



PUBLIC BANK BERHAD

(Registration No. 196501000672 (6463-H))
(Incorporated in Malaysia)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting (“**EGM**”) of Public Bank Berhad (“**PBB**” or “**the Company**”) will be held on Thursday, 28 November 2024 at 11.00 a.m. and will be conducted on a virtual basis at the Broadcast Venue at 29th Floor, Menara Public Bank, 146 Jalan Ampang, 50450 Kuala Lumpur, for the purpose of considering and if thought fit, passing the following ordinary resolution:

ORDINARY RESOLUTION

PROPOSED ACQUISITION BY PBB OF 175,896,000 ORDINARY SHARES IN LPI CAPITAL BHD (“LPI”) (“LPI SHARE(S)”), REPRESENTING 44.15% EQUITY INTEREST IN LPI FROM THE ESTATE OF THE LATE TAN SRI DATO’ SRI DR. TEH HONG PIOW AND CONSOLIDATED TEH HOLDINGS SDN BHD (COLLECTIVELY REFERRED TO AS “VENDORS”), FOR A TOTAL CASH CONSIDERATION OF RM1.72 BILLION (“PROPOSED ACQUISITION”) AND THE RESULTANT PROPOSED MANDATORY GENERAL OFFER (“MGO”) TO ACQUIRE ALL THE REMAINING LPI SHARES NOT ALREADY HELD BY PBB AFTER THE PROPOSED ACQUISITION (“PROPOSED MGO”), COLLECTIVELY REFERRED TO AS “PROPOSALS”

“THAT subject to the approvals of all relevant authorities and/or parties (if required) being obtained for the Proposals, approval be and is hereby given to the Company to acquire:

- (i) 175,896,000 LPI Shares, representing 44.15% equity interest in LPI from the Vendors for a total cash consideration of RM1.72 billion or RM9.80 per LPI Share in accordance with the terms and conditions of the conditional sale and purchase agreement dated 10 October 2024 entered into between the Company and the Vendors for the Proposed Acquisition (“**SPA**”); and
- (ii) all the remaining LPI Shares not already held by PBB after the Proposed Acquisition pursuant to its obligation to extend a conditional MGO in accordance with Section 218(2) of the Capital Markets and Services Act 2007 and Paragraph 4.01(a) of the Rules on Take-overs, Mergers and Compulsory Acquisitions issued by the Securities Commission Malaysia (“**Rules**”) for a cash offer price of RM9.80 per LPI Share, subject to adjustments in relation to dividend and/or other distribution of any nature whatsoever declared, made or paid by LPI on or after the date of the SPA but prior to the closing of the Proposed MGO which the holders of LPI Shares are entitled to retain and subject to the Rules.

AND THAT the Board of Directors of the Company (“**Board**”) be and is hereby empowered and authorised to act for and on behalf of the Company and to take all such steps and do all such acts, deeds and things and to execute, sign, deliver and cause to be delivered on behalf of the Company, all such documents and/or arrangements as it deems fit or may be necessary, desirable, expedient and/or appropriate in connection with or in order to implement, finalise, give full effect and complete the Proposals and with full powers to amend and/or assent to any condition, modification, variation and/or amendment in any manner as the Board may deem fit, necessary and/or expedient, in the best interest of the Company or as a consequence of any requirements imposed by the relevant authorities and/or as may be required to comply with any applicable laws or the Rules, in relation to the Proposals.”

By Order of the Board

Wan Marhanim Binti Wan Muhammad

LS0009365

SSM Practising Certificate No. 202008003885

Company Secretary

Kuala Lumpur

13 November 2024

Notes:

1. Remote Participation and Voting

- The EGM will be conducted on a virtual basis through live streaming and online remote voting via Remote Participation and Voting (“**RPV**”) facilities which are available on Tricor Investor & Issuing House Services Sdn Bhd (“**Tricor**”)’s TIIH Online website at <https://tiih.online>. Please follow the procedures provided in the Administrative Details for the EGM in order to register, participate and vote remotely via the RPV facilities.
- The Broadcast Venue of the EGM is strictly for the purpose of complying with Section 327(2) of the Companies Act, 2016 which requires the Chairperson of the meeting to be at the main venue of the meeting. Members/proxies are not allowed to attend the EGM in person at the Broadcast Venue on the day of the EGM.

2. Mode of Communication

Members may submit questions to the Board prior to the EGM via Tricor’s TIIH Online website at <https://tiih.online> by selecting “e-Services” to login, pose questions and submit electronically no later than 26 November 2024 at 11.00 a.m., or may use the query box to transmit questions to the Board via RPV facilities during the live streaming of the EGM.

3. Entitlement to Participate and Vote

In respect of deposited securities, only Members whose names appear in the Record of Depositors on 22 November 2024 (General Meeting Record of Depositors) shall be entitled to participate and vote at the EGM.

4. Appointment of Proxy

- Since the EGM will be conducted as a virtual meeting, a Member entitled to participate and vote at the meeting may appoint the Chairman of the meeting as his/her proxy and indicate the voting instruction in the form of proxy.
- A Member shall not be entitled to appoint more than 2 proxies to participate and vote at the EGM provided that where a Member of the Company is an authorised nominee as defined in accordance with the provisions of the Securities Industry (Central Depositories) Act, 1991, it may appoint up to 2 proxies in respect of each Securities Account it holds with ordinary shares in the Company standing to the credit of the said Securities Account.

Where a Member appoints 2 proxies, the appointment shall be invalid unless he specifies the proportions of his shareholdings to be represented by each proxy.

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 Securities Industry (Central Depositories) Act, 1991 which is exempted from compliance with the provisions of subsection 25A(1) of the said Act.

- The instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney duly authorised in writing or if the appointor is a corporation, either under its common seal or under the hand of an officer or attorney of the corporation duly authorised.
- The appointment of a proxy may be made in the following manner and must be received by the Company via its Share Registrar, Tricor not less than 48 hours before the time set for the EGM or no later than 26 November 2024 at 11.00 a.m.:
 - By electronic means via online
The proxy appointment must be made via Tricor's TIIH Online website at <https://tiah.online>.
 - By electronic means via email
The form of proxy must be received via email at Tricor's email address at is.enquiry@vistra.com.
 - By electronic means via facsimile
The form of proxy must be received via facsimile at Tricor's fax no. 03-2783 9222.
 - In hard copy form
The form of proxy must be deposited at the office of the Share Registrar, Tricor at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or alternatively, the Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia.

5. Poll Voting

Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, the resolution set out in this Notice of EGM will be put to vote by way of poll.



PUBLIC BANK BERHAD

(Registration No. 196501000672 (6463-H))

(Incorporated in Malaysia)

**ADMINISTRATIVE DETAILS FOR PUBLIC BANK
EXTRAORDINARY GENERAL MEETING (EGM)**

EGM Date : Thursday, 28 November 2024
Time : 11.00 a.m.
Broadcast Venue : 29th Floor, Menara Public Bank, 146 Jalan Ampang, 50450 Kuala Lumpur, Malaysia
Meeting Platform : TIIH Online website at <https://tjih.online>

1. CONDUCT OF MEETING

The EGM will be conducted on a virtual basis through live streaming and online remote voting. The meeting platform is <https://tjih.online>. **Members / proxies are not allowed to attend the EGM in person at the broadcast venue on the day of the EGM.**

2. ENTITLEMENT TO PARTICIPATE AND VOTE

In respect of deposited securities, only Members whose names appear in the Record of Depositors on 22 November 2024 (General Meeting Record of Depositors) shall be entitled to participate and vote at the EGM.

3. MODE OF COMMUNICATION

Members may submit questions to the Board of Directors prior to the EGM through online platform provided by Tricor Investor & Issuing House Services Sdn Bhd (Tricor) via its TIIH Online website at <https://tjih.online> by selecting “e-Services” to login, pose questions and submit electronically no later than 11.00 a.m. on Tuesday, 26 November 2024, or may use the query box to transmit questions to the Board of Directors (Board) via Remote Participation and Voting (RPV) facilities during live streaming of the EGM.

4. NO DOOR GIFT / E-VOUCHER

There will be **NO** distribution of door gift / e-voucher to Members / proxies who participate in the EGM.

5. PROCEDURES FOR RPV

Please read and follow the procedures and actions reflected below to engage in remote participation through live streaming and online remote voting at the EGM using the RPV facilities:

Procedures	Actions
Before the day of the EGM	
(a) Register as a user with TIIH Online	<ul style="list-style-type: none"> • Access the TIIH Online website at https://tiih.online. Register as a user under the “e-Services”, select the “Sign Up” button followed by “Create Account by Individual Holder”. Please refer to the tutorial guide posted on the homepage for assistance. • Registration as a user will be approved within one (1) working day and you will be notified via email. • If you are already a user with TIIH Online, you are not required to register again. You will receive an e-mail to notify you that the remote participation is available for registration at TIIH Online.
(b) Submit your RPV registration	<ul style="list-style-type: none"> • Registration is open from Wednesday, 13 November 2024 until such time before the voting session ends at the EGM on Thursday, 28 November 2024. Shareholder(s) or proxy(ies) or corporate representative(s) or attorney(s) are required to pre-register their attendance for the EGM to ascertain their eligibility to participate at the EGM using RPV. • Login with your user ID (i.e. email address) and password and select the corporate event: “(REGISTRATION) PUBLIC BANK BERHAD EGM 2024”. • Read and agree to the Terms & Conditions and confirm the Declaration. • Select “Register for Remote Participation and Voting”. • Review your registration information and proceed to register. • TIIH Online will send an e-mail to notify that your registration for remote participation is received and will be verified. • After verification of your registration against the General Meeting Record of Depositors as at 22 November 2024, TIIH Online will send you an e-mail on or after 26 November 2024 to inform whether your registration for remote participation has been approved or rejected. <p><i>(Note: Please allow sufficient time for the approval of new user of TIIH Online and registration for RPV.)</i></p>

Procedures	Actions
On the day of the EGM	
(a) Login to TIIH Online	<ul style="list-style-type: none"> Login with your user ID (i.e. email address) and password for remote participation at the EGM at any time from 10.00 a.m. i.e. one hour before the commencement of the EGM at 11.00 a.m. on Thursday, 28 November 2024.
(b) Participate through Live Streaming	<ul style="list-style-type: none"> Select the corporate event: “(LIVE STREAM MEETING) PUBLIC BANK BERHAD EGM 2024” to engage in the proceedings of the EGM remotely. If you have any question for the Chairman / Board, you may use the query box to transmit your question. The Chairman / Board will endeavour to respond to relevant questions submitted by remote participants during the EGM.
(c) Online Remote Voting	<ul style="list-style-type: none"> Voting session commences from 11.00 a.m. on Thursday, 28 November 2024 until a time when the Chairman announces the completion of the voting session of the EGM. Select the corporate event: “(REMOTE VOTING) PUBLIC BANK BERHAD EGM 2024” or if you are on the live stream meeting page, you can select “GO TO REMOTE VOTING PAGE” button below the query box. Read and agree to the Terms & Conditions and confirm the Declaration. Select the CDS account that represents your shareholdings. Indicate your votes for the resolution that is tabled for voting. Confirm and submit your votes.
(d) End of remote participation	<ul style="list-style-type: none"> Upon the announcement by the Chairman of the conclusion of the EGM, the Live Streaming will end.

Notes to users of the RPV facilities:

- Should your registration for RPV be approved, we will make available to you the right to join the live streamed meeting and to vote remotely. Your login to TIIH Online on the day of meeting will indicate your presence at the virtual meeting.
- The quality of your connection to the live broadcast is dependent on the bandwidth and stability of the internet at your location and the device that you use.
- In the event you encounter any issue with logging-in, connection to the live streamed meeting or online voting on the meeting day, kindly call Tricor Help Line at 011-40805616 / 011-40803168 / 011-40803169 / 011-40803170 for assistance or e-mail to tiih.online@vistra.com for assistance.

6. APPOINTMENT OF PROXY

- Since the EGM will be conducted as a virtual meeting, a Member entitled to participate and vote at the meeting may appoint the Chairman of the meeting as his / her proxy and indicate the voting instruction in the form of proxy.
- A shareholder who has appointed a proxy(ies) or attorney(s) or authorised representative(s) to participate at the EGM via RPV must request his / her proxy(ies) or attorney or authorised representative to register himself / herself for RPV at TIIH Online website at <https://tiih.online>. Please refer to the Procedures for RPV.
- The appointment of a proxy may be made in the following manner and must be received by the Company via its Share Registrar, Tricor not less than 48 hours before the time set for the EGM or no later than 26 November 2024 at 11.00 a.m.:
 - By electronic means via online
The proxy appointment must be made via Tricor’s TIIH Online website at <https://tiih.online>.

The procedures and actions required are as follows:

Procedures	Actions
(a) Steps for Individual Shareholders	
Register as a User with TIIH Online	<ul style="list-style-type: none"> • Access the TIIH Online website at https://tiih.online. Register as a user under the “e-Services”, select the “Sign Up” button followed by “Create Account by Individual Holder”. Please refer to the tutorial guide posted on the homepage for assistance. • If you are already a user with TIIH Online, you are not required to register again.
Proceed with Submission of Proxy Form	<ul style="list-style-type: none"> • After the release of the Notice of Meeting by the Company, login to TIIH Online website at https://tiih.online with your user name (i.e. email address) and password. • Select the corporate event: “PUBLIC BANK BERHAD EGM 2024 - SUBMISSION OF PROXY FORM”. • Read and agree to the Terms & Conditions and confirm the Declaration. • Insert your CDS account number and indicate the number of shares for your proxy(ies) to vote on your behalf. • Appoint your proxy(ies) and insert the required details of your proxy(ies) or appoint the Chairman as your proxy. • Indicate your voting instructions – FOR or AGAINST, otherwise your proxy(ies) will decide your votes. • Review and confirm your proxy(ies) appointment. • Print proxy form for your record.

Procedures	Actions
(b) Steps for Corporate or Institutional Shareholders	
Register as a User with TIIH Online	<ul style="list-style-type: none"> • Access the TIIH Online website at https://tiih.online. Register as a user under the “e-Services”, select the “Sign Up” button followed by “Create Account by Representative of Corporate Holder”. Please refer to the tutorial guide posted on the homepage for assistance. • Complete the registration form and upload the required documents. • Registration will be verified, and you will be notified by email within one (1) to two (2) working days. • Proceed to activate your account with the temporary password given in the email and re-set your own password. <p><i>(Note: The representative of a corporation or institutional shareholder must register as a user in accordance with the above steps before he/she can subscribe to this corporate holder electronic proxy submission. Please contact our Share Registrar, Tricor if you need clarifications on the user registration.)</i></p>
Proceed with Submission of Proxy Form	<ul style="list-style-type: none"> • After the release of the Notice of Meeting by the Company, login to TIIH Online website at https://tiih.online with your user name (i.e. email address) and password. • Select the corporate event: “PUBLIC BANK BERHAD EGM 2024 - SUBMISSION OF PROXY FORM”. • Read and agree to the Terms & Conditions and confirm the Declaration. • Proceed to download the file format for “Submission of Proxy Form” in accordance with the Guidance Note set therein. • Prepare the file for the appointment of proxy(ies) by inserting the required data. • Login to TIIH Online, select the corporate event: “PUBLIC BANK BERHAD EGM 2024 - SUBMISSION OF PROXY FORM”. • Proceed to upload the duly completed proxy appointment file. • Select “Submit” to complete your submission. • Print the confirmation report of your submission for your record.

- By electronic means via email
The form of proxy must be received via email at Tricor's email address at is.enquiry@vistra.com.
- By electronic means via facsimile
The form of proxy must be received via facsimile at Tricor's fax no. 03-2783 9222.
- In hard copy form
The form of proxy must be deposited at the office of the Share Registrar, Tricor Investor & Issuing House Services Sdn Bhd at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or alternatively, the Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia.

7. POLL VOTING

- The voting at the EGM 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 Tricor as Poll Administrator to conduct the poll by way of electronic voting and Deloitte Business Advisory Sdn Bhd as Scrutineers to verify the poll results.
- Shareholders / proxies / authorised representatives / attorneys can proceed to vote remotely on the resolution at any time from the commencement of the EGM at 11.00 a.m. but before the end of the voting session which will be announced by the Chairman of the Meeting. Kindly refer to the "Procedures for RPV" above for guidance on how to vote remotely via TIIH Online website at <https://tjih.online>.
- Upon completion of the voting session for the EGM, the Scrutineers will verify and announce the poll results followed by the Chairman's declaration whether the resolution is duly passed.

8. CIRCULAR TO SHAREHOLDERS

- The Company's Circular to Shareholders (Circular) is available on the Company's website at <https://www.publicbankgroup.com/investor-relations/general-meetings/>.
- You may request for a printed copy of the Circular at <https://tjih.online> by selecting "Request for Annual Report/Circular" under the "Investor Services". However, we hope you would consider the environmental and sustainability concerns, and refrain from requesting for the printed copy of the Circular.

9. ENQUIRY

If you have any enquiries, please contact the following persons on Mondays to Fridays from 9.00 a.m. to 5.30 p.m. (except on public holidays):

Tricor Investor & Issuing House Services Sdn Bhd

Company Registration No. 197101000970 (11324-H)

General Line : +603-2783 9299
Fax Number : +603-2783 9222
Email : is.enquiry@vistra.com
Contact Persons : Encik Muhammad Ashraff bin Mohd Khaizan
Tel No : +603-2783 9276 Email : [Muhammad.ashraff@vistra.com](mailto:Mohammad.ashraff@vistra.com)

Mr Low Cheng Chuan
Tel No : +603-2783 9278 Email : Cheng.chuan.low@vistra.com



PUBLIC BANK BERHAD

(Registration No. 196501000672 (6463-H))

(Incorporated in Malaysia)

FORM OF PROXY

Number of shares held	CDS Account No.												

I / We _____ NRIC No. / Co. Registration No. _____
(FULL NAME IN BLOCK LETTERS AS PER NRIC /
CERTIFICATE OF INCORPORATION)

of _____
(FULL ADDRESS)

Tel No. _____ being a Member of PUBLIC BANK BERHAD, hereby appoint

_____ NRIC No. _____
(FULL NAME IN BLOCK LETTERS AS PER NRIC)

of _____
(FULL ADDRESS)

and / or failing him / her, _____ NRIC No. _____
(FULL NAME IN BLOCK LETTERS AS PER NRIC)

of _____
(FULL ADDRESS)

or failing him / her, the CHAIRMAN OF THE MEETING as my / our proxy to participate and vote for me / us on my / our behalf at the Extraordinary General Meeting (EGM) of the Company to be conducted on a virtual basis at the Broadcast Venue at 29th Floor, Menara Public Bank, 146 Jalan Ampang, 50450 Kuala Lumpur, Malaysia on Thursday, 28 November 2024 at 11.00 a.m. or any adjournment thereof.

The proportions of my / our holding to be represented by my / our proxy are as follows:

First Proxy	%
Second Proxy	%

	100%
	=====

2 | Form of Proxy

My / our proxy shall vote as follows:

(Please indicate with an "X" in the space provided below how you wish your votes to be cast on the resolution specified in the notice of meeting. If you do not do so, the proxy will vote, or abstain from voting on the resolution as he / she may think fit.)

NO.	ORDINARY RESOLUTION:	FIRST PROXY		SECOND PROXY	
		FOR	AGAINST	FOR	AGAINST
1.	Proposed Acquisition and Proposed MGO				

Signed this _____ day of _____ 2024.

Signature of Member / Common Seal

Notes:

1. The EGM will be conducted on a virtual basis through live streaming and online remote voting via Remote Participation and Voting ("RPV") facilities which are available on Tricor Investor & Issuing House Services Sdn Bhd ("Tricor")'s TIIH Online website at <https://tjih.online>. Please follow the procedures provided in the Administrative Details for the EGM in order to register, participate and vote remotely via the RPV facilities.
2. Members may submit questions to the Board of Directors prior to the EGM via Tricor's TIIH Online website at <https://tjih.online> by selecting "e-Services" to login, pose questions and submit electronically no later than 26 November 2024 at 11.00 a.m., or may use the query box to transmit questions to the Board of Directors via RPV facilities during the live streaming of the EGM.
3. In respect of deposited securities, only Members whose names appear in the Record of Depositors on 22 November 2024 (General Meeting Record of Depositors) shall be entitled to participate and vote at the EGM.
4. Since the EGM will be conducted as a virtual meeting, a Member entitled to participate and vote at the meeting may appoint the Chairman of the meeting as his / her proxy and indicate the voting instruction in the form of proxy.
5. A Member shall not be entitled to appoint more than 2 proxies to participate and vote at the EGM provided that where a Member of the Company is an authorised nominee as defined in accordance with the provisions of the Securities Industry (Central Depositories) Act, 1991, it may appoint up to 2 proxies in respect of each Securities Account it holds with ordinary shares in the Company standing to the credit of the said Securities Account.

Where a Member appoints 2 proxies, the appointment shall be invalid unless he specifies the proportions of his shareholdings to be represented by each proxy.

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 Securities Industry (Central Depositories) Act, 1991 which is exempted from compliance with the provisions of subsection 25A(1) of the said Act.

6. The instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney duly authorised in writing or if the appointor is a corporation, either under its common seal or under the hand of an officer or attorney of the corporation duly authorised.

3 | Form of Proxy

7. The appointment of a proxy may be made in the following manner and must be received by the Company via its Share Registrar, Tricor not less than 48 hours before the time set for the EGM or no later than 26 November 2024 at 11.00 a.m.:
- By electronic means via online
The proxy appointment must be made via Tricor's TIIH Online website at <https://tiih.online>.
 - By electronic means via email
The form of proxy must be received via email at Tricor's email address at is.enquiry@vistra.com.
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8. Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, the resolution set out in the notice of meeting will be put to vote by way of poll.

Please fold here to seal

Please fold here

STAMP

To: Share Registrar
Tricor Investor & Issuing House Services Sdn Bhd
Unit 32-01, Level 32
Tower A, Vertical Business Suite
Avenue 3, Bangsar South
No. 8, Jalan Kerinchi
59200 Kuala Lumpur
Malaysia

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