

GROWING THE MARKETPLACE

CREATING FUTURE VALUE

ANNUAL REPORT 2017

VISION:

To be the preferred partner in Asia for fund raising, trading and investment.

MISSION:

As the preferred partner, Bursa Malaysia offers a fair and orderly market that is easily accessible with diverse and innovative products and services.

OUR CORE VALUES



Building relationships



United to achieve



Responsibility



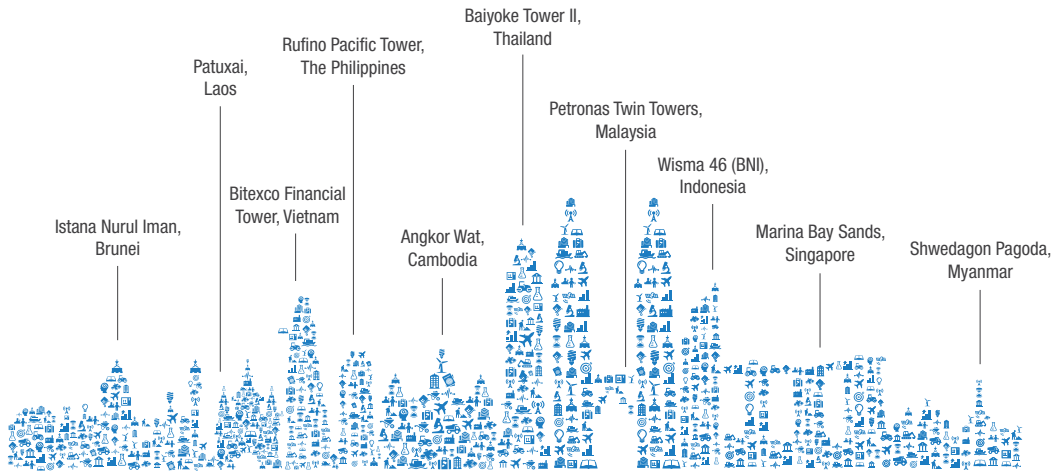
Simplicity



Agility

On Our Cover:

ASEAN'S LEADING LANDMARKS



BURSA MALAYSIA IS STEADFAST IN BECOMING A KEY REGIONAL PLAYER WITH GLOBAL REACH. OUR ASPIRATIONS ARE CLEAR: WE WANT TO ADVANCE MALAYSIA'S CAPITAL MARKET INTO A DEVELOPED MARKET, ESTABLISH GLOBAL CONNECTIVITY, AND MAKE BURSA MALAYSIA THE MARKET LEADER IN ASEAN.

We are currently in the last phase of our three phase blueprint to drive the Exchange towards achieving our aspirations. Our 2017-2020 Business Plan encapsulates five focus areas:



PROPELLING TOWARDS OUR ASPIRATIONS

With the solid foundation we have put in place and clear direction in our identified focus areas, we are making headway in ensuring Bursa Malaysia remains a dynamic exchange. We will strive to orchestrate innovative ways with targeted partners to deliver offerings to the capital market that fulfill the diverse needs of investors and issuers. Guided by our charted business plans and tangible targets to achieve our aspirations, we will swiftly move forward. Advancing Malaysia's capital market to take centre stage in the region is exciting and ambitious, yet achievable.

**CHAIRMAN'S LETTER
TO SHAREHOLDERS**

**DEAR
SHAREHOLDERS,**

2017 proved to be a buoyant year for Malaysia's capital market, as Bursa Malaysia Berhad sought to harness market and business excellence, supported by the foundations we have laid in past years.



TAN SRI AMIRSHAM A AZIZ

Chairman, **BURSA MALAYSIA BERHAD**

The performance for the year also demonstrated the market's resilience and the Exchange's competitiveness against a changing landscape. Additionally, strong investor interest, reinforced by efforts to position the Exchange as a centre of price discovery, kept us on track to achieve our aspiration of becoming a developed market. On the international front, we continued to establish ties with regional counterparts, putting us in good stead to be the market leader in ASEAN.

DELIVERING SUSTAINABLE VALUE

A recovery in the global economy, supported by robust growth in the emerging economies as well as a resurgence in global commodity prices during the year augured well for the Malaysian economy and capital market. Public listed companies (PLCs) generally charted good results backed by strong fundamentals, allowing for the delivery of sustainable value. During the year, our securities market capitalisation rose to RM1.9 trillion from RM1.7 trillion in 2016, with over 900 PLCs on our Exchange. This continues to account for the highest number of PLCs in ASEAN, allowing our aspiration to put our market at the centre of the region to remain very much intact.

This backdrop, supported by the Exchange's efforts to develop the market and herald greater issuer and investor participation in the market, prompted positive investor sentiments and spurred local capital market activity during the year. Overall, improved trading and non-trading revenue paved the way for a solid year for Bursa Malaysia's financial results in 2017, allowing us to deliver greater value to our shareholders. This is aligned with our long-term agenda to create sustainable returns for all our shareholders and to contribute to the betterment of their well-being.

We posted a strong Profit After Tax and Minority Interest (PATAMI) of RM223.0 million, an increase of 15.2% from 2016. This is the highest full-year PATAMI since 2007. In tandem with this, the Board of Directors is pleased to declare a second interim dividend of 18.5 sen per share, bringing total dividend for 2017 (inclusive of the special dividend of 15.0 sen) to 53.5 sen – an increase over 2016's total dividend of 34.0 sen.

RECOGNITION FOR OUR GAME-CHANGING INNOVATIONS

In an effort to unleash greater, long-term value in our market, this year, the Exchange marked a significant milestone with the launch of our Leading Entrepreneur Accelerator Platform (LEAP) Market for small and medium sized enterprises (SMEs). LEAP is the first of its kind in ASEAN, putting Malaysia ahead of

LAUNCHED A NEW

LEAPMARKET

FOR SMEs
- THE FIRST OF
ITS KIND IN
ASEAN

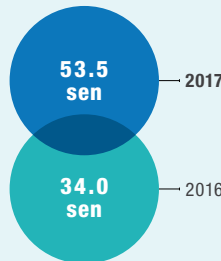
**SECURITIES MARKET
CAPITALISATION**



**RM1.9
trillion**

2016: RM1.7 trillion

**TOTAL
DIVIDEND**



the curve in the region in terms of capital market innovation and increasing our regional competitiveness. In offering LEAP, we eyed a need to provide an avenue for hitherto underserved SMEs, potentially 19,000 SMEs in Malaysia alone, to turn to the capital market to raise funds. We believe the capital market can play a part in raising promising companies, increasing visibility and means for the companies to grow to become the stars of tomorrow. This has been exemplified by companies that have made our Exchange their home for capital-raising needs and who are now industry giants or global leaders in their respective fields. Going forward, we will continue to focus on providing a wide breadth of fundraising solutions and investment offerings, catering to the full spectrum of issuers and investor needs.

The Exchange remained at the forefront in providing relevant platforms to facilitate a thriving and sustainable market environment. This continued to earn us recognition through a number of international awards during the year. These include the 'Most Innovative Global End-to-End Shariah-compliant Investing Platform Asia 2017' for Bursa Malaysia-*i*; 'Best Commodity Trading Platform Asia 2017' for the outstanding performance of our Shariah-compliant commodity Murabahah trading platform, Bursa Suq Al-Sila' (BSAS); and 'Best Islamic Exchange Asia 2017' for the outstanding performance of our Islamic Capital Market.

This is the third straight year that the *Global Banking and Finance Review* has recognised our efforts to develop and promote the Islamic Capital Market. Furthermore, also for the third consecutive year, Bursa Malaysia Berhad was declared 'Best Islamic Exchange' at the Global Islamic Finance Awards 2017. These multiple, repeated honours solidify our global leadership and validate our continuous efforts to provide a diverse, leading-edge range of Shariah-compliant products and services that cater to a breadth of institutional and retail investors.

Additionally, the Exchange earned accolades in five categories at the Minority Shareholder Watchdog Group (MSWG)-ASEAN Corporate Governance Recognition 2017 awards, namely the 'Excellence Award for Overall Corporate Governance & Performance', 'Excellence Award for Corporate Governance Disclosure',

CHAIRMAN'S LETTER
TO SHAREHOLDERS

'Excellence Award for Long-Term Value Creation', 'CEO of the Year Award', and the 'Merit Award for Best AGM (Overall Category)'. These awards recognise Bursa Malaysia as a leading Malaysian company with high standards of corporate governance, leadership and financial performance. They serve as a resounding endorsement of our efforts to lead the market by example, especially as we carry out our multiple roles as a regulator, a market operator, an influencer, and a public listed company.

A CHAMPION OF CORPORATE GOVERNANCE

The Exchange remains a staunch advocate of practising esteemed standards of corporate governance to ensure quality companies and in turn, healthy capital market interest and activity. We believe that transparency is key to building confidence amongst investors. To this end, during the year, we published the revised Corporate Governance (CG) Guide following the release of the Securities Commission Malaysia's new Malaysian Code on Corporate Governance (MCCG). The CG Guide is a practical reference for PLCs to improve their CG practices and reporting in accordance with the MCCG, which aims to enable PLCs to internalise a robust culture of corporate governance throughout their operations. The MCCG also urges Malaysian companies to adopt Integrated Reporting (<IR>). In continuing our own <IR> journey in line with international standards, Bursa Malaysia's Annual Report 2017 is our second report which has been published based on the International Integrated Reporting Council's guiding principles – the International <IR> Framework.

As part of our commitment and intent to lead the market by example, we target to produce a full Integrated Annual Report for financial year 2018 in compliance with the International <IR> Framework. Indeed, it is my vision that all market participants fully embrace good corporate governance within their operations and utilise the International <IR> Framework to showcase the holistic, integrated strategy of company leaders to ensure value creation, which will uplift investor confidence.



The Exchange earned
ACCOLADES IN

5 CATEGORIES

MSWG-ASEAN
Corporate Governance
Recognition 2017 awards

- **EXCELLENCE AWARD**
for Overall Corporate Governance & Performance
- **EXCELLENCE AWARD**
for Corporate Governance Disclosure
- **EXCELLENCE AWARD**
for Long-Term Value Creation
- **CEO OF THE YEAR AWARD**
- **MERIT AWARD**
Best AGM (Overall Category)

To further encourage the culture of strong governance among Malaysian corporates, in August 2017, we implemented the Green Lane Policy (GLP) to eligible companies (initially selected from benchmark FTSE Bursa Malaysia KLCI constituents that have good corporate governance and disclosure practices, with eligibility reviewed from time to time). The GLP grants certain privileges, such as faster issuance of circulars to shareholders. We intend for the GLP to recognise and reward companies that exhibit exemplary standards of corporate governance, and to galvanise other companies to follow suit.

We also continued to conduct CG advocacy programmes for PLCs. Throughout the year, a series of CG programmes were held for Directors of PLCs and CG practitioners to provide guidance and raise their awareness on capacity building in the area of governance.

SECURING THE SUSTAINABILITY OF THE CAPITAL MARKET

A Beacon of Sustainability

As both a regulator and a market operator, we recognise that we are uniquely placed to lead and reinforce the sustainability agenda for the capital market, in line with the Sustainable Stock Exchanges Initiatives of which the Exchange is a signatory. To do so, we are conscious that we must start under our own roof and remain committed to embedding sustainability as a way of life within our organisation.

Our holistic sustainability footprint during the year extended across the spectrum from Board representation; the development of a new platform for fundraising and investments; to ensuring our flagship capital market running event is inclusive and environmentally friendly.

This year, two new women Directors, Datin Mariam Prudence Yusof and Datin Grace Yeoh Cheng Geok, were appointed to the Board of Bursa Malaysia. This is a step in the right direction towards meeting the Malaysian Government's target for a minimum 30% representation of women on Boards. Supporting our organisation-wide diversity initiatives, we have also already achieved a relatively gender-balanced workforce with women accounting for 47% of our employees.

**“WE HAVE ALSO SEEN
GREATER ADVANCEMENT
OF THE SUSTAINABILITY
AGENDA AS REFLECTED IN
SUSTAINABLE PRACTICES
BECOMING MORE DEEPLY
INGRAINED IN THE
OPERATIONS OF MALAYSIAN
PLCs.”**

To further exemplify the adoption of sustainable practices, our annual capital market run, the Bursa Bull Charge, was managed as a carbon-neutral event in its fourth instalment in 2017. We also arranged for participants and their supporters to use an electric bus and utilise a rebate offered by a ride-sharing company to minimise the event's carbon footprint. Surplus food and drinks were donated to a food bank. Furthermore, the funds raised were channelled to beneficiaries whose causes include economic sustainability among disadvantaged communities, support for entrepreneurs and the improvement of financial literacy.

Steering the Sustainability Agenda

Our fundamental belief is that it is imperative to ensure sustainability of not just our business, but also the overall market, as we invariably look to the creation and preservation of value and competitiveness over the long term. As the market regulator and a leading constituent of the stock exchange in our own right, we are committed to set the tone for all PLCs on the Exchange in the adoption of sustainable practices.

To this end, we continue to support PLCs in their sustainability reporting efforts. In 2017, we commenced for the first time, a review of Sustainability Statements and Sustainability Reports for 2016 by PLCs with a market capitalisation of at least RM2.0 billion. The review evaluates the quality of their disclosure and adherence to global best practices. We will share our findings with the PLCs to enable them to

improve their practices and disclosure. The review also aids us in identifying areas for further advocacy and engagement with PLCs on sustainability.

Moving beyond merely reporting on sustainability, we have also seen greater advancement of the sustainability agenda as reflected in sustainable practices becoming more deeply ingrained in the operations of Malaysian PLCs. This is demonstrated by the higher number of FTSE4Good Index constituents to 44 as at December 2017 from just 24 in December 2014. The Index showcases and measures the performance of companies with outstanding, globally benchmarked Environment, Social and Governance standards. We are proud that the conscious focus of the Exchange and quality PLCs has resulted in almost a doubling of local PLCs that meet the rigorous, international standards within just three years, demonstrating the success of our efforts in shepherding Malaysian PLCs towards sustainable practices.

**MOBILISING FUTURE DRIVERS
OF GROWTH**

Bursa Malaysia's vision is to transform into a developed market. We believe that facilitating the conditions needed to ensure ample liquidity in the market and strengthening the marketplace as an efficient centre of price discovery, will lend credence to this effort. At the same time, we will continue to ensure our market frameworks meet the needs of our diverse group of investors – from novice retail investors to sophisticated investors or frequent traders. Furthermore, we will seek to introduce market practices which are in line with developed markets and jurisdictions. Going forward, in concert with our regulators and with continued, constant dialogue with the industry, the Exchange will be laser-focused in embarking on initiatives to realise a vibrant and developed market.

In this respect, innovation will be key to strengthening our future growth. Our strong foundation of recent successes will place us on a firm footing to capitalise on new

opportunities for game-changing initiatives. This year alone, we created a new platform, offered new products, attracted new issuers, welcomed new market intermediaries, and reached out to new groups of investors. In view of our long-term aspirations, the Exchange will continue to pioneer the region, orchestrating fresh ways with targeted partners to deliver innovations to the capital market.

ACKNOWLEDGEMENTS

On behalf of the Board of Directors, I would like to express our gratitude to our valued shareholders for their continued support. I would also like to extend our appreciation to all the Management and staff of Bursa Malaysia for their steadfast efforts to deliver on our aspirations and rise to the challenge of the rapidly changing marketplace.

Additionally, I would like to offer my personal appreciation to my colleagues on the Board of Directors for their esteemed guidance and stewardship. My special note of gratitude goes to Dato' Eshah Meor Suleiman, who retired as Public Interest Director late last year.

We also extend our thanks to regulators and policymakers such as the Ministry of Finance, the Securities Commission Malaysia and Bank Negara Malaysia for supporting the highest standards of governance, while furthering initiatives towards achieving our common goal of developing the Malaysian capital market – to firmly place our market at the centre of ASEAN.



TAN SRI AMIRSHAM A AZIZ

Chairman

KEY HIGHLIGHTS

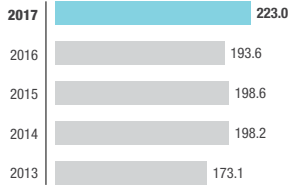
522.1  10.4%

OPERATING REVENUE
(RM MILLION)



223.0  15.2%

PATAMI
(RM MILLION)



250.4  6.0%

OPERATING EXPENSES
(RM MILLION)



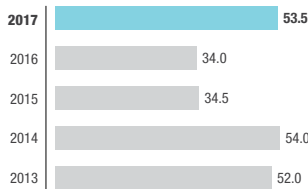
45.1  1.5 PERCENTAGE POINTS

COST TO INCOME RATIO
(%)



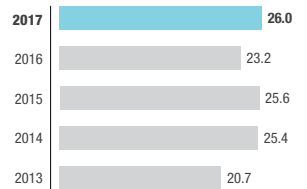
53.5  19.5 SEN

NET DIVIDEND PER SHARE
(SEN)



26.0  2.8 PERCENTAGE POINTS

RETURN ON EQUITY
(%)



FINANCIAL CAPITAL



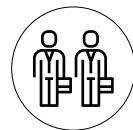
Operating Revenue
RM522.1
MILLION
2016: **RM472.7** MILLION



Share Capital
RM402.2
MILLION
2016: **RM268.1** MILLION

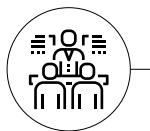
 For more information, go to Note 27 of the Financial Statements

HUMAN CAPITAL



Number of employees
571
2016: **593**

INTELLECTUAL CAPITAL



Visitors to BursaMKTPLC
360,759
2016: **301,028**

SOCIAL CAPITAL



Number of university students we engaged with
7,002
2016: **6,691**

MANUFACTURED CAPITAL



Service availability and reliability
99.97%
2016: **100%**

Service availability above average SLA threshold of 99.6%

5-Year Highlights	31 DEC 2013	31 DEC 2014	31 DEC 2015	31 DEC 2016	31 DEC 2017
Key Operating Results (RM million)					
Operating Revenue	439.8	471.3	487.7	472.7	522.1
Operating Expenses	229.4	232.0	239.8	236.2	250.4
Earnings Before Interest, Tax, Depreciation and Amortisation (EBITDA)	245.4	264.6	271.7	260.7	295.5
Profit After Tax and Minority Interest (PATAMI)	173.1	198.2	198.6	193.6	223.0
Other Key Data (RM million)					
Total Assets	1,741.7	1,656.5	2,086.5	2,436.4	2,224.9
Total Liabilities	914.2	893.8	1,267.0	1,549.1	1,362.4
Shareholders' Equity	811.2	748.7	803.4	868.9	850.0
Capital Expenditure	33.3	11.9	14.1	10.5	13.5
Financial Ratios (%)					
Operating Revenue Growth	13.2	7.1	3.5	(3.1)	10.4
Cost to Income Ratio	48.3	46.1	46.2	46.6	45.1
Net Profit Margin	37.8	40.5	39.8	40.0	41.3
PATAMI Growth	14.9	14.5	0.2	(2.5)	15.2
Return on Equity (ROE)	20.7	25.4	25.6	23.2	26.0
Share Information					
Earnings per Share (EPS) (sen)	32.5	37.2	37.2	36.2	41.5
Net Dividends per Share (sen)	52.0	54.0	34.5	34.0	53.5
Dividend Yield (%)	6.3	6.7	4.1	3.8	5.3
Payout Ratio (%)	98.5	91.5	92.9	94.2	92.8
Net Assets per Share (RM)	1.52	1.40	1.50	1.62	1.58
Share Price – High (RM)	8.47	8.32	9.00	9.26	11.06
Share Price – Low (RM)	6.22	7.40	7.48	8.18	8.73
Share Price as at 31 December (RM)	8.23	8.10	8.35	8.85	10.12
Price Earnings Ratio (times)	25	22	22	24	24
Company Market Capitalisation (RM billion)	4.4	4.3	4.5	4.7	5.4

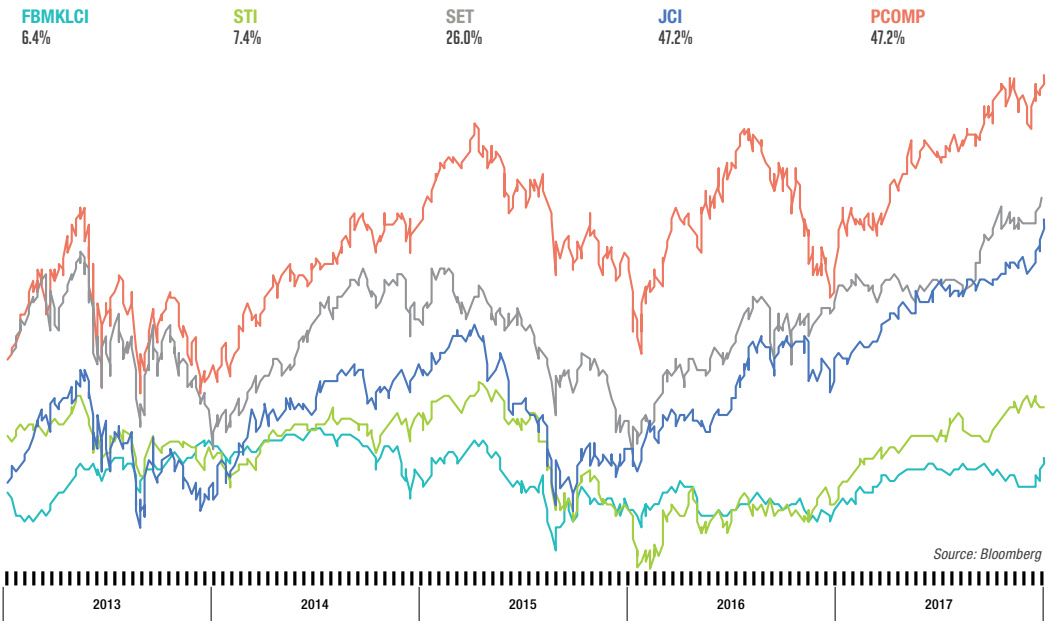
**PEER
COMPARISON**

BENCHMARK INDEX PERFORMANCE (as at 31 December 2017)

<p>FBMKLCI Bursa Malaysia</p> <p>1,796.81 ▲ 9.4% from 2016</p>	<p>STI Singapore Exchange</p> <p>3,402.92 ▲ 18.1% from 2016</p>	<p>SET The Stock Exchange of Thailand</p> <p>1,753.71 ▲ 13.7% from 2016</p>	<p>JCI Indonesia Stock Exchange</p> <p>6,355.65 ▲ 20.0% from 2016</p>	<p>PCOMP The Philippine Stock Exchange</p> <p>8,558.42 ▲ 25.1% from 2016</p>
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Source: Bloomberg

ASEAN EXCHANGES' FIVE-YEAR INDEX GROWTH FROM 2013-2017

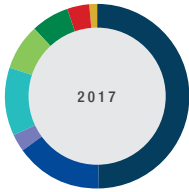


INDEX DIVIDEND YIELD (%)

Bursa Malaysia FBMKLCI 3.24%	Singapore Exchange STI 3.08%	The Stock Exchange of Thailand SET 2.80%	Indonesia Stock Exchange JCI 1.97%	The Philippine Stock Exchange PCOMP 1.44%
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Source: Bloomberg

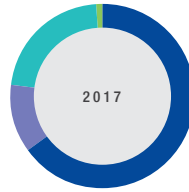
OPERATING REVENUE



	RM million
Securities Trading	259.6
Derivatives Trading	80.6
BSAS Trading	15.8
Listing & Issuer Services	61.8
Depository Services	42.4
Market Data	34.5
Member Services & Connectivity	21.4
Others	6.0

Total operating revenue for 2017 was RM522.1 million.

SHAREHOLDER MIX

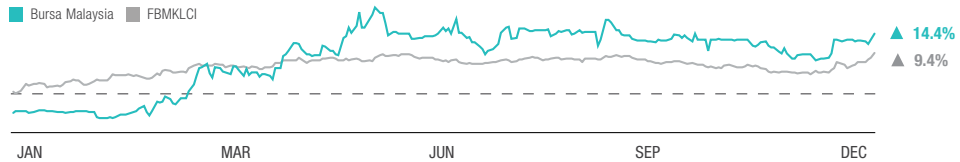


	%
Domestic Institution	63
Domestic Retail	12
Foreign Institution	24
Foreign Retail	1

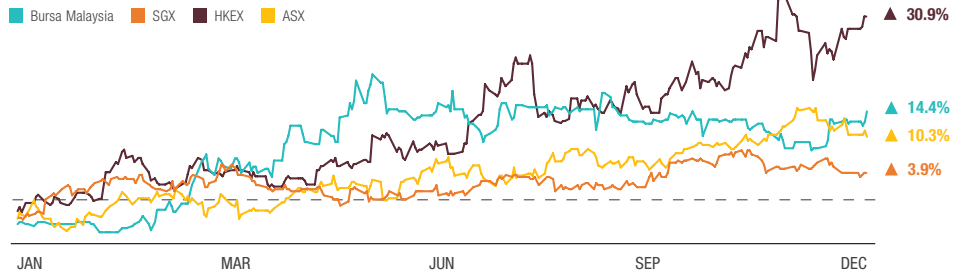
Our public shareholding of 81.14% represents a fair free float of Bursa Malaysia's shares and a healthy level of liquidity. As at the end of 2017, we had a total of 15,846 shareholders.

SHARE PRICE PERFORMANCE

Bursa Malaysia Share Price Performance vs. FBMKLCI



Bursa Malaysia Share Price Performance vs. Listed Asian Peers

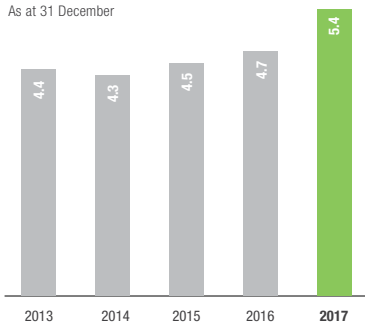


Bursa Malaysia's share price increased 14.4% in 2017 in line with robust market conditions. Starting the year strong at RM8.85, Bursa Malaysia's share price traded at its highest level since 2011 at RM11.06 on 2 June 2017. The share price closed at RM10.12 on 29 December 2017.

MARKET CAPITALISATION

(RM billion)

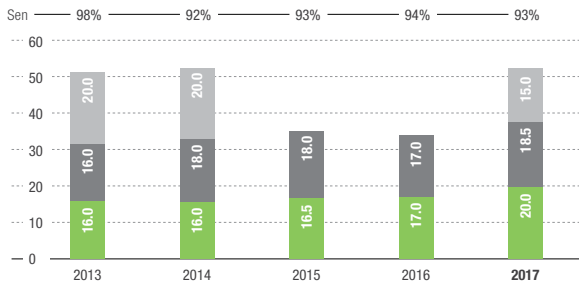
As at 31 December



FIVE-YEAR DIVIDEND PAYOUT TO SHAREHOLDERS

■ 1st Interim Dividend (sen) ■ 2nd Interim Dividend (sen) ■ Special Dividend (sen)

— Dividend payout as a percentage of PATAMI, not including special dividend



STATEMENTS OF PROFIT OR LOSS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2017

	Note	Group		Company	
		2017 RM'000	2016 RM'000	2017 RM'000	2016 RM'000
Operating revenue	3	522,080	472,708	405,414	349,138
Other income	4	34,752	34,075	19,112	18,218
		556,832	506,783	424,526	367,356
Staff costs	5	(137,525)	(128,550)	(131,695)	(119,442)
Depreciation and amortisation	6	(23,800)	(24,227)	(22,097)	(22,080)
Other operating expenses	7	(89,089)	(83,416)	(56,002)	(54,523)
Profit from operations		306,418	270,590	214,732	171,311
Finance costs	8	(535)	-	(535)	-
Profit before tax		305,883	270,590	214,197	171,311
Taxation	10	(75,674)	(67,929)	3,074	729
Profit for the year		230,209	202,661	217,271	172,040
Profit attributable to:					
Owners of the Company		223,040	193,621	217,271	172,040
Non-controlling interest		7,169	9,040	-	-
		230,209	202,661	217,271	172,040
Earnings per share attributable to owners of the Company (sen per share):					
Basic	11(a)	41.5	36.2		
Diluted	11(b)	41.4	36.0		

The accompanying accounting policies and explanatory notes form an integral part of the financial statements.

**STATEMENTS OF
FINANCIAL POSITION**
AS AT 31 DECEMBER 2017

	Note	Group		Company	
		2017 RM'000	2016 RM'000	2017 RM'000	2016 RM'000
Assets					
Non-current assets					
Property, plant and equipment	13	179,298	183,240	179,274	183,149
Computer software	14	40,841	47,107	33,071	38,269
Right-of-use assets	15(a)	8,407	-	8,407	-
Goodwill	16	42,957	42,957	29,494	29,494
Investment in subsidiaries	17	-	-	153,965	152,142
Investment securities	18	281,779	237,188	226,806	197,651
Staff loans receivable	19	2,918	3,525	2,558	3,120
Deferred tax assets	20	6,747	4,087	3,691	642
		562,947	518,104	637,266	604,467
Current assets					
Trade receivables	21	47,218	43,541	1,788	2,043
Other receivables	22	15,964	23,999	11,328	18,673
Due from subsidiaries	23	-	-	20,209	16,919
Tax recoverable		4,352	2,871	2,917	2,742
Investment securities	18	25,039	34,939	-	-
Cash for equity margins, derivatives trading margins, security deposits, Securities Borrowing and Lending (SBL) collaterals and eDividend distributions	24	1,168,526	1,381,059	-	-
Cash and bank balances of Clearing Funds	25	129,628	126,213	-	-
Cash and bank balances of the Group/Company	26	271,207	305,626	88,066	119,956
		1,661,934	1,918,248	124,308	160,333
Total assets		2,224,881	2,436,352	761,574	764,800

STATEMENTS OF
FINANCIAL POSITION
AS AT 31 DECEMBER 2017

	Note	Group		Company	
		2017 RM'000	2016 RM'000	2017 RM'000	2016 RM'000
Equity and liabilities					
Equity					
Share capital	27	402,169	268,136	396,919	268,136
Share premium		-	119,052	-	119,052
Other reserves	28	179,938	157,843	149,165	121,511
Retained earnings	29	267,881	323,909	105,516	167,313
Equity attributable to owners of the Company		849,988	868,940	651,600	676,012
Non-controlling interest		12,469	18,300	-	-
Total equity		862,457	887,240	651,600	676,012
Non-current liabilities					
Retirement benefit obligations	30(a)	21,860	25,079	21,860	25,079
Deferred grants	31	2,038	3,092	972	1,895
Lease liabilities	15(b)	7,470	-	7,470	-
Deferred tax liabilities	20	1,729	2,123	-	-
		33,097	30,294	30,302	26,974
Current liabilities					
Trade payables	24	1,166,024	1,378,595	-	-
Participants' contribution to Clearing Funds	25	39,628	36,213	-	-
Other payables	32	115,989	100,509	79,167	61,814
Lease liabilities	15(b)	505	-	505	-
Tax payable		7,181	3,501	-	-
		1,329,327	1,518,818	79,672	61,814
Total liabilities		1,362,424	1,549,112	109,974	88,788
Total equity and liabilities		2,224,881	2,436,352	761,574	764,800

The accompanying accounting policies and explanatory notes form an integral part of the financial statements.

How to Run this CD

This is an Auto-Play CD-ROM. Simply put the CD-ROM into your PC's CD-ROM drive and follow the instructions on the screen.

Remarks: Kindly click on "Acrobat Reader" icon to download the installer for PDF viewing.

Minimum System Requirements

Windows

- Windows 8 or later
- 1GB RAM or higher
- High Colour (32-bit)
- 32x speed CD-ROM drive or higher
- Recommended screen resolution: 1366 x 768 pixels
- Adobe Acrobat Reader DC

MacOS

- Mac OS X v10.10 or higher
- 1GB RAM or higher
- Minimum 32-bit colour display
- 32x speed CD-ROM drive or higher
- Recommended screen resolution: 1366 x 768 pixels
- Adobe Acrobat Reader DC



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Bursa Malaysia Berhad (30632-P)

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**NOTICE OF 41ST
ANNUAL GENERAL MEETING**

BURSA MALAYSIA BERHAD (30632-P)
(INCORPORATED IN MALAYSIA UNDER THE COMPANIES ACT, 2016)



NOTICE IS HEREBY GIVEN THAT the 41st Annual General Meeting (AGM) of Bursa Malaysia Berhad (the Company) will be held at Ballroom 2, 1st Floor, Sime Darby Convention Centre, 1A Jalan Bukit Kiara 1, 60000 Kuala Lumpur on Wednesday, 28 March 2018 at 10.00 a.m. for the transaction of the following business:

Ordinary Business

1. To receive the Audited Financial Statements for the financial year ended 31 December 2017 and the Reports of the Directors and Auditors thereon.
2. To re-elect the following Directors who retire by rotation in accordance with Article 69 of the Company's Constitution and who being eligible offer themselves for re-election:
 - (1) Datuk Karownikaran @ Karunakaran a/l Ramasamy
 - (2) Encik Pushpanathan a/l S.A. Kanagarayar
 - (3) Datin Grace Yeoh Cheng Geok.
3. To approve the payment of Directors' fees amounting to RM300,000 per annum for the Non-Executive Chairman and RM200,000 per annum for each of the Non-Executive Directors in respect of the financial year ended 31 December 2017.
4. To approve the payment of benefits payable to the Non-Executive Chairman and Non-Executive Directors up to an amount of RM2,400,000, from 29 March 2018 until the next AGM of the Company.
5. To appoint Messrs. Ernst & Young as Auditors of the Company for the financial year ending 31 December 2018 and to authorise the Board of Directors to determine their remuneration.

**Resolution 1
Resolution 2
Resolution 3**

Resolution 4

Resolution 5

Resolution 6

Special Business

6. To consider and if thought fit, to pass the following Special Resolution:

Proposed Alteration or Amendment of the Constitution of the Company

"THAT approval be and is hereby given to alter or amend the whole of the existing Constitution of the Company by the replacement thereof with a new Constitution of the Company as set out in Appendix A with immediate effect AND THAT the Board of Directors of the Company be and is hereby authorised to assent to any conditions, modifications and/or amendments as may be required by any relevant authorities, and to do all acts and things and take all such steps as may be considered necessary to give full effect to the foregoing."

Resolution 7

7. To transact any other business of which due notice shall have been given in accordance with the Companies Act 2016 and the Company's Constitution.

FURTHER NOTICE IS HEREBY GIVEN THAT for the purpose of determining a member who shall be entitled to attend this 41st AGM, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd in accordance with Article 49A(2) 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 21 March 2018. Only a depositor whose name appears on the Record of Depositors as at 21 March 2018 shall be entitled to attend the said meeting or appoint proxies to attend and/or vote on his/her behalf.

BY ORDER OF THE BOARD

Yong Hazadurah binti Md. Hashim, LS 006674
Hong Soo Yong, MAICSA 7026744
Company Secretaries

Kuala Lumpur
28 February 2018

NOTICE OF 41ST ANNUAL GENERAL MEETING

BURSA MALAYSIA BERHAD (30632-P)
(INCORPORATED IN MALAYSIA UNDER THE COMPANIES ACT, 2016)

Notes:

1. Proxy

- 1.1 A member entitled to attend, participate, speak and vote at the AGM is entitled to appoint proxy(ies) to attend, participate, speak and vote in his stead.
- 1.2 (a) Where a member is an authorised nominee (AN) as defined under the Securities Industry (Central Depositories) Act 1991 (SICDA), the AN may appoint proxy(ies) in respect of each securities account it holds which is credited with ordinary shares of the Company; and
(b) Where a member is an exempt authorised nominee (EAN) as defined under SICDA which holds ordinary shares in the Company for multiple owners in one securities account (omnibus account), the EAN may appoint proxy(ies) in respect of each omnibus account it holds.
- 1.3 Where a member appoints more than one (1) proxy, the appointment shall be invalid unless he specifies the proportion of his shareholding to be represented by each proxy.
- 1.4 The instrument appointing a proxy shall be in writing under the hand of the appointer or his attorney duly authorised in writing, or if the appointer is a corporation, under its common seal or in such other manner approved by its directors. Any alteration to the instrument appointing a proxy must be initialled.
- 1.5 The instrument appointing a 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 or its Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi 59200 Kuala Lumpur, no later than Tuesday, 27 March 2018 at 10.00 a.m.
- 1.6 Pursuant to Paragraph 8.29A of Bursa Malaysia Securities Berhad Main Market Listing Requirements, all resolutions set out in the Notice of 41st AGM will be put to vote on a poll.

2. Audited Financial Statements for financial year ended 31 December 2017

The audited financial statements are laid in accordance with Section 340(1)(a) of the Companies Act (CA) 2016 for discussion only under Agenda 1. They do not require shareholders' approval and hence, will not be put for voting.

3. Ordinary Resolutions 1 to 3: Re-election of Directors who retire in accordance with Article 69 of the Company's Constitution

- 3.1 Article 69 of the Constitution provides that one-third (1/3) of the Directors of the Company for the time being shall retire by rotation at an AGM of the Company. With the current Board size of nine (9), three (3) Directors are to retire in accordance with Article 69 of the Constitution.
 - (a) For the purpose of determining the eligibility of the Directors to stand for re-election at the 41st AGM, the Nomination and Remuneration Committee (NRC) has assessed each of the retiring Directors, and considered the following:
 - (i) The Director's performance and contribution based on the Self and Peer Assessment (SPA) results of the Board Effectiveness Evaluation (BEE) 2016/2017;
 - (ii) The Director's level of contribution to the Board deliberations through his/her skills, experience and strength in qualities; and
 - (iii) The level of independence demonstrated by the Director, and his/her ability to act in the best interests of the Company in decision-making.
 - (b) In line with Practice 5.1 of the Malaysian Code on Corporate Governance, the Board has also conducted an assessment of the Directors of the Company based on the relevant performance criteria which include the following:
 - (i) Will and ability to critically challenge and ask the right questions;
 - (ii) Confidence to stand up for a point of view and offer advice/guidance;
 - (iii) Character and integrity in dealing with potential conflict of interest situations;
 - (iv) Calibre and personality;
 - (v) Commitment to serve the company, due diligence and integrity;
 - (vi) Fit and properness;
 - (vii) Independence and objectivity; and
 - (viii) Skills and competencies, contribution and performance.

Based on the Directors' SPA results of the BEE 2016/2017, the individual Directors met the performance criteria required of an effective and high performance Board. In addition, each of the Non-Executive Directors (NEDs) has also provided his/her annual declaration/confirmation of independence in the fourth quarter of 2017.

NOTICE OF 41ST
ANNUAL GENERAL MEETING

BURSA MALAYSIA BERHAD (30632-P)
(INCORPORATED IN MALAYSIA UNDER THE COMPANIES ACT, 2016)

- (c) Based on the above, the Board approved the NRC's recommendation that the Directors who retire in accordance with Article 69 of the Constitution are eligible to stand for re-election. All these retiring Directors had abstained from deliberations and decisions on their own eligibility to stand for re-election at the relevant NRC and Board meetings.

Section 10(1)(b) of the Capital Markets and Services Act 2007 (CMSA) provides that the appointment, re-appointment, election or re-election as a Director of the Company is subject to concurrence by the Securities Commission Malaysia (SC). In this respect, the SC had on 4 January 2018 provided its concurrence in respect of the proposed re-election of the Directors of the Company pursuant to Section 10(1)(b) of the CMSA.

- 3.2 Any Director referred to in **Resolutions 1 to 3**, who is a shareholder of the Company will abstain from voting on the resolution in respect of his/her re-election at the 41st AGM.

4. NEDs' remuneration

- 4.1 Section 230(1) of the CA 2016 provides amongst others, that "the fees" of the directors and "any benefits" payable to the directors of a listed company and its subsidiaries shall be approved at a general meeting. In this respect, the Board agreed that the shareholders' approval shall be sought at the 41st AGM on the Directors' remuneration in two (2) separate resolutions as below:

- (a) **Resolution 4** on payment of Directors' fees in respect of the preceding year 2017; and
(b) **Resolution 5** on payment of Directors' benefits from 29 March 2018 to the next AGM in 2019.

- 4.2 In June 2017, the Board through the NRC had engaged an external consultant, Korn Ferry/Hay Group (KFHG) to conduct an independent review of the Remuneration Policy for the members of the Board and Board Committees of Bursa Malaysia Group (Board Remuneration Review), with the view to determine its competitiveness and sufficiency to attract and retain individuals with strong credentials and high calibre to serve on the Board of the Company.

In its review, KFHG had adopted comparators which include several stock exchanges, public listed financial services companies and dominant provider companies. The outcome of the review indicated that the current Directors' remuneration lagged behind the Company's key comparators, and there is a need to close the gap to address this position. To this, KFHG recommended to revise the Directors' remuneration to be at par with the prevalent market rate, and to commensurate with the Directors' responsibilities, commitment and contribution with reference to their statutory duties, the complexity of the Group's businesses and the increased expectations from various stakeholders, given the unique nature of Bursa Malaysia being a regulator and a listed entity.

5. Directors' fees and benefits payable to the NEDs

5.1 Ordinary Resolution 4: Directors' fees

Having considered the positioning of the Board's remuneration over the past three (3) years from 2014 to 2016, the Board at its meeting held in December 2017 approved the NRC's recommendation for the proposed revision to the NEDs' fees as set out in the right column of the table below:

Directors' Fees (as approved at AGMs)	2004 to 2008 (5 years)	2009 to 2013 (5 years)	2014 to 2016 (3 years)	Proposed for 2017 (Approval sought at 41 st AGM)
Non-Executive Chairman	RM60,000 per annum	RM90,000 per annum	RM150,000 per annum	RM300,000 per annum
Non-Executive Director	RM40,000 per annum	RM60,000 per annum	RM100,000 per annum	RM200,000 per annum

The above proposal is made with reference to the outcome of the Board Remuneration Review conducted by KFHG, which indicated that the Board's current remuneration levels are not sufficiently competitive to attract and retain Board talent and do not fairly reward the NEDs' contributions. Based on the benchmark study by KFHG, the differentiation of the proposed fee for the Board Chairman from a NED at 1.5 times was seen as fair and equitable.

The payment of the NEDs' fees in respect of the preceding financial year (FY) 2017 will only be made if the proposed **Resolution 4** has been passed at the 41st AGM pursuant to Article 78 of the Constitution and Section 230(1)(b) of the CA 2016.

5.2 Ordinary Resolution 5: Benefits payable to the NEDs

The benefits payable to the NEDs comprise the allowances and other emoluments payable to the Chairman and members of the Board, Board of subsidiaries and Board Committees.

NOTICE OF 41ST
ANNUAL GENERAL MEETING

BURSA MALAYSIA BERHAD (30632-P)
(INCORPORATED IN MALAYSIA UNDER THE COMPANIES ACT, 2016)

(a) At the 40th AGM of the Company held on 29 March 2017, the benefits payable to the NEDs of the Company from 1 January 2017 until the 41st AGM of the Company on 28 March 2018 (“15 months”) was approved for an amount of RM2,343,750. The utilisation of this approved amount as at 31 December 2017 is RM1,595,673.30. Based on the schedule of meetings in the first quarter of 2018, an amount of RM214,500 is expected to be utilised for payment of meeting allowance and other benefits to the NEDs. Hence, the expected total utilised amount would be approximately 77% of the approved amount.

(b) In the Board Remuneration Review conducted by KFHG, the proposed revisions to the Directors’ benefits are summarised in the table below:

Description	Chairman		NEDs / Member	
	Current	Proposed	Current	Proposed
Meeting Allowance (per meeting)				
• Board of Bursa Malaysia	RM4,000	RM3,000	RM2,000	RM3,000
• Board of Functional Subsidiary	RM4,000	RM3,000	RM2,000	RM3,000
• Board Committees	RM2,500	RM3,000	RM1,500	RM3,000
Fixed Allowance	Current	Proposed	Current	Proposed
• Board of Functional Subsidiary	RM1,000 per month	RM20,000 per annum	RM1,000 per month	No change
• Board Governance Committees	-	RM20,000 per annum	-	RM1,000 per month
• Board Regulatory Committees	-	RM20,000 per annum	RM1,000 per month (for non-Directors)	RM1,000 per month (for all members)
Monthly Fixed Allowance	RM52,000 per month	No change	Not Applicable	Not Applicable
Other Benefits	Club membership, medical coverage, travel & communication and other claimable benefits	Club membership, medical coverage, travel and other claimable benefits	Medical coverage, travel & communication and other claimable benefits	Medical coverage, travel and other claimable benefits

Note: The Chief Executive Officer/Executive Director does not receive any Directors’ remuneration.

- (i) It is proposed that meeting allowance for the Board of Bursa Malaysia and its subsidiaries and Board Committees be streamlined at RM3,000 per meeting, with no differentiation between Chairman and member.
- (ii) It is further proposed that fixed allowance be introduced for the Board Committees i.e. Governance and Regulatory Committees to compensate the Chairman and members of the Board Committees for additional responsibilities undertaken to discharge the functions of these Board Committees.
- (iii) Other than the above, the monthly fixed allowance to the Chairman of Bursa Malaysia being an Exchange Holding Company and listed entity is proposed to be maintained, in recognition of the significant roles in leadership and oversight, and the wide-ranging scope of responsibilities expected of him, as well as the fact that he does not serve on the boards of any other listed companies or market participants regulated by Bursa Malaysia.
- (c) The total amount of benefits payable to the NEDs is estimated to be up to RM2,400,000 from 29 March 2018 to the next AGM in 2019 (Current Period), based on the proposed Board Remuneration Policy which will take effect from 29 March 2018 subject to the shareholders’ approval, and taking into account various factors including the number of scheduled meetings for the Board, Board of subsidiaries and Board Committees as well as the number of NEDs involved in these meetings.

Payment of benefits to the NEDs will be made by the Company and its subsidiaries on a monthly basis and/or as and when incurred based on the proposed revised benefits effective 29 March 2018, if the proposed **Resolution 5** has been passed at the 41st AGM. The Board is of the view that it is just and equitable for the NEDs to be paid the Directors’ remuneration (excluding Directors’ fees) on a monthly basis and/or as and when incurred, particularly after they have discharged their responsibilities and rendered their services to the Company and its subsidiaries throughout the Current Period.

5.3 Any NEDs who are shareholders of the Company will abstain from voting on **Resolutions 4 and 5** concerning remuneration to the NEDs at the 41st AGM.

NOTICE OF 41ST
ANNUAL GENERAL MEETING

BURSA MALAYSIA BERHAD (30632-P)
(INCORPORATED IN MALAYSIA UNDER THE COMPANIES ACT, 2016)

6. Ordinary Resolution 6: Appointment of Auditors

6.1 The Audit Committee (AC) at its meeting held on 29 January 2018 undertook an annual assessment of the suitability and independence of the external auditors, Ernst & Young (EY) in accordance with the revised Auditor Independence Policy of the Group which was approved by the Board in April 2016. In its assessment, the AC considered several factors which include the following:

- (a) Quality of EY's performance and their communications with the AC and Bursa Malaysia group, based on feedback obtained via assessment questionnaires from Bursa Malaysia personnel who had substantial contact with the external audit team and EY throughout the year;
- (b) Adequacy of experience and resources provided to the Group by EY, in terms of the firm and the professional staff assigned to the audit; and
- (c) Independence of EY and the level of non-audit services to be rendered by EY to the Company for the FY 2018.

The AC also took into account the openness in communication and interaction with the lead audit engagement partner and engagement team through discussions at the private meetings, which demonstrated their independence, objectivity and professionalism.

6.2 The AC was satisfied with the suitability of EY based on the quality of audit, performance, competency and sufficiency of resources the external audit team provided to the Group. The AC was also satisfied in its review that the provisions of non-audit services by EY to the Company for the FY 2017 did not in any way impair their objectivity and independence as external auditors of Bursa Malaysia.

6.3 The Board at its meeting held in February 2018 approved the AC's recommendation for the shareholders' approval to be sought at the 41st AGM on the appointment of EY as external auditors of the Company for the FY 2018, under **Resolution 6**.

7. Special Resolution 7: Proposed Alteration or Amendment of the Constitution of the Company [pursuant to Section 36(1) of the CA 2016]

7.1 The proposed amendments to the existing Memorandum & Articles of Association (Constitution) of the Company (Proposed Amendments) are made mainly for the following purposes:

- (a) To ensure compliance with the amended Bursa Malaysia Securities Berhad Main Market Listing Requirements which was issued on 29 November 2017;
- (b) To provide clarity and consistency with the amendments that arise from the CA 2016 effective 31 January 2017; and
- (c) To incorporate the necessary amendments that arise from the Capital Markets and Services (Amendment) Act 2015.

7.2 Under Article 146 of the existing Constitution of the Company, amendments to the Constitution can be made if duly passed by a Special Resolution. In view of the substantial amount of Proposed Amendments to the Constitution, the Board proposed that the existing Constitution be altered or amended by the Company in its entirety by the replacement thereof with a new Constitution which incorporated all the Proposed Amendments (**New Constitution**) as set out in **Appendix A**.

7.3 The SC had on 13 February 2018 granted its approval on the Proposed Amendments in accordance with Section 9(5) of the CMSA. The Proposed Amendments to the Constitution together with the rationale for the same, is uploaded on Bursa Malaysia website at <http://www.bursamalaysia.com/misc/system/assets/23681/proposed-amendments.pdf> for ease of reference.

7.4 In view of the above, the shareholders' approval is sought for the Company to alter or amend the whole of the existing Constitution by the replacement thereof with the New Constitution as per **Appendix A** in accordance with Section 36(1) of the CA 2016. The **Appendix A** on the Proposed New Constitution of the Company, which is circulated together with the Notice of 41st AGM dated 28 February 2018, shall take effect once the proposed **Resolution 7** has been passed by a majority of not less than seventy-five per centum (75%) of such members who are entitled to vote and do vote in person or by proxy at the 41st AGM.

**STATEMENT ACCOMPANYING NOTICE OF
41ST ANNUAL GENERAL MEETING**

(PURSUANT TO PARAGRAPH 8.27(2) OF BURSA MALAYSIA SECURITIES BERHAD
MAIN MARKET LISTING REQUIREMENTS)

The profiles of the Directors who are standing for re-election as per Agenda 2 of the Notice of 41st AGM are as follows:

Resolution 1	
	Datuk Karownikaran @ Karunikaran a/l Ramasamy Senior Independent Non-Executive Director
Nationality/Age/Gender:	Malaysian/67/Male
Date of Appointment:	28 March 2013
Length of Service (as at 31 January 2018):	4 years 10 months
Date of Last Re-election:	31 March 2016
Board Meeting Attendance in 2017:	9/9
Board Committees Membership(s):	<ul style="list-style-type: none"> • Nomination and Remuneration Committee (Chairman) • Regulatory and Conflicts Committee • Appeals Committee
Academic/ Professional Qualification(s):	<ul style="list-style-type: none"> • Bachelor of Economics (Hons) in Accounting, University of Malaya
Present Directorship(s):	<p>Listed entities:</p> <ul style="list-style-type: none"> • Malayan Banking Berhad • IOI Corporation Berhad • Chairman, Integrated Logistics Berhad <p>Other public companies:</p> <ul style="list-style-type: none"> • Chairman, Etiqa General Insurance Berhad (formerly known as Etiqa Insurance Berhad) • Chairman, Etiqa Life Insurance Berhad • Chairman, Etiqa International Holdings Berhad • Chairman, Maybank Ageas Holdings Berhad
Past Directorship(s) and/or Appointment(s):	<ul style="list-style-type: none"> • Chairman, Etiqa Family Takaful Berhad (formerly known as Etiqa Takaful Berhad) (2016-2017) • Director, Maybank (Cambodia) PLC (2012-2017) • Director, Maybank Asset Management Group Berhad (2012-2016) • Director, Chemical Company of Malaysia Berhad (2011-2014) • Director, Maybank Investment Bank Berhad (2009-2014) • Director-General, Malaysian Investment Development Authority (MIDA) (2004-2008) • Deputy Director-General, MIDA (2001-2003) • Director, Industrial Promotion Division overseeing 16 MIDA overseas offices (1996-2000) • Director, MIDA in Singapore, Germany and London (1978-1995)

STATEMENT ACCOMPANYING NOTICE OF
41ST ANNUAL GENERAL MEETING
(PURSUANT TO PARAGRAPH 8.27(2) OF BURSA MALAYSIA SECURITIES BERHAD
MAIN MARKET LISTING REQUIREMENTS)

Resolution 2	
	Pushpanathan a/l S.A. Kanagarayar Independent Non-Executive Director
Nationality/Age/Gender:	Malaysian/66/Male
Date of Appointment:	23 June 2014
Length of Service (as at 31 January 2018):	3 years 7 months
Date of Last Re-election:	31 March 2016
Board Meeting Attendance in 2017:	9/9
Board Committees Membership(s):	<ul style="list-style-type: none"> • Audit Committee (Chairman) • Nomination and Remuneration Committee • Listing Committee (Chairman)
Academic/ Professional Qualification(s):	<ul style="list-style-type: none"> • Institute of Chartered Accountants of Scotland (Member) • Malaysian Institute of Certified Public Accountants (MICPA) (Member) • Malaysian Institute of Accountants (MIA) (Member)
Present Directorship(s):	<p>Listed entities:</p> <ul style="list-style-type: none"> • IJM Corporation Berhad • IJM Plantations Berhad <p>Other public companies:</p> <ul style="list-style-type: none"> • Asian Institute of Finance Berhad • Sun Life Malaysia Assurance Berhad • Sun Life Malaysia Takaful Berhad
Present Appointment(s):	<ul style="list-style-type: none"> • Council Member, MICPA • Trustee, World Wildlife Fund Malaysia • Director, Malaysian Community Education Foundation • Project Chairman, the Insurance Standards Working Group of Malaysian Accounting Standards Board (MASB) on Malaysian Financial Reporting Standard 17
Past Directorship(s) and/or Appointment(s):	<ul style="list-style-type: none"> • Board Member, MASB (2009-2015) • Honorary Secretary, Financial Reporting Foundation (2010-2015) • President, MICPA (2012-2014) • Council Member, MIA (2012-2014) • Partner, Messrs Ernst & Young (1983-2009) • Chairman, Adjudication and/or Organising Committees, National Annual Corporate Report Awards (2003-2009) • Chairman, MICPA's Financial Statements Review Committee and Project Chairman, the Insurance Standards Working Group of MASB on Financial Reporting Standard 4 (2003-2007) • Member, International Federation of Accountants' Developing Nations Permanent Taskforce (2004-2005)

STATEMENT ACCOMPANYING NOTICE OF
 41ST ANNUAL GENERAL MEETING
 (PURSUANT TO PARAGRAPH 8.27(2) OF BURSA MALAYSIA SECURITIES BERHAD
 MAIN MARKET LISTING REQUIREMENTS)

Resolution 3	
	Datin Grace Yeoh Cheng Geok Independent Non-Executive Director
Nationality/Age/Gender:	Malaysian/56/Female
Date of Appointment:	24 February 2017
Length of Service (as at 31 January 2018):	11 months
Date of Last Re-election:	29 March 2017
Board Meeting Attendance in 2017:	7/7
Board Committees Membership(s):	<ul style="list-style-type: none"> • Risk Management Committee • Nomination and Remuneration Committee
Academic/ Professional Qualification(s):	<ul style="list-style-type: none"> • Bachelor of Laws (Hons), London School of Economics and Political Science • Master of Laws (LLM), University of London • Barrister-at-Law, Middle Temple • Advocate and Solicitor of the High Court of Malaya
Present Directorship(s):	<p>Listed entity: Nil</p> <p>Other public companies:</p> <ul style="list-style-type: none"> • CIMB Bank Berhad • Bursa Malaysia Securities Berhad and its clearing house (Bursa Malaysia Securities Clearing Sdn Bhd)
Present Appointment(s):	<ul style="list-style-type: none"> • Member, Management Committee and Managing Partner, Shearn Delamore & Co. • Head, Corporate and Commercial Law Practice Group, Shearn Delamore & Co. • Head, Energy, Natural Resources & Green Technology Practice Group, Shearn Delamore & Co. • Member, Corporate and Commercial Law Committee of the Malaysian Bar Council • Member, Trade in Legal Services Committee of the Malaysian Bar Council • Board Member, ICC Malaysia

All the 3 Directors do not hold any shares in the Company as at 30 January 2018. They have no family relationship with any Director and/or major shareholder of Bursa Malaysia, have no conflict of interest with Bursa Malaysia, have not been convicted of any offence within the past five years and have not been imposed any penalty by the relevant regulatory bodies during the financial year 2017.

They satisfy the criteria of an independent director as defined under Bursa Malaysia Securities Berhad Main Market Listing Requirements, which include being independent of management, free from any business or other relationship which could interfere with the exercise of independent judgement, objectivity or the ability to act in the best interests of the Company, and also being independent of its major shareholders.

FORM OF PROXY

CDS account no. of authorised nominee (Note 1)

I/We _____

(Full Name as per NRIC/Certificate of Incorporation in capital letters)

Company No. / NRIC No. (new) _____ (old) _____

of _____

(Full address)

being a member of BURSA MALAYSIA BERHAD hereby appoint:

NRIC No.
 _____ (new) _____ (old)

or failing him/her _____ (new) _____ (old)

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 41st Annual General Meeting (AGM) of Bursa Malaysia Berhad (the Company) to be held at Ballroom 2, 1st Floor, Sime Darby Convention Centre, 1A Jalan Bukit Kiara 1, 60000 Kuala Lumpur on Wednesday, 28 March 2018 at 10.00 a.m. and at any adjournment thereof, on the following resolutions referred to in the Notice of 41st AGM. My/our proxy is to vote as indicated below:

No.	RESOLUTIONS		FOR	AGAINST
1.	To re-elect Datuk Karownikaran @ Karunakaran a/l Ramasamy as Director of the Company	Ordinary Resolution 1		
2.	To re-elect Encik Pushpanathan a/l S.A. Kanagarayar as Director of the Company	Ordinary Resolution 2		
3.	To re-elect Datin Grace Yeoh Cheng Geok as Director of the Company	Ordinary Resolution 3		
4.	To approve the payment of Directors' fees amounting to RM300,000 per annum for the Non-Executive Chairman and RM200,000 per annum for each of the Non-Executive Directors in respect of the financial year ended 31 December 2017	Ordinary Resolution 4		
5.	To approve the payment of benefits payable to the Non-Executive Chairman and Non-Executive Directors up to an amount of RM2,400,000, from 29 March 2018 until the next AGM of the Company	Ordinary Resolution 5		
6.	To appoint Messrs. Ernst & Young as Auditors of the Company for the financial year ending 31 December 2018 and to authorise the Board of Directors to determine their remuneration	Ordinary Resolution 6		
7.	To approve the alteration or amendment of the existing Constitution by replacement with a new Constitution of the Company as per Appendix A	Special Resolution 7		

Please indicate with an "X" in the appropriate space 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 shall vote as he/she thinks fit, or at his/her discretion, abstain from voting.

Dated this _____ day of _____ 2018

Number of shares held

For appointment of proxies, percentage of shareholdings to be represented by the proxies:		
	No. of shares	Percentage

	No. of shares	Percentage
Proxy []		
Proxy []		
Total		100%

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

Notes:

1. Applicable to shares held through a nominee account.
2. A member entitled to attend, participate, speak and vote at the AGM is entitled to appoint proxy(ies) to attend, participate, speak and vote in his stead.
3. (a) Where a member is an authorised nominee (AN) as defined under the Securities Industry (Central Depositories) Act 1991 (SICDA), the AN may appoint proxy(ies) in respect of each securities account it holds which is credited with ordinary shares of the Company; and
(b) Where a member is an exempt authorised nominee (EAN) as defined under SICDA which holds ordinary shares in the Company for multiple owners in one securities account (omnibus account), the EAN may appoint proxy(ies) in respect of each omnibus account it holds.
4. Where a member appoints more than one (1) proxy, the appointment shall be invalid unless he specifies the proportion of his 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 attorney duly authorised in writing, or if the appointer is a corporation, under its common seal or in such other manner approved by its directors. Any alteration to the instrument appointing a proxy must be initialled.
6. The instrument appointing a 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 or its Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi 59200 Kuala Lumpur, no later than Tuesday, 27 March 2018 at 10.00 a.m.
7. Pursuant to Paragraph 8.29A of Bursa Malaysia Securities Berhad Main Market Listing Requirements, all resolutions set out in the Notice of 41st AGM will be put to vote on a poll.
8. For the purpose of determining a member who shall be entitled to attend this 41st AGM, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd in accordance with Article 49A(2) 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 21 March 2018. Only a depositor whose name appears on the Record of Depositors as at 21 March 2018 shall be entitled to attend the said meeting or appoint proxies to attend and/or vote on his/her behalf.

2. FOLD THIS FLAP TO SEAL

The Share Registrar

TRICOR INVESTOR & ISSUING HOUSE SERVICES SDN. BHD. (11324-H)
Unit 32-01, Level 32, Tower A
Vertical Business Suite
Avenue 3, Bangsar South
No. 8, Jalan Kerinchi
59200 Kuala Lumpur

AFFIX STAMP
RM0.80
HERE

1. FOLD HERE

REQUEST FORM

Dear Shareholders of Bursa Malaysia Berhad (30632-P),

We are pleased to provide our Annual Report 2017 in CD-ROM, which will enable you to download, print any relevant page or e-mail the file as an attachment to your intended recipient. The same is also available on Bursa Malaysia's website, www.bursamalaysia.com under Corporate Section-Investor Relations-Financial Information-Annual Reports.

Copies of the following documents are enclosed together with the Annual Report 2017 Abridged Version for your kind attention:

1. Notice of 41st Annual General Meeting (AGM) and Statement Accompanying Notice of 41st AGM;
2. Appendix A: Proposed New Constitution of Bursa Malaysia Berhad;
3. Form of Proxy for the 41st AGM; and
4. Administrative Guide for the 41st AGM.

Should you require a printed copy of the Annual Report 2017, please forward your request by completing the Request Form provided below. Alternatively, you may submit your request online via the Share Registrar's website by following the simple steps below:

Step 1 – Go to <http://myetricor.com/>

Step 2 – Select “Request for Annual Report” under E-Services on the right

Step 3 – Key in “BURSA MALAYSIA BERHAD” and complete the online request form

Step 4 – Click “Submit” button to submit your request

The printed copy of the Annual Report will be forwarded to you by ordinary post within four market days from the date of receipt of your verbal or written request.

We would like to thank you for your support of Bursa Malaysia Berhad. Should you have any queries, please do not hesitate to contact us at the numbers given below.

Best Regards

Tan Sri Amirsham A Aziz
Chairman

REQUEST FORM FOR PRINTED COPY OF ANNUAL REPORT 2017 OF BURSA MALAYSIA BERHAD

Bursa Malaysia Berhad (30632-P)
15th Floor, Exchange Square
Bukit Kewangan
50200 Kuala Lumpur, Malaysia

Tel : 603-2034 7000
: 603-2034 7055 : Puan Salmi Dali
: 603-2034 7235 : Puan Salbiah Che Mat
Fax : 603-2732 6437
E-mail : enquiries@bursamalaysia.com

Tricor Investor & Issuing House Services Sdn Bhd (11324-H)
Unit 32-01, Level 32, Tower A
Vertical Business Suite
Avenue 3, Bangsar South
No. 8, Jalan Kerinchi
59200 Kuala Lumpur, Malaysia

Tel : 603-2783 9299
: 603-2783 9236 : Ms. Samantha Goh
: 603-2783 9280 : Encik Sazali Husin
Fax : 603-2783 9222
E-mail : is.enquiry@my.tricorglobal.com

Please send to me/us a printed copy of Annual Report 2017 in English.

PARTICULARS OF SHAREHOLDER

Name : _____

Identity Card No./Passport No./Company No. : _____

CDS Account No. : _____

Mailing Address : _____

Tel : _____

Dated this _____ day of _____ 2018

Signature of Shareholder

2. FOLD THIS FLAP TO SEAL

The Share Registrar

TRICOR INVESTOR & ISSUING HOUSE SERVICES SDN. BHD. (11324-H)

Unit 32-01, Level 32, Tower A

Vertical Business Suite

Avenue 3, Bangsar South

No. 8, Jalan Kerinchi

59200 Kuala Lumpur

AFFIX STAMP
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ADMINISTRATIVE GUIDE

Date : Wednesday, 28 March 2018
Time : 10.00 a.m.
Venue : Ballroom 2, 1st Floor, Sime Darby Convention Centre, 1A Jalan Bukit Kiara 1, 60000 Kuala Lumpur

Parking

1. Parking is free and you are advised to park your vehicle at the Sime Darby Convention Centre (SDCC) car park.

Registration

2. Registration will start at 8.00 a.m. in Ballroom 3 on the 1st Floor of SDCC, and will end at a time as directed by the Chairman of the meeting. As you enter the SDCC building, the escalator on the right hand side will lead you to Ballroom 3.
3. Please read the signage to ascertain where you should register yourself for the meeting and join the queue accordingly.
4. Please produce your original Identity Card (IC) to the registration clerk for verification. Please make sure you collect your IC thereafter.
5. After the verification, you are required to write your name and sign on the Attendance List placed on the registration table.
6. You will be given (a) an identification tag, (b) a refreshment coupon, and (c) a lunch voucher.
 - Item (a) has personalised passcode, so please retain the same for entry to the meeting room (Ballroom 2) and for voting at the 41st Annual General Meeting (AGM);
 - Where more than two (2) proxies are appointed by a Member, only the first two (2) registration of proxies will be provided with items (b) and (c);
 - There will be no replacement in the event that you lose or misplace any one of the aforesaid items (a) to (c).
7. No person will be allowed to register on behalf of another person even with the original IC of that other person.
8. The registration counter will handle only verification of identity and registration. If you have any enquiry, please proceed to the Help Desk. The **Help Desk** will be located next to the registration counters in Ballroom 3.

Food and Beverage

9. With the refreshment coupon, please proceed to collect your refreshment pack at Ballroom 1 on the 1st Floor of SDCC. You may be seated at Ballroom 1 to have your refreshment.
10. In addition to the refreshment pack, beverage will be served before the commencement of the 41st AGM, at Ballroom 1 and at the foyer on the 1st Floor of SDCC.

General Meeting Record of Depositors

11. For the purpose of determining a member who shall be entitled to attend the 41st AGM, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd in accordance with Article 49A(2) 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 21 March 2018. Only a depositor whose name appears on the Record of Depositors as at 21 March 2018 shall be entitled to attend the said meeting or appoint proxies to attend and/or vote on his/her behalf.

Proxy

12. A member entitled to attend and vote is entitled to appoint proxy/proxies, to attend and vote instead of him. If you are unable to attend the meeting and wish to appoint a proxy to vote on your behalf, please submit your Form of Proxy in accordance with the notes and instructions printed therein.
13. If you wish to submit your Form of Proxy by fax, please fax to the office of the Share Registrar, Tricor Investor & Issuing House Services Sdn Bhd at Fax No. 03-2783 9222. Please also ensure that the original Form of Proxy is 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 or its Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, no later than Tuesday, 27 March 2018 at 10.00 a.m.
14. If you wish to attend the meeting yourself, please do not submit any Form of Proxy for the meeting that you wish to attend. You will not be allowed to attend the meeting together with a proxy appointed by you.
15. If you have submitted your Form of Proxy prior to the meeting and subsequently decided to attend the meeting yourself, please proceed to the **Help Desk** to revoke the appointment of your proxy.

Voting Procedure

16. The voting at the 41st AGM will be conducted on a poll in accordance with Paragraph 8.29A of Bursa Malaysia Securities Berhad Main Market Listing Requirements. The Company has appointed Tricor Investor & Issuing House Services Sdn Bhd (Tricor) as Poll Administrator to conduct the poll by way of electronic voting (e-voting) and Deloitte Enterprise Risk Services Sdn Bhd as scrutineers to verify the poll results.
17. E-voting for each of the resolutions as set out in the Notice of 41st AGM will take place only upon the conclusion of the deliberations of all the businesses transacted at the 41st AGM. The registration for attendance will be closed, to facilitate commencement of the poll.

18. Each shareholder/proxy will be directed to the e-voting counter or kiosk for voting using tablet where he/she must produce the identification tag issued to him/her during registration for the 41st AGM.

Voting can also be done using your own **smartphone device** with access to Tricor e-Vote App, as described below:

(a) For voting using your own smartphone device

- Shareholders and proxies are advised to download Tricor e-Vote App onto your smartphone device before attending the meeting.
- Tricor e-Vote App download is available at no cost from Google Play Store or Apple App Store.
- If you require assistance on how to download the Tricor e-Vote App, please contact our officers in Item 21(a) below.

(b) For use and access to Tricor e-Vote App

- Shareholders and proxies need to connect to the Wi-Fi network provided by Tricor during the voting session:

Wi-Fi Name: Tricor_eVote	Password: Bursa1818
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- You will be required to use the camera function of your device to capture the passcode on your identification tag to access Tricor e-Vote App.
- Detailed instruction on how to vote will be provided in the meeting before the start of the voting session.

19. Each shareholder/proxy is invited to cast his/her vote. The 41st AGM will be adjourned after the conclusion of the polling process which is expected to take about 20 minutes. The Extraordinary General Meeting (EGM) will be convened immediately following the adjournment of the 41st AGM. The same polling process will take place after deliberations of all the businesses transacted at the EGM. Once the polling process is concluded, the EGM will be adjourned until the declaration of the poll results by the Chairman for the 41st AGM and EGM.

Annual Report 2017

20. The Annual Report 2017 is available on Bursa Malaysia's website at www.bursamalaysia.com under Company Announcements. If you wish to request for printed copy of the Annual Report 2017, please forward your request by completing the Request Form provided by us. We will send to you by ordinary post within four market days from the date of receipt of verbal or written request. Printed copies are also available for collection on a first come first serve basis, from the **Customer Service Desk** at the foyer of Ballroom 1 on the date of the 41st AGM, latest by 12.00 noon.

Enquiry

21. If you have any enquiry prior to the meeting, please contact the following persons during office hours:

(a) Bursa Malaysia Berhad (30632-P)

15th Floor, Exchange Square

Bukit Kewangan

50200 Kuala Lumpur, Malaysia

Telephone Number: 603-2034 7000

(1) Puan Salmi Dali 603-2034 7055

(2) Puan Salbiah Che Mat 603-2034 7235

Fax Number: 603-2732 6437

(b) Tricor Investor & Issuing House Services Sdn Bhd (11324-H)

Unit 32-01, Level 32, Tower A

Vertical Business Suite,

Avenue 3, Bangsar South

No. 8, Jalan Kerinchi

59200 Kuala Lumpur, Malaysia

Telephone Number: 603-2783 9299

(1) Ms. Samantha Goh 603-2783 9236

(2) Encik Sazali Husin 603-2783 9280

Fax Number: 603-2783 9222

22. You may also drop your enquiries, on any matters relating to Bursa Malaysia, in the **Enquiry Box** which will be placed at the **Customer Service Desk**. We will respond to your enquiries via e-mail or post.