

# **VALUE CREATION**

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# Notice of 48<sup>th</sup> Annual General Meeting



BURSA MALAYSIA BERHAD  
Registration No. 197601004668 (30632-P)  
(Incorporated in Malaysia under the Companies Act 2016)

**NOTICE IS HEREBY GIVEN THAT** the 48<sup>th</sup> Annual General Meeting (AGM) of Bursa Malaysia Berhad ("the Company") will be held on Thursday, 27 March 2025 at 10.00 a.m. at the Ground Floor, Annexe Building, Bursa Malaysia Berhad, Exchange Square, Bukit Kewangan, 50200 Kuala Lumpur, Malaysia ("Main Venue") and virtually by way of electronic means via the TIIH Online website at <https://tiih.online> ("Online Platform") for the transaction of the following Ordinary Business:

1. To receive the Audited Financial Statements for the financial year ended 31 December 2024 and the Reports of the Directors and Auditors thereon.
2. To re-elect the following Directors who retire by rotation in accordance with Article 18.4 of the Company's Constitution and who being eligible offers themselves for re-election:-
  - (a) Datuk Bazlan bin Osman
  - (b) Tan Sri Abdul Farid bin Alias

**Resolution 1**  
**Resolution 2**
3. To re-elect the following Directors who retire in accordance with Article 18.11 of the Company's Constitution and who being eligible offers themselves for re-election:-
  - (a) Puan Sharifatu Laila binti Syed Ali;
  - (b) Encik Redza Goh Abdullah @ Goh Aik Meng and
  - (c) Dato' Fad'l bin Mohamed

**Resolution 3**  
**Resolution 4**  
**Resolution 5**
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 2024.

**Resolution 6**
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 28 March 2025 until the next AGM of the Company.

**Resolution 7**
6. To appoint Ernst & Young PLT as Auditors of the Company for the financial year ending 31 December 2025 and to authorise the Board of Directors to determine their remuneration.

**Resolution 8**
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 48<sup>th</sup> AGM, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd in accordance with Article 15.9 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 (General Meeting ROD) as at 20 March 2025. Only a depositor whose name appears on the General Meeting ROD as at 20 March 2025 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 0006674) SSM PC No. 202008003707  
Izreen Fara binti Ismail (MAICSA 7056436) SSM PC No. 202008002411  
Company Secretaries

Kuala Lumpur  
26 February 2025

## Notes:

### 1. Hybrid 48<sup>th</sup> AGM

- 1.1 The 48<sup>th</sup> AGM of the Company will be held on a hybrid mode whereby Member(s), proxy(ies), corporate representative(s) or attorney(s) will have an option, either:-
- (a) To attend physically in person at the Main Venue ("**Physical Attendance**"); OR
  - (b) To attend virtually using the Remote Participation and Voting (RPV) facilities which are available on the TIIH Online platform at <https://tiih.online> ("**Virtual Attendance**").

Please refer to the Administrative Guide for the full guide to Physical Attendance and Virtual Attendance at the 48<sup>th</sup> AGM.

- 1.2 **All** Member(s), proxy(ies), corporate representative(s) or attorney(s) who wish to attend the 48<sup>th</sup> AGM **must register** as a user with TIIH Online first and then **pre-register** their attendance on TIIH Online to verify their eligibility to attend the 48<sup>th</sup> AGM based on the General Meeting Record of Depositors as at 20 March 2025 and to confirm their mode of attendance, either Physical Attendance or Virtual Attendance.
- 1.3 The pre-registration is open from the date of the Notice of the 48<sup>th</sup> AGM on **Wednesday, 26 February 2025** and the closing date and time shall be:
- (a) at **10.00 a.m.** on **Wednesday, 26 March 2025** for Physical Attendance at the Main Venue; or
  - (b) until such time before the voting session ends at the 48<sup>th</sup> AGM on Thursday, 27 March 2025 for Virtual Attendance using the RPV facilities.

### 2. Submission of questions before and during the meeting

- 2.1 Members may submit questions in relation to the agenda items for the 48<sup>th</sup> AGM prior to the meeting via TIIH Online at <https://tiih.online> by selecting "e-Services" to login, pose questions and submit electronically not later than **10.00 a.m.** on **Wednesday, 26 March 2025**. The responses to these questions will be shared at the 48<sup>th</sup> AGM.
- 2.2 During the 48<sup>th</sup> AGM, Members who are physically present at the Main Venue will be able to ask questions in person. Members who attend virtually using the RPV facilities may use the Query Box facility to ask questions real time (in the form of typed text) during the meeting. The Board and senior management will be in attendance at the Main Venue to provide responses accordingly.

### 3. Proxy

- 3.1 Every Member including authorised nominees as defined under the Securities Industry (Central Depositories) Act 1991 (SICDA), and Exempt Authorised Nominees who hold ordinary shares in the Company for multiple owners in one securities account (Omnibus Account), is entitled to appoint another person as his proxy to exercise all or any of his rights to attend, participate, speak and vote instead of him at the AGM, and that such proxy need not be a Member.
- 3.2 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.
- 3.3 The instrument appointing a proxy shall be in writing under the hand of the Member or of his attorney duly authorised in writing, or if the Member is a corporation, shall either be executed under its common seal or under the hand of two (2) authorised officers, one of whom shall be a director, or its attorney duly authorised in writing.
- 3.4 Pursuant to Paragraph 8.29A of Bursa Malaysia Securities Berhad MAIN Market Listing Requirements, all resolutions set out in the Notice of the 48<sup>th</sup> AGM will be put to vote on a poll.
- 3.5 As approved by the Board with reference to Article 17.2 of the Company's Constitution, proxy forms and/or documents relating to the appointment of proxy for the 48<sup>th</sup> AGM shall be deposited or submitted in the following manner not later than **10.00 a.m.** on **Wednesday, 26 March 2025** in accordance with Article 17.3 of the Company's Constitution:
- (a) In hard copy:
    - (i) By hand or post: to the office of the Share Registrar of the Company, Tricor Investor & Issuing House Services Sdn Bhd (TIIH) at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur or alternatively, to be deposited in the drop box located at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur;
    - (ii) By fax at 03-2783 9222 or e-mail to [is.enquiry@vistra.com](mailto:is.enquiry@vistra.com)
  - (b) In electronic form via TIIH Online.

The detailed requirements and procedures for the submission of proxy forms are set out in the Administrative Guide.

### 4. Audited Financial Statements for financial year ended 31 December 2024

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.

## 5. Ordinary Resolutions 1 and 2: Re-election of Directors who retire in accordance with Article 18.4 of the Company's Constitution

- 5.1 Article 18.4 of the Company's Constitution provides that one-third (1/3) of the Directors of the Company excluding the Public Interest Directors (PIDs) for the time being or if their number is not a multiple of three (3), then the number nearest to one-third (1/3) shall retire by rotation at an AGM of the Company and be eligible for re-election. Out of the current Board size of eleven (11), four (4) are PIDs. Hence, two (2) out of seven (7) Directors are to retire in accordance with Article 18.4 of the Company's Constitution.
- (a) For the purpose of determining the eligibility of the Director to stand for re-election at the 48<sup>th</sup> AGM, the Board through its Nomination and Remuneration Committee (NRC) had assessed 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) 2023/2024;
  - (ii) The Director's level of contribution to the Board deliberations through his/her skills, experience and strength in qualities;
  - (iii) The level of independence demonstrated by the Independent Director, and his/her ability to act in the best interests of the Company in decision-making; and
  - (iv) The Director's fitness and propriety with reference to the Directors' Fit and Proper Policy (DFFP).
- (b) In line with Practice 6.1 of the Malaysian Code on Corporate Governance (MCCG), the Board had 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) Character and integrity in dealing with potential conflict of interest situations;
  - (iii) Commitment to serve the company, due diligence and integrity;
  - (iv) Confidence to stand up for a point of view;
  - (v) Fit and properness;
  - (vi) Calibre and personality;
  - (vii) Board dynamics and participation;
  - (viii) Competency and capability;
  - (ix) Independence and objectivity; and
  - (x) Contribution and performance.
- Based on the Directors' SPA results of the BEE 2023/2024, the individual Directors (including the retiring Directors) met the performance criteria required of an effective and a high-performance Board. In addition, all the Non-Executive Directors (NEDs) have provided annual declaration/confirmation of independence in December 2024. The retiring Directors also provided the fit and proper declarations in the prescribed form in accordance with the DFFP.
- (c) Based on the above, the Board approved the NRC's recommendation that the Directors who retire in accordance with Article 18.4 of the Company's Constitution namely, Datuk Bazlan bin Osman and Tan Sri Abdul Farid bin Alias are eligible to stand for re-election. These two (2) retiring Directors have abstained from deliberation and decision on their respective eligibility to stand for re-election at the relevant NRC/Board meeting.
- 5.2 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's concurrence had been obtained via its letter dated 10 December 2024 on the proposed re-election of the Directors under **Resolutions 1 and 2** pursuant to Section 10(1)(b) of the CMSA.

## 6. Ordinary Resolution 3, 4 and 5: Re-election of Directors who retire in accordance with Article 18.11 of the Company's Constitution

- 6.1 Article 18.11 of the Company's Constitution provides that any Director appointed by the Board shall hold office only until the next following AGM and shall then be eligible for re-election but shall not be taken into account in determining the Directors who are to retire by rotation at that meeting.
- (a) Puan Sharifatu Laila binti Syed Ali and Encik Redza Goh Abdullah @ Goh Aik Meng were appointed as Independent Non-Executive Directors of the Company on 27 March 2024. The SC had on 10 December 2024 provided its concurrence on their re-election as Directors (under **Resolutions 3 and 4**) pursuant to Section 10(1)(b) of the CMSA.
- (b) Dato' Fad'l bin Mohamed shall be appointed as Chief Executive Officer/Non-Independent Executive Director of the Company on 1 March 2025. The SC had on 7 January 2025 provided its concurrence on his re-election as Director (under **Resolution 5**) pursuant to Section 10(1)(b) and 10(5) of the CMSA.
- 6.2 The assessment of the retiring Directors by NRC/Board based on the outcome of the BEE 2023/2024 as described in Items 5.1 (a)(i)-(iii) and (b) above, do not apply to Dato' Fad'l bin Mohamed as the review period of the BEE 2023/2024 is from 1 July 2023 to 30 June 2024. Puan Sharifatu Laila binti Syed Ali and Encik Redza Goh Abdullah @ Goh Aik Meng have abstained from deliberation and decision on their respective eligibility to stand for re-election at the relevant Board/NRC meeting.
- 6.3 Any Director referred to in **Resolutions 1 to 5**, who is a shareholder of the Company will abstain from voting on the resolution in respect of their respective re-election at the 48<sup>th</sup> AGM.

## 7. Directors' remuneration - fees and benefits payable to the NEDs

7.1 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 48<sup>th</sup> AGM on the Directors' remuneration in two (2) separate resolutions as below:

(a) **Resolution 6** on payment of Directors' fees in respect of the preceding financial year (FY) 2024; and

(b) **Resolution 7** on payment of Directors' benefits from 28 March 2025 to the next AGM in 2026.

### 7.2 Ordinary Resolution 6: Directors' fees

The NRC is responsible to conduct an annual review of the Board remuneration policy with the view to ensure that the current remuneration for the members of the Board and Board Committees of Bursa Malaysia group remain competitive and appropriate to attract, retain and motivate individuals with strong credentials and high calibre to serve on the Board of the Company. In this respect, an external consultant may be engaged for the Board remuneration review (BRR) once in every three (3) years, to provide the NRC with an objective and independent perspective. The Board in June 2024, approved for an independent external consultant, Deloitte Business Advisory Sdn Bhd (Deloitte) to be appointed to facilitate the BRR exercise in 2024.

In October 2024, the NRC considered the BRR Report submitted by Deloitte, to ascertain the competitiveness of Bursa Malaysia's current remuneration policy having regard to various factors including the Board remuneration of comparator companies in the financial services sector, dominant service providers and international stock exchanges. The Board subsequently approved the NRC's recommendation for the Directors' fees in respect of FY2024 to remain unchanged, as they are still reasonably competitive and at par with the prevalent market rate as set out in the table below:

Directors' Fees (as approved at AGMs)	FY2019	FY2020	FY2021	FY2022	FY2023	Approval sought for FY2024
Non-Executive Chairman	RM300,000	RM300,000	RM300,000	RM300,000	RM300,000	RM300,000
Non-Executive Director	RM200,000	RM200,000	RM200,000	RM200,000	RM200,000	RM200,000

The exact amounts which are receivable by each individual NED are provided in Note 9 of the Audited Financial Statements for the FY 2024.

The payment of the NEDs' fees in respect of the preceding FY 2024 will only be made if the proposed **Resolution 6** has been passed at the 48<sup>th</sup> AGM pursuant to Article 19.1 of the Company's Constitution and Section 230(1)(b) of the CA 2016.

### 7.3 Ordinary Resolution 7: 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, Board Committees and such other committees as may be established by the Board.

(a) At the 47<sup>th</sup> AGM of the Company held on 26 March 2024, the benefits payable to the NEDs of the Company from 27 March 2024 until the 48<sup>th</sup> AGM of the Company was approved for an amount of up to RM2,000,000. The utilisation of this approved amount as at 31 December 2024 is RM1,268,000. Based on the schedule of meetings in the first quarter of 2025, an amount of RM496,000 is expected to be utilised for payment of meeting allowance, fixed allowance and other benefits to the NEDs. Hence, the expected total utilised amount would be approximately 88.2% of the approved amount.

(b) Based on the outcome of the BRR exercise conducted in 2024, the total amount requested as Directors' benefits payable to the NEDs for the period from 28 March 2025 to the next AGM in 2026 is (up to) RM2,400,000. This represents an increase of 20% against the approved amount obtained at the 47<sup>th</sup> AGM in March 2024, which was (up to) RM2,000,000. In this regard, the Board recommends that the existing benefits payable to the NEDs be revised as follows:-

Description	Chairman		NEDs/Member	
	Current	Proposed	Current	Proposed
Meeting Allowance (per meeting)				
• Board of Bursa Malaysia	RM3,000	Maintained	RM3,000	Maintained
• Board of Subsidiary	RM3,000	Maintained	RM3,000	Maintained
• Bursa Malaysia Group Committees	RM3,000	Maintained	RM3,000	Maintained

Description	Chairman		NEDs/Member	
	Current	Proposed	Current	Proposed
<b>Fixed Allowance</b>				
• Bursa Malaysia Group Committees [except for the Regulatory and Conflicts Committee (RACC)]	RM20,000 per annum	Maintained	RM12,000 per annum (RM1,000 per month)	Maintained
• RACC Members (who are Directors of Bursa Malaysia) [Note 1]	Not Applicable	Not Applicable	RM60,000 per annum (RM5,000 per month)	RM150,000 per annum (RM12,500 per month)
<b>Monthly Fixed Allowance</b>	<b>Current</b>	<b>Proposed</b>	<b>Current</b>	<b>Proposed</b>
Chairman of Bursa Malaysia [Note 2]	RM52,000	Maintained	Not Applicable	Not Applicable
<b>Other Benefits</b>	<b>Current</b>	<b>Proposed</b>	<b>Current</b>	<b>Proposed</b>
For NEDs of Bursa Malaysia only	Club membership, medical coverage, travel and other claimable benefits	Maintained	Medical coverage, travel and other claimable benefits	Maintained

**Notes:**

- Fixed allowance to RACC Members are made, given their roles and responsibilities in the oversight of the regulatory functions of Bursa Malaysia as an Exchange Holding Company (EHC) as well as the restrictions imposed on them under the RACC Charter amongst others, they are not allowed to be appointed as officers/directors of entities that are licensed as market participants of Bursa Malaysia Group, to avoid potential conflict of interest.
  - Monthly fixed allowance to the Chairman of Bursa Malaysia being an EHC and listed entity is made, 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.
  - The Chief Executive Officer/Executive Director does not receive any Directors' remuneration.
- (c) Under the Governance Model of Bursa Malaysia group, the RACC is established for the purpose to oversee the regulatory function of the Group. It currently comprises three (3) members who are Public Interest Directors (PIDs) of the Company and four (4) other members who are external independent individuals.
- (d) The total amount of benefits payable to the NEDs is estimated to be up to RM2,400,000 for the period from 28 March 2025 to the 49<sup>th</sup> AGM in 2026, based on the above Board Remuneration Policy and taking into account various factors including the number of scheduled meetings for the Board/Board Committees as well as the number of NEDs involved in these meetings.
- (e) The amounts approved at the past AGMs and the current proposal in respect of the payment of benefits to the NEDs at the 48<sup>th</sup> AGM are as below:

Directors' Benefits (as approved at AGMs)	41 <sup>st</sup> AGM (2018)	42 <sup>nd</sup> AGM (2019) 43 <sup>rd</sup> AGM (2020)	44 <sup>th</sup> AGM (2021) 45 <sup>th</sup> AGM (2022) 46 <sup>th</sup> AGM (2023) 47 <sup>th</sup> AGM (2024)	Approval sought at 48 <sup>th</sup> AGM (2025)
Up to an amount of	RM2,400,000	RM2,200,000	RM2,000,000	RM2,400,000

Payment of benefits to the NEDs will be made by the Company on a monthly basis and/or as and when incurred, if the proposed **Resolution 7** has been passed at the 48<sup>th</sup> 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 throughout the period.

- 7.4 Any NEDs who are shareholders of the Company will abstain from voting on **Resolutions 6 and 7** concerning remuneration to the NEDs at the 48<sup>th</sup> AGM.

## 8. Ordinary Resolution 8: Appointment of Auditors

- 8.1 The Audit Committee (AC) at its meeting held on 23 January 2025 undertook an annual assessment of the suitability and independence of the external auditors, Ernst & Young PLT (EY) in accordance with the Auditor Independence Policy of the Group which was approved by the Board in November 2019 (Note: The Board at its meeting on 27 January 2025, approved the revised Auditor Independence Policy of the Group). In its assessment, the AC considered several factors which include the following with reference to Guidance 9.3 of the MCCG:
- (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 2025.

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.

- 8.2 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 2024 did not in any way impair their objectivity and independence as external auditors of Bursa Malaysia.
- 8.3 The Board at its meeting held on 27 January 2025 approved the AC's recommendation for the shareholders' approval to be sought at the 48<sup>th</sup> AGM on the appointment of EY as external auditors of the Company for the FY2025 under **Resolution 8** in accordance with Section 340(1)(c) and Section 274(1)(a) of the CA 2016.

# Statement Accompanying Notice of 48<sup>th</sup> Annual General Meeting

(pursuant to Paragraph 8.27(2) of Bursa Malaysia Securities Berhad MAIN Market Listing Requirements)

A. The profile of the Directors who are standing for re-election as per Agenda 2 of the Notice of 48<sup>th</sup> AGM is as follows:

## RESOLUTION 1

**Datuk Bazlan bin Osman**

Independent Non-Executive Director of Bursa Malaysia Berhad

**Nationality/Age/Gender** Malaysian / 60 / Male

**Date of Appointment** 16 November 2020

**Length of Service** 4 years 2½ months  
(as at 31 January 2025)

**Academic/Professional Qualification/Membership(s)**

- Association of Chartered Certified Accountants (ACCA), United Kingdom (UK) (Fellow)
- Malaysian Institute of Accountants (MIA) (Member)
- Diploma in Accounting, Polytechnic of North London, UK

**Present Directorship(s)**

**Listed entity(ies):**

- Bursa Malaysia Berhad
- FIMA Corporation Berhad (Chairman)
- Bank Islam Malaysia Berhad
- Telekom Malaysia Berhad

**Other public company(ies):**  
Nil

**Present Appointment(s)** Nil

**Past Directorship(s) and/or Appointment(s)**

- Independent Non-Executive Director, Syarikat Takaful Malaysia Keluarga Berhad (2020-2024)
- Director, Malaysia Professional Accountancy Centre (2020-2024) • President (2022-2023)
- Vice President (2021-2022)
- Council Member (2019-2021), MIA
- Ex-Officio, Financial Reporting Foundation (2022-2023)
- Chair (2021-2023); Deputy Chair (2020-2021); Member (2019-2020), ACCA Malaysia Advisory Committee
- Independent Non-Executive Director, Glomac Berhad (2020-2023)
- Chairman, GITN Sdn Bhd (wholly-owned subsidiary of TM (2017-2022)
- Director, Citibank Berhad (2019-2022)
- Board Member, Universiti Utara Malaysia (2020)
- Executive Director, TM (2008 - 2019)
- Acting Group Chief Executive Officer (CEO), TM (2018)
- Deputy Group CEO, TM (2017-2018)
- Group Chief Financial Officer (CFO), TM (2005-2017)
- Director, Malaysia Digital Economy Corporation Sdn Bhd (2018)
- Director, Labuan Reinsurance (L) Ltd (2005-2008)
- Board Commissioner, PT XL Axiata Tbk (2005-2008)
- CFO, Celcom Malaysia Berhad (2002-2005)
- Senior Vice President, Corporate Finance & Treasury, Celcom Malaysia Berhad (2001-2002)
- Director, Nationwide Express Holdings Berhad (1994-2005)
- Senior Vice President, Finance and Company Secretary, Kumpulan FIMA Berhad (1994-2001)
- Manager, Accounting & Financial Control, American Express (M) Sdn Bhd (1993-1994)

Datuk Bazlan bin Osman does not hold any shares in Bursa Malaysia, has no family relationship with any Director and/or major shareholder of Bursa Malaysia, has no conflict of interest or potential conflict of interest, including any interest in any competing business with Bursa Malaysia or its subsidiaries and has not been convicted of any offence within the past five (5) years and has not been imposed any penalty by the relevant regulatory bodies during the FY 2024.

Datuk Bazlan bin Osman satisfies 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.



## RESOLUTION 2

**Tan Sri Abdul Farid bin Alias**

Independent Non-Executive Director

<b>Nationality/Age/Gender</b>	Malaysian / 57 / Male
<b>Date of Appointment</b>	8 July 2022
<b>Length of Service</b> (as at 31 January 2025)	2 years 6½ months
<b>Academic/Professional Qualification/Membership(s)</b>	<ul style="list-style-type: none"><li>• Master of Business Administration (Finance), University of Denver, United States of America (USA)</li><li>• Bachelor of Science in Accounting, Pennsylvania State University, University Park, USA</li><li>• Advanced Management Program, Harvard Business School</li><li>• Fellow Chartered Banker, Asian Institute of Chartered Bankers</li></ul>
<b>Present Directorship(s)</b>	<p><b>Listed entity(ies):</b></p> <ul style="list-style-type: none"><li>• Bursa Malaysia Berhad</li><li>• CelcomDigi Berhad</li><li>• CapitaLand Investment Limited (listed on the Singapore Stock Exchange)</li><li>• Lotus Technology Inc. (Listed on NASDAQ, Inc)</li></ul> <p><b>Other public company(ies):</b></p> <ul style="list-style-type: none"><li>• Council Member, Asian Institute of Chartered Bankers</li><li>• Independent Non-Executive Director (INED), Lotus Group International Limited</li></ul>
<b>Present Appointment(s)</b>	<ul style="list-style-type: none"><li>• INED, Etika Automotive Sdn Bhd</li><li>• INED, Lotus Advance Technologies Sdn Bhd</li><li>• Member, Board of Visitors, Smeal College of Business, Pennsylvania State University</li></ul>
<b>Past Directorship(s) and/or Appointment(s)</b>	<ul style="list-style-type: none"><li>• Executive Director/Group President and Chief Executive Officer of Malayan Banking Berhad (2013-2022)</li><li>• President Commissioner, PT Bank Maybank Indonesia Tbk (2017-2022)</li><li>• Member, Board of Commissioners, PT Bank Maybank Indonesia Tbk (2013-2022)</li><li>• Director, Maybank Singapore Limited (2018-2022)</li><li>• Director, Payments Network Malaysia Sdn Bhd (2017-2022)</li><li>• Chairman, The Association of Banks in Malaysia (2013-2022)</li><li>• Vice Chairman, Asian Institute of Chartered Bankers (2013-2022)</li><li>• Director, Maybank Investment Bank Berhad (2011-2017)</li><li>• Director, Maybank Ageas Holdings Berhad (2013-2017)</li></ul>

Tan Sri Abdul Farid bin Alias does not hold any shares in Bursa Malaysia, has no family relationship with any Director and/or major shareholder of Bursa Malaysia, has no conflict of interest or potential conflict of interest, including any interest in any competing business with Bursa Malaysia or its subsidiaries and has not been convicted of any offence within the past five (5) years and has not been imposed any penalty by the relevant regulatory bodies during the FY 2024.

Tan Sri Abdul Farid bin Alias satisfies 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.

B. The profile of the Directors who are standing for re-election as per Agenda 3 of the Notice of 48<sup>th</sup> AGM is as follows:

### RESOLUTION 3

**Puan Sharifatu Laila binti Syed Ali**

Independent Non-Executive Director of Bursa Malaysia Berhad

<b>Nationality/Age/Gender</b>	Malaysian / 62 / Female
<b>Date of Appointment</b>	27 March 2024
<b>Length of Service</b> (as at 31 January 2025)	3 years 10½ months (inclusive of previous tenure as PID)
<b>Academic/Professional Qualification/Membership(s)</b>	<ul style="list-style-type: none"> <li>• Masters in Business Administration, University Malaya</li> <li>• Bachelor of Science, Universiti Kebangsaan Malaysia</li> <li>• Advanced Management Programme from Harvard Business School</li> </ul>
<b>Present Directorship(s)</b>	<p><b>Listed entity(ies):</b></p> <ul style="list-style-type: none"> <li>• Bursa Malaysia Berhad</li> <li>• YTL Corporation Berhad</li> </ul> <p><b>Other public company(ies):</b> Nil</p>
<b>Present Appointment(s)</b>	<ul style="list-style-type: none"> <li>• Director, Lembaga Pembiayaan Sektor Perumahan Awam</li> <li>• Member, Investment Committee, University Malaya</li> </ul>
<b>Past Directorship(s) and/or Appointment(s)</b>	<ul style="list-style-type: none"> <li>• Executive Director, Investments, Lembaga Tabung Haji (2023 – 2024)</li> <li>• Independent Non-Executive Director, Badan Pengawas Pemegang Saham Minoriti Berhad (Minority Shareholders Watch Group) (2018 – 2023)</li> <li>• Public Interest Director, Independent Non-Executive Director (INED), Bursa Malaysia Berhad (2020 – 2023)</li> <li>• INED, RHB Bank Berhad (2019 – 2023)</li> <li>• Director, RHB Insurance Berhad (2021 – 2023)</li> <li>• Director, Think3associates Sdn Bhd (2018 – 2023)</li> <li>• Director, RHB Investment Bank Berhad (2019 – 2021)</li> <li>• Director, RHB Islamic International Asset Management Bhd (2018 – 2020)</li> <li>• Director, RHB Asset Management Sdn Bhd (2018 – 2020)</li> <li>• Council Member, Institutional Investors Council (2016 – 2018)</li> <li>• Advisor to the Board, ValueCap Sdn Bhd (2018)</li> <li>• Group Chief Executive Officer (CEO)/Managing Director, ValueCap Sdn Bhd (2015 – 2018)</li> <li>• Director, VCAP Asset Managers Sdn Bhd (2013 – 2018)</li> <li>• Director, i-VCAP Management Sdn Bhd (2007 – 2018)</li> <li>• CEO, ValueCap Sdn Bhd (2002 – 2014)</li> <li>• Head, Investments, Lembaga Tabung Haji (2002 – 2002)</li> <li>• Head, Equities Investment Division/Senior Portfolio Manager, Employees Provident Fund (EPF), Malaysia (1997 – 2002)</li> <li>• Head, Treasury Division, EPF, Malaysia (1994 – 1996)</li> <li>• Senior Investment Officer, EPF, Malaysia (1988 – 1994)</li> <li>• Investment Operations Executive, Permodalan Nasional Berhad (1985 – 1987)</li> </ul>

Puan Sharifatu Laila binti Syed Ali does not hold any shares in Bursa Malaysia, has no family relationship with any Director and/or major shareholder of Bursa Malaysia, has no conflict of interest or potential conflict of interest, including any interest in any competing business with Bursa Malaysia or its subsidiaries and has not been convicted of any offence within the past five (5) years and has not been imposed any penalty by the relevant regulatory bodies during the FY 2024.

Puan Sharifatu Laila binti Syed Ali satisfies 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.

#### RESOLUTION 4

**Encik Redza Goh Abdullah @ Goh Aik Meng**  
Independent Non-Executive Director

<b>Nationality/Age/Gender</b>	Malaysian / 64 / Male
<b>Date of Appointment</b>	27 March 2024
<b>Length of Service</b> (as at 31 January 2025)	10 months
<b>Academic/Professional Qualification/Membership(s)</b>	<ul style="list-style-type: none"><li>• Bachelor of Science in Computation, University of Manchester Institute of Science &amp; Technology</li><li>• Leadership Programme from International Institute for Management Development</li></ul>
<b>Present Directorship(s)</b>	<b>Listed entity(ies):</b> <ul style="list-style-type: none"><li>• Bursa Malaysia Berhad</li></ul> <b>Other public company(ies):</b> Nil
<b>Present Appointment(s)</b>	<ul style="list-style-type: none"><li>• Member, Technology Committee of the Board of Directors of Permodalan Nasional Berhad</li><li>• Group Managing Director, Senja Gardens Banquet Sdn Bhd</li><li>• Director, Central Forwarding Agency Sdn Bhd</li></ul>
<b>Past Directorship(s) and/or Appointment(s)</b>	<ul style="list-style-type: none"><li>• Executive Director, Advisor, Infodasia Sdn Bhd (subsidiary of Dialog Group Berhad) (2020-2022)</li><li>• Group Chief Information Officer, Petroliam Nasional Berhad (PETRONAS) (2014-2018)</li><li>• Chief Executive Officer and Director, PETRONAS ICT Sdn Bhd (2014-2018)</li><li>• Country Managing Director, Accenture Malaysia (2010-2014)</li><li>• Managing Director, Accenture Greater China (2002-2009)</li></ul>

Encik Redza Goh Abdullah @ Goh Aik Meng does not hold any shares in Bursa Malaysia, has no family relationship with any Director and/or major shareholder of Bursa Malaysia, has no conflict of interest or potential conflict of interest, including any interest in any competing business with Bursa Malaysia or its subsidiaries and has not been convicted of any offence within the past five (5) years and has not been imposed any penalty by the relevant regulatory bodies during the FY 2024.

Encik Redza Goh Abdullah @ Goh Aik Meng satisfies 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.

## RESOLUTION 5

**Dato' Fad'l bin Mohamed**

Chief Executive Officer/Non-Independent Executive Director

<b>Nationality/Age/Gender</b>	Malaysian / 57 / Male
<b>Date of Appointment</b>	1 March 2025
<b>Academic/Professional Qualification/ Membership(s)</b>	<ul style="list-style-type: none"><li>• Masters in Business Administration, Imperial College London</li><li>• Fellow Chartered Banker, Chartered Banker Institute &amp; Asian Institute of Chartered Bankers</li><li>• Certificate of Legal Practice, Legal Qualifying Board, Malaysia</li><li>• Bachelor of Laws (Honours), University of London</li><li>• Certified Diploma in Accounting &amp; Finance, the Chartered Association of Certified Accountants</li><li>• Certified Expert in Sustainable Finance, Frankfurt School of Finance &amp; Management</li></ul>
<b>Present Appointment(s)</b>	<p><b>Listed entity:</b></p> <ul style="list-style-type: none"><li>• Bursa Malaysia Berhad (effective 1 March 2025)</li></ul> <p><b>Other public company(ies):</b></p> <ul style="list-style-type: none"><li>• Bursa Malaysia Securities Berhad (effective 1 March 2025)</li><li>• Bursa Malaysia Derivatives Berhad (effective 1 March 2025)</li><li>• Bursa Malaysia Derivatives Clearing Berhad (effective 1 March 2025)</li><li>• Kuala Lumpur Business Club (Deputy President)</li></ul>
<b>Past Directorship(s) and/or Appointment(s)</b>	<ul style="list-style-type: none"><li>• Managing Director, Group Wholesale Banking, RHB Bank Berhad (2024 - Present)</li><li>• Chief Executive Officer, Maybank Investment Bank Berhad (2018 – 2024)</li><li>• Deputy Chief Executive Officer, Maybank Investment Bank Berhad (2015 – 2018)</li><li>• Managing Director/Founder, Maestro Capital Sdn Bhd (2004 - 2015)</li><li>• Joint Chief Operating Officer, Kuala Lumpur Industries Holdings Berhad (2000 - 2003)</li><li>• Manager, Dresdner Kleinwort Benson (1996 - 1999)</li><li>• Senior Executive Officer, Securities Commission Malaysia (1993 - 1996)</li><li>• Advocate &amp; Solicitor, Messrs Rashid &amp; Lee (1991 - 1993)</li></ul>

Dato' Fad'l bin Mohamed does not hold any shares in Bursa Malaysia, has no family relationship with any Director and/or major shareholder of Bursa Malaysia, has no conflict of interest or potential conflict of interest, including any interest in any competing business with Bursa Malaysia or its subsidiaries and has not been convicted of any offence within the past five (5) years and has not been imposed any penalty by the relevant regulatory bodies during the FY 2024.

# Form of Proxy



## BURSA MALAYSIA BERHAD

Registration No. 197601004668 (30632-P)

(Incorporated in Malaysia under the Companies Act 2016)

CDS account no. of authorised nominee (Note 1)

I/We \_\_\_\_\_

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

NRIC (new & old)/Passport/Registration No. \_\_\_\_\_ Tel No. \_\_\_\_\_

of \_\_\_\_\_

(Full address)

being a member of BURSA MALAYSIA BERHAD hereby appoint:

Full name of proxy in capital letters	NRIC (new & old)/Passport No. of proxy	Proportion of shareholdings to be represented	
		No. of shares	%

and (if more than one (1) proxy)

Full name of proxy in capital letters	NRIC (new & old)/Passport No. of proxy	Proportion of shareholdings to be represented	
		No. of shares	%

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 48<sup>th</sup> Annual General Meeting (AGM) of Bursa Malaysia Berhad (the Company) to be held from the Ground Floor, Annexe Building, Bursa Malaysia Berhad, Exchange Square, Bukit Kewangan, 50200 Kuala Lumpur, Malaysia ("Main Venue") and virtually by way of electronic means via the TIIH Online website at <https://tjih.online> ("Online Platform") on Thursday, 27 March 2025 at 10.00 a.m. and at any adjournment thereof, on the following resolutions referred to in the Notice of the 48<sup>th</sup> AGM. My/our proxy is to vote as indicated below:

No.	Resolution		For	Against
1.	To re-elect Datuk Bazlan bin Osman as Director of the Company.	Ordinary Resolution 1		
2.	To re-elect Tan Sri Abdul Farid bin Alias as Director of the Company.	Ordinary Resolution 2		
3.	To re-elect Puan Sharifatu Laila binti Syed Ali as Director of the Company.	Ordinary Resolution 3		
4.	To re-elect Encik Redza Goh Abdullah @ Goh Aik Meng as Director of the Company.	Ordinary Resolution 4		
5.	To re-elect Dato' Fad'l bin Mohamed as Director of the Company.	Ordinary Resolution 5		
6.	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 2024.	Ordinary Resolution 6		
7.	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 28 March 2025 until the next AGM of the Company.	Ordinary Resolution 7		
8.	To appoint Ernst & Young PLT as Auditors of the Company for the financial year ending 31 December 2025 and to authorise the Board of Directors to determine their remuneration.	Ordinary Resolution 8		

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 \_\_\_\_\_, 2025.

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

**NOTES:**

1. Applicable to shares held through a nominee account.
2. Every Member including authorised nominees as defined under the Securities Industry (Central Depositories) Act 1991 (SICDA), and Exempt Authorised Nominees who hold ordinary shares in the Company for multiple owners in one securities account (Omnibus Account), is entitled to appoint another person as his proxy to exercise all or any of his rights to attend, participate, speak and vote instead of him at the AGM, and that such proxy need not be a Member.
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.
4. The instrument appointing a proxy shall be in writing under the hand of the Member or of his attorney duly authorised in writing, or if the Member is a corporation, shall either be executed under its common seal or under the hand of two (2) authorised officers, one of whom shall be a director, or its attorney duly authorised in writing.
5. Pursuant to Paragraph 8.29A of Bursa Malaysia Securities Berhad MAIN Market Listing Requirements, all resolutions set out in the Notice of the 48<sup>th</sup> AGM will be put to vote on a poll.
6. As approved by the Board with reference to Article 17.2 of the Company's Constitution, proxy forms and/or documents relating to the appointment of proxy for the 48<sup>th</sup> AGM shall be deposited or submitted in the following

manner not later than **10.00 a.m. on Wednesday, 26 March 2025** in accordance with Article 17.3 of the Company's Constitution:

- (a) In hard copy:
  - (i) By hand or post: to the office of the Share Registrar of the Company, Tricor Investor & Issuing House Services Sdn Bhd (TIIH) at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur or alternatively to be deposited in the drop box located at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur
  - (ii) By fax at 03-2783 9222 or e-mail to [is.enquiry@vistra.com](mailto:is.enquiry@vistra.com)
- (b) In electronic form via TIIH Online.

The detailed requirements and procedures for the submission of proxy forms are set out in the Administrative Guide.

7. For the purpose of determining a member who shall be entitled to attend this 48<sup>th</sup> AGM, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd in accordance with Article 15.9 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 20 March 2025. Only a depositor whose name appears on the Record of Depositors as at 20 March 2025 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

AFFIX  
STAMP

## The Share Registrar

### TRICOR INVESTOR & ISSUING HOUSE SERVICES SDN. BHD.

Registration No. 197101000970 (11324-H)  
Unit 32-01, Level 32, Tower A  
Vertical Business Suite  
Avenue 3, Bangsar South  
No. 8, Jalan Kerinchi  
59200 Kuala Lumpur

1. FOLD HERE

# Administrative Guide 48<sup>th</sup> Annual General Meeting

## 1. HYBRID 48<sup>TH</sup> ANNUAL GENERAL MEETING ("AGM")

The 48<sup>th</sup> AGM of Bursa Malaysia Berhad ("the Company") will be conducted via hybrid mode in accordance with paragraph 8.27A of the Bursa Securities MAIN Market Listing Requirements ("MMLR") and Principle C of the Malaysian Code on Corporate Governance (MCCG) whereby listed issuers are encouraged to leverage technology in conducting general meetings to facilitate voting and remote shareholders' participation. In this respect, the Board of Directors of the Company will ensure that the 48<sup>th</sup> AGM is conducted in an effective manner and serves to facilitate meaningful interaction and engagement between the Board/ Management and Shareholders of the Company. This includes setting in place the required processes, infrastructure and tools to support a smooth broadcast of the general meeting and interactive participation by its participants, thereby ensuring all shareholders are accorded with similar rights to speak and vote at the general meeting.

The date, time and venue for the 48<sup>th</sup> AGM of the Company are as below:

Date	Time	Venue
Thursday, 27 March 2025	10.00 a.m.	(a) <b>Main Venue</b> <b>Bursa Malaysia Berhad</b> Ground Floor, Annexe Building, Exchange Square, Bukit Kewangan, 50200 Kuala Lumpur, Malaysia
		(b) <b>AGM Online Platform</b> <b>TIIH Online</b> website at <a href="https://tiih.online">https://tiih.online</a> with Remote Participation and Voting ("RPV") facilities

Shareholders shall have the option to attend the hybrid 48<sup>th</sup> AGM either physically in person at the Main Venue ("**Physical Attendance**") or virtually using the RPV facilities at TIIH Online website ("**Virtual Attendance**"). The Main Venue is in Malaysia where the Chairman of the meeting will be physically present in accordance with Section 327(2) of the Companies Act ("CA") 2016.

## 2. GENERAL MEETING RECORD OF DEPOSITORS

For the purpose of determining a member who shall be entitled to attend the 48<sup>th</sup> AGM, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd in accordance with Article 15.9 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 ("General Meeting ROD") as at 20 March 2025. Only depositors whose name appears on the General Meeting ROD as at 20 March 2025 shall be entitled to attend the said meeting or appoint proxies to attend and/or vote on his/her behalf.

## 3. PRE-REGISTRATION TO ATTEND THE 48<sup>TH</sup> AGM

With reference to our letter to shareholders dated 26 February 2025, you are invited to attend the 48<sup>th</sup> AGM to exercise your right to attend, participate and vote at the 48<sup>th</sup> AGM by Physical Attendance or Virtual Attendance. As such, you are required to take the following steps to pre-register yourselves in order to participate at the 48<sup>th</sup> AGM. To do so, you must take the following steps at TIIH Online:

- (a) Register as a user with TIIH Online
  - (i) Access the TIIH Online website at <https://tiih.online>.
  - (ii) Under "e-Services", select the **Sign Up** button followed by "Create Account by Individual Holder". Refer to the tutorial guide posted on the homepage for assistance.
  - (iii) Registration as a user will be approved within one (1) working day and you will be notified via e-mail.
- (b) Register your attendance for the 48<sup>th</sup> AGM
  - (i) **ALL** Shareholder(s), proxy(ies), corporate representative(s) and attorney(s) are **required to pre-register** their attendance for the 48<sup>th</sup> AGM for verification of their eligibility to attend the 48<sup>th</sup> AGM based on the General Meeting ROD as at 20 March 2025 and to confirm their mode of attendance i.e. either Physical Attendance or Virtual Attendance. This is to ensure that the Company is able to make the necessary preparations for the 48<sup>th</sup> AGM particularly at the Main Venue.
  - (ii) The pre-registration is open from the date of the Notice of 48<sup>th</sup> AGM on **Wednesday, 26 February 2025**.

(iii) The closing date and time for the pre-registration shall be as follows:

Physical Attendance : **at 10.00 am on Wednesday, 26 March 2025**

Virtual Attendance : such time before the voting session ends at the 48<sup>th</sup> AGM on **Thursday, 27 March 2025**

(iv) Pre-registration and attendance for shareholder(s) as follows:-

	Physical Attendance	Virtual Attendance
Pre-Meeting day	<ul style="list-style-type: none"><li>Go to <a href="https://tiih.online">https://tiih.online</a></li><li>Login in with your user ID (e-mail address) and password and select the corporate event: <b>"(REGISTRATION) BURSA 48<sup>TH</sup> AGM"</b>.</li><li>Read and agree to the Terms &amp; Conditions and confirm the Declaration.</li><li>Select "Register for Physical Attendance at Meeting Venue".</li><li>Review your registration information and proceed to submit your pre-registration.</li><li>TIIH Online will send an e-mail to notify that your pre-registration for physical attendance is received and will be verified.</li><li>Upon system verification against the General Meeting ROD as at 20 March 2025, TIIH Online will send an e-mail on or after 26 March 2025 to confirm your Physical Attendance at the Main Venue.</li><li>In the event your registration is not approved, you will be notified via e-mail.</li></ul>	<ul style="list-style-type: none"><li>Go to <a href="https://tiih.online">https://tiih.online</a></li><li>Login in with your user ID (e-mail address) and password and select the corporate event: <b>"(REGISTRATION) BURSA 48<sup>TH</sup> AGM"</b>.</li><li>Read and agree to the Terms &amp; Conditions and confirm the Declaration.</li><li>Select "Register for Remote Participation and Voting".</li><li>Review your registration information and proceed to submit your pre-registration.</li><li>TIIH Online will send an e-mail to notify that your pre-registration for remote participation via RPV is received and will be verified.</li><li>Upon system verification against the General Meeting ROD as at 20 March 2025, TIIH Online will send an e-mail on or after 26 March 2025 to confirm your Virtual Attendance via RPV.</li><li>In the event your registration is not approved, you will be notified via e-mail.</li></ul>
	<p><b>PLEASE NOTE:-</b> <i>Should you no longer wish to attend the 48<sup>th</sup> AGM physically, kindly inform <a href="mailto:is.enquiry@vistra.com">is.enquiry@vistra.com</a> to switch your registration from Physical Attendance to Virtual Attendance instead</i></p>	<p><b>PLEASE NOTE:-</b> <i>Should you decide to attend physically after successful registration, kindly inform <a href="mailto:is.enquiry@vistra.com">is.enquiry@vistra.com</a> to switch your registration from Virtual Attendance to Physical Attendance before the cut-off date at 10.00 a.m. on 26 March 2025.</i></p>
On Meeting Day	<ul style="list-style-type: none"><li>Please produce your original MyKad / Passport (for foreigners) for verification purpose at the verification counters on AGM day.</li><li>Kindly note that your entry into the Main Venue shall only be allowed subject to verification of your pre-registration of attendance as per above.</li></ul>	<ul style="list-style-type: none"><li>Please refer to <b>Note 9</b> below.</li></ul>

#### 4. PROXY

(a) Appointment of Chairman of the meeting as proxy

If a shareholder is not able to attend the 48<sup>th</sup> AGM, he/she can appoint the Chairman of the meeting as his/her proxy and indicate the voting instructions in the Proxy Form. The same must be deposited or submitted in accordance with **Note 5** below.

(b) Appointment of proxy, corporate representative or attorney

(i) A shareholder who has appointed a proxy(ies), corporate representative(s) or attorney(s) to participate at this 48<sup>th</sup> AGM must ensure that the proxy form is completed with required information, signed and dated accordingly. The same must be deposited in accordance with **Note 5** below.

(ii) The shareholder must also request his/her proxy(ies), authorised representative or attorney to register himself/herself as a user with TIIH Online website at <https://tiih.online>.

(iii) The representative of a corporation or institutional shareholder must register as a user first in accordance with **Note 5(b)(ii)** below, before he/she can subscribe to this corporate holder electronic submission.

(c) Documents relating to appointment as corporate representative

For a corporate member who has appointed a representative to attend the 48<sup>th</sup> AGM, please deposit the **ORIGINAL** certificate of appointment with the Share Registrar of the Company, Tricor Investor & Issuing House Services Sdn. Bhd. ("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, to be deposited in the Drop Box located at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia not later than **10.00 a.m.** on **Wednesday, 26 March 2025**. The certificate of appointment should be executed in the following manner:

- (i) If the corporate member has a common seal, the certificate of appointment should be executed under seal in accordance with the constitution of the corporate member.
  - (ii) If the corporate member does not have a common seal, the certificate of appointment should be affixed with the rubber stamp of the corporate member (if any) and executed by at least two (2) authorised officers, of whom one shall be a director; or any director and/or authorised officers in accordance with the laws of the country under which the corporate member is incorporated.
- (d) Documents relating to appointment of proxy by power of attorney
- (i) Any authority pursuant to which such an appointment is made by a power of attorney must be deposited with the Share Registrar of the Company, 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, to be deposited in the Drop Box located at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia not later than **10.00 a.m.** on **Wednesday, 26 March 2025**.
  - (ii) A copy of the power of attorney may be accepted provided that it is certified notarially and/or in accordance with the applicable legal requirements in the relevant jurisdiction in which it is executed.

## 5. CUT-OFF DATE AND TIME FOR LODGEMENT OF PROXY FORM

As approved by the Board with reference to Article 17.2 of the Company's Constitution, proxy forms and/or documents relating to the appointment of proxy/corporate representative/attorney for the 48<sup>th</sup> AGM whether in hard copy or by electronic means shall be deposited or submitted in the following manner not later than **10.00 a.m.** on **Monday, 26 March 2025** in accordance with Article 17.3 of the Company's Constitution:

- (a) In hard copy:
- (i) By hand or post: to the office of the Share Registrar of the Company, 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 alternatively to be deposited in the Drop Box located at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur;
  - (ii) By fax at 03-2783 9222 or e-mail to [is.enquiry@vistra.com](mailto:is.enquiry@vistra.com)
- (b) In electronic form via TIIH Online:
- (i) The steps to be taken by **individual shareholders** are as follows:

- 
- You must complete the steps to register as a user with TIIH Online in accordance with Note 3(a) above.
  - As a registered user of TIIH Online, go to <https://tiih.online> and login with your user ID (i.e. e-mail address) and password.
  - Select the Corporate Exercise/Event: **"BURSA 48<sup>TH</sup> AGM – 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 will decide your vote.
  - Review and confirm your proxy(ies) appointment.
  - Print the proxy form for your record.
-

- (ii) The steps to be taken by **authorised/nominated representatives of corporate/institutional shareholders** are as follows:

**A. Register as a user with TIIH Online**

- Access the TIIH Online website at <https://tiih.online>.
- Under "e-Services", select the **Sign Up** button followed by **"Create Account by Representative of Corporate Holder"**.
- Complete the registration form and upload the required documents.
- Registration will be verified, and you will be notified by e-mail within one (1) to two (2) working days
- Proceed to activate your account with the temporary password given in the e-mail and re-set your own password.

**B. Prepare proxy appointment**

- As a registered user of TIIH Online, go to <https://tiih.online> and login with your user ID (i.e. e-mail address) and password.
- Select the Corporate Exercise/Event: **"BURSA 48<sup>TH</sup> AGM – 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 given therein.
- Prepare the file for the appointment of proxies by inserting the required data.

**C. Submit the proxy appointment file**

- Select the Corporate Exercise/Event: **"BURSA 48<sup>TH</sup> AGM – 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.

If you have submitted your proxy form prior to the meeting and subsequently decide to attend the 48<sup>th</sup> AGM physically or virtually using RPV please write to [is.enquiry@vistra.com](mailto:is.enquiry@vistra.com) to revoke the appointment of your proxy(ies) at least forty-eight (48) hours before the 48<sup>th</sup> AGM. Thereafter, kindly follow the steps listed under Note 3(b) to register for the 48<sup>th</sup> AGM. In such event, your appointment of proxy(ies) shall be automatically revoked.

## 6. INTEGRATED ANNUAL REPORT 2024

The following documents are available at [https://bursa.listedcompany.com/iar\\_2024.html](https://bursa.listedcompany.com/iar_2024.html)

- Integrated Annual Report 2024
- Sustainability Report 2024
- Corporate Governance Report 2024
- Notice of 48<sup>th</sup> AGM, Statement Accompanying Notice of 48<sup>th</sup> AGM, Proxy Form and Administrative Guide

In consideration of the environment, we have printed limited copies of the IAR 2024, and we strongly encourage our shareholders to refer to the document available online. Nevertheless, in the event you still require a printed copy of the IAR 2024, you may request for the same at <https://tiih.online> by selecting "Request for Annual Report/Circular" under the "Investor Services" or alternatively, request through telephone or e-mail to our Share Registrar via the contact details as set out in Note 11(b) below.

## 7. SUBMISSION OF QUESTIONS FOR THE 48<sup>TH</sup> AGM

(a) Prior to meeting

Shareholders may submit questions in relation to the agenda items for the 48<sup>th</sup> AGM prior to the 48<sup>th</sup> AGM via TIIH Online at <https://tiih.online> by selecting "e-Services" to login, pose questions and submit electronically not later than **10.00 a.m. on Wednesday, 26 March 2025**. The responses to these questions will be shared at the 48<sup>th</sup> AGM.

(b) During the meeting

For submission of questions 'live' during the 48<sup>th</sup> AGM

Physical Attendance	Virtual Attendance
Verified shareholder(s), proxy(ies) and corporate representative(s) will be able to ask questions in person at the Main Venue	Verified shareholder(s), proxy(ies) and corporate representative(s) may use the <b>Query Box</b> facility to ask questions real time (in the form of typed text) during the meeting.

## 8. POLL VOTING

The voting at the 48<sup>th</sup> AGM will be conducted by poll in accordance with Paragraph 8.29A of the MMLR.

- (a) All shareholders and proxies attending the 48<sup>th</sup> AGM physically at the Main Venue or virtually using the RPV facilities will exercise their rights to vote via online remote voting from TIH Online website at <https://tiih.online>.

As such, all shareholders and proxies attending the 48<sup>th</sup> AGM physically at the Main Venue are advised to bring their **own personal devices** in order to vote via TIH Online website at <https://tiih.online>. Please refer to **Note 9(c)** below on steps for online remote voting.

- (b) The Company has appointed Tricor Investor & Issuing House Services Sdn Bhd as Poll Administrator to conduct the poll by way of online remote voting. During the meeting, the Chairman will invite the Poll Administrator to brief you on the voting process. The online remote voting session will commence from the start of the meeting at **10.00 a.m. on 27 March 2025** until such time when the Chairman announces the end of the voting session. This is in line with the SC's Guidance which provides that Members shall be allowed to cast their votes remotely and contemporaneously (live) during the proceeding of the general meeting.
- (c) The Company will appoint an Independent Scrutineer to verify the poll results. Upon completion of the "in time" voting session for the 48<sup>th</sup> AGM, the Scrutineers will verify and announce the poll results followed by the Chairman's declaration whether the resolutions are duly passed.

## 9. VIRTUAL ATTENDANCE ON THE DATE OF THE 48<sup>TH</sup> AGM

For those who have been confirmed to attend the 48<sup>th</sup> AGM using RPV facilities, you have the right to join the live stream meeting and vote remotely. Your login to TIH Online indicates your attendance at the 48<sup>th</sup> AGM. The procedures for the RPV facilities are as summarised below:

Procedure	Action
(a) Login to TIH Online	<ul style="list-style-type: none"><li>Login with your user ID and password for remote participation at the 48<sup>th</sup> AGM at any time from <b>9.00 a.m.</b> i.e. one (1) hour before the commencement of the 48<sup>th</sup> AGM at 10.00 a.m. on Thursday, 27 March 2025.</li></ul>
(b) Participate through Live Streaming	<ul style="list-style-type: none"><li>Select the corporate event: <b>"(LIVE STREAM MEETING) BURSA 48<sup>TH</sup> AGM"</b> to engage in the 48<sup>th</sup> AGM proceedings remotely.</li><li>If you have any question for the Chairman/Board, you may use the <b>Query Box</b> to transmit your question. The Chairman/Board will try to respond to questions submitted by you during the 48<sup>th</sup> AGM. If the questions are received late after the Questions &amp; Answers session, the responses will be e-mailed to you after the meeting.</li><li>Please note that 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 you use.</li></ul>
(c) Online Remote Voting	<ul style="list-style-type: none"><li>The Online Remote Voting session commences from <b>10.00 a.m. on Thursday, 27 March 2025</b> until a time when the Chairman announces the end of the said voting session.</li><li>Select the corporate event: <b>"(REMOTE VOTING) BURSA 48<sup>TH</sup> AGM"</b> or if you are on the Live Stream meeting page, you can select <b>"GO TO REMOTE VOTING PAGE"</b> button <b>below the Query Box</b>.</li><li>Read and agree to the Terms &amp; Conditions and confirm the Declaration.</li><li>Select the CDS account that represents your shareholdings.</li><li>Indicate your votes for the resolutions that are tabled for voting.</li><li>Confirm and submit your votes.</li></ul>

## 10. OTHER INFORMATION FOR PHYSICAL ATTENDANCE AT THE 48<sup>TH</sup> AGM

- (a) Verification of attendance
- (i) Verification of attendance will commence at 9.00 a.m. just before the entrance to the Main Venue (i.e. Ground Floor, Annexe Building, Exchange Square) and will end at a time as directed by the Chairman of the meeting. As you enter the Annexe Building, the verification counters are located at the right hand side from the main entrance doors of the Annexe Building.
- (ii) Please produce your original MyKad/Passport at the verification counter and make sure you collect your MyKad/Passport thereafter.
- (iii) Once verified, you will be given a wristband for entry to the Main Venue. No person will be allowed to enter the Main Venue without wearing the wristband.
- (iv) There will be no replacement of wristband in the event that you lose or misplace the wristband.

- (v) No person will be allowed to verify on behalf of another person even with the original MyKad/Passport of that other person.
- (vi) The verification counter will handle only verification of your pre-registration. If you have any enquiry, please proceed to the Help Desk. The Help Desk will be located next to the verification counter in the same area.

(b) Voting

All physical attendees at the 48<sup>th</sup> AGM Main Venue is advised to bring their **own personal devices** in order to vote via the TIIH Online website at <https://tiih.online>. Please refer to **Note 9(C)** above on steps for online remote voting.

- (c) Complimentary parking is available at the Basement Carpark in the Annexe Building of the Exchange Square (non-Season Parking bays).
- (d) No recording or photography of the 48<sup>th</sup> AGM proceedings (in person or live streaming) is allowed without the prior written permission of the Company.
- (e) Meeting Refreshments
  - No meeting refreshments (i.e. food and beverage) will be served at the Main Venue. Instead, meeting refreshment e-voucher will be provided for this 48<sup>th</sup> AGM.
  - No Door Gifts will be provided for attendance at this 48<sup>th</sup> AGM.

## 11. ENQUIRY & HELPLINE CONTACT

If you have any enquiry prior to the 48<sup>th</sup> AGM, please contact the following officers during office hours from 9.00 a.m. to 5.00 p.m. (Monday to Friday, except for public holidays):

<b>(a) Bursa Malaysia Berhad</b> Registration No. 197601004668 (30632-P) 15 <sup>th</sup> Floor, Exchange Square Bukit Kewangan 50200 Kuala Lumpur, Malaysia	<b>Telephone Number</b>	
	<b>General Line</b>	603-2034 7000
	Puan Salmi Dali	603-2034 7055 <a href="mailto:salmi@bursamalaysia.com">salmi@bursamalaysia.com</a>
	Puan Salbiah Che Mat	603-2034 7235 <a href="mailto:salbiah@bursamalaysia.com">salbiah@bursamalaysia.com</a>
	<b>Fax Number</b>	603-2732 6437
<b>(b) Tricor Investor &amp; Issuing House Services Sdn Bhd</b> Registration No. 197101000970 (11324-H) Unit 32-01, Level 32, Tower A Vertical Business Suite Avenue 3, Bangsar South No. 8, Jalan Kerinchi 59200 Kuala Lumpur, Malaysia	<b>Telephone Number</b>	
	<b>General Line</b>	603-2783 9299
	Encik Mohammad Amirul Iskandar	603-2783 9279 <a href="mailto:mohammad.amirul@vistra.com">mohammad.amirul@vistra.com</a>
	Ms. Mika Tam	603-2783 9280 <a href="mailto:mika.tam@vistra.com">mika.tam@vistra.com</a>
	<b>Fax Number</b>	603-2783 9222
	<b>E-mail</b>	<a href="mailto:is.enquiry@vistra.com">is.enquiry@vistra.com</a>

In the event you encounter any issues with logging-in, connection to the live stream meeting or online voting, kindly call Tricor Help Line at 011-4080 5616/011-4080 3168/011-4080 3169/011-4080 3170 or e-mail to [tiih.online@vistra.com](mailto:tiih.online@vistra.com) for assistance.

The Company shall abide by the prevailing and applicable procedures and guidelines as well as precautionary measures as prescribed by the Government, SC and other relevant authorities. In the event that any new procedures, guidelines or measures may affect the administration of the 48<sup>th</sup> AGM as set out in this Administrative Guide and requiring material change to the proceedings of the meeting, the Company will issue announcement on the same accordingly. Hence, please contact the above officers or check the Company's website for announcements on the latest update (if any) in relation to the 48<sup>th</sup> AGM.

## 12. END OF LIVE STREAMING FOR VIRTUAL PARTICIPATION

The Live Streaming will end upon the announcement by the Chairman on the conclusion of the 48<sup>th</sup> AGM after the outcome of the resolutions has been declared.