

# PROXY FORM



(Company No.: 199701008362 (423858-X))  
(Incorporated in Malaysia under the Companies Act, 1965 and deemed registered under the Companies Act, 2016)

\*I/We \_\_\_\_\_  
\*NRIC No./Passport No./Company No. \_\_\_\_\_  
of \_\_\_\_\_  
and telephone no./email address \_\_\_\_\_  
being a \*member/members of BIMB Holdings Berhad (the "Company"), hereby appoint

Full Name and Address (in Block Letters)	NRIC/Passport No.	No. of Shares	% of Shareholdings
Email Address		Tel No	

\*and/or

Full Name and Address (in Block Letters)	NRIC/Passport No.	No. of Shares	% of Shareholdings
Email Address		Tel No	

or failing \*him/her, the Chairman of the meeting as \*my/our \*proxy/proxies to vote for \*me/us on \*my/our behalf at the 24<sup>th</sup> Annual General Meeting of the Company to be held fully virtual at the broadcast venue at Level 31, Menara Bank Islam, 22 Jalan Perak, 50450 Kuala Lumpur on Wednesday, 2 June 2021 at 10.00 a.m. or any adjournment thereof.

Please indicate with an "x" in the appropriate space(s) provided below on how you wish your votes to be cast. If no specific direction as to voting is given, the proxy will vote or abstain from voting at \*his/her discretion.

NO.	ORDINARY RESOLUTION	FOR	AGAINST
1	TO RE-ELECT DATUK NIK MOHD HASYUDEEN YUSOFF AS A DIRECTOR		
2	TO RE-ELECT ENCIK ZAHARI @ MOHD ZIN IDRIS AS A DIRECTOR		
3	TO APPROVE THE PAYMENT OF DIRECTORS' FEES AND BENEFITS AMOUNTING TO RM2,502,000 PAYABLE TO DIRECTORS FROM THIS 24 <sup>TH</sup> AGM UNTIL THE 25 <sup>TH</sup> AGM OF THE COMPANY		
4	TO RE-APPOINT MESSRS. PRICEWATERHOUSECOOPERS PLT AS THE EXTERNAL AUDITORS OF THE COMPANY		
5	PROPOSED SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE		
6	RENEWAL OF AUTHORITY FOR THE DIRECTORS TO ALLOT AND ISSUE ORDINARY SHARES OF THE COMPANY IN RELATION TO DIVIDEND REINVESTMENT PLAN		

Signed this \_\_\_\_\_ day of \_\_\_\_\_, 2021.

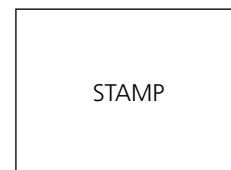
\_\_\_\_\_  
Signature of Member/Common Seal  
*\*Strike out whichever is not desired.*

Unless otherwise instructed, the proxy may vote as he/she thinks fit

Notes:

1. The 24<sup>th</sup> AGM of the Company will be conducted entirely on a virtual basis through live streaming and online remote voting via Remote Participation and Electronic Voting Facilities ("RPEV"). The virtual meeting Facilities will be available at <https://web.lumiagm.com>. Please follow the procedures provided in the Administrative Guide for the 24<sup>th</sup> AGM in order to participate remotely.
2. The venue of the 24<sup>th</sup> AGM is strictly for the purpose of complying with Section 327(2) of the Act and Clause 96 of the Company's Constitution which requires the Chairman of the meeting to be present at the main venue of the meeting. The notification of the venue of the 24<sup>th</sup> AGM is to inform shareholders where the electronic 24<sup>th</sup> AGM production and streaming will be conducted. NO shareholders/proxies from the public will be physically allowed at the meeting venue.
3. In accordance with Clause 109 of the Company's Constitution, each member of the Company ("Member") shall be entitled to present and to vote at any general meeting of the Company, either personally or by proxy or by attorney and to be reckoned in a quorum in respect of shares fully paid and in respect of partially paid shares where calls are not due and unpaid. Members may exercise their rights to participate (including pose questions via the RPEV) during the 24<sup>th</sup> AGM.
4. Pursuant to Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in this Notice of the 24<sup>th</sup> AGM will be conducted by way of a poll.
5. The Company has appointed its share registrar, i.e. Boardroom Share Registrar Sdn. Bhd. ("Boardroom" or "Registrar") as the poll administrator to conduct the poll by way of electronic voting ("e-voting") and SKY Corporate Services Sdn. Bhd. as the Independent Scrutineers to verify the poll results.
6. For the purpose of determining a Member who is entitled to attend the virtual 24<sup>th</sup> AGM, the Company will request Bursa Malaysia Depository Sdn. Bhd., in accordance with Clause 93 of the Company's Constitution, to issue a Record of Depositor ("ROD") as at 25 May 2021. Only a Member whose name appears on the ROD as at 25 May 2021 shall be entitled to attend the meeting or appoint a proxy(ies) to attend and/or vote on his/ her behalf.
7. Notes on Appointment of Proxy:
  - (a) In accordance with Clause 92 of the Company's Constitution, a Member entitled to attend and vote at a meeting of the Company is entitled to appoint one (1) or more proxies to exercise all or any of his/her rights to attend, participate, speak and vote for him/her subject to the following provisions:
    - (i) save as provided under Note (b) below, Clause 113 of the Company's Constitution and the Companies Act 2016, each Member shall not be permitted to appoint more than two (2) proxies to attend the same meeting; and
    - (ii) where a Member appoints more than one (1) proxy, the appointment shall be invalid unless he/she specifies the proportion of his/her holdings to be represented by each proxy.
  - (b) For the avoidance of doubt and subject always to Note (a)(ii) above, the Company's Constitution and the Companies Act 2016:
    - (i) where a Member is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one securities account ("omnibus account"), there is no limit to the number of proxies which an exempt authorised nominee may appoint in respect of each omnibus account it holds; and
    - (ii) where a Member is an authorised nominee, he/she may appoint at least one (1) proxy in respect of each securities account it holds to which ordinary shares in the Company are credited. Each appointment of proxy by an authorised nominee may be made separately or in one instrument of proxy should specify the securities account number and the name of the beneficial owner for whom the authorised nominee is acting.
  - (c) There shall be no restriction as to the qualification of the proxy. Hence, a proxy need not be a Member.
  - (d) The instrument appointing a proxy shall be in writing under the hand of the appointer or his/her attorney duly authorised in writing or if such appointer is a corporation, under its Seal or the hand of its attorney.
  - (e) The instrument appointing a proxy ("Proxy Form") must be deposited at the Registrar's office in the following manner:
    - (i) by electronic means through the Boardroom Smart Investor Portal at <https://boardroomlimited.my> by logging in and selecting "E-PROXY LODGEMENT"; or
    - (ii) by hand or post to Boardroom Share Registrar Sdn. Bhd. at 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor, Malaysia, not less than forty-eight (48) hours before the time appointed for holding the meeting which is no later than Monday, 31 May 2021 at 10.00 a.m.
  - (f) The lodging of a completed Proxy Form does not preclude a Member from attending and voting should the Member decides to do so. If the Member subsequently decided to attend the 24<sup>th</sup> AGM, the Member is requested to revoke the earlier appointment of proxy by notifying Boardroom in writing, no later than 10.00 a.m., Monday, 31 May 2021.

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## BOARDROOM SHARE REGISTRARS SDN BHD

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

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