

STATEMENT ACCOMPANYING NOTICE OF FORTY-NINTH (49TH) ANNUAL GENERAL MEETING (“49TH AGM”)

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

1. Details of Individual Who is Standing for Election as Director (Excluding Directors Standing for Re-Election)

The profile of Madam Chin Siew Siew who is standing for election as Director at the 49th AGM of the Company as per Agenda 2 of the Notice of 49th AGM can be found in the 2022 Annual Report of the Company.

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

The proposed Ordinary Resolution 8 on the general mandate for issuance of shares is a renewal mandate. As at the date of the Notice of the 49th AGM, no new shares were issued pursuant to the general mandate granted to the Directors at the last AGM held on 26 May 2022.

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

PROXY FORM

Kenanga

CDS Account No.:

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

I/ We _____ NRIC No./ Passport No./ Company No. _____
(FULL NAME AS PER NRIC/ PASSPORT/ CERTIFICATE OF INCORPORATION IN BLOCK LETTERS)of _____
(FULL ADDRESS)being a member of **Kenanga Investment Bank Berhad** hereby appoint _____
(FULL NAME AS PER NRIC/ PASSPORT IN BLOCK LETTERS)NRIC No./ Passport No. _____ of _____
(FULL ADDRESS)and/ or falling him _____ NRIC No./ Passport No. _____
(FULL NAME AS PER NRIC/ PASSPORT IN BLOCK LETTERS)of _____
(FULL ADDRESS)

or failing him, THE CHAIRMAN OF THE MEETING as my/ our proxy to vote for me/ us and on my/ our behalf at the Forty-Ninth (49th) Annual General Meeting (“**49th AGM**”) of the Company to be held fully virtual at Level 19, Kenanga Tower, 237, Jalan Tun Razak, 50400 Kuala Lumpur, Wilayah Persekutuan, Malaysia through live streaming and online remote voting via the Remote Participation and Electronic Voting Facilities (“**RPEV Facilities**”) which are available at Boardroom Share Registrars Sdn Bhd (“**Boardroom**”)’s online platform at <https://meeting.boardroomlimited.my> (Domain Registration No. with MYNIC – D6A357657) on Thursday, 25 May 2023 at 11.00 a.m. and at any adjournment thereof.

My/ Our proxy is to vote as indicated below.

NO.	RESOLUTIONS		FOR	AGAINST
ORDINARY RESOLUTION				
1.	Election of Madam Chin Siew Siew pursuant to Clause 84 of the Company’s Constitution	RESOLUTION 1		
2.	Re-election of the following Directors pursuant to Clause 78 of the Company’s Constitution: 2.1 Encik Jeremy Nasrulhaq 2.2 Puan Norazian Binti Ahmad Tajuddin 2.3 Mr. Kanagaraj Lorenz	RESOLUTION 2 RESOLUTION 3 RESOLUTION 4		
3.	Payment of Directors’ fees totaling RM3,009,917.82	RESOLUTION 5		
4.	Payment of benefits to the Non-Executive Directors of up to an amount of RM1,300,000.00 from 26 May 2023 until the next AGM of the Company	RESOLUTION 6		
5.	Re-Appointment of Ernst & Young PLT as Auditors	RESOLUTION 7		
AS SPECIAL BUSINESS				
6.	Authority to Directors to Issue Shares	RESOLUTION 8		
7.	Proposed Renewal of Share Buy-Back Authority	RESOLUTION 9		

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

Date this.....day of2023

Signature/ Common Seal of Member

NUMBER OF SHARES HELD

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

Notes:

1. Registration for RPEV Facilities

- 1.1 The Company's fully virtual 49th AGM will be conducted online, without a physical meeting venue. Members can attend, participate and vote in the meeting remotely or online via Boardroom's online platform at <https://meeting.boardroomlimited.my> (Domain Registration No. with MYNIC – D6A357657) by using the RPEV Facilities. The only venue involved is the Broadcast Venue where only the essential individuals are physically present to organise the fully virtual 49th AGM.
- 1.2 Registration for RPEV Facilities is opened from the date of the Notice of 49th AGM on Wednesday, 26 April 2023 until such time before the voting session ends at the 49th AGM on Thursday, 25 May 2023.
- 1.3 Member(s), proxy(ies), corporate representative(s) or attorney(s) are required to register as a user with Boardroom's Online website first and then pre-register their attendance for the 49th AGM for verification of their eligibility to attend the 49th AGM using the RPEV Facilities based on the General Meeting Record of Depositors as at 18 May 2023.

2. Proxy

- 2.1 For the purpose of determining a member who shall be entitled to attend this 49th AGM, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd, in accordance with Clause 60 of the Company's Constitution and Section 34(1) of the Securities Industry (Central Depositories) Act 1991, to issue a General Meeting Record of Depositors as at 18 May 2023. Only a member whose name appears in the Record of Depositors as at 18 May 2023 shall be entitled to attend, speak and vote at the said meeting or appoint proxies to attend and/ or vote on his/ her behalf.
- 2.2 A member of the Company entitled to attend, participate, speak and vote at this AGM is entitled to appoint up to two (2) proxies to attend, participate, speak and vote in his/ her place. There shall be no restriction as to the qualification of the proxy. Since the 49th AGM will be conducted via a virtual meeting, a member who is unable to attend and vote at the Meeting may appoint the Chairman of the Meeting as his/ her proxy and indicate the voting instruction in the Proxy Form. For Corporate Shareholder, Authorised Nominee and Exempt Authorised Nominee, other than the Chairman of the Meeting, you may appoint a Proxy who is not the Chairman of the Meeting.

- 2.3 A member who is an Authorised Nominee as defined under the Securities Industry (Central Depositories) Act 1991 may appoint not more than two (2) proxies in respect of each securities account it holds with ordinary shares of the Company standing to the credit of the said securities account.
- 2.4 Where a member is an Exempt Authorised Nominee as defined under the Securities Industry (Central Depositories) Act 1991 which holds ordinary shares in the Company for multiple beneficial owners in one (1) securities account ("**Omnibus Account**"), there is no limit to the number of proxies which the Exempt Authorised Nominee may appoint in respect of each Omnibus Account it holds.
- 2.5 Where a member appoints more than one (1) proxy, the appointments shall be invalid unless he/she specifies the proportion of his/her shareholdings to be represented by each proxy.
- 2.6 The instrument appointing a proxy shall be in writing under the hand of the appointor or of his/her attorney duly authorised in writing, or if the appointor is a corporation, either under its common seal or under the hand of an officer or attorney duly authorised. Any alteration to the instrument appointing a proxy must be initialled.
- 2.7 Duly completed Proxy Form must be deposited at the office of the Company's Share Registrar, Boardroom at 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia, not later than **Wednesday, 24 May 2023 at 11.00 a.m.** Alternatively, you may choose to submit the proxy appointment electronically via Boardroom's Smart Investor Portal Online website at <https://investor.boardroomlimited.com> before the Proxy Form submission cut-off time as mentioned above. For further information on the electronic submission of Proxy Form, kindly refer to the procedures provided in the Administrative Guide.
- 2.8 Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in the Notice of 49th AGM will be put to vote by poll.

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

11th Floor, Menara Symphony
No. 5, Jalan Prof. Khoo Kay Kim
Seksyen 13
46200 Petaling Jaya
Selangor Darul Ehsan
Malaysia

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