

# Notice

## OF ANNUAL GENERAL MEETING

UEM SUNRISE BERHAD 200801028815 (830144-W)  
(Incorporated in Malaysia)



A member of UEM Group

**NOTICE IS HEREBY GIVEN THAT** the Twelfth Annual General Meeting (12<sup>th</sup> AGM) of UEM Sunrise Berhad (the Company) will be conducted virtually for the purpose of considering and, if thought fit, passing with or without modifications the resolutions as set out in this notice.

- Meeting day and date : Thursday, 9 July 2020
- Time : 10.00 a.m.
- Broadcast venue : Board Room, Level U6, Block C5, Solaris Dutamas,  
No. 1, Jalan Dutamas 1, 50480 Kuala Lumpur
- Meeting platform : <https://web.lumiagm.com/>
- Mode of communication : i. Shareholders may submit questions to the Board of Directors in advance prior to the 12<sup>th</sup> AGM by email to the Company's Investor Relations at [ir@uemsunrise.com](mailto:ir@uemsunrise.com) in relation to the agenda items for the 12<sup>th</sup> AGM no later than 10.00 a.m. on Monday, 6 July 2020
- ii. Pose questions via real time submission of typed texts at <https://web.lumiagm.com/> during live streaming of the 12<sup>th</sup> AGM

### AGENDA

#### Ordinary Business

- To receive the Audited Financial Statements for the financial year ended 31 December 2019 together with the Reports of the Directors and Auditors thereon.
- To re-elect En Anwar Syahrin Abdul Ajib, who retires by rotation in accordance with Article 93 of the Company's Constitution and, being eligible, has offered himself for re-election.

#### Ordinary Resolution 1

YBhg Tan Sri Dato' Sri Zamzamzairani Mohd Isa and Mr Lim Tian Huat retire by rotation as Directors in accordance with Article 93 of the Company's Constitution at the conclusion of this 12<sup>th</sup> AGM.

- To re-elect the following Directors, who retire in accordance with Article 100 of the Company's Constitution and, being eligible, have offered themselves for re-election:
  - YBhg Dato' Mohd Izani Ghani
  - En Effizal Faiz Zulkifly

#### Ordinary Resolution 2 Ordinary Resolution 3

- To approve the Directors' fees and the payment thereof to the Directors for the period from the 12<sup>th</sup> AGM until the next AGM of the Company, to be payable on a quarterly basis as follows:

Directors' Fees/person	Non-Executive Chairman		Non-Executive Director/Member	
	Per Quarter (RM)	Per Annum (RM)	Per Quarter (RM)	Per Annum (RM)
Board	52,500	210,000	27,000	108,000
Audit Committee	12,500	50,000	7,500	30,000
Other Board Committees	6,250	25,000	3,750	15,000

#### Ordinary Resolution 4

# NOTICE OF ANNUAL GENERAL MEETING

UEM SUNRISE BERHAD 200801028815 (830144-W)

(Incorporated in Malaysia)

5. To approve the payment of Directors' benefits (excluding Directors' fees) to the Non-Executive Chairman and Non-Executive Directors based on the following table of benefits and remuneration for the period from the 12<sup>th</sup> AGM until the next AGM of the Company:

Description	Directors' remuneration/benefits
Allowance will be paid to Directors for the following: (i) Attending meetings with Government representatives or third parties such as consultants, bankers and advisors on behalf of the Company; or (ii) Visiting project and/or reference sites to advise management and/or the Company.	RM1,000 per day
Meeting allowance for ad-hoc or temporary Board Committees established for specific purposes.	(i) Chairman of committee – RM2,000 per meeting (ii) Member of committee – RM1,000 per meeting
Discount for purchase of property by Directors, which is the same policy applied for employees.	(i) Up to 10% discount will be given once in 5 years for residential property; and (ii) For subsequent purchase of residential property within 5 years' period or any non-residential property purchase, up to 3% discount will be given.
Benefits for Chairman:	
• Car allowance	RM3,400 per month
• Car maintenance, fuel and other claimable benefits	Up to RM32,100 per annum

**Ordinary Resolution 5**

6. To appoint Messrs Ernst & Young PLT as Auditors and to authorise the Directors to fix their remuneration.

**Ordinary Resolution 6**

## Special Business

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

7. **PROPOSED AUTHORITY TO ALLOT SHARES PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT 2016 (THE ACT)**

**"THAT** pursuant to Sections 75 and 76 of the Act, the Directors be and are hereby authorised to allot and issue shares in the Company at any time and upon such terms and conditions and for such purposes as the Directors may, in their absolute discretion deem fit, provided that the aggregate number of shares issued pursuant to this resolution does not exceed ten percentum (10%) of the total number of issued shares of the Company for the time being and that the Directors be and are also empowered to obtain the approval for the listing of and quotation for the additional shares so issued on Bursa Malaysia Securities Berhad and that such authority shall continue to be in force until the conclusion of the next AGM of the Company."

**Ordinary Resolution 7**

8. To transact any other business for which due notice shall have been given.

# NOTICE OF ANNUAL GENERAL MEETING

UEM SUNRISE BERHAD 200801028815 (830144-W)  
(Incorporated in Malaysia)

**NOTICE IS HEREBY GIVEN THAT** for the purpose of determining a member who shall be entitled to attend this 12<sup>th</sup> AGM, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd in accordance with the provisions under Article 65 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 (ROD) as at 30 June 2020. Only a depositor whose name appears on the ROD as at 30 June 2020 shall be entitled to attend this 12<sup>th</sup> AGM or appoint a proxy(ies) to attend, speak and vote on his/her behalf.

By Order of the Board

**LIEW IRENE** (SSM PC No. 201908001893) (MAICSA 7022609)

**WONG LEE LOO** (SSM PC No. 201908001993) (MAICSA 7001219)

Company Secretaries

Kuala Lumpur

10 June 2020

## NOTES:

### 1. REMOTE PARTICIPATION AND ELECTRONIC VOTING, PROXY AND/OR CORPORATE REPRESENTATIVES

- 1.1 In view of the Coronavirus (COVID-19) pandemic and with the safety of the Company's shareholders, employees and directors being of primary concern, the Board and management have considered all available options and decided that the 12<sup>th</sup> AGM shall be conducted fully virtual and entirely via remote participation and electronic voting facilities.
- 1.2 The main and only venue for the 12<sup>th</sup> AGM is the broadcast venue which is strictly for the purpose of complying with Section 327(2) of the Act and Article 70 of the Constitution of the Company that require the Chairman of the meeting to be present at the main venue of the meeting. **No shareholders/proxies/corporate representatives should be physically present** nor admitted at the broadcast venue on the day of the 12<sup>th</sup> AGM.
- 1.3 As the 12<sup>th</sup> AGM will be conducted as a fully virtual meeting, a member who is not able to participate in the AGM is encouraged to appoint the Chairman of the meeting as his/her proxy and indicate the voting instruction in the instrument appointing a proxy.
- 1.4 Every member including authorised nominees as defined under the Securities Industry (Central Depositories) Act, 1991 (Central Depositories Act) and authorised nominees defined under the Central Depositories Act which are exempted from compliance with the provisions of subsection 25A(1) of the Central Depositories Act (Exempt Authorised Nominees) which hold ordinary shares in the Company for multiple beneficial owners in one securities account (Omnibus Account), is entitled to appoint another person as his/her proxy to exercise all or any of his/her rights to attend, participate, speak and vote instead of him/her at the AGM and that such proxy need not be a member.
- 1.5 Where a member appoints more than one (1) proxy, the appointment shall be invalid unless he/she specifies the proportion of his/her shareholdings to be represented by each proxy.
- 1.6 The instrument appointing a proxy (Form of Proxy) shall be in writing under the hand of the member or his/her 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 in the case of a sole director, by that director in the presence of a witness who attests the signature or of its attorney duly authorised in writing.
- 1.7 The Form of Proxy duly completed must be deposited at the Share Registrar's office, Boardroom Share Registrars Sdn. Bhd., 11<sup>th</sup> Floor, Menara Symphony, No. 5, Jalan Professor Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan not less than twenty-four (24) hours before the time of holding the AGM. Alternatively, the Form of Proxy may also be deposited electronically through the Share Registrar's website, Boardroom Smart Investor Portal at [www.boardroomlimited.my](http://www.boardroomlimited.my) not less than twenty-four (24) hours before the time of holding the AGM.
- 1.8 If the Form of Proxy is submitted without any instruction as to how the proxy shall vote, the proxy will vote in his/her discretion. Any alteration to the Form of Proxy must be initialled. If no name is inserted in the space provided for the name of your proxy, the Chairman of the Meeting will act as your proxy.
- 1.9 Pursuant to Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in the Notice are to be voted on a poll.

# NOTICE OF ANNUAL GENERAL MEETING

UEM SUNRISE BERHAD 200801028815 (830144-W)

(Incorporated in Malaysia)

## 2. AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2019

The Audited Financial Statements are laid in accordance with Section 340(1)(a) of the Act for discussion only under Agenda item 1 and do not require shareholders' approval. Hence, this item is not put forward for voting.

## 3. DIRECTORS' FEES AND BENEFITS PAYABLE TO THE NON-EXECUTIVE CHAIRMAN AND NON-EXECUTIVE DIRECTORS

- 3.1 Pursuant to Section 230(1) of the Act, the shareholders' approval shall be sought for the Directors' fees and benefits in the following resolutions:
- (a) **Ordinary Resolution 4** on payment of Directors' fees to the Directors for the period from the 12<sup>th</sup> AGM until the next AGM of the Company on a quarterly basis; and
  - (b) **Ordinary Resolution 5** on payment of Directors' benefits (excluding Directors' fees) to the Non-Executive Chairman and Non-Executive Directors for the period from the 12<sup>th</sup> AGM until the next AGM of the Company.
- 3.2 The Directors' fees remain unchanged as per the fees approved at the last AGM held on 30 May 2019 and has remained the same since the financial year 2012.
- 3.3 The benefits for the Non-Executive Chairman are given in recognition of the significant role in leadership and oversight including the wide-ranging scope of responsibilities expected of him. It is a unique feature of the Company aimed to attract and retain leadership for the Board.

## 4. EXPLANATORY NOTES ON SPECIAL BUSINESS

### Ordinary Resolution 7 on the Proposed Authority to Allot Shares Pursuant to Sections 75 and 76 of the Act

- 4.1 The proposed resolution is a renewal mandate and if passed, will enable the Directors of the Company to issue up to a maximum of ten percentum (10%) of the total number of issued shares of the Company.
- 4.2 As at the date of this Notice, no new shares were issued pursuant to the mandate granted to the Directors at the last AGM held on 30 May 2019 and that mandate will lapse at the conclusion of the 12<sup>th</sup> AGM to be held on 9 July 2020.
- 4.3 The renewal of the mandate is for such purposes as the Directors consider would be in the best interest of the Company, such as issuance of new shares as consideration for investments and/or acquisitions or issuance of new shares to raise fund for investment and/or working capital, and to avoid delay and cost in convening a general meeting to seek approval for such issuance of shares.
- 4.4 This authority unless revoked or varied by the Company at a general meeting will expire at the next AGM.

## 5. PERSONAL DATA PRIVACY

By submitting a Form of Proxy or an instrument appointing a representative(s) to attend, speak and vote at the AGM and/or any adjournment thereof, a member of the Company (i) consents to the collection, use and disclosure of the member's personal data by the Company (or its agents) for the purpose of the processing and administration by the Company (or its agents) of proxies and representatives appointed for the AGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the AGM (including any adjournment thereof), and in order for the Company (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) and/or representative(s) to the Company (or its agents), the member has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, and (iii) agrees that the member will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member's breach of warranty.

# Statement Accompanying **NOTICE OF ANNUAL GENERAL MEETING**

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

1. Details of persons who are standing for election as Directors (excluding Directors standing for re-election)

No individual is seeking election as a Director at the 12<sup>th</sup> AGM.

2. A statement relating to general mandate for issue of securities in accordance with Paragraph 6.03(3) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad

The proposed Ordinary Resolution 7 for the general mandate for issue of securities is a renewal mandate. As at the date of this Notice, no new shares were issued pursuant to the said mandate granted to the Directors at the last AGM held on 30 May 2019.

# FORM OF PROXY

UEM SUNRISE BERHAD 200801028815 (830144-W)  
(Incorporated in Malaysia)



A member of UEM Group

I/We \_\_\_\_\_ NRIC/Company No. \_\_\_\_\_

of \_\_\_\_\_

being a member of UEM Sunrise Berhad (the Company) hereby appoint \_\_\_\_\_

\_\_\_\_\_ NRIC/Passport No. \_\_\_\_\_

of \_\_\_\_\_

and/or failing him/her, \_\_\_\_\_ NRIC/Passport No. \_\_\_\_\_

of \_\_\_\_\_

or failing him/her, the Chairman of the Meeting as my/our proxy to vote for me/us on my/our behalf at the Twelfth Annual General Meeting (12<sup>th</sup> AGM) of the Company to be held as a fully virtual meeting at the broadcast venue at Board Room, Level U6, Block C5, Solaris Dutamas, No. 1, Jalan Dutamas 1, 50480 Kuala Lumpur, Malaysia on Thursday, 9 July 2020 at 10.00 a.m. or at any adjournment thereof.

*(Please indicate with an "X" in the boxes provided how you wish your vote to be cast. If you do not do so, the proxy will vote or abstain from voting at his/her discretion.)*

ORDINARY RESOLUTIONS	NO.	FOR	AGAINST
To re-elect En Anwar Syahrin Abdul Ajib who is retiring in accordance with Article 93 of the Company's Constitution.	1		
To re-elect YBhg Dato' Mohd Izani Ghani who is retiring in accordance with Article 100 of the Company's Constitution.	2		
To re-elect En Effizal Faiz Zulkifly who is retiring in accordance with Article 100 of the Company's Constitution.	3		
To approve the payment of Directors' fees for the period from the 12 <sup>th</sup> AGM until the next AGM of the Company on a quarterly basis.	4		
To approve the payment of Directors' benefits (excluding Directors' fees) to the Non-Executive Chairman and Non-Executive Directors for the period from the 12 <sup>th</sup> AGM until the next AGM of the Company.	5		
To appoint Messrs Ernst & Young PLT as Auditors and to authorise Directors to fix their remuneration.	6		
To empower Directors pursuant to Sections 75 and 76 of the Companies Act 2016 to allot and issue shares.	7		

\_\_\_\_\_  
Signature or Common Seal of Member

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

No. of shares		
CDS Account No.		
Telephone No.		
Email address		
Proportion of holdings to be represented by each proxy	Proxy 1 %	Proxy 2 %

## NOTES

1. In view of the Coronavirus (COVID-19) pandemic and with the safety of the Company's shareholders, employees and directors being of primary concern, the Board and management have considered all available options and decided that the 12<sup>th</sup> AGM shall be conducted fully virtual and entirely via remote participation and electronic voting facilities.
2. The main and only venue for the 12<sup>th</sup> AGM is the broadcast venue which is strictly for the purpose of complying with Section 327(2) of the Companies Act 2016 and Article 70 of the Constitution of the Company that require the Chairman of the meeting to be present at the main venue of the meeting. **No shareholders/proxies/corporate representatives should be physically present** nor admitted at the broadcast venue on the day of the 12<sup>th</sup> AGM.
3. As the 12<sup>th</sup> AGM will be conducted as a fully virtual meeting, a member who is not able to participate in the AGM is encouraged to appoint the Chairman of the meeting as his/her proxy and indicate the voting instruction in the instrument appointing a proxy.
4. Every member including authorised nominees as defined under the Securities Industry (Central Depositories) Act, 1991 (Central Depositories Act) and authorised nominees defined under the Central Depositories Act which are exempted from compliance with the provisions of subsection 25A(1) of the Central Depositories Act (Exempt Authorised Nominees) which hold ordinary shares in the Company for multiple beneficial owners in one securities account (Omnibus Account), is entitled to appoint another person as his/her proxy to exercise all or any of his/her rights to attend, participate, speak and vote instead of him/her at the AGM and that such proxy need not be a member.
5. Where a member appoints more than one (1) proxy, the appointment shall be invalid unless he/she specifies the proportion of his/her shareholdings to be represented by each proxy.
6. The instrument appointing a proxy (Form of Proxy) shall be in writing under the hand of the member or his/her 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 in the case of a sole director, by that director in the presence of a witness who attests the signature or of its attorney duly authorised in writing.
7. The Form of Proxy duly completed must be deposited at the Share Registrar's office, Boardroom Share Registrars Sdn. Bhd., 11<sup>th</sup> Floor, Menara Symphony, No. 5, Jalan Professor Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan not less than twenty-four (24) hours before the time of holding the AGM. Alternatively, the Form of Proxy may also be deposited electronically through the Share Registrar's website, Boardroom Smart Investor Portal at [www.boardroomlimited.my](http://www.boardroomlimited.my) not less than twenty-four (24) hours before the time of holding the AGM.
8. If the Form of Proxy is submitted without any instruction as to how the proxy shall vote, the proxy will vote in his/her discretion. Any alteration to the Form of Proxy must be initialled. If no name is inserted in the space provided for the name of your proxy, the Chairman of the Meeting will act as your proxy.
9. Pursuant to Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in the Notice are to be voted on a poll.

## PERSONAL DATA PRIVACY

By submitting a Form of Proxy or an instrument appointing a representative(s), the member accepts and agrees to the personal data privacy terms set out in the Notice of AGM dated 10 June 2020.

*Fold Here*

---

STAMP

**The Share Registrar's Office**  
Boardroom Share Registrars Sdn. Bhd.  
11<sup>th</sup> Floor, Menara Symphony  
No. 5, Jalan Professor Khoo Kay Kim  
Seksyen 13  
46200 Petaling Jaya  
Selangor Darul Ehsan  
Malaysia

*Fold Here*

---

# Administrative

## NOTES FOR THE 12<sup>TH</sup> ANNUAL GENERAL MEETING

UEM SUNRISE BERHAD 200801028815 (830144-W)  
(Incorporated in Malaysia)



A member of **UEM Group**

### 1. Date, Time and Venue of the 12<sup>th</sup> Annual General Meeting (AGM)

Meeting day and date	:	Thursday, 9 July 2020
Meeting platform	:	<a href="https://web.lumiagm.com/">https://web.lumiagm.com/</a>
Registration	:	Virtual Meeting via Remote Participation and Electronic Voting (RPEV) facilities
Commencement of meeting	:	10.00 a.m.
Broadcast venue	:	Board Room, Level U6, Block C5, Solaris Dutamas, No. 1, Jalan Dutamas 1, 50480 Kuala Lumpur, Malaysia

### 2. Virtual Meeting

- 2.1 In view of the Coronavirus (COVID-19) pandemic and with the safety of the Company's shareholders, employees and directors being of primary concern, the Board of Directors (Board) and management have considered all available options and decided that the 12<sup>th</sup> AGM shall be conducted fully virtual and entirely via RPEV facilities.
- 2.2 The main and only venue for the 12<sup>th</sup> AGM is the broadcast venue which is strictly for the purpose of complying with Section 327(2) of the Companies Act 2016 and Article 70 of the Constitution of the Company that require the Chairman of the meeting to be present at the main venue of the meeting. **No shareholders/proxies/corporate representatives should be physically present** nor admitted at the broadcast venue on the day of the 12<sup>th</sup> AGM.
- 2.3 Shareholders can participate in our full virtual AGM by registering online via the Boardroom Smart Investor Portal at [www.boardroomlimited.my](http://www.boardroomlimited.my).
- 2.4 With the RPEV facilities, you may exercise your right as a shareholder of the Company to participate (and pose questions to the Board and management of the Company) and vote at the 12<sup>th</sup> AGM, safely from your home.
- 2.5 Kindly ensure the stability of the internet connectivity throughout the AGM is maintained as the quality of the live webcast and online remote voting are dependent on the bandwidth and stability of the internet connection of the participants.
- 2.6 No recording or photography of the meeting proceedings is allowed without the prior written permission of the Company.
- 2.7 For the fully virtual AGM, the Company is guided by the Securities Commission's Guidance Note on the Conduct of General Meetings for Listed Issuers issued on 18 April 2020 and revised on 14 May 2020 (including any amendments that may be made from time to time).

### 3. Entitlement to participate and vote

- 3.1 Only members whose name appears in the Record of Depositors (ROD) as at 30 June 2020 shall be entitled to attend the 12<sup>th</sup> AGM or appoint a proxy(ies) to participate and vote on his/her behalf by returning the proxy form which can be downloaded from <https://uemsunrise.com/corporate/about/information-downloads>.

### 4. Lodgement of Proxy Form

- 4.1 If you are unable to attend the AGM via RPEV facilities and wish to appoint the Chairman of the meeting as your proxy to vote on your behalf, please deposit your proxy form at the Share Registrar's office, Boardroom Share Registrars Sdn. Bhd. (Boardroom), 11th Floor, Menara Symphony, No. 5 Jalan Professor Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan not less than twenty-four (24) hours before the time of holding the AGM or no later than 10.00 a.m. on 8 July 2020. Any alteration to the Form of Proxy must be initialled.
- 4.2 The Share Registrars will also provide a box at the ground floor of its office building to facilitate drop-off of proxy forms.
- 4.3 Alternatively, the proxy appointment may also be lodged electronically via the Boardroom Smart Investor Portal at [www.boardroomlimited.my](http://www.boardroomlimited.my), which is free and available to all individual shareholders, not less than twenty-four (24) hours before the time of holding the AGM or no later than 10.00 a.m. on 8 July 2020 in accordance with the steps below:

#### **Step 1 – 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 Step 2 on eProxy Lodgement.]*

- a. Access website [www.boardroomlimited.my](http://www.boardroomlimited.my).
- b. Click <<Login>> and click <<Register>> to sign up as a user.
- c. Complete registration and upload a softcopy of your MyKad/Identification Card (front and back) or Passport.
- d. Please enter a valid email address and wait for Boardroom's email verification.
- e. Your registration will be verified and approved within one (1) business day and an email notification will be provided.



# ADMINISTRATIVE NOTES FOR THE 12<sup>TH</sup> ANNUAL GENERAL MEETING

## 4. Lodgement of Proxy Form (cont'd)

4.3 (cont'd)

### Step 2 – eProxy Lodgement

- a. Login to [www.boardroomlimited.my](http://www.boardroomlimited.my) using your user ID and password above.
- b. Go to “eProxy Lodgement” and browse the Meeting List for “UEM Sunrise Berhad 12<sup>th</sup> Virtual AGM”. Click “Apply”.
- c. Read the Terms & Conditions and confirm Declaration.
- d. Enter the CDS account number and the total number of securities held.
- e. Select your proxy – either the Chairman of the meeting or individual named proxy(ies) and enter the required particulars of your proxy(ies).
- f. Indicate your voting instructions – For or Against, otherwise your proxy will decide your vote.
- g. Review and confirm your proxy appointment.
- h. Click submit.
- i. Download or print the eProxy form acknowledgement.

4.4 If you wish to participate in the meeting yourself, please do not submit any proxy form for the meeting. You will not be allowed to participate in the meeting together with a proxy appointed by you.

4.5 If you have submitted your proxy form prior to the meeting and subsequently decide to participate in the meeting yourself, please write in to [BSR.Helpdesk@boardroomlimited.com](mailto:BSR.Helpdesk@boardroomlimited.com) to revoke the appointment of your proxy(ies) at least twenty-four (24) hours before the AGM. On revocation, your proxy(ies) would not be allowed to participate in the meeting. In such event, you should advise your proxy(ies) accordingly.

## 5. Corporate Shareholder

5.1 Corporate shareholders who require their corporate representative to participate and vote at the AGM must deposit their original certificate of appointment of corporate representative to the Share Registrar no later than 10.00 a.m. on 8 July 2020.

## 6. Voting Procedures

- 6.1 The voting will be conducted by poll in accordance with Paragraph 8.29A of Bursa Malaysia Securities Berhad’s Main Market Listing Requirements.
- 6.2 The Company has appointed Boardroom as the Poll Administrator to conduct the poll by way of electronic voting (e-Voting) and Commercial Quest Sdn. Bhd. as Scrutineers to verify the poll results.
- 6.3 During the AGM, the Chairman will invite the Poll Administrator to brief on the e-Voting housekeeping rules. The voting session will commence as soon as the Chairman calls for the poll to be opened and until such time when the Chairman announces the closure of the poll.
- 6.4 For the purpose of this AGM, e-Voting will be carried out using personal smart mobile phones, tablets, personal computers or laptops.
- 6.5 The polling will only commence after announcement of poll being opened by the Chairman and until such time when the Chairman announces the closure of poll.
- 6.6 The Scrutineers will verify the poll result reports upon closing of the poll session by the Chairman. Thereafter, the Chairman will announce and declare whether the resolutions put to vote were successfully carried or not.

## 7. Remote Participation and Electronic Voting (RPEV)

- 7.1 Please note that all members including **(i) individual members; (ii) corporate shareholders; (iii) authorised nominees; and (iv) exempt authorised nominees** shall use the RPEV facilities to participate and vote remotely at the AGM.
- 7.2 If you wish to participate in the meeting, you will be able to view a live webcast of the meeting, ask questions and submit your votes in real time whilst the meeting is in progress.

# ADMINISTRATIVE NOTES FOR THE 12<sup>TH</sup> ANNUAL GENERAL MEETING

## 7. Remote Participation and Electronic Voting (RPEV) (cont'd)

7.3 Kindly follow the steps below on how to request for login ID and password and usage of the RPEV facilities:

BEFORE AGM DAY	
Procedure	Actions
1. Register Online with Boardroom Smart Investor Portal <b>(for first time registration only)</b>	<p><i>[Note: If you have already signed up with Boardroom Smart Investor Portal, you are not required to register again. You may proceed to Step 2 - Submit Request for Remote Participation User ID and Password.]</i></p> <ol style="list-style-type: none"> <li>a. Access website <a href="http://www.boardroomlimited.my">www.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 a softcopy of your MyKad/Identification Card (front and back) or Passport.</li> <li>d. Please enter a valid email address and wait for Boardroom's email verification.</li> <li>e. Your registration will be verified and approved within one (1) business day and an email notification will be provided.</li> </ol>
2. Submit Request for Remote Participation User ID and Password	<p><i>[Note: Registration for remote access will be open on <b>10 June 2020</b>. Please note that the <b>closing time to submit your request</b> is not less than twenty-four (24) hours before the time of holding the AGM or no later than 10.00 a.m. on 8 July 2020.]</i></p> <p><b>Individual Members</b></p> <ul style="list-style-type: none"> <li>- Login to <a href="http://www.boardroomlimited.my">www.boardroomlimited.my</a> using your user ID and password.</li> <li>- Select "Hybrid/Virtual Meeting" from main menu and select the correct Corporate Event "UEM Sunrise Berhad 12<sup>th</sup> Virtual AGM".</li> <li>- Enter your CDS Account.</li> <li>- Read and agree to the Terms &amp; Conditions and thereafter submit your request.</li> </ul> <p><b>Corporate Shareholders</b></p> <ul style="list-style-type: none"> <li>- 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>- Please provide a copy of Corporate Representative's MyKad/Identification Card (front and back) or Passport as well as his/her email address.</li> </ul> <p><b>Authorised Nominee and Exempt Authorised Nominee</b></p> <ul style="list-style-type: none"> <li>- 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>- Please provide a copy of proxy holder's MyKad/Identification Card (front and back) or Passport as well as his/her email address.</li> </ul>
3. Email Notification	<ol style="list-style-type: none"> <li>a. You will receive a notification from Boardroom that your request has been received and is being verified.</li> <li>b. Upon system verification against the General Meeting ROD as at 30 June 2020, you will receive an email from Boardroom either approving or rejecting your registration for remote participation.</li> <li>c. If your registration is approved, you will also receive your remote access user ID and password in the same email from Boardroom.</li> </ol>

# ADMINISTRATIVE NOTES FOR THE 12<sup>TH</sup> ANNUAL GENERAL MEETING

## 7. Remote Participation and Electronic Voting (RPEV) (cont'd)

7.3 (cont'd)

ON THE DAY OF THE AGM	
Procedure	Actions
1. Login to Virtual Meeting Platform	<ol style="list-style-type: none"><li>The Virtual Meeting portal will be open for login an hour (1 hour) before the commencement of AGM at 9.00 a.m. on 9 July 2020.</li><li>The Meeting Platform can be accessed via one of the following:<ul style="list-style-type: none"><li>Free <b>Lumi AGM</b> application which is downloadable from Apple App Store or Google Play Store;</li><li>Launch <b>Lumi AGM</b> by scanning the QR Code provided in the email notification received after successful registration; or</li><li>Access to <b>Lumi AGM</b> web portal via website url <a href="https://web.lumiagm.com/">https://web.lumiagm.com/</a>.</li></ul></li><li>Enter the Meeting ID No. and sign in with the user ID and password provided in the confirmation email from Boardroom.</li></ol>
2. Participate	<p><i>[Note: Questions submitted online will be moderated before being sent to the Chairman to avoid repetition.]</i></p> <ol style="list-style-type: none"><li>If you would like to view live webcast, select the broadcast icon.</li><li>If you would like to ask a question during the AGM, select the messaging icon.</li><li>Type your message within the chat box, click the send button once completed.</li></ol>
3. Voting	<ol style="list-style-type: none"><li>Once the meeting is open for voting, the polling icon will appear with the resolutions and your voting choices.</li><li>To vote, simply select your voting direction from the options provided.</li><li>A confirmation message will appear to show your vote has been received.</li><li>To change your vote, simply select another voting direction.</li><li>If you wish to cancel your vote, please press "Cancel".</li></ol>
4. End of Participation	<ol style="list-style-type: none"><li>Upon the announcement by the Chairman on the closure of AGM, the live webcast will end and the messaging window will be disabled.</li><li>You can now logout from Meeting Platform.</li></ol>

## 8. Gift Policy

8.1 There will be **NO DISTRIBUTION** of door gifts or vouchers for members/proxies who participate at this virtual AGM.

## 9. Enquiries

- 9.1 The Company welcomes questions and views from shareholders on the AGM resolutions and Annual Report 2019 to be raised at the 12<sup>th</sup> AGM.
- 9.2 Please email your question(s) to [ir@uemsunrise.com](mailto:ir@uemsunrise.com) no later than 10.00 a.m. on Monday, 6 July 2020. We will endeavour to provide responses to the queries during the virtual AGM session.
- 9.3 If you have any enquiry prior to the AGM or if you wish to request for technical assistance to participate in the fully virtual meeting, please contact Boardroom during office hours i.e. from 8.30 a.m. to 5.30 p.m. (Mondays to Fridays):

Boardroom Share Registrars Sdn. Bhd.  
Tel: +603 7890 4700 (Helpdesk)  
Fax: +603 7890 4670  
Email: [BSR.Helpdesk@boardroomlimited.com](mailto:BSR.Helpdesk@boardroomlimited.com)