



## CYCLE & CARRIAGE

### CYCLE & CARRIAGE BINTANG BERHAD

(Registration No. 196701000428 (7378-D))

(Incorporated in Malaysia)

## ADMINISTRATIVE GUIDE FOR THE 52<sup>ND</sup> ANNUAL GENERAL MEETING

Dear Valued Shareholders,

### 1. **Date, Time and Mode of AGM**

Day and Date : Friday, 26 June 2020  
Time : 11:00 a.m.  
Mode : Fully virtual meeting  
Meeting Platform : <https://web.lumiagm.com/>

### 2. **Coronavirus (Covid-19) Outbreak**

We would normally encourage and welcome shareholders to attend and participate in our general meetings. However, as we are faced with an extraordinary situation this year due to the Covid-19 outbreak and in line with the Guidance and FAQs on the Conduct of General Meetings for Listed Issuers issued by the Securities Commission Malaysia, the Company's 52<sup>nd</sup> Annual General Meeting ("AGM") will be conducted fully virtually through live streaming and online remote voting using the Remote Participation and Voting ("RPV") facilities. Your safety and that of our community are our foremost priority.

By leveraging on the RPV facilities, members may participate in the AGM by viewing the live webcast of the 52<sup>nd</sup> AGM, asking questions online, and submitting votes in real time, without physically attending the AGM.

### 3. **Members Entitled To Participate and Vote**

Only a member whose name appears in the Record of Depositors as at 17 June 2020 shall be eligible to participate and vote at the 52<sup>nd</sup> AGM or appoint proxy/ies to participate and vote on his/her behalf.

### 4. **Broadcast Venue**

**Please note that NO MEMBERS/PROXIES should be physically present nor admitted at the broadcast venue on the day of the 52<sup>nd</sup> AGM.** The broadcast venue is strictly for the purpose of compliance with Section 327(2) of the Companies Act 2016 which stipulates that the Chairperson of the meeting shall be present at the main venue.

### 5. **Form(s) of Proxy Lodgement & Deadline**

- (a) **Lodgement Deadline: Not later than 48 hours before the AGM i.e. latest by Wednesday, 24 June 2020 at 11:00 a.m.**
- (b) If you are unable to participate in the 52<sup>nd</sup> AGM via RPV facilities on 26 June 2020 and wish to appoint the Chairperson of the Meeting as your proxy to vote on your behalf, please deposit your proxy form at the office of the Share Registrar of the Company, **Boardroom Share Registrars Sdn Bhd (Boardroom) at 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan** in accordance with the notes and instructions printed therein by the Lodgement Deadline.
- (c) Alternatively, the proxy appointment may also be lodged electronically via "Boardroom Smart Investor Portal" at [www.boardroomlimited.my](http://www.boardroomlimited.my) by the Lodgement Deadline. For further information, kindly refer to the "Electronic Lodgement of Proxy Form of AGM" (details set out in Note 6 below).

### 6. **Electronic Lodgement of Proxy Form**

Proxy form may now be lodged by electronic means via "Boardroom Smart Investor Portal" at [www.boardroomlimited.my](http://www.boardroomlimited.my), which service is available for free and to all individual Depositors.

For submission of the proxy form online, kindly refer to the guidelines below:

#### **A. Register Online with Boardroom Smart Investor Portal (for first time registration only)**

*[Note: If you have already signed up with Boardroom Smart Investor Portal, you are not required to register again. You may proceed to **item B on eProxy Lodgement**]*

- a) Access website at <https://boardroomlimited.my>.
- b) Click <<Register>> to sign up as a user.
- c) Complete registration and upload softcopy of MyKAD (front and back) or Passport.
- d) Please enter a valid email address and wait for Boardroom's email verification.
- e) The registration of your eProxy Account would be verified and approved within one (1) Business Day and an e-mail notification would be provided.

**B. eProxy Lodgement**

- a) Login to your eProxy Account at <https://boardroomlimited.my> using your User ID and password.
- b) Click on <<e-Proxy Lodgement>> and browse through the Meeting List. Click <<Apply>> for Cycle & Carriage Bintang Berhad 52<sup>nd</sup> Virtual AGM.
- c) Read the Terms & Conditions and confirm the Declaration.
- d) Enter your CDS account number and the total number of securities held in the Company.
- e) Select your proxy - either the Chairperson of the Meeting or your nominated person as proxy(s) and enter the required particulars of your proxy(s).
- f) Indicate your voting instructions – For, Against or Abstain, otherwise your proxy will vote or abstain as he/she thinks fit.
- g) Review and confirm your proxy(ies) appointment.
- h) Click submit.
- i) Download or print the e-Proxy form acknowledgement.

Should you require further clarification on navigating within the Boardroom Smart Investor Portal please contact BSR at (60)3 - 7890 4700 or [bsr.helpdesk@boardroomlimited.com](mailto:bsr.helpdesk@boardroomlimited.com).



**7. Revocation of Proxy**

If you have submitted your Form(s) of Proxy and subsequently decide to appoint another person or wish to participate in the 52<sup>nd</sup> AGM yourself, please write in to [bsr.helpdesk@boardroomlimited.com](mailto:bsr.helpdesk@boardroomlimited.com) to revoke the earlier appointed proxy forty eight (48) hours before the 52<sup>nd</sup> AGM.

**8. Remote Participation Facilities – Steps Guide**

Kindly ensure that you are connected to the internet at all times in order to participate and vote when the 52<sup>nd</sup> AGM has commenced. Kindly note that the quality of your connection to the live broadcast is dependent on the bandwidth and stability of the internet connection at your location and the device used.

Procedure		Action
<b>Prior to AGM Date</b>		
1.	Register Online with Boardroom Smart Investor Portal	<p><i>[Note: If you have already signed up with Boardroom Smart Investor Portal, you are not required to register. You may proceed to Step 2.]</i></p> <ol style="list-style-type: none"> <li>a. Access website <a href="https://boardroomlimited.my">https://boardroomlimited.my</a></li> <li>b. Click &lt;&lt;Login&gt;&gt; and click &lt;&lt;Register&gt;&gt; to sign up as a user.</li> <li>c. Complete registration and upload softcopy of MyKAD (front and back) or Passport.</li> <li>d. Please enter a valid email address.</li> <li>e. Your registration will be verified and approved within one business day and an email notification will be provided.</li> </ol>
2.	Submit request for remote participation	<p>Registration for remote access will be opened on 28 May 2020. Please note that the closing time to submit your request is at 11:00 a.m. on 24 June 2020 (48 hours before the commencement of the AGM).</p> <p><b>Individual Members</b></p> <ol style="list-style-type: none"> <li>a. Log in to <a href="https://boardroomlimited.my">https://boardroomlimited.my</a></li> <li>b. Select “Hybrid/Virtual Meeting” from main menu and select Cycle &amp; Carriage Bintang Berhad 52<sup>nd</sup> Virtual AGM.</li> <li>c. Enter your CDS Account.</li> <li>d. Read and agree to the terms &amp; condition and thereafter submit your request.</li> </ol> <p><b>Corporate Shareholders</b></p> <ol style="list-style-type: none"> <li>a. Write in to <a href="mailto:bsr.helpdesk@boardroomlimited.com">bsr.helpdesk@boardroomlimited.com</a> by providing the name of Member, CDS Account Number accompanied with the Certificate of Appointment of Corporate Representative or Form of Proxy to submit the request.</li> <li>b. Please provide a copy of Corporate Representative’s MyKad (Front and Back) or Passport as well as his/her email address.</li> </ol> <p><b>Authorised Nominee and Exempt Authorised Nominee</b></p> <ol style="list-style-type: none"> <li>a. Write in to <a href="mailto:bsr.helpdesk@boardroomlimited.com">bsr.helpdesk@boardroomlimited.com</a> by providing the name of Member, CDS Account Number accompanied with the Form of Proxy to submit the request.</li> <li>b. Please provide a copy of Corporate Representative’s MyKad (Front and Back) or Passport as well as his/her email address.</li> </ol>
3.	Email notification	<ol style="list-style-type: none"> <li>a. You will receive notification(s) from Boardroom that your request(s) has been received and is/are being verified.</li> <li>b. Upon system verification against the General Meeting Record of Depositories as at 17 June 2020, you will receive an email from Boardroom either approving or rejecting your registration for remote participation together with your remote access user ID and password.</li> <li>c. Note that one (1) user ID and password can only log on to one (1) device at a time.</li> </ol>

Procedure		Action
<b>On the day of the AGM</b>		
4.	Login to Meeting Platform	The Meeting Platform will be open for login starting from <b>10:00 a.m. on 26 June 2020</b> . The Meeting Platform can be accessed via one of the following:- <ul style="list-style-type: none"> <li>➤ Download the free <b>Lumi AGM</b> application from Apple App Store or Google Play Store;</li> <li>➤ Scan the QR Code provided in the email notification;</li> <li>➤ Navigate to the website at <a href="https://web.lumiagm.com/">https://web.lumiagm.com/</a></li> </ul> a. Insert the Meeting ID No., sign in with the user ID and password provided to you via the email notification in Step 3.
5.	Participate	a. If you would like to view the live webcast, select the broadcast icon.  b. If you would like to ask a question during the AGM, select the messaging icon.  c. Type your message within the chat box, once completed click the send button.
6.	Voting	a. Once voting has been opened, the polling icon will appear with the resolutions and your voting choices. b. To vote simply select your voting direction from the options provided. A confirmation message will appear to show your vote has been received. c. To change your vote, simply select another voting direction. d. If you wish to cancel your vote, please press "Cancel".
7.	End of Participation	Upon the announcement by the Chairperson on the closure of the AGM, the live webcast will end and the Messaging window will be disabled.

#### 9. **Voting Procedure**

Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, the resolutions set out in the Notice of the 52<sup>nd</sup> AGM will be put to vote by way of poll. Poll Administrator and Independent Scrutineers will be appointed to conduct the polling process and verify the results of the poll respectively.

During the AGM, the Chairperson of the Meeting will invite the Poll Administrator to brief on the e-Polling housekeeping rules. The voting session will commence as soon as the Chairperson calls for the poll to be opened and until such time when the Chairperson announces the closure of the poll.

#### 10. **No Distribution of Door Gifts**

No door gifts, food and/or beverage voucher will be provided for Members/Proxies who participate in the 52<sup>nd</sup> AGM.

#### 11. **No Recording or Photography**

STRICTLY NO recording or photography of the 52<sup>nd</sup> AGM proceedings is allowed.

#### 12. **Questions to the Board of Directors**

The Board of Directors will endeavor their best to respond to the questions submitted by Members.

To administer the proceedings of the 52<sup>nd</sup> AGM in an efficient manner, Members may, before the meeting, submit questions to the Board of Directors via email to [corporate.affairs@cyclecarriage.com.my](mailto:corporate.affairs@cyclecarriage.com.my) no later than 11:00 a.m. on 24 June 2020.

#### 13. **Enquiry**

If you have any enquiries prior to the 52<sup>nd</sup> AGM or if you encounter any issues with logging-in or online voting, please contact the following during office hours from Monday to Friday (8.30 a.m. to 5.30 p.m.):

##### **Boardroom Share Registrars Sdn. Bhd.**

Address : 11th Floor, Menara Symphony  
 No. 5 Jalan Prof. Khoo Kay Kim  
 Seksyen 13, 46200 Petaling Jaya  
 Selangor Darul Ehsan  
 Malaysia  
 General Line : 603-7890 4700  
 Fax Number : 603-7890 4670  
 Email : [bsr.helpdesk@boardroomlimited.com](mailto:bsr.helpdesk@boardroomlimited.com)



## CYCLE & CARRIAGE

### CYCLE & CARRIAGE BINTANG BERHAD

(Registration No. 196701000428 (7378-D))

(Incorporated in Malaysia)

#### NOTICE OF ANNUAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN THAT** the 52<sup>nd</sup> Annual General Meeting of Cycle & Carriage Bintang Berhad (“CCB” or “Company”) will be conducted fully virtually and live streamed from the broadcast venue at Auditorium, 3A floor, Menara Symphony, No.5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor on **Friday, 26 June 2020 at 11:00 a.m.** for the transaction of the following businesses:

#### AGENDA

##### As Ordinary Business:

1. To receive the Audited Financial Statements for the financial year ended 31 December 2019 together with the Reports of the Directors and the Auditors thereon.  
*Refer to Explanatory Note 1*
2. To approve the payment of Directors’ fees of up to RM384,000 for the financial year ending 31 December 2020. (2019: RM384,000). Resolution 1  
*Refer to Explanatory Note 2*
3. To re-elect Chan Tze Choong Eric, who is retiring pursuant to Clause 102 of the Constitution of the Company. Resolution 2  
*Refer to Explanatory Note 3*
4. To re-appoint PricewaterhouseCoopers PLT as Auditors of the Company and to authorise the Directors to fix their remuneration. Resolution 3  
*Refer to Explanatory Note 4*

##### As Special Business:

To consider and if thought fit, to pass the following resolution with or without modifications:

5. **Ordinary Resolution** Resolution 4  
**Authority to issue new ordinary shares pursuant to Sections 75 and 76 of the Companies Act 2016 (“Act”)**  

“THAT, pursuant to Sections 75 and 76 of the Act and the Constitution of the Company and subject to the approvals from Bursa Malaysia Securities Berhad and other relevant government/regulatory authorities, where such approval is necessary, the Directors of the Company be and are hereby empowered pursuant to Sections 75 and 76 of the Act to issue shares in the Company at any time until the conclusion of the next Annual General Meeting and upon such terms and conditions and for such purposes as the Board of Directors may, in their absolute discretion, deem fit provided that the aggregate number of shares to be issued during the preceding 12 months does not exceed 10% of the total number of the issued shares (excluding treasury shares) of the Company for the time being AND THAT the Board of Directors be and are also empowered to obtain approval for the listing of and quotation for the additional shares so issued on Bursa Malaysia Securities Berhad.”
6. To transact any other business of which due notice shall be given.

By Order of the Board

**Yeap Kok Leong** (MAICSA 0862549)  
**Lim Hooi Mooi** (MAICSA 0799764)  
**Ong Wai Leng** (MAICSA 7065544)  
Company Secretaries

Kuala Lumpur

Dated: 28 May 2020

**Notes:**

1. As part of the Company's initiative to curb the spread of the Coronavirus diseases (Covid-19) outbreak and in line with the Guidance and FAQs on the Conduct of General Meetings for Listed Issuers issued by the Securities Commission Malaysia to conduct virtual general meetings, the 52<sup>nd</sup> AGM will be conducted on a fully virtual basis through live streaming and online remote voting via Remote Participation and Voting (RPV) facilities.
2. Please follow the procedures provided in the Administrative Guide for the 52<sup>nd</sup> AGM in order to register, participate and vote remotely via the RPV facilities.
3. Please note that the broadcast venue is strictly for the purpose of compliance with Section 327(2) of the Companies Act 2016 which stipulates that the Chairperson of the meeting shall be present at the main venue. **As the 52<sup>nd</sup> AGM is conducted virtually, no Members/Proxies should be physically present at the Broadcast Venue on the day of the meeting.**
4. Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, the resolutions set out in the Notice of the 52<sup>nd</sup> AGM will be put to vote by way of poll.
5. For the purpose of determining a Member who shall be entitled to participate in the 52<sup>nd</sup> AGM, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd, in accordance with Clause 59(b) of the Constitution of the Company and Section 34(1) of SICDA to issue a General Meeting Record of Depositor as at 17 June 2020. Only a depositor whose name appears therein shall be entitled to participate and vote the said 52<sup>nd</sup> AGM or appoint a proxy(ies) to participate and/or vote in his/her stead.
6. A Member of the Company entitled to attend, participate and vote at the meeting is entitled to appoint a proxy or in the case of a corporation, to appoint a representative to attend, participate and vote in his/her stead at a general meeting of the Company. A proxy need not be a Member of the Company and a Member shall appoint not more than two (2) proxies to attend and vote at the same meeting.
7. Where a Member appoints more than one (1) proxy, the appointments shall be invalid unless the member specifies the proportions of the member's shareholdings to be represented by each proxy. A proxy appointed shall be entitled to exercise all or any of his/her rights to attend, participate and vote at a general meeting of the Company.
8. The Proxy Form must be signed under the hand of the appointor or his/her attorney duly authorised in writing or, if the appointor is a corporation either under common seal or where a corporation does not have a seal, by any 2 of its authorised officers or under the hand of the officer or attorney duly authorised and in the case of a corporation with a single director, it shall be signed by the single director and countersigned by the company secretary of the corporation.
9. In the event the Member duly executes the Proxy Form but does not name any proxy, such Member shall be deemed to have appointed the Chairperson of the meeting as his/her proxy.
10. Any alterations in the Proxy Form must be initialled.
11. To be valid, the Proxy Form duly completed must be deposited at the Company's Administration and Polling Agent's office at **Boardroom Share Registrars Sdn Bhd, 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia** or must be submitted online at <https://www.boardroomlimited.my/> not less than 48 hours before the time for holding the general meeting or adjourned general meeting.
12. Where a Member is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991 ("SICDA"), it 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.
13. Where a Member of the Company is an exempt authorised nominee 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.
14. An exempt authorised nominee refers to an authorised nominee defined under the SICDA which is exempted from compliance with the provisions of subsection 25A(1) of SICDA.

### **Explanatory Notes on Ordinary Business:**

1. Item 1 of the Agenda – Audited Financial Statements for the financial year ended 31 December 2019

The Audited Financial Statements in Agenda 1 is meant for discussion only as the approval of shareholders is not required pursuant to the provisions of Sections 340(1)(a) of the Act. Hence, this Agenda is not put forward for voting by shareholders of the Company.

2. Item 2 of the Agenda - Proposed Resolution 1  
Approval for Directors' Fees

Section 230(1) of the Act requires 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. Pursuant thereto, shareholders' approval will be sought at this 52<sup>nd</sup> AGM for the fees payable to the Directors for the financial year ending 31 December 2020.

Directors' fees approved for the financial year ended 31 December 2019 was RM384,000. The Directors' fees proposed for the financial year ending 31 December 2020 are calculated based on the number of scheduled Board and Board Committees meetings for the year 2020 and assuming that all Non-Executive Directors will hold office until the end of the financial year. Based on the remuneration structure of the non-executive directors, the meeting allowance for Chairman and Members of the Board and Board Committees is RM1,000 per meeting.

This resolution is to facilitate payment of Directors' fees on current financial year basis. In the event that the proposed Directors' fees is insufficient (e.g. due to enlarged Board size or additional special board meetings are held), approval will be sought at the next Annual General Meeting for additional fees to meet the shortfall.

3. Item 3 of the Agenda - Proposed Resolution 2  
Re-election/Retirement of Directors

Clause 102 of the Constitution of the Company provides that any Director appointed either to fill a casual vacancy or as an additional Director shall hold office only until the next Annual General Meeting and shall then be eligible for re-election. Mr Chan Tze Choong Eric, who is retiring pursuant to Clause 102 of the Constitution of the Company and who is eligible, has offered himself for re-election.

Ms Tang Saw Hua, who is retiring by rotation pursuant to the Clause 98 of the Constitution of the Company, has indicated that she does not wish to seek re-election as a Director of the Company. Hence, she shall hold office until the conclusion of this 52<sup>nd</sup> AGM.

4. Item 4 of the Agenda - Proposed Resolution 3  
To re-appoint PricewaterhouseCoopers PLT as Auditors of the Company

The Board had at its meeting held on 26 February 2020 approved the recommendation by the Audit Committee on the re-appointment of PricewaterhouseCoopers PLT as Auditors of the Company. The Board and Audit Committee collectively agreed that PricewaterhouseCoopers PLT has met the relevant criteria prescribed by Paragraph 15.21 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad.

### **Explanatory Notes on Special Business:**

5. Item 5 of the Agenda - Proposed Resolution 4  
Approval for Issuance of New Ordinary Shares pursuant to Sections 75 and 76 of the Act

The Proposed Resolution 4 is for the purpose of seeking a renewal of the general mandate to empower the Directors to issue new shares in the Company up to a number not exceeding ten per cent (10%) of the total number of issued shares (excluding treasury shares) of the Company for such purposes as the Directors consider would be in the best interest of the Company. This authority, unless revoked or varied by the Company at a general meeting, will expire at the next Annual General Meeting.

The mandate will provide flexibility to the Company to issue new shares for any possible fund raising activities, including but not limited to further placement of shares, for the purpose of funding current or future investment project(s), working capital, acquisition(s), repayment of bank borrowings, issuance of shares as settlement of purchase consideration or such other applications that the Directors may in their absolute discretion deemed fit.

As at the date of this Notice, the Company did not issue any shares pursuant to the mandate granted to the Directors at the last Annual General Meeting.

### **Personal data privacy:**

By registering for the remote participation and electronic voting or submitting an instrument appointing a proxy(ies), attorney(s) and/or representative(s) to attend, participate and vote at the 52<sup>nd</sup> AGM and/or any adjournment thereof, a member of CCB:

- (i) consents to the collection, use and disclosure of the member's personal data by CCB (or its agents) for the purpose of the processing and administration by CCB (or its agents) of proxy(ies), attorney(s) and/or representative(s) appointed for the 52<sup>nd</sup> AGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the 52<sup>nd</sup> AGM (including any adjournment thereof), and in order for CCB (or its agents) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "Purposes"),
- (ii) warrants that where the member discloses the personal data of the member's proxy(ies), attorney(s) and/or representative(s) to CCB (or its agents), the member has obtained the prior consent of such proxy(ies), attorney(s) and/or representative(s) for the collection, use and disclosure by CCB (or its agents) of the personal data of such proxy(ies), attorney(s) and/or representative(s) for the Purposes, and
- (iii) agrees that the member will indemnify CCB in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member's breach of warranty.

**CYCLE & CARRIAGE BINTANG BERHAD**  
(Registration No. 196701000428 (7378-D))  
(Incorporated in Malaysia)

CDS Account No.

**PROXY FORM**

No. of shares held

I/We \_\_\_\_\_ Tel: \_\_\_\_\_  
[Full name in block, NRIC No./Company No. and telephone number]  
of \_\_\_\_\_

being a member/members of **Cycle & Carriage Bintang Berhad**, hereby appoint:-

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

and / or (delete as appropriate)

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

or failing him/her, the Chairperson of the Meeting as my/our proxy to vote for me/us and on my/our behalf at the **52<sup>nd</sup> Annual General Meeting ("AGM")** of the Company which will be conducted fully virtually and live streamed from the broadcast venue at Auditorium, 3A floor, Menara Symphony, No.5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor on **Friday, 26 June 2020 at 11:00 a.m.** and at any adjournment thereof, on the following resolutions referred to in the Notice of 52<sup>nd</sup> AGM.

My/our proxy is to vote as indicated below:

	RESOLUTIONS		FOR	AGAINST
1.	Payment of Directors' fees.	Resolution 1		
2.	Re-election of Chan Tze Choong Eric who retires pursuant to Clause 102 of the Constitution of the Company.	Resolution 2		
3.	Re-appointment of PricewaterhouseCoopers PLT as Auditors of the Company.	Resolution 3		
4.	Authority to issue shares pursuant to Sections 75 and 76 of the Companies Act 2016.	Resolution 4		

Please indicate with an "X" in the space provided whether you wish your votes to be cast for or against the resolutions. In the absence of specific direction, your proxy will vote or abstain as he/she thinks fit and at his/her discretion.

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2020

\_\_\_\_\_  
Signature of Shareholder/Common Seal

**Notes:**

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- Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, the resolutions set out in the Notice of the 52<sup>nd</sup> AGM will be put to vote by way of poll.
- For the purpose of determining a Member who shall be entitled to participate in the 52<sup>nd</sup> AGM, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd, in accordance with Clause 59(b) of the Constitution of the Company and Section 34(1) of SICDA to issue a General Meeting Record of Depositor as at 17 June 2020. Only a depositor whose name appears therein shall be entitled to participate and vote the said 52<sup>nd</sup> AGM or appoint a proxy(ies) to participate and/or vote in his/her stead.
- A Member of the Company entitled to attend, participate and vote at the meeting is entitled to appoint a proxy or in the case of a corporation, to appoint a representative to attend, participate and vote in his/her stead at a general meeting of the Company. A proxy need not be a Member of the Company and a Member shall appoint not more than two (2) proxies to attend and vote at the same meeting.
- Where a Member appoints more than one (1) proxy, the appointments shall be invalid unless the member specifies the proportions of the member's shareholdings to be represented by each proxy. A proxy appointed shall be entitled to exercise all or any of his/her rights to attend, participate and vote at a general meeting of the Company.
- The Proxy Form must be signed under the hand of the appointor or his/her attorney duly authorised in writing or, if the appointor is a corporation either under common seal or where a corporation does not have a seal, by any 2 of its authorised officers or under the hand of the officer or attorney duly authorised and in the case of a corporation with a single director, it shall be signed by the single director and countersigned by the company secretary of the corporation.
- In the event the Member duly executes the Proxy Form but does not name any proxy, such Member shall be deemed to have appointed the Chairperson of the meeting as his/her proxy.
- Any alterations in the Proxy Form must be initialled.
- To be valid, the Proxy Form duly completed must be deposited at the Company's Administration and Polling Agent's office at **Boardroom Share Registrars Sdn Bhd, 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia** or must be submitted online at <https://www.boardroomlimited.my/> not less than 48 hours before the time for holding the general meeting or adjourned general meeting.
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- Where a Member of the Company is an exempt authorised nominee 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.
- An exempt authorised nominee refers to an authorised nominee defined under the SICDA which is exempted from compliance with the provisions of subsection 25A(1) of SICDA.

**Personal data privacy:**

By submitting an instrument appointing a proxy(ies) and/or representative(s), the Member accepts and agrees to the personal data privacy terms set out in the Notice of 52<sup>nd</sup> AGM dated 28 May 2020.



Fold this flap for sealing

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AFFIX  
STAMP

**THE ADMINISTRATION AND POLLING AGENT**  
**Cycle & Carriage Bintang Berhad**  
(Registration No. 196701000428 (7378-D))

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

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