proksi.

- Seorang ahli yang merupakan seorang penama yang diberi kuasa sepertimana ditakrifkan di bawah Akta Industri Sekuriti (Pendeposit Pusat), 1991 ("Penama Diberi Kuasa"), berhak melantik sekurang-kurangnya satu proksi tetapi tidak melebihi dua (2) proksi bagi setiap satu akaun sekuriti yang dipegangnya yang masih berbaki kredit saham-saham biasa Syarikat ("Saham Maybank") bagi akaun sekuriti berkenaan untuk menyertai dan mengundi di AGM ini.
  - Meskipun di atas, seorang Penama Diberi Kuasa dikecualikan, yang memegang saham biasa dalam Syarikat untuk beberapa pemilih bermanfaat dalam satu akaun sekuriti ("Akaun Omnibus"), tidak ada sebarang had kepada bilangan proksi yang boleh dilantik oleh Penama Diberi Kuasa dikecualikan bagi setiap Akaun Omnibus yang dipegangnya.
- Sekiranya seorang ahli melantik lebih daripada seorang proksi, pelantikan tersebut hanya sah sekiranya beliau menyatakan bahagian pegangan yang diwakili oleh setiap proksi.
- Suratcara pelantikan proksi hendaklah dibuat secara bertulis oleh pelantik atau peguam yang telah diberikan kuasa secara bertulis, atau jika pelantik adalah sebuah perbadanan, suratcara pelantikan proksi itu mestilah mempunyai meterai syarikat atau sebarang cara yang diluluskan oleh para pengarah perbadanan tersebut.
- Bagi Borang Proksi yang telah disempurnakan di luar Malaysia, tanda tangannya mestilah disahkan oleh peguamcara, Notari Awam, Konsul atau Majistret.
- Suratcara pelantikan proksi yang lengkap mestilah dihantarkan ke pejabat Boardroom di Tingkat 11, Menara Symphony, No. 5 Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia. Suratcara pelantikan proksi juga boleh diserahkan kepada Boardroom secara elektronik melalui BSIP di <https://investor.boardroomlimited.com>. Sila ikuti prosedur yang disediakan di dalam Nota-nota Pentadbiran untuk AGM sekiranya ahli-ahli ingin menyerahkan suratcara pelantikan proksi secara elektronik. Kesemua suratcara pelantikan proksi mestilah diserahkan kepada Boardroom selewat-lewatnya pada hari Rabu, 24 April 2024, jam 10.00 pagi.
- Bagi tujuan menentukan ahli yang berhak menghadiri AGM menurut Artikel 59(1) Perlembagaan Syarikat dan Seksyen 34(1) Akta Industri Sekuriti (Pendeposit Pusat), 1991, Syarikat akan memohon kepada Bursa Malaysia Depository Sdn Bhd untuk mengeluarkan satu Rekod Mesyuarat Am Pendeposit pada tarikh berakhir 17 April 2024. Hanya ahli-ahli yang namanya terdapat dalam Rekod Pendeposit pada tarikh berakhir 17 April 2024 adalah layak untuk menghadiri AGM atau melantik proksi/proksi-proksi untuk menyertai dan mengundi bagi pihaknya.
- Selaras dengan Perenggan 8.29A(1) Keperluan Penyenggaraan Pasaran Utama Bursa Malaysia Securities Berhad, kesemua resolusi yang dinyatakan di dalam Notis AGM ke-64 Syarikat akan diundi melalui tinjauan pengundian.
- Nota-nota penjelasan kepada Urusan Biasa:**

**(i) Penyata Kewangan yang telah diaudit bagi tahun kewangan berakhir 31 Disember 2023**

Penyata Kewangan yang telah diaudit dibentangkan bagi tujuan perbincangan sahaja mengikut Seksyen 340(1) (a) Akta Syarikat 2016 dan tidak memerlukan kelulusan para pemegang saham, dan tidak akan dikemukakan untuk pengundian.

**(ii) Resolusi-resolusi Biasa 1 hingga 5 - Pelantikan Semula Pengarah**

Jawatankuasa Pencalonan dan Ganjaran ("NRC") telah mempertimbangkan prestasi dan sumbangan setiap Pengarah yang akan bersara dan juga telah menilai kebebasan (bagi Pengarah Bebas) dan keupayaan mereka untuk bertindak demi kepentingan terbaik syarikat.

Berdasarkan hasil Penilaian Keberkesanan Lembaga yang telah dilaksanakan untuk tahun kewangan berakhir 31 Disember 2023, prestasi setiap Pengarah yang akan bersara didapati memuaskan.

Menurut penilaian Layak dan Sesuai ("FAP") tahunan yang dijalankan pada 2024, setiap Pengarah yang bersara telah memenuhi kriteria layak dan sesuai yang ditetapkan dalam Dasar FAP terbitan Bank Negara Malaysia ("BNM") dan Dasar FAP Maybank:

- Probiti, integriti peribadi dan reputasi;
- Kecekapan dan keupayaan; dan
- Integriti kewangan.

Pengarah Bukan Eksekutif Bebas yang akan bersara juga telah memenuhi kriteria kebebasan yang ditetapkan dalam Dasar Tadbir Urus Korporat BNM, Keperluan Penyenggaraan Pasaran Utama Bursa Malaysia Securities Berhad dan Dasar Maybank berkaitan Kebebasan Pengarah.

Lembaga Pengarah menyokong saranan NRC ke atas pelantikan semula para Pengarah yang akan bersara. Para Pengarah yang akan bersara telah mengecualikan diri daripada sebarang pertimbangan dan keputusan berkaitan pelantikan semula mereka, di mesyuarat NRC dan Lembaga Pengarah.

Butiran dan profil para Pengarah yang menawarkan diri untuk pelantikan semula pada AGM ke-64 disediakan di bahagian Lembaga Pengarah pada halaman 112 ke 115 Laporan Tahunan Maybank 2023.

**(iii) Resolusi Biasa 6 - Pembayaran Yuran Pengarah Bukan Eksekutif ("NED")**

NRC telah melantik firma perunding bebas ("Perunding") bagi menjalankan Kajian Ganjaran Lembaga ("BRR") pada tahun 2023 untuk memastikan daya saing Rangka Kerja Ganjaran NED yang sedia ada dan kemampuannya untuk menarik minat dan mengekalkan bakat untuk berkhidmat di dalam Lembaga. Skop kajian BRR yang dilaksanakan oleh Perunding terutamanya berdasarkan penanda aras berbanding institusi sebaya tempatan dan serantau Maybank serta analisis regresi. Berdasarkan penemuan kajian BRR, Perunding menyarankan Rangka Kerja Ganjaran NED yang sedia ada disemak semula seperti berikut:

	Rangka Kerja Ganjaran Semasa NED (tahunan) (RM)	Rangka Kerja Ganjaran Disemak Semula NED (tahunan) (RM)
<b>Lembaga</b>	- Pengerusi - Timbalan Pengerusi - Ahli	610,000 440,000 295,000
<b>Jawatankuasa Lembaga</b>	- Pengerusi - Ahli	75,000 45,000
<b>Elaun Mesyuarat</b>		RM4,000 setiap mesyuarat
		RM4,500 setiap mesyuarat

## 10. Nota-nota penjelasan kepada Urusan Biasa: (sambungan)

### (iv) Resolusi Biasa 7 - Manfaat Berbayar kepada Para Pengarah Bukan Eksekutif

Manfaat yang berbayar kepada NED terdiri daripada elaun, manfaat berupa benda dan emolumen lain, yang mana butirannya adalah seperti berikut:

- Elaun Mesyuarat - RM4,500 setiap mesyuarat
- Elaun Tugasan
  - Pengerusi Lembaga Pengarah - RM40,000 sebulan
- Kereta Syarikat, Pemandu dan Elaun Minyak
  - Pengerusi Lembaga Pengarah
  - Timbalan Pengerusi Lembaga Pengarah (berdasarkan kadar boleh dikenakan cukai maksimum)
- Manfaat Lain
  - Merangkumi manfaat seperti langganan keahlian kelab, elaun harian, hadiah perpisahan dan kemudahan-kemudahan lain yang disediakan oleh Syarikat bagi NED yang layak.

Pada AGM ke-63 yang telah diadakan pada 3 Mei 2023, para pemegang saham telah meluluskan jumlah sehingga RM3,418,150 ("Amaun Diluluskan") sebagai manfaat yang perlu dibayar kepada NED daripada AGM ke-63 hingga AGM ini. Jumlah yang akan ditanggung sebagai manfaat berbayar kepada NED dari tarikh AGM ke-63 sehingga tarikh AGM ini dijangka kira-kira 80% daripada Amaun Diluluskan.

Jumlah keseluruhan yang dipohon sebagai manfaat berbayar kepada NED dari tarikh AGM ini sehingga tarikh AGM ke-65 yang akan diadakan pada tahun depan mewakili peningkatan kira-kira 10% berbanding Amaun Diluluskan. Di antara sebab-sebab peningkatan ini adalah:

- Penubuhan Jawatankuasa Lembaga yang baru iaitu Jawatankuasa Teknologi Lembaga; dan
- Peningkatan dalam kuantum elaun mesyuarat.

### (v) Resolusi Biasa 8 - Pelantikan Semula Juruaudit dan Yuran Audit

Jawatankuasa Audit Lembaga Pengarah ("ACB") pada mesyuaratnya yang telah diadakan pada 26 Oktober 2023, telah melaksanakan tinjauan tahunannya berkaitan kesesuaian dan kebebasan juruaudit luarannya, Tetuan Ernst & Young PLT yang ditetapkan di dalam Rangka Kerja Kumpulan Maybank berkaitan Pelantikan Juruaudit Berkanun Luaran untuk Peruntukan Perkhidmatan Audit dan Bukan Audit Berkanun. Dalam penilaiannya, ACB telah mempertimbangkan beberapa faktor, termasuk:

- Tahap pengetahuan, keupayaan, pengalaman kakitangan profesional yang ditugaskan untuk audit dan kualiti kerja sebelumnya yang telah dilaksanakan oleh firma;
- Kualiti prestasi dan tahap keterlibatan dengan ACB;
- Keupayaan memberikan pemerhatian, implikasi dan cadangan yang konstruktif di dalam bidang yang memerlukan penambahbaikan;

- Kesesuaian pendekatan audit dan keberkesanan perancangan audit;
- Keupayaan melaksanakan kerja audit dalam jangka masa yang ditetapkan;
- Kebebasan dan objektiviti juruaudit luaran dalam menafsirkan piawaian/polisi yang diterima pakai oleh Syarikat dan tahap perkhidmatan bukan audit yang diberikan oleh juruaudit luaran; dan
- Tadbir urus dan struktur kepimpinan juruaudit luaran serta langkah-langkah yang diambil oleh juruaudit luaran untuk mengutamakan kualiti audit dan pengurusan risiko, seperti yang dinyatakan dalam Laporan Ketelusan Tahunan.

Berdasarkan tinjauan, ACB berpuas hati dengan kompetensi teknikal, pendekatan audit dan juga kebebasan audit Tetuan Ernst & Young PLT. Berikutnya, ACB telah mengesyorkan pelantikan semula Tetuan Ernst & Young PLT sebagai juruaudit luaran Syarikat bagi tahun berakhir 31 Disember 2024 ("TK2024").

Lembaga Pengarah dalam mesyuaratnya pada 30 November 2023 telah mengesahkan cadangan ACB bagi memohon kelulusan para pemegang saham pada AGM ke-64 untuk melantik semula Tetuan Ernst & Young PLT sebagai juruaudit luaran Syarikat bagi TK2024.

Lembaga Pengarah juga memohon kelulusan para pemegang saham untuk memberi kuasa kepada para Pengarah untuk menetapkan yuran juruaudit luaran untuk TK2024.

## 11. Nota-nota penjelasan kepada Urusan Khas:

### (i) Resolusi Biasa 9 - Peruntukan Saham Berkaitan Pelan Pelaburan Semula Dividen

Resolusi Biasa 9 yang dicadangkan, sekiranya diluluskan akan memberi kuasa kepada para Pengarah untuk memperuntukkan dan menerbitkan saham Maybank bagi Pelan Pelaburan Semula Dividen bagi dividen yang diisytiharkan selepas AGM ini dan kuasa ini akan luput pada pengakhiran AGM Syarikat yang berikutnya.

### PENYATA YANG DISERTAKAN BERSAMA NOTIS MESYUARAT AGUNG TAHUNAN KE-64 (Menurut Perenggan 8.27(2) Keperluan Penyenaaran Pasaran Utama Bursa Malaysia Securities Berhad)

#### 1. Para Pengarah yang menawarkan diri untuk dilantik semula di AGM ke-64

Butiran para Pengarah yang menawarkan diri untuk dilantik semula di AGM ke-64 dinyatakan di bahagian Lembaga Pengarah pada halaman 112 ke 115 Laporan Tahunan Maybank 2023.

Tiada individu yang menawarkan dirinya untuk dilantik sebagai Pengarah pada AGM ke-64.

#### 2. Memberi Kuasa kepada para Pengarah untuk Memperuntukkan Saham

Pada AGM ke-63 yang telah diadakan pada 3 Mei 2023, Syarikat telah memohon satu mandat am bagi peruntukan saham menurut Seksyen 75 Akta Syarikat, 2016.

Syarikat tidak menerbitkan sebarang Saham Maybank baru di bawah mandat am tersebut dan mandat ini akan luput pada pengakhiran AGM ke-64.

# Tingkatkan kecekapan untuk perniagaan anda & dapatkan lebih manfaat dengan Maybank Work+



**Pembayaran gaji selaras**



**Kelebihan perbankan eksklusif**



**Kadar keutamaan eksklusif untuk pekerja**



**Peluang menangi sebuah Ford Ranger Raptor & hadiah tunai**

**Daftar Maybank Work+ untuk pengurusan yang lancar bagi operasi dan transaksi perniagaan**

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Menginsankan

Perkhidmatan Kewangan



Maybank Islamic



Maybank

**Tempoh Kempen:** 27 Februari 2024 - 27 Februari 2025

Gambar yang ditunjukkan adalah untuk tujuan ilustrasi sahaja dan mungkin berbeza daripada warna, model atau spesifikasi hadiah yang sebenar. Tertakluk pada terma dan syarat.

# Form of Proxy

64<sup>th</sup> Annual General Meeting



MALAYAN BANKING BERHAD  
(COMPANY NO.: 196001000142)  
(INCORPORATED IN MALAYSIA)

Number of shares held	CDS Account No. of the Authorised Nominee*												
				-				-					

\* Applicable to shares held through a nominee account

I/We \_\_\_\_\_ (full name in block letters) NRIC/Passport/Co. No.: \_\_\_\_\_

of \_\_\_\_\_ (full address)

Telephone/Mobile Phone No. and E-mail Address: \_\_\_\_\_ a shareholder/shareholders of MALAYAN BANKING BERHAD, hereby appoint:

Full Name (in Block Letters)	NRIC/Passport No.	Full Address	E-mail Address	Telephone/Mobile Phone No.	Proportion of Shareholdings to be represented	
					No. of shares	%

and

Full Name (in Block Letters)	NRIC/Passport No.	Full Address	E-mail Address	Telephone/Mobile Phone No.	Proportion of Shareholdings to be represented	
					No. of shares	%

or failing him/her, the Chairman of the meeting, as my/our proxy(ies) to vote for me/us on my/our behalf at the 64<sup>th</sup> Annual General Meeting (AGM) of Malayan Banking Berhad to be held at Ballroom, Level 3, Malaysia International Trade and Exhibition Centre (MITEC), Kompleks MITEC, No. 8, Jalan Dutamas 2, 50480 Kuala Lumpur, Malaysia (Meeting Venue) and to be broadcasted live from the Meeting Venue on Thursday, 25 April 2024 at 10.00 a.m. and any adjournment thereof, on the following resolutions as set out in the Notice of the 64<sup>th</sup> AGM:

No.	Resolution		For	Against
<b>Ordinary Resolutions:</b>				
1.	To re-elect Tan Sri Dato' Sri Ir. Zamzamzairani Mohd Isa as Director of the Company	Ordinary Resolution 1		
2.	To re-elect Dr Hasnita Dato' Hashim as Director of the Company	Ordinary Resolution 2		
3.	To re-elect Che Zakiah Che Din as Director of the Company	Ordinary Resolution 3		
4.	To re-elect Dato' Khairussaleh Ramli as Director of the Company	Ordinary Resolution 4		
5.	To re-elect Datuk Yee Yang Chien as Director of the Company	Ordinary Resolution 5		
6.	To approve the payment of Non-Executive Directors' fees from the 64 <sup>th</sup> AGM to the 65 <sup>th</sup> AGM of the Company	Ordinary Resolution 6		
7.	To approve the payment of benefits to the Non-Executive Directors from the 64 <sup>th</sup> AGM to the 65 <sup>th</sup> AGM of the Company	Ordinary Resolution 7		
8.	To re-appoint Messrs Ernst & Young PLT as Auditors of the Company for the financial year ending 31 December 2024 and to authorise the Directors to fix their remuneration	Ordinary Resolution 8		
9.	Allotment and issuance of new ordinary shares in Maybank in relation to the Recurrent and Optional Dividend Reinvestment Plan	Ordinary Resolution 9		

My/Our proxy(ies) is to vote on the resolutions as indicated by an "X" above. If no indication is given, my/our proxy(ies) shall vote or abstain as he/she thinks fit.

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2024

\_\_\_\_\_  
Signature(s)/Common Seal of Member(s)

**Notes:**

1. A member entitled to participate and vote at this AGM is entitled to appoint proxy(ies) to participate and vote in his/her stead. A proxy may but need not be a member of the Company and there shall be no restriction as to the qualification of a proxy.
2. (i) A member who is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991 (Authorised Nominee) may appoint at least one proxy but not more than two (2) proxies in respect of each securities account it holds with ordinary shares of the Company (Maybank Shares) standing to the credit of the said securities account to participate and vote at this AGM.  
(ii) Notwithstanding the above, for an exempt Authorised Nominee which holds Maybank Shares 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.
3. Where a member appoints more than one proxy, the appointments shall be invalid unless he/she specifies the proportions of his/her shareholding to be represented by each proxy.
4. The instrument appointing a proxy shall be in writing under the hand of the appointer or his/her attorney duly authorised in writing, or if the appointer is a corporation, under its common seal or in some other manner approved by its directors.
5. For an instrument appointing a proxy executed outside Malaysia, the signature must be attested by a solicitor, Notary Public, Consul or Magistrate.
6. The duly completed instrument appointing a proxy must be deposited at the office of Boardroom Share Registrars Sdn Bhd (Boardroom) at 11<sup>th</sup> Floor, Menara Symphony, No. 5 Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia. The instrument appointing a proxy may also be submitted to Boardroom electronically via "Boardroom Smart Investor Portal" at <https://investor.boardroomlimited.com>. Please follow the procedures provided in the Administrative Notes for the AGM if members wish to submit the instrument appointing a proxy electronically. All instruments appointing a proxy must be deposited with Boardroom **no later than Wednesday, 24 April 2024 at 10.00 a.m.**
7. Only members whose names appear on the Record of Depositors as at 17 April 2024 shall be eligible to participate at the AGM or appoint proxy(ies) to participate and vote on his/her behalf.

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**AFFIX STAMP**

Share Registrar for Maybank's 64<sup>th</sup> AGM

**Boardroom Share Registrars Sdn Bhd**

11<sup>th</sup> Floor, Menara Symphony

No. 5, Jalan Prof. Khoo Kay Kim

Seksyen 13, 46200 Petaling Jaya

Selangor Darul Ehsan, Malaysia

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**MALAYAN BANKING BERHAD**  
(Company No.: 196001000142)  
(Incorporated in Malaysia)

## 64<sup>TH</sup> ANNUAL GENERAL MEETING

### ADMINISTRATIVE NOTES FOR SHAREHOLDERS

#### A. Mode of Meeting

1. The 64<sup>th</sup> Annual General Meeting (“**64<sup>th</sup> AGM**”) of Malayan Banking Berhad (“Maybank”/“the Company”) will be conducted on a **hybrid mode** in line with the Guidance Note and FAQs on the Conduct of General Meetings for Listed Issuers issued by the Securities Commission Malaysia on 7 April 2022.

The date, time and venue of the 64<sup>th</sup> AGM are as follows:

64 <sup>TH</sup> ANNUAL GENERAL MEETING			
<b>Date:</b> Thursday, 25 April 2024	<b>Time:</b> 10.00 a.m.	<b>(a) Meeting Venue:</b>  Ballroom, Level 3, Malaysia International Trade and Exhibition Centre (MITEC), Kompleks MITEC, No. 8, Jalan Dutamas 2, 50480 Kuala Lumpur, Malaysia  <b>(b) Virtual Meeting Platform:</b>  <a href="https://investor.boardroomlimited.com">https://investor.boardroomlimited.com</a>	<b>Poll Administrator:</b> Boardroom Share Registrars Sdn. Bhd. (“Boardroom”)

2. You have the option to attend the 64<sup>th</sup> AGM **either** physically at the Meeting Venue (“Physical Attendance”) or virtually via the Remote Participation and Electronic Voting (“RPEV”) facilities to be provided by Boardroom, the appointed share registrar for this AGM (“Virtual Attendance”).

#### B. Entitlement to Participate and Vote

1. Only shareholders whose names appear on the General Meeting Record of Depositors (“General Meeting ROD”) **as at 17 April 2024** shall be eligible to participate at the 64<sup>th</sup> AGM.
2. If you are unable to participate at the 64<sup>th</sup> AGM, you may:
  - (i) Appoint proxy/proxies to participate and vote on your behalf; or
  - (ii) Appoint the Chairman as your proxy to vote on your behalf

and indicate your voting instructions in the Proxy Form.

3. If you wish to participate at the 64<sup>th</sup> AGM, you must not submit any Proxy Form. You will not be allowed to participate in the meeting together with proxy/proxies appointed by your good self.

Please refer to **Section (E)** below for further information in relation to the appointment of proxy.

**C. Meeting Participation**

**(i) Physical Attendance**

All Member(s), proxy(ies), corporate representative(s) or attorney(s) who wish to attend and participate at the 64<sup>th</sup> AGM physically are required to register for the meeting at the Meeting Venue.

Please refer to **Section (J)** below for other information in relation to Physical Attendance at the 64<sup>th</sup> AGM.

**(ii) Virtual Attendance**

The RPEV facilities will open for registration **from Wednesday, 27 March 2024 until such time before the poll voting session ends at the 64<sup>th</sup> AGM on Thursday, 25 April 2024.**

**REGISTER ONLINE WITH BOARDROOM SMART INVESTOR PORTAL (“BSIP”) (for first time registration only)**

*[Note: You are not required to register again if you have already signed up with BSIP.]*

Please refer to the steps below on how to register for a BSIP account. Kindly follow the steps below for Individual or Corporate account.

- Open an internet browser. Latest versions of Chrome, Firefox, Safari, Edge or Opera are recommended.
- Go to the BSIP website at <https://investor.boardroomlimited.com>.

Individual Account (For Shareholder & Proxy)	Corporate Account (For Representative of Corporate Holder or Authorised Nominees)
<ul style="list-style-type: none"> <li>• Click “Register” to sign up for a user account and select the correct account type “Sign up as Individual”.</li> <li>• Complete the registration with all required information. Upload and attach your MyKad (front and back) or Passport in JPEG, PNG or PDF format.</li> <li>• Click “Sign Up”.</li> </ul> <p><i>[Note: Please ensure that you sign up for Individual Account if you are an appointed proxy to attend the meeting]</i></p>	<ul style="list-style-type: none"> <li>• Click “Register” to sign up for a user account and select the correct account type “Sign up as Corporate Holder”.</li> <li>• Complete the registration with all required information. Upload and attach your MyKad (front and back) or Passport in JPEG, PNG or PDF format, along with the <b>completed authorisation letter</b>.</li> <li>• Click “Sign Up”.</li> </ul> <p><i>[Note: If you are appointed as the authorised representative for more than one (1) company, click the home button and select “Edit Profile” in order to add your representation after your BSIP account has been approved.]</i></p>

- You will receive an e-mail from BSIP for e-mail address verification. Click “Verify E-mail Address” from the e-mail received to proceed with the registration.
- Once your email address is verified, you will be re-directed to BSIP for verification of your mobile number. Click “Request OTP Code” and an OTP Code will be sent to the registered mobile number. You will need to enter the OTP Code and click “Enter” to complete the process.



**MALAYAN BANKING BERHAD**  
**- 64<sup>TH</sup> AGM - ADMINISTRATIVE NOTES FOR SHAREHOLDERS**

- Once your mobile number is successfully verified, registration of your new BSIP account will be pending for final verification.
- An e-mail will be sent to you within one (1) business day informing on the approval of your BSIP account registration. Once the registration is completed, you can login at BSIP website at <https://investor.boardroomlimited.com> with the email address and password that you provided during registration to proceed with the next step.

**REGISTER FOR REMOTE PARTICIPATION AND ELECTRONIC VOTING (“RPEV”) – (applicable for INDIVIDUAL ACCOUNT only)**

- Open an internet browser. Latest versions of Chrome, Firefox, Safari, Edge or Opera are recommended.
- Go to the BSIP website at <https://investor.boardroomlimited.com>.
- Login your BSIP account with your registered email address and password.  
*[Note: If you do not have an account with BSIP, please sign-up/register with BSIP for free - refer to process “REGISTER ONLINE WITH BSIP” under item (ii) above.]*
- Click “Meeting Event”.
- Go to “**MALAYAN BANKING BERHAD – SIXTY FOURTH (64<sup>TH</sup>) ANNUAL GENERAL MEETING**” and click “Enter”.
- Go to “VIRTUAL” and click “Register for RPEV”.
- Check the box to register for RPEV and enter your 9 digits CDS account number.
- Read and check the box to accept the Terms & Conditions, then click “Register”.
- You will receive a notification that your RPEV registration has been received and pending verification.
- Upon system verification against the General Meeting ROD as at 17 April 2024, you should receive an email from Boardroom on **24 April 2024** notifying you whether your registration has been approved or rejected.

**JOINING THE VIRTUAL MEETING (RPEV) – refer to user guide as attached**

- Open an internet browser. Latest versions of Chrome, Firefox, Safari, Edge or Opera are recommended.

Via BSIP
<ul style="list-style-type: none"><li>• Go to the BSIP website at <a href="https://investor.boardroomlimited.com">https://investor.boardroomlimited.com</a></li><li>• Login your BSIP account with your registered email address and password. <i>[Note: If you do not have an account with BSIP, please sign up/register with BSIP for free - refer to “REGISTER ONLINE WITH BSIP” under item (ii) above.]</i></li><li>• Click “Meeting Event” and go to “<b>MALAYAN BANKING BERHAD – SIXTY FOURTH (64<sup>TH</sup>) ANNUAL GENERAL MEETING</b>” and then click “<b>Join Live Meeting</b>” to join the proceedings of the 64<sup>th</sup> AGM remotely.</li></ul>

- Meeting platform will open for login starting from **8.00 a.m. on Thursday, 25 April 2024** i.e. two (2) hours before the commencement of the 64<sup>th</sup> AGM.

**MALAYAN BANKING BERHAD**  
**- 64<sup>TH</sup> AGM - ADMINISTRATIVE NOTES FOR SHAREHOLDERS**

**Important Notes:**

- (i) *The quality of the connectivity to the virtual meeting platform for live webcast as well as for remote online voting is dependent on the bandwidth and the stability of the internet connection available at the location of the remote users.*
- (ii) *Recommended requirement for live webcast:*
  - (a) *Browser: Latest versions of Chrome, Firefox, Edge, Safari or Opera*
  - (b) *Bandwidth: Minimum 9 Mbps stable speed for High Definition (HD) High Quality video quality or 12 Mbps for Extra HD (EHD) video quality*
  - (c) *Device with working and good quality speakers.*
- (iii) *You may not be able to gain access to the 64<sup>th</sup> AGM via the RPEV facilities if your connecting device is on network with firewall and other security filtration.*

**D. Poll Voting**

1. The voting at the 64<sup>th</sup> AGM will be conducted by poll in accordance with Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad. The Company has appointed Boardroom as the Poll Administrator to conduct the poll by way of electronic voting and Deloitte Business Advisory Sdn Bhd as the Scrutineers to verify the poll results.
2. Shareholders/proxies/corporate representatives/attorneys may proceed to vote on the resolutions from the commencement of the 64<sup>th</sup> AGM at **10.00 a.m. on Thursday, 25 April 2024 (for both Physical and Virtual Attendance)** until the end of the voting session which will be announced by the Chairman. Upon completion of the voting session, the Scrutineers will verify and announce the poll results followed by the Chairman’s declaration whether the resolutions are duly passed.

**Steps to vote:**

Virtual Attendance	Physical Attendance
<ol style="list-style-type: none"> <li>1. Once the voting is open, click on the voting icon. The resolutions and voting choices will be displayed.</li> <li>2. To vote, please select your voting options shown on screen. A confirmation message will appear indicating that your votes have been received.</li> <li>3. To change your vote, re-select another voting option. If you wish to cancel your vote, please click “Cancel”.</li> <li>4. Upon completion of the vote casting, you may click the video button to continue to view the live webcast for the announcement of the poll results by the Chairman.</li> </ol>	<ol style="list-style-type: none"> <li>1. Please vote using your smartphone/ tablet with the QR code which will be provided upon registration on the day of the meeting.</li> <li>2. Alternatively, you may submit your vote at the polling kiosks provided by the Poll Administrator.</li> </ol>

3. All physical attendees are advised to bring their own personal devices in order to vote.

**E. Proxy Form**

1. The appointment of proxy/proxies may be submitted in hard copy form or electronically via BSIP at <https://investor.boardroomlimited.com>. The Proxy Form is available on the Company’s website at [www.maybank.com/ar](http://www.maybank.com/ar). The hard copy of Proxy Form must be deposited at the **office of Boardroom at 11<sup>th</sup> Floor, Menara Symphony, No. 5 Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia.**
2. If you wish to submit your Proxy Form electronically, please refer to the procedures for electronic lodgment of Proxy Form as set out below.

**MALAYAN BANKING BERHAD**  
**- 64<sup>TH</sup> AGM - ADMINISTRATIVE NOTES FOR SHAREHOLDERS**

- Open an internet browser. Latest versions of Chrome, Firefox, Safari, Edge or Opera are recommended.
- Go to the BSIP website at <https://investor.boardroomlimited.com>.
- Login your BSIP account with your registered email address and password.  
*[Note: If you do not have an account with BSIP, please sign-up/register with BSIP for free - refer to process "REGISTER ONLINE WITH BSIP" under item C(ii) above.]*
- Click "Meeting Event(s)".
- Go to "**MALAYAN BANKING BERHAD – SIXTY FOURTH (64TH) ANNUAL GENERAL MEETING**" and click "Enter".

By Shareholder and Corporate Holder	By Nominees Company
<ul style="list-style-type: none"> <li>• Select the Company that you are representing - <b>for Corporate Account user only</b>.</li> <li>• Go to "PROXY" and click "Submit eProxy Form".</li> <li>• Click "Submit eProxy Form"</li> <li>• Enter your 9 digits CDS account number and number of securities held.</li> <li>• Select your proxy/proxies appointment – either the Chairman of the meeting or individual named proxy/proxies.</li> <li>• Read and accept the Terms and Conditions and click "Next".</li> <li>• Enter the required particulars of your proxy/proxies.</li> <li>• Indicate your voting instructions for each Resolution – FOR, AGAINST, ABSTAIN or DISCRETIONARY. If DISCRETIONARY is selected, your proxy/proxies will decide on your votes during poll at the meeting.</li> <li>• Review and confirm your proxy/proxies appointment. Click "Submit".</li> <li>• Download or print the eProxy Form as acknowledgement.</li> </ul>	<ul style="list-style-type: none"> <li>• Select the Nominees Company that you are representing.</li> <li>• Go to "PROXY" and click "Submit eProxy Form".</li> <li>• Click "Download Excel Template" to download.</li> <li>• Insert the appointment of proxy/proxies for each CDS account with the necessary data and voting instructions in the downloaded excel file template. Ensure inserted data is correct and tidy.</li> <li>• Proceed to upload the duly completed excel file.</li> <li>• Review and confirm your proxy/proxies appointment and click "Submit".</li> <li>• Download or print the eProxy Form as acknowledgement.</li> </ul>

3. All Proxy Forms and documents relating to the appointment of proxy/proxies or attorney or authorised corporate representative for the 64<sup>th</sup> AGM whether in hard copy or by electronic means must be deposited with or submitted to Boardroom **no later than 10.00 a.m. on 24 April 2024**.

**MALAYAN BANKING BERHAD**  
**- 64<sup>TH</sup> AGM - ADMINISTRATIVE NOTES FOR SHAREHOLDERS**

**F. Revocation of Proxy**

1. If you have submitted your proxy form prior to the 64<sup>th</sup> AGM and subsequently decide to appoint another person or if you wish to participate at the 64<sup>th</sup> AGM yourself, please revoke the appointment of proxy/proxies at least forty-eight (48) hours before the 64<sup>th</sup> AGM. Please find below the steps for revocation of the eProxy Form or hard copy Proxy Form:

eProxy Form	Hard copy Proxy Form
<ul style="list-style-type: none"> <li>• Click “Meeting Event” and Enter “<b>MALAYAN BANKING BERHAD – SIXTY FOURTH (64<sup>TH</sup>) ANNUAL GENERAL MEETING</b>”</li> <li>• Go to “Submitted eProxy Form list” and click “View” for the eProxy Form.</li> <li>• Click “Cancel/Revoke” at the bottom of the eProxy Form.</li> <li>• Click “Proceed” to confirm.</li> </ul>	<ul style="list-style-type: none"> <li>• Please write in to <a href="mailto:bsr.helpdesk@boardroomlimited.com">bsr.helpdesk@boardroomlimited.com</a> to revoke the appointment of proxy/proxies.</li> </ul>

2. Upon revocation, proxy/proxies appointed earlier will not be allowed to participate at the 64<sup>th</sup> AGM. In such event, you should advise your proxy/proxies accordingly.

**G. Submission of Questions**

Virtual Attendance	Physical Attendance
<ol style="list-style-type: none"> <li>1. <u>Before Meeting Day</u>            You may submit your questions before the meeting via BSIP website at <a href="https://investor.boardroomlimited.com">https://investor.boardroomlimited.com</a>. Login to your BSIP account and click “Meeting Event” and go to “<b>MALAYAN BANKING BERHAD – SIXTY FOURTH (64<sup>TH</sup>) ANNUAL GENERAL MEETING</b>” and click “Enter”. Thereafter, select “SUBMIT QUESTION” to pose your questions. Please submit your questions no later than <b>10.00 a.m. on Tuesday, 23 April 2024.</b></li> <li>2. <u>Meeting Day</u>            You may use the Messaging window facility to submit your questions. The Messaging window facility will open two (2) hours before the 64<sup>th</sup> AGM which is from <b>8.00 a.m. on Thursday, 25 April 2024.</b></li> </ol>	<ol style="list-style-type: none"> <li>1. You may submit your questions via the QR Code which will be provided upon registration on the day of the meeting.</li> <li>2. Click on the Messaging window facility to submit your questions. The Messaging window facility will open two (2) hours before the 64<sup>th</sup> AGM which is from <b>8.00 a.m. on Thursday, 25 April 2024.</b></li> <li>3. You may also speak or raise questions during the meeting.</li> </ol>

We will endeavour to respond to the questions during the meeting or by email or by posting our response on our corporate website after the meeting.

**H. Door Gift**

1. A door gift will be provided to all shareholders/proxies/corporate representatives who have registered for the 64<sup>th</sup> AGM.

**MALAYAN BANKING BERHAD**  
**- 64<sup>TH</sup> AGM - ADMINISTRATIVE NOTES FOR SHAREHOLDERS**

2. Door gift will be provided to shareholders/proxies 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 first two (2) proxies stated in the Proxy Form.
- (d) If a proxy represents more than one (1) shareholder, he/she is entitled to one (1) door gift only.
- (e) If the proxy/proxies has/have collected the door gift earlier, shareholder(s) who decided to attend and request to revoke the proxy appointment will not be given any door gift.

**I. Annual Report**

- 1. The Annual Report 2023 is available on the Company's website at [www.maybank.com/ar](http://www.maybank.com/ar) and Bursa Malaysia's website at [www.bursamalaysia.com](http://www.bursamalaysia.com) under Company Announcements.
- 2. As part of our commitment to sustainability, we encourage you to refer to the softcopy version of the Annual Report. However, if you do require a printed copy, you may request for a printed copy of the Annual Report via BSIP website at <https://investor.boardroomlimited.com>. Login to your BSIP account and select "INVESTOR SERVICES" on the left menu tab and go to "REQUEST FOR HARDCOPY". Select "**MALAYAN BANKING BERHAD – SIXTY FOURTH (64<sup>TH</sup>) ANNUAL GENERAL MEETING**" and fill up the required information and click "Submit". Alternatively, you may directly request for a printed copy from Encik Murtaza Osman of Corporate Services, Maybank at 03-2074 7822 or [mbbsrs@maybank.com](mailto:mbbsrs@maybank.com).

**J. Other information for Physical Attendance at the 64<sup>th</sup> AGM**

**1. Travel Arrangement**

You are encouraged to use public transportation to go to the Meeting Venue as parking spaces are limited. Transportation by bus will be provided at the Semantan MRT (Mass Rapid Transport) Station (**Semantan Station**) at regular intervals (subject to traffic conditions). Please use the Sungai Buloh-Kajang MRT Line to get to the Semantan Station. Once at the said station, please use Pintu B to exit the station before boarding the bus. Bus service will commence from 7.00 a.m. onwards.

If you are driving to Meeting Venue, parking bays are available at the basement of the building and you are encouraged to park at the **North Wing**. Please follow these steps for **complimentary parking redemption**:

- (a) Enter the basement carpark using **cashless** payment method such as Touch 'n Go, credit or debit card and tap at the parking entrance (no minimum amount is required on the Touch 'n Go card. For credit/ debit card, RM3 will be charged and thereafter refunded immediately upon entry when the parking gantry closes).
- (b) Collect the 'parking identification ticket' upon registration at the counter outside the meeting room.
- (c) When leaving the carpark, you may hand over the parking identification ticket to the car park attendant at the parking exit who will then open the gantry.
- (d) You **must not** tap your Touch 'n Go, credit or debit card upon exiting.

A location map of MITEC is attached hereto.

**MALAYAN BANKING BERHAD**  
**- 64<sup>TH</sup> AGM - ADMINISTRATIVE NOTES FOR SHAREHOLDERS**

**2. Registration**

- (a) Registration will start at **8:00 a.m. on Thursday, 25 April 2024** at the Meeting Venue and will end at a time as announced by the Chairman of the Meeting. You are encouraged to be punctual.
- (b) Please present your original MYKAD or passport (foreigner) for registration.
- (c) No person will be allowed to register using MYKAD or Passport belonging to another person.
- (d) Corporate Representatives are required to present an authorisation letter along with personal identification per item (b) above.
- (e) If you are attending the 64<sup>th</sup> AGM as shareholder as well as proxy, you will be registered once and will be given only one (1) identification wristband.
- (f) You will not be allowed to register on behalf of another person.
- (g) No person will be allowed to enter the meeting room without wearing the wristband.

**3. Refreshment**

- (a) Light refreshment will be served **before** the commencement of the 64<sup>th</sup> AGM.
- (b) Please redeem the light refreshment at Hall 5, Level 2 of MITEC using the meal voucher provided to you during registration.
- (c) Meal voucher will be provided to shareholders/proxies upon registration based on the following:
  - i. One (1) meal voucher for a shareholder present in person.
  - ii. For a shareholder who appoints more than one (1) proxy, meal voucher will only be provided to the first two (2) proxies stated in the Proxy Form.
  - iii. If you are a proxy representing more than one shareholder, you are entitled to one (1) meal voucher only.
  - iv. If you are a shareholder and also appointed as proxy by another shareholder, you are only entitled to one (1) meal voucher.
  - v. If the proxy/proxies has/have collected the meal voucher earlier, shareholder(s) who decided to attend and request to revoke the proxy appointment will not be given any meal voucher.

**4. Health and Safety Measures**

- (a) All physical attendees at the Meeting Venue must be medically fit to attend the 64<sup>th</sup> AGM. If you have symptoms of being unwell with sore throat, flu, fever, cough or other common symptoms of Covid-19, you are advised not to attend the 64<sup>th</sup> AGM physically. You are encouraged to keep your mask on during the meeting.
- (b) The Company will take the necessary measures against any of the attendees who does not meet the foregoing health protocols.

**MALAYAN BANKING BERHAD**  
**- 64<sup>TH</sup> AGM - ADMINISTRATIVE NOTES FOR SHAREHOLDERS**

**K. Enquiry**

1. If you have any enquiries prior to the meeting or require any technical assistance to participate at the 64<sup>th</sup> AGM, please contact Boardroom's Helpdesk during office hours from Mondays to Fridays from 8.30 a.m. to 5.30 p.m. (except for public holidays):

**Boardroom Share Registrars Sdn. Bhd.**  
**Tel: +603 7890 4700**  
**Email: [bsr.helpdesk@boardroomlimited.com](mailto:bsr.helpdesk@boardroomlimited.com)**





**Maybank**

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## Online User Guide 2024

Welcome!

You will be able to view the live webcast of the meeting proceedings, pose questions to members of the Board of Directors, and submit your votes in real-time whilst the meeting is in progress.

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You will be able to login starting from 8.00 a.m. on 25 April 2024

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## Laptop or PC user

## Smart phone or tablet user

### STEP 1 - Access Boardroom Smart Investor Portal

Please follow the step below to Boardroom Smart Investor Portal:

- a) Visit BoardRoom Smart Investor Portal <https://investor.boardroomlimited.com> on your desktop or laptop.

### STEP 1 - Access Boardroom Smart Investor Portal

Please follow the step below to Boardroom Smart Investor Portal:

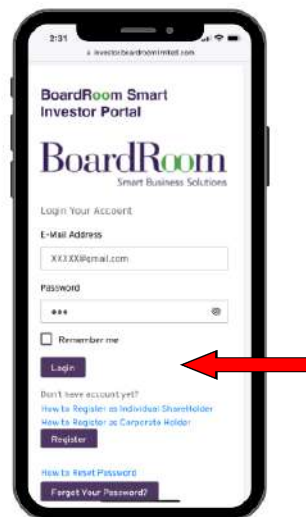
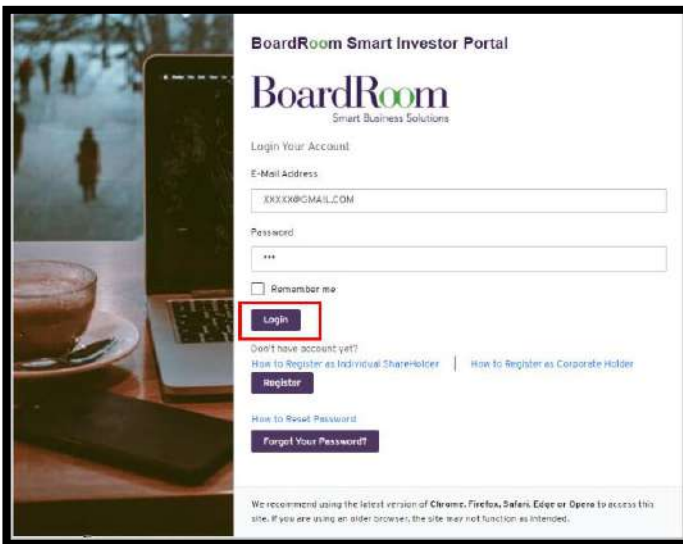
- a) Visit BoardRoom Smart Investor Portal <https://investor.boardroomlimited.com> via smart phone or tablet.

### STEP 2 – Login to Boardroom Smart Investor Portal

- 1) Once you have entered BoardRoom Smart Investor Portal onto your browser you will be prompted to insert email address and password. Then, click **Login**

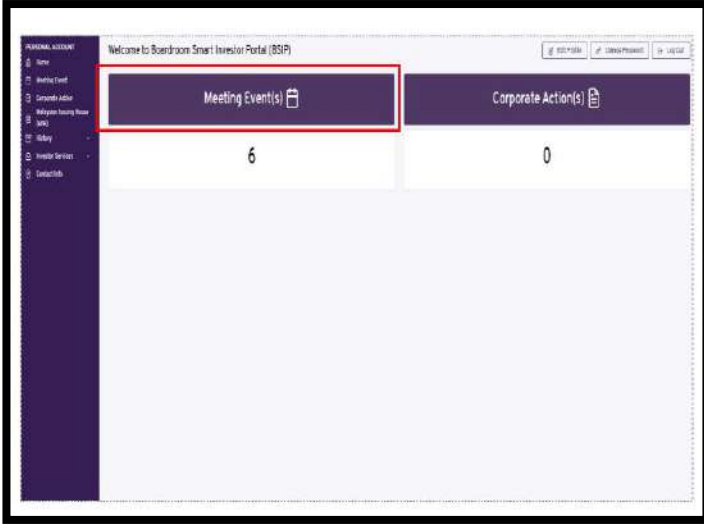
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### STEP 3 – Select the “Meeting Event(s)”

- 1) Click on the **Meeting Event**.

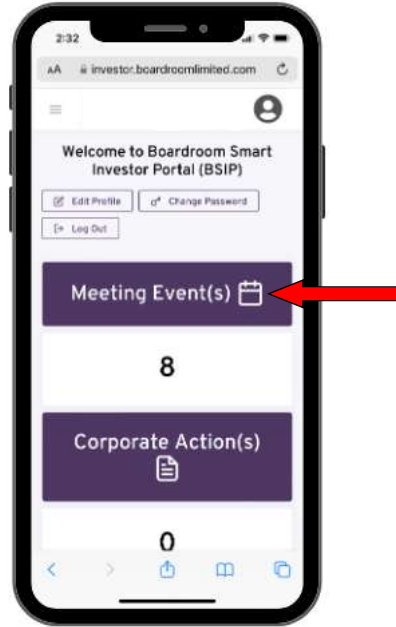


- 2) Search company name and click **“Join Live Meeting”**.

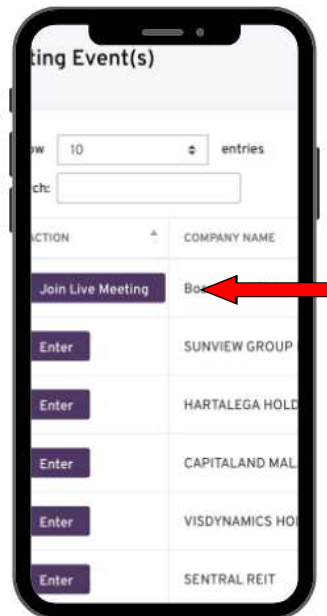


### STEP 3 – Select the “Meeting Event(s)”

- 1) Click on the **Meeting Event**



- 2) Search company name and click **“Join Live Meeting”**.



## STEP 4 – Tick the “Term & Condition” and click “Accept”

1) Tick the “Term & Condition” then click “Accept”.

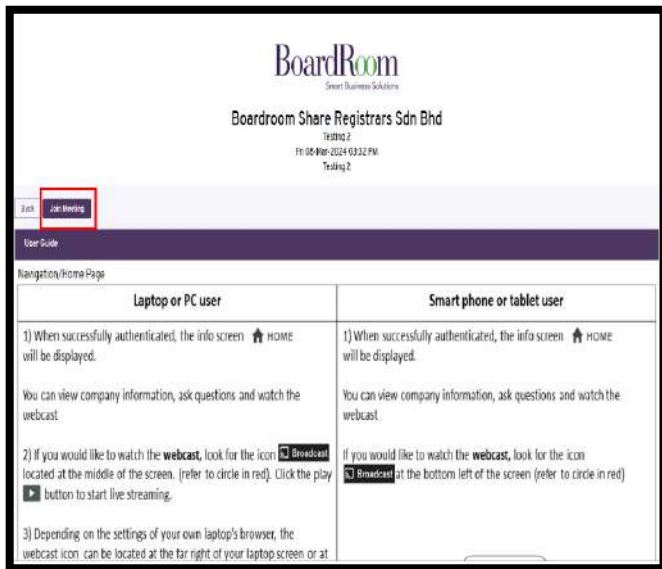


## STEP 4 – Tick the “Term & Condition” and click “Accept”

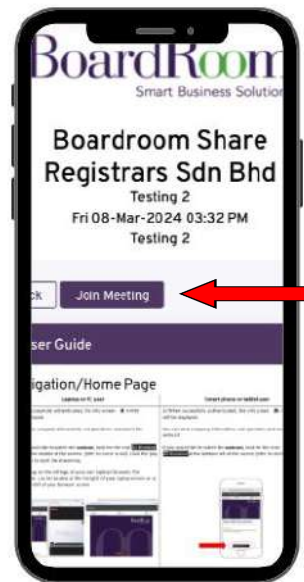
1) Tick the “Term & Condition” then click “Accept”.



2) Click “Join Meeting”




2) Click “Join Meeting”

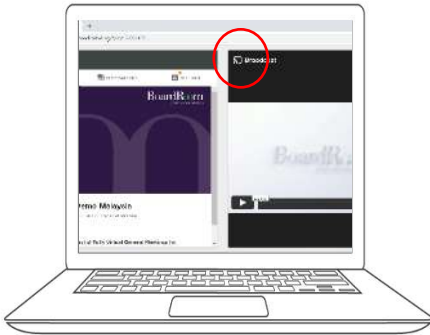


## STEP 5 – Navigation

1) When successfully authenticated, the info screen will be displayed. 🏠 HOME

You can view company information, ask questions and watch the webcast.

2) If you would like to watch the **webcast**, look for the icon **Broadcast** located at the middle of the screen. (refer to circle in red). Click the play  button to start live streaming.

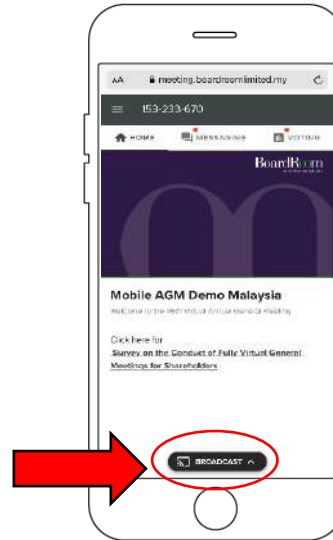


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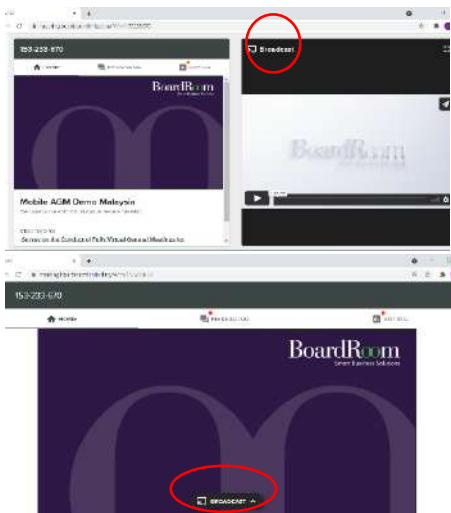
You can view company information, ask questions and watch the webcast.

If you would like to watch the **webcast** press the broadcast icon **Broadcast** at the bottom left of the screen. (see red arrow)




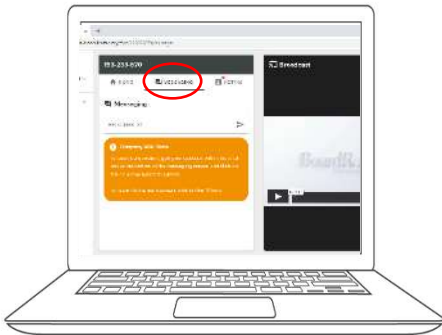
## STEP 5 – Navigation

3) Depending on the settings of your own laptop's browser, the webcast icon **Broadcast** can be located at the far right of your laptop screen or at the bottom left of your browser screen.




## STEP 6 – Questions

- 1) Any shareholder or appointed proxy attending the meeting is entitled to pose written questions to the members of the Board of Directors.
- 2) If you would like to ask a question, select the messaging icon  MESSAGING
- 3) Messages can be submitted at any time during the Q&A session up until the Chairman of the Meeting closes the session.




## STEP 6 – Questions

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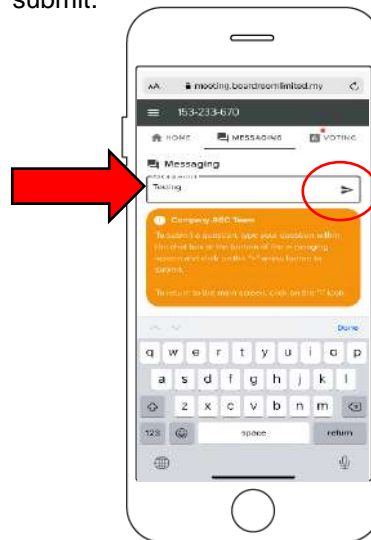
## STEP 6 – Questions

- 4) Type your question within the chat box at the bottom of the messaging screen and click on the  arrow button to submit.




## STEP 6 – Questions

- 4) Type your question within the chat box at the bottom of the messaging screen and click on the  arrow button to submit.



## STEP 7 – Voting


1) The polling will only commence after the announcement of poll open being opened by The Chairman and until such time when The Chairman announces the closure of poll for each resolution.

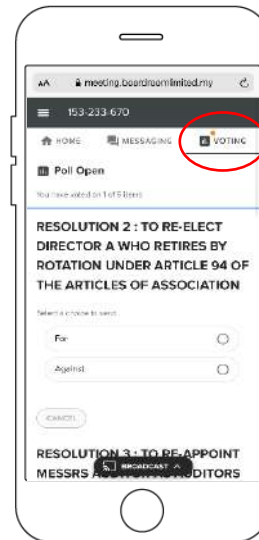
2) Once the voting has opened, click on the voting icon . The resolution and voting choices will be displayed.



## STEP 7 – Voting

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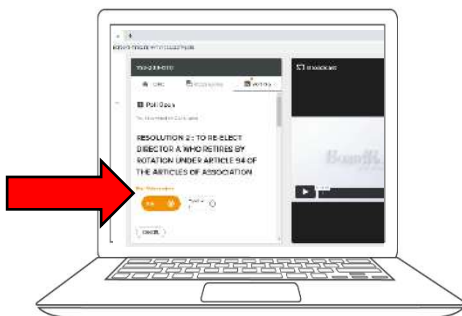


## STEP 7 – Voting

3) To vote, simply select your voting direction from the options shown on screen. A confirmation message will appear to show your vote has been received

**For - Vote received**

4) To change your vote, simply select another direction. If you wish to cancel your vote, please press Cancel

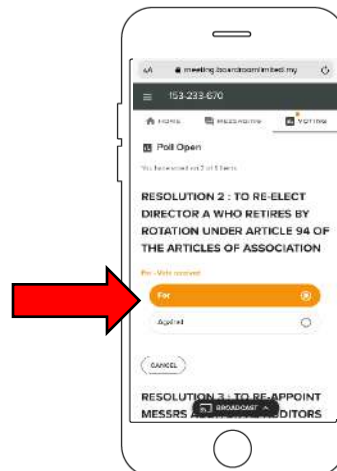


## STEP 7 – Voting

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**For - Vote received**

4) To change your vote, simply select another direction. If you wish to cancel your vote, please press Cancel



## STEP 7 – Voting

5) Once the chairman has opened voting, voting can be performed at any time until the chairman closes the voting on the resolution. At that point your last choice will be submitted.

6) After the poll is closed, you can return to view the live webcast for the announcement of the result by The Chairman.



## STEP 7 – Voting

5) Once the chairman has opened voting, voting can be performed at any time until the chairman closes the voting on the resolution. At that point your last choice will be submitted.

6) After the poll is closed, you can return to view the live webcast for the announcement of the result by The Chairman.



Need Help?

Call **BoardRoom** Helpdesk at 603 - 7890 4700 or email

[bsr.helpdesk@boardroomlimited.com](mailto:bsr.helpdesk@boardroomlimited.com)