

# **STATEMENT ACCOMPANYING NOTICE OF FIFTIETH (50<sup>TH</sup>) ANNUAL GENERAL MEETING (“50<sup>TH</sup> AGM”)**

(Pursuant to Paragraph 8.27(2) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad)

## **1. Details of Individuals Who are Standing for Re-Election as Directors**

The profiles of YAM Tan Sri Dato' Seri Syed Zainol Anwar Ibni Syed Putra Jamalullail, Encik Ismail Harith Merican and Mr. Luk Wai Hong, William, who are standing for re-election as Directors at the 50<sup>th</sup> AGM of the Company as per Agenda 2 of the Notice of the 50<sup>th</sup> AGM, can be found in the 2023 Annual Report of the Company.

## **2. Ordinary Resolution on Authority to Issue and Allot New Ordinary Shares in the Company**

The proposed Ordinary Resolution 7 on the general mandate for issuance of shares is a renewal mandate. As at the date of the Notice of the 50<sup>th</sup> AGM, no new shares were issued pursuant to the general mandate granted to the Directors at the last AGM held on 25 May 2023.

Details on the authority to issue shares pursuant to Section 75 and Section 76 of the Companies Act 2016 are provided under the Explanatory Notes on Special Business in this Notice.

# PROXY FORM



CDS Account No.:

**KENANGA INVESTMENT BANK BERHAD**  
Company Registration No. 197301002193 (15678-H)  
(Incorporated in Malaysia)

I/ We \_\_\_\_\_ NRIC No./ Passport No./ Company No. \_\_\_\_\_  
(FULL NAME AS PER NRIC/ PASSPORT/ CERTIFICATE OF INCORPORATION IN BLOCK LETTERS)

of \_\_\_\_\_  
(FULL ADDRESS)

being a member of **Kenanga Investment Bank Berhad** hereby appoint \_\_\_\_\_  
(FULL NAME AS PER NRIC/ PASSPORT IN BLOCK LETTERS)

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

\_\_\_\_\_ (FULL ADDRESS)

Contact No.: \_\_\_\_\_ Email Address: \_\_\_\_\_

and/ or failing him/ her \_\_\_\_\_ NRIC No./ Passport No. \_\_\_\_\_  
(FULL NAME AS PER NRIC/ PASSPORT IN BLOCK LETTERS)

of \_\_\_\_\_  
(FULL ADDRESS)

Contact No.: \_\_\_\_\_ Email Address: \_\_\_\_\_

or failing him/ her, THE CHAIRMAN OF THE MEETING as my/ our proxy to vote for me/ us and on my/ our behalf at the Fiftieth (50<sup>th</sup>) Annual General Meeting ("50<sup>th</sup> AGM") of the Company to be held virtually at Level 19, Kenanga Tower, 237, Jalan Tun Razak, 50400 Kuala Lumpur, Wilayah Persekutuan, Malaysia through live streaming and online remote voting via the Remote Participation and Electronic Voting Facilities ("RPEV Facilities") which are available at Boardroom Share Registrars Sdn Bhd ("Boardroom")'s online platform at <https://meeting.boardroomlimited.my> (Domain Registration No. with MYNIC – D6A357657) on Thursday, 30 May 2024 at 11.00 a.m. and at any adjournment thereof.

My/ Our proxy is to vote as indicated below.

NO.	RESOLUTIONS	FOR	AGAINST
<b>ORDINARY RESOLUTION</b>			
1.	Re-election of the following Directors pursuant to Clause 78 of the Company's Constitution:  1.1 YAM Tan Sri Dato' Seri Syed Zainol Anwar Ibni Syed Putra Jamalullail 1.2 Encik Ismail Harith Merican 1.3 Mr. Luk Wai Hong, William	<b>RESOLUTION 1</b> <b>RESOLUTION 2</b> <b>RESOLUTION 3</b>	
2.	Payment of Directors' fees totalling RM3,010,000.00	<b>RESOLUTION 4</b>	
3.	Payment of benefits to the Non-Executive Directors of up to an amount of RM1,300,000.00 for the period from 31 May 2024 until the next AGM of the Company in 2025	<b>RESOLUTION 5</b>	
4.	Re-Appointment of Ernst & Young PLT as Auditors	<b>RESOLUTION 6</b>	
<b>AS SPECIAL BUSINESS</b>			
5.	Authority to Directors to Issue Shares	<b>RESOLUTION 7</b>	
6.	Proposed Renewal of Share Buy-Back Authority	<b>RESOLUTION 8</b>	

Please indicate with an "X" in the appropriate spaces provided to indicate how you wish your vote to be cast. If you do not indicate how you wish your proxy to vote on any Resolution, the proxy may vote as he/ she thinks fit, or at his/ her discretion, abstain from voting.

Dated this .....day of .....2024

NUMBER OF SHARES HELD
<input type="text"/>

FOR APPOINTMENT OF TWO (2) PROXIES, PLEASE INDICATE THE PERCENTAGE OF SHAREHOLDINGS TO BE REPRESENTED BY THE PROXIES		
	No. of Shares	Percentage
Proxy 1		
Proxy 2		
Total		100%

\_\_\_\_\_  
Signature/ Common Seal of Member

Contact No.: \_\_\_\_\_

Email Address: \_\_\_\_\_

**Notes:**

**1. Registration for RPEV Facilities**

- 1.1 The Company's 50<sup>th</sup> AGM will be conducted online, without a physical meeting venue. Members can attend, participate and vote in the meeting remotely or online via Boardroom's online platform at <https://meeting.boardroomlimited.my> (Domain Registration No. with MYNIC – D6A357657) by using the RPEV Facilities. The only venue involved is the Broadcast Venue where only the essential individuals are physically present to organise the virtual 50<sup>th</sup> AGM.
- 1.2 Registration for RPEV is opened from the date of the Notice of the 50<sup>th</sup> AGM on Tuesday, 30 April 2024 until such time before the voting session ends at the 50<sup>th</sup> AGM on Thursday, 30 May 2024.
- 1.3 Member(s), proxy(ies), corporate representative(s) or attorney(s) are required to register as a user with Boardroom's online website first and then pre-register their attendance for the 50<sup>th</sup> AGM for verification of their eligibility to attend the 50<sup>th</sup> AGM using the RPEV Facilities based on the General Meeting Record of Depositors as at 23 May 2024.

**2. Proxy**

- 2.1 For the purpose of determining a member who shall be entitled to attend this 50<sup>th</sup> AGM, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd, in accordance with Clause 60 of the Company's Constitution and Section 34(1) of the Securities Industry (Central Depositories) Act 1991, to issue a General Meeting Record of Depositors as at 23 May 2024. Only a member whose name appears in the Record of Depositors as at 23 May 2024 shall be entitled to attend, speak and vote at the said meeting or appoint proxies to attend and/ or vote on his/ her behalf.
- 2.2 A member of the Company entitled to attend, participate, speak and vote at this AGM is entitled to appoint up to two (2) proxies to attend, participate, speak and vote in his/ her place. There shall be no restriction as to the qualification of the proxy. Since the 50<sup>th</sup> AGM will be conducted virtually, a member who is unable to attend and vote at the Meeting may appoint the Chairman of the Meeting as his/ her proxy and indicate the voting instruction in the Proxy Form. For Corporate Shareholder, Authorised Nominee and Exempt Authorised Nominee, other than the Chairman of the Meeting, you may appoint a Proxy who is not the Chairman of the Meeting.

- 2.3 A member who is an Authorised Nominee as defined under the Securities Industry (Central Depositories) Act 1991 may appoint not more than two (2) proxies in respect of each securities account it holds with ordinary shares of the Company standing to the credit of the said securities account.
- 2.4 Where a member is an Exempt Authorised Nominee as defined under the Securities Industry (Central Depositories) Act 1991 which holds ordinary shares in the Company for multiple beneficial owners in one (1) securities account ("**Omnibus Account**"), there is no limit to the number of proxies which the Exempt Authorised Nominee may appoint in respect of each Omnibus Account it holds.
- 2.5 Where a member appoints more than one (1) proxy, the appointments shall be invalid unless he/ she specifies the proportion of his/ her shareholdings to be represented by each proxy.
- 2.6 The instrument appointing a proxy shall be in writing under the hand of the appointor or of his/ her 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 duly authorised. Any alteration to the instrument appointing a proxy must be initialled.
- 2.7 Duly completed Proxy Form must be deposited at the office of the Company's Share Registrar, 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, not later than **Wednesday, 29 May 2024 at 11.00 a.m.** Alternatively, you may choose to submit the proxy appointment electronically via Boardroom's Smart Investor Portal Online website at <https://investor.boardroomlimited.com> before the Proxy Form submission cut-off time as mentioned above. For further information on the electronic submission of Proxy Form, kindly refer to the procedures provided in the Administrative Guide.
- 2.8 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 50<sup>th</sup> AGM will be put to vote on a poll.

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**Boardroom Share Registrars Sdn Bhd**  
Company Registration No. 199601006647 (378993-D)

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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