



BERJAYA ASSETS BERHAD
[Registration No. 196001000237 (3907-W)]
(Incorporated in Malaysia)

**NOTIFICATION TO SHAREHOLDERS
SIXTY-FOURTH ANNUAL GENERAL MEETING (“64TH AGM”)**

Dear Valued Shareholders of Berjaya Assets Berhad (“Company”),

We are pleased to invite you to participate in the 64th AGM of the Company, which will be conducted on a virtual basis through live streaming via Remote Participation and Voting (“RPV”) facilities, to be held as follows:

Date and Time	: Thursday, 5 December 2024 at 10.00 a.m.
Broadcast Venue	: Manhattan V, Level 14, Berjaya Times Square Hotel Kuala Lumpur, No.1 Jalan Imbi, 55100 Kuala Lumpur
Online Meeting Platform	: Securities Services e-Portal at https://sshsb.net.my/

The Broadcast Venue is strictly for the purpose of complying with Section 327(2) of the Companies Act 2016 and Clause 70 of the Company’s Constitution which require the Chairperson of the meeting to be present at the main venue of the meeting. Hence, no shareholders/proxies/corporate representatives shall be physically present or allowed to attend the 64th AGM in person at the Broadcast Venue on the day of the meeting.

Shareholders/proxies/corporate representatives who wish to participate at the 64th AGM will have to register to attend the 64th AGM remotely by using the RPV facilities provided by the poll administrator, SS E Solutions Sdn Bhd, which are available on Securities Services e-Portal at <https://sshsb.net.my/>, the procedures of which are set out in the Administrative Guide for the 64th AGM.

Issuance of documents by electronic means by a listed issuer to its securities holders

Pursuant to Paragraph 2.19B of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad and Clause 191 of the Company’s Constitution, we wish to notify you that we have discontinued the delivery of any document to our shareholders in printed copies as part of the Company’s sustainability initiatives to be more environmentally friendly.

Please scan the QR Code for the following documents which can be viewed and downloaded from the website of the Company at www.berjaya.com/berjaya-assets/ and the said documents are also available at the website of Bursa Malaysia Securities Berhad at www.bursamalaysia.com:

- (1) Annual Report 2024;
- (2) Notice of 64th AGM, Form of Proxy and Administrative Guide;
- (3) Circular/Statement to Shareholders dated 28 October 2024 in relation to the:-
 - (a) Proposed Renewal of and New Shareholders’ Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature; and
 - (b) Proposed Renewal of Authority for the Company to Purchase its Own Shares.



You may request for a printed copy of the above documents through our Share Registrar, Berjaya Registration Services Sdn Bhd, at the number/email address/website as set out below. The printed copy will be sent to you as soon as practicable after receipt of your request.

Should you require assistance on the above matter, kindly contact our Share Registrar at:

Contact person : Cik Suryani Binti Miswan
Tel : 03-2145 0533
Email : shareg@berjayareg.com.my
Website : <https://www.berjayaregistration.com.my>

Thank you.

Yours faithfully,
For and on behalf of the Board of Directors of
BERJAYA ASSETS BERHAD

YAM TUNKU TUN AMINAH BINTI SULTAN IBRAHIM ISMAIL
Chairman

28 October 2024

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the Sixty-Fourth Annual General Meeting of the Company will be conducted on a virtual basis through live streaming from the broadcast venue ("Broadcast Venue") at Manhattan V, Level 14, Berjaya Times Square Hotel Kuala Lumpur, No. 1 Jalan Imbi, 55100 Kuala Lumpur on Thursday, 5 December 2024 at 10.00 a.m. for the following purposes:-

AGENDA

As ordinary business

- | | | |
|----|---|---|
| 1. | To receive and adopt the audited financial statements for the financial year ended 30 June 2024 and the Directors' and Auditors' Reports thereon. | (Please refer to Note 1 of the Explanatory Notes) |
| 2. | To approve the payment of Directors' fees amounting to RM358,883.00 to the Non-Executive Directors of the Company for the financial year ended 30 June 2024. | Resolution 1 |
| 3. | To approve the payment of Directors' fees up to an amount of RM583,200.00 to the Non-Executive Directors of the Company for the period from 1 July 2024 until the next Annual General Meeting of the Company to be held in 2025. | Resolution 2 |
| 4. | To approve the payment of benefits (excluding Directors' fees) to the Non-Executive Directors of the Company up to an amount of RM640,000.00 for the period from 6 December 2024 until the next Annual General Meeting of the Company to be held in 2025. | Resolution 3 |
| 5. | To re-elect the following Directors who retire pursuant to Clause 117 of the Company's Constitution and who being eligible, offer themselves for re-election:- | |
| | a) YAM Tunku Tun Aminah Binti Sultan Ibrahim Ismail | Resolution 4 |
| | b) Tan Sri Dato' Seri Zulkefli Bin Ahmad Makinudin | Resolution 5 |
| | c) Datuk Wira Lye Ek Seang | Resolution 6 |
| 6. | To re-elect the following Directors who retire pursuant to Clause 107 of the Company's Constitution and who being eligible, offer themselves for re-election:- | |
| | a) Dato' Rahim Bin Suboh | Resolution 7 |
| | b) Ahmad Radzi Bin Zaini | Resolution 8 |
| 7. | To re-appoint Messrs Deloitte PLT as Auditors of the Company and to authorise the Directors to fix their remuneration. | Resolution 9 |

As special business

8. To consider and, if thought fit, pass the following Ordinary Resolutions:-
- (i) **Authority to Issue and Allot Shares pursuant to Sections 75 and 76 of the Companies Act 2016**

"THAT, subject always to the Companies Act 2016, the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, the Constitution of the Company and the approvals of the relevant governmental/regulatory authorities, the Directors be and are hereby empowered, pursuant to Sections 75 and 76 of the Companies Act 2016, to issue and allot shares in the Company from time to time at such price and upon such terms and conditions and for such purposes as the Directors may deem fit provided that the aggregate number of shares issued pursuant to this resolution does not exceed 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 from Bursa Malaysia Securities Berhad for the listing and quotation for the additional shares so issued AND THAT such authority shall continue to be in force until the conclusion of the next Annual General Meeting of the Company.

AND THAT pursuant to Section 85 of the Companies Act 2016 to be read together with Clause 60 of the Constitution of the Company, approval be and is hereby given to waive the statutory pre-emptive rights of the Company to be offered new shares ranking pari passu in all respects with the existing ordinary shares arising from the issuance and allotment of the shares pursuant to Sections 75 and 76 of the Companies Act 2016."

Resolution 10

Notice of Annual General Meeting

(ii) Proposed Renewal of and New Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature with Persons Connected with Tan Sri Dato' Seri Vincent Tan Chee Yioun and/or Berjaya Corporation Berhad

"THAT, subject to the provisions of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, approval be and is hereby given for the Company and its subsidiary companies, to enter into recurrent related party transactions of a revenue or trading nature with persons connected with Tan Sri Dato' Seri Vincent Tan Chee Yioun ("TSVT") and/or Berjaya Corporation Berhad ("BCorporation"), including companies in which such persons connected with TSVT and/or BCorporation is a/are major shareholder(s) as specified in Section 2.3 of the Circular to Shareholders dated 28 October 2024 ("Proposed Mandate I") which are necessary for the day-to-day operations and/or in the ordinary course of business of the Company and its subsidiary companies on terms not more favourable to the related parties than those generally available to the public and are not detrimental to the minority shareholders of the Company and that such approval shall continue to be in force until:-

- (a) the conclusion of the next Annual General Meeting ("AGM") of the Company following the AGM at which such ordinary resolution for the Proposed Mandate I was passed, at which time it will lapse, unless by ordinary resolution passed at that general meeting, the authority is renewed;
- (b) the expiration of the period within which the next AGM after the date it is required to be held pursuant to Section 340(2) of the Companies Act 2016 (but shall not extend to such extension as may be allowed pursuant to Section 340(4) of the Companies Act 2016); or
- (c) revoked or varied by ordinary resolution passed by the shareholders of the Company in a general meeting;

whichever is the earlier;

AND FURTHER THAT authority be and is hereby given to the Directors of the Company and its subsidiary companies to complete and do all such acts and things (including executing such documents as may be required) to give effect to such transactions as authorised by this Ordinary Resolution."

Resolution 11

(iii) Proposed Renewal of Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature with Companies in which Berjaya Corporation Berhad and KDYMM Seri Paduka Baginda Yang Di-Pertuan Agong Sultan Ibrahim are Major Shareholders

"THAT, subject to the provisions of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, approval be and is hereby given for the Company and its subsidiary companies, to enter into recurrent related party transactions of a revenue or trading nature with companies in which Berjaya Corporation Berhad and KDYMM Seri Paduka Baginda Yang Di-Pertuan Agong Sultan Ibrahim are major shareholders as specified in Section 2.3 of the Circular to Shareholders dated 28 October 2024 ("Proposed Mandate II") which are necessary for the day-to-day operations and/or in the ordinary course of business of the Company and its subsidiary companies on terms not more favourable to the related parties than those generally available to the public and are not detrimental to the minority shareholders of the Company and that such approval shall continue to be in force until:-

- (a) the conclusion of the next Annual General Meeting ("AGM") of the Company following the AGM at which such ordinary resolution for the Proposed Mandate II was passed, at which time it will lapse, unless by ordinary resolution passed at that general meeting, the authority is renewed;

Notice of Annual General Meeting

- (b) the expiration of the period within which the next AGM after the date it is required to be held pursuant to Section 340(2) of the Companies Act 2016 (but shall not extend to such extension as may be allowed pursuant to Section 340(4) of the Companies Act 2016); or
- (c) revoked or varied by ordinary resolution passed by the shareholders of the Company in a general meeting;

whichever is the earlier;

AND FURTHER THAT authority be and is hereby given to the Directors of the Company and its subsidiary companies to complete and do all such acts and things (including executing such documents as may be required) to give effect to such transactions as authorised by this Ordinary Resolution.”

Resolution 12

- (iv) **Proposed Renewal of Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature with a Company in which Tan Sri Dato' Seri Vincent Tan Chee Yioun and KDYMM Seri Paduka Baginda Yang Di-Pertuan Agong Sultan Ibrahim are Major Shareholders**

“THAT, subject to the provisions of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, approval be and is hereby given for the Company and its subsidiary companies, to enter into recurrent related party transactions of a revenue or trading nature with a company in which Tan Sri Dato' Seri Vincent Tan Chee Yioun and KDYMM Seri Paduka Baginda Yang Di-Pertuan Agong Sultan Ibrahim are major shareholders as specified in Section 2.3 of the Circular to Shareholders dated 28 October 2024 (“Proposed Mandate III”) which are necessary for the day-to-day operations and/or in the ordinary course of business of the Company and its subsidiary companies on terms not more favourable to the related parties than those generally available to the public and are not detrimental to the minority shareholders of the Company and that such approval shall continue to be in force until:-

- (a) the conclusion of the next Annual General Meeting (“AGM”) of the Company following the AGM at which such ordinary resolution for the Proposed Mandate III was passed, at which time it will lapse, unless by ordinary resolution passed at that general meeting, the authority is renewed;
- (b) the expiration of the period within which the next AGM after the date it is required to be held pursuant to Section 340(2) of the Companies Act 2016 (but shall not extend to such extension as may be allowed pursuant to Section 340(4) of the Companies Act 2016); or
- (c) revoked or varied by ordinary resolution passed by the shareholders of the Company in a general meeting;

whichever is the earlier;

AND FURTHER THAT authority be and is hereby given to the Directors of the Company and its subsidiary companies to complete and do all such acts and things (including executing such documents as may be required) to give effect to such transactions as authorised by this Ordinary Resolution.”

Resolution 13

Notice of Annual General Meeting

(v) Proposed Renewal of Authority for the Company to Purchase its Own Shares

"THAT, subject always to the Companies Act 2016 ("Act"), rules, regulations and orders made pursuant to the Act, provisions of the Company's Constitution, the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Exchange") and the requirements of any other relevant authority, the Directors of the Company be and are hereby authorised to purchase such number of ordinary shares in the Company ("BAssets Shares") through the Exchange and to take all such steps as are necessary (including the opening and maintaining of central depositories accounts under the Securities Industry (Central Depositories) Act, 1991) and enter into any agreements, arrangements and guarantees with any party or parties to implement, finalise and give full effect to the aforesaid purchase with full powers to assent to any conditions, modifications, revaluations, variations and/or amendments (if any) as may be imposed by the relevant authorities from time to time and to do all such acts and things in the best interests of the Company, subject further to the following:-

1. the maximum number of ordinary shares which may be purchased and held by the Company shall be equivalent to ten per centum (10%) of the total number of issued shares of the Company;
2. the maximum funds to be allocated by the Company for the purpose of purchasing the ordinary shares shall not exceed the total retained profits of the Company;
3. the authority shall commence immediately upon passing of this ordinary resolution until:-
 - (a) the conclusion of the next Annual General Meeting ("AGM") of the Company following the AGM at which such ordinary resolution was passed, at which time it will lapse, unless by ordinary resolution passed at that general meeting, the authority is renewed, either unconditionally or subject to conditions; or
 - (b) the expiration of the period within which the next AGM after that date it is required by law to be held; or
 - (c) revoked or varied by ordinary resolution passed by the shareholders of the Company in a general meeting;

whichever occurs first;

AND THAT upon completion of the purchase(s) of the BAssets Shares or any part thereof by the Company, the Directors of the Company be and are hereby authorised to deal with any BAssets Shares so purchased by the Company in the following manner:-

- (a) cancel all the BAssets Shares so purchased; or
- (b) retain all the BAssets Shares as treasury shares (of which may be dealt with in accordance with Section 127(7) of the Act); or
- (c) retain part thereof as treasury shares and subsequently cancelling the balance; or
- (d) in any other manner as prescribed by the Act, rules, regulations and orders made pursuant to the Act and the requirements of the Exchange and any other relevant authority for the time being in force."

Resolution 14

9. To transact any other business of which due notice shall have been given in accordance with the Companies Act 2016 and the Constitution of the Company.

Notice of Annual General Meeting

By Order of the Board

WONG SIEW GUEK
(MAICSA 7042922)
(SSM Practising Certificate No.: 202008001490)
Secretary

Kuala Lumpur
28 October 2024

NOTES:

1. Audited Financial Statements

The Audited Financial Statements are meant for discussion only as it does not require shareholders' approval pursuant to the provisions of Section 340(1)(a) of the Companies Act 2016 ("CA 2016"). Hence, this item on the Agenda is not put forward for voting.

2. Directors' Fees

Ordinary Resolution 1

The Remuneration Committee had in August 2023 reviewed the remuneration levels of the Non-Executive Directors. The Board, upon the recommendation of the Remuneration Committee has proposed an increase in the Directors' fees for each Non-Executive Director of the Company (except for the Deputy Chairman) from RM60,000 to RM67,200 per annum with effect from 1 July 2023. The Director's fee for Dato' Rahim Bin Suboh was pro-rated from the date of his appointment on 11 December 2023 up to 30 June 2024 under Resolution 1.

The quantum of the Director's fee for the Deputy Chairman for the financial year ended 30 June 2024 is the same as in the previous financial year ended 30 June 2023.

Ordinary Resolution 2

Resolution 2, if passed, is to facilitate the payment of Directors' fees to the Non-Executive Directors on a monthly basis commencing from 1 July 2024 up to the next Annual General Meeting ("AGM") of the Company to be held in 2025. The Board opined that it is just and equitable for the payment to be made on such basis as the Non-Executive Directors have been diligently discharging their responsibilities and rendering their services to the Company.

The quantum of the Directors' fees proposed for the period from 1 July 2024 until the next AGM of the Company to be held in 2025 are the same as the quantum paid for each Non-Executive directors in the financial year ended 30 June 2024 assuming that all the Non-Executive Directors will hold office until the end of the next AGM in 2025.

3. Benefits (excluding Directors' Fees)

Section 230(1) of the CA 2016 provides 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. Accordingly, shareholders' approval shall be sought at this AGM for the payment of benefits (excluding Directors' fees) payable to the Non-Executive Directors of the Company for the period from 6 December 2024 until the next AGM of the Company to be held in 2025 under Resolution 3.

The current benefits (excluding Directors' fees) payable to the Non-Executive Directors for the Company comprises of meeting allowances and other emoluments.

Notice of Annual General Meeting

In determining the estimated amount of remuneration payable to the Non-Executive Directors, the Board considered various factors including the number of scheduled meetings for the Board of Directors ("Board"), Board Committees and general meetings of the Company as well as the number of Non-Executive Directors involved in these meetings.

In the event where the payment of benefits (excluding Directors' fees) payable during the above period exceeded the estimated amount sought at this AGM, a shareholders' approval will be sought at the next AGM.

4. Re-election of Directors

Resolution 4 to Resolution 8 are to seek shareholders' approval at this AGM for the re-election of Directors who retire by rotation pursuant to Clause 117 and Clause 107 of the Company's Constitution.

Pursuant to Clause 117 of the Company's Constitution, one third (1/3) of the Directors shall retire from office at least once in every three (3) years at each AGM of the Company and the retiring Directors can offer themselves for re-election. Clause 107 of the Company's Constitution also provides that a Director who is appointed during the year shall retire and subject to re-election at the next AGM to be held following his/her appointment.

For the purpose of determining the eligibility of Director to stand for re-election at this AGM of the Company, the Nomination Committee ("NC") has considered the performance, contribution as well as fitness and propriety of each of the retiring Directors and has also assessed the independence of the retiring Independent Director seeking for re-election.

Based on the recommendation of the NC, the Board, having been satisfied with the performance, contribution as well as fitness and propriety of all the retiring Directors, supports and recommended the re-election of the retiring Directors for approval by the shareholders at the forthcoming AGM.

The profiles of the Directors who are standing for re-election as per Agenda item No. 5 and 6 are set out in the Board of Directors' profile of the Annual Report 2024.

5. Re-appointment of Auditors

Resolution 9 is to seek shareholders' approval at the Sixty-Fourth AGM for the re-appointment of Messrs Deloitte PLT ("Deloitte") as Auditors of the Company until the conclusion of the next AGM of the Company and to authorise the Directors to fix their remuneration.

The Audit and Risk Management Committee ("ARMC") has considered and recommended to the Board on the re-appointment of Deloitte as Auditors of the Company based on the results of the External Auditors Evaluation for the financial year ended 30 June 2024 wherein Deloitte has satisfactorily performed their audit and discharged their professional responsibilities in accordance with its rules on professional conduct and ethics and the By-Laws (on Professional Ethics, Conducts and Practice) issued by the Malaysian Institute of Accountants.

The Board has deliberated on the ARMC's recommendation and recommended the re-appointment of Deloitte as Auditors of the Company for shareholders' approval at the forthcoming Sixty-Fourth AGM.

6. Authority to issue and allot shares pursuant to Sections 75 and 76 of the CA 2016

Resolution 10 is proposed for the purpose of granting a renewed general mandate ("General Mandate") and empowering the Directors of the Company, pursuant to Sections 75 and 76 of the CA 2016, to issue and allot new shares in the Company from time to time at such price provided that the aggregate number of shares issued pursuant to the General Mandate does not exceed 10% of the total number of issued shares of the Company for the time being. The General Mandate, unless revoked or varied by the Company in general meeting, will expire at the conclusion of the next AGM of the Company.

As at the date of this Notice, no new shares in the Company were issued pursuant to the mandate granted to the Directors at the Sixty-Third AGM held on 5 December 2023 and which will lapse at the conclusion of the Sixty-Fourth AGM.

Notice of Annual General Meeting

The General Mandate will provide flexibility to the Company for any possible fund raising activities, including but not limited to further placing of shares, for purpose of funding current and/or future investment/project(s), working capital and/or acquisitions or issuance of shares for such other application(s) as the Directors may deem fit and in the best interest of the Company.

7. Proposed Renewal of and New Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature

- (a) Resolution 11, if passed, will allow the Company and its subsidiary companies to enter into Recurrent Related Party Transactions of a revenue or trading nature with persons connected with Tan Sri Dato' Seri Vincent Tan Chee Yioun ("TSVT") and/or Berjaya Corporation Berhad ("BCorporation") including companies in which such persons connected with TSVT and/or BCorporation is a/are major shareholder(s) in accordance with Paragraph 10.09 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Proposed Mandate I");
- (b) Resolution 12, if passed, will allow the Company and its subsidiary companies to enter into Recurrent Related Party Transactions of a revenue or trading nature with companies in which BCorporation and KDYMM Seri Paduka Baginda Yang Di-Pertuan Agong Sultan Ibrahim are major shareholders in accordance with Paragraph 10.09 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Proposed Mandate II"); and
- (c) Resolution 13, if passed, will allow the Company and its subsidiary companies to enter into Recurrent Related Party Transactions of a revenue or trading nature with a company in which TSVT and KDYMM Seri Paduka Baginda Yang Di-Pertuan Agong Sultan Ibrahim are major shareholders in accordance with Paragraph 10.09 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Proposed Mandate III").

Detailed information on the Proposed Mandate I, Proposed Mandate II and Proposed Mandate III are set out under Part A of the Circular/Statement to Shareholders dated 28 October 2024 which can be viewed and downloaded from the website of the Company at www.berjaya.com/berjaya-assets/ and/or Bursa Malaysia Securities Berhad at www.bursamalaysia.com.

8. Proposed Renewal of Authority for the Company to Purchase its Own Shares

Resolution 14, if passed, will provide the mandate for the Company to buy back its own shares up to a limit of 10% of the total number of issued shares of the Company ("Proposed Share Buy-Back Renewal"). Detailed information on the Proposed Share Buy-Back Renewal is set out under Part B of the Circular/Statement to Shareholders dated 28 October 2024 which can be viewed and downloaded from the website of the Company at www.berjaya.com/berjaya-assets/ and/or Bursa Malaysia Securities Berhad at www.bursamalaysia.com.

9. Proxy and Entitlement of Attendance

- (a) The Sixty-Fourth AGM of the Company will be conducted on a virtual basis through live streaming and online remote voting via the Remote Participation and Voting facilities ("RPV Facilities") provided by the Poll Administrator of the Company, SS E Solutions Sdn Bhd via Securities Services e-Portal at <https://sshsb.net.my/>. Please follow the procedures provided in the Administrative Guide for the AGM of the Company in order to register, participate and vote remotely via the RPV Facilities.
- (b) The Broadcast Venue is strictly for the purpose of complying with Section 327(2) of the Companies Act 2016 which requires the Chairman of the AGM of the Company to be present at the main venue of the AGM of the Company in Malaysia.
- (c) Shareholders/proxy(ies)/corporate representatives from the public WILL NOT BE ALLOWED TO BE PHYSICALLY PRESENT at the Broadcast Venue on the day of the AGM of the Company.
- (d) A member of the Company who is entitled to attend, participate, speak (including posing questions to the Board via real time submission of typed texts) and vote remotely at the AGM of the Company via RPV Facilities is entitled to appoint a proxy to exercise all or any of his/her rights to attend, participate, speak and vote in his/her stead. A proxy may but need not be a member of the Company.



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- (e) A member, other than an authorised nominee or an exempt authorised nominee, may appoint only one (1) proxy.
- (f) An authorised nominee, as defined under the Securities Industry (Central Depositories) Act 1991 (“SICDA”), may appoint one (1) proxy in respect of each securities account.
- (g) An exempt authorised nominee, as defined under SICDA, and holding ordinary shares in the Company for multiple beneficial owners in one securities account (“omnibus account”), may appoint multiple proxies in respect of each of its omnibus account.
- (h) An individual member who appoints a proxy must sign the Form of Proxy personally or by his attorney duly authorised in writing. A corporate member who appoints a proxy must execute the Form of Proxy under seal or under the hand of its officer or attorney duly authorised.
- (i) The Form of Proxy shall be executed and deposited at the Company’s Registered Office at Lot 13-01A, Level 13 (East Wing), Berjaya Times Square, No. 1 Jalan Imbi, 55100 Kuala Lumpur OR alternatively, the Form of Proxy may be submitted electronically via Securities Services e-Portal at <https://sshsb.net.my/> not less than forty-eight (48) hours before the time appointed for holding the AGM of the Company.
- (j) Only members whose names appear in the Record of Depositors as at 28 November 2024 shall be entitled to participate and/or vote at the AGM or appoint a proxy to participate and/or vote in his/her stead via RPV Facilities.

10. Poll voting

Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all the Resolutions set out in this Notice will be put to vote by poll.

FORM OF PROXY

I/We _____
(Name in full)

I.C. or Company No. _____ CDS Account No. _____
(New and Old I.C. Nos.)

of _____
(Address)

being a member/members of BERJAYA ASSETS BERHAD hereby appoint:

(Name in full) I.C. No. _____
(New and Old I.C. Nos.)

of _____
(Address)

or failing him/her, the CHAIRMAN OF THE MEETING as my/our proxy to vote for me/us on my/our behalf, at the Sixty-Fourth Annual General Meeting ("AGM") of the Company to be conducted on a virtual basis through live streaming from the broadcast venue ("Broadcast Venue") at Manhattan V, Level 14, Berjaya Times Square Hotel Kuala Lumpur, No. 1 Jalan Imbi, 55100 Kuala Lumpur on Thursday, 5 December 2024 at 10.00 a.m. and at any adjournment thereof.

This proxy is to vote on the Resolutions set out in the Notice of the Meeting as indicated with an "X" in the appropriate spaces. If no specific direction as to voting is given, the proxy will vote or abstain from voting at his/her discretion.

	FOR	AGAINST
RESOLUTION 1 - To approve payment of Directors' Fees to the Non-Executive Directors for the financial year ended 30 June 2024.		
RESOLUTION 2 - To approve payment of Directors' Fees to the Non-Executive Directors for the period from 1 July 2024 until the next AGM of the Company.		
RESOLUTION 3 - To approve payment of benefits (excluding Directors' Fees) for the period from 6 December 2024 until the next AGM of the Company.		
RESOLUTION 4 - To re-elect YAM Tunku Tun Aminah Binti Sultan Ibrahim Ismail as Director.		
RESOLUTION 5 - To re-elect Tan Sri Dato' Seri Zulkefli Bin Ahmad Makinudin as Director.		
RESOLUTION 6 - To re-elect Datuk Wira Lye Ek Seang as Director.		
RESOLUTION 7 - To re-elect Dato' Rahim Bin Suboh as Director.		
RESOLUTION 8 - To re-elect Ahmad Radzi Bin Zaini as Director.		
RESOLUTION 9 - To re-appoint Messrs Deloitte PLT as Auditors.		
RESOLUTION 10 - To approve authority to issue and allot shares.		
RESOLUTION 11 - To renew and to seek shareholders' mandate for Recurrent Related Party Transactions with persons connected with Tan Sri Dato' Seri Vincent Tan Chee Yioun and/or Berjaya Corporation Berhad		
RESOLUTION 12 - To renew shareholders' mandate for Recurrent Related Party Transactions with companies in which Berjaya Corporation Berhad and KDYMM Seri Paduka Baginda Yang Di-Pertuan Agong Sultan Ibrahim are major shareholders.		
RESOLUTION 13 - To renew shareholders' mandate for Recurrent Related Party Transactions with a company in which Tan Sri Dato' Seri Vincent Tan Chee Yioun and KDYMM Seri Paduka Baginda Yang Di-Pertuan Agong Sultan Ibrahim are major shareholders.		
RESOLUTION 14 - To renew authority for the Company to purchase its own shares.		

No. of shares held

Signature(s)/Common Seal of Member(s)

Dated this _____ day of _____, 2024.

NOTES:

- The Sixty-Fourth Annual General Meeting ("AGM") of the Company will be conducted on a virtual basis through live streaming and online remote voting via the Remote Participation and Voting facilities ("RPV Facilities") provided by the Poll Administrator of the Company, SS E Solutions Sdn Bhd via Securities Services e-Portal at <https://sshsb.net.my/>. Please follow the procedures provided in the Administrative Guide for the AGM of the Company in order to register, participate and vote remotely via the RPV Facilities.
- The Broadcast Venue is strictly for the purpose of complying with Section 327(2) of the Companies Act 2016 which requires the Chairman of the AGM of the Company to be present at the main venue of the AGM of the Company in Malaysia.
- Shareholders/proxy(ies)/corporate representatives from the public WILL NOT BE ALLOWED TO BE PHYSICALLY PRESENT at the Broadcast Venue on the day of the AGM of the Company.
- A member of the Company who is entitled to attend, participate, speak (including posing questions to the Board via real time submission of typed texts) and vote remotely at the AGM of the Company via RPV Facilities is entitled to appoint a proxy to exercise all or any of his/her rights to attend, participate, speak and vote in his/her stead. A proxy may but need not be a member of the Company.
- A member, other than an authorised nominee or an exempt authorised nominee, may appoint only one (1) proxy.
- An authorised nominee, as defined under the Securities Industry (Central Depositories) Act 1991 ("SICDA"), may appoint one (1) proxy in respect of each securities account.
- An exempt authorised nominee, as defined under SICDA, and holding ordinary shares in the Company for multiple beneficial owners in one securities account ("omnibus account"), may appoint multiple proxies in respect of each of its omnibus account.
- An individual member who appoints a proxy must sign the Form of Proxy personally or by his attorney duly authorised in writing. A corporate member who appoints a proxy must execute the Form of Proxy under seal or under the hand of its officer or attorney duly authorised.
- The Form of Proxy shall be executed and deposited at the Company's Registered Office at Lot 13-01A, Level 13 (East Wing), Berjaya Times Square, No. 1 Jalan Imbi, 55100 Kuala Lumpur OR alternatively, the Form of Proxy may be submitted electronically via Securities Services e-Portal at <https://sshsb.net.my/> not less than forty-eight (48) hours before the time appointed for holding the AGM of the Company.
- Only members whose names appear in the Record of Depositors as at 28 November 2024 shall be entitled to participate and/or vote at the AGM or appoint a proxy to participate and/or vote in his/her stead via RPV Facilities.

Fold this flap for sealing

Affix Stamp

THE COMPANY SECRETARY
BERJAYA ASSETS BERHAD
[Registration No. 196001000237 (3907-W)]
LOT 13-01A, LEVEL 13 (EAST WING)
BERJAYA TIMES SQUARE
NO. 1 JALAN IMBI
55100 KUALA LUMPUR

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BERJAYA ASSETS BERHAD
Registration No. 196001000237 (3907-W)
(Incorporated in Malaysia)

ADMINISTRATIVE GUIDE

SIXTY-FOURTH ANNUAL GENERAL MEETING **(“64th AGM” or “The Meeting”) OF BERJAYA ASSETS BERHAD**

Meeting Day and Date	: Thursday, 5 December 2024
Time	: 10.00 a.m.
Broadcast Venue	: Manhattan V, Level 14, Berjaya Times Square Hotel Kuala Lumpur, No. 1 Jalan Imbi, 55100 Kuala Lumpur
Meeting Platform	: Securities Services e-Portal at https://sshsb.net.my/
Registration	: Virtual Meeting via Remote Participation and Voting facilities
Modes of Communication	: Shareholders may: - (a) Type text in the e-Portal during live streaming at https://sshsb.net.my/ OR (b) Email questions to eservices@sshsb.com.my prior to the 64th AGM

1. Virtual Meeting

- 1.1 The Company will continue to leverage on technology to facilitate communication and engagement with shareholders by conducting the 64th AGM on a virtual basis through live streaming and online remote voting via Remote Participation and Voting (“RPV”) facilities in accordance with the Guidance Note and FAQs on the Conduct of General Meetings for listed issuers and all its subsequent revisions issued by the Securities Commission Malaysia.
- 1.2 The main and only venue of the 64th AGM is the Broadcast Venue **which is strictly for the purpose of complying with Section 327(2) of the Companies Act 2016 and Clause 70 of the Company’s Constitution** that requires the Chairman of the Meeting to be present at the main venue of the 64th AGM. Hence, no shareholders/proxies/corporate representatives shall be physically present or allowed to enter the Broadcast Venue on the day of the 64th AGM and will be requested to leave the Broadcast Venue.
- 1.3 In line with Practice 13.3 of the Malaysian Code on Corporate Governance, by conducting the 64th AGM on a virtual basis, this would facilitate greater shareholders participation as it facilitates electronic voting and remote shareholders’ participation. With the RPV facilities, you may exercise your right as a member of the Company to participate (including posing questions to the Board of the Company) and vote at the Meeting. Alternatively, you may also appoint a proxy or the Chairman of the Meeting as your proxy to attend and vote on your behalf at the Meeting.

ADMINISTRATIVE GUIDE

For The Sixty-Fourth Annual General Meeting ("64th AGM" or "The Meeting")

- 1.4 Kindly ensure that you are connected to the internet at all times in order to participate and/or vote at our virtual Meeting. Therefore, it is your responsibility to ensure that connectivity for the duration of the Meeting is maintained. Kindly note that the quality of the live webcast is dependent on the bandwidth and stability of the internet connection of the participants.

The Company, the Board and its management, registrar and other professional advisers (if any) shall not be held responsible or be liable for any disruption in internet line resulting in the participants being unable to participate and/or vote at the Meeting.

2. Entitlement to Participate and Vote

Only depositors whose names appear on the Record of Depositors as at **28 November 2024** shall be entitled to participate and/or vote at the 64th AGM or appoint proxy/corporate representative(s) to participate and/or vote on his/her behalf by submitting the Form(s) of Proxy.

3. Appointment of Proxy

If you are unable to attend and participate at the 64th AGM via RPV facilities, you may appoint a proxy or the Chairman of the Meeting as your proxy and indicate the voting instructions in the Form of Proxy in accordance with the notes and instructions printed therein.

Please ensure that the hard copy of the original Form of Proxy is deposited at the Company's Registered Office or alternatively, the Form of Proxy may be submitted electronically via Securities Services e-Portal at <https://sshsb.net.my/> not less than forty-eight (48) hours before the time appointed for holding the 64th AGM, i.e. latest by **Tuesday, 3 December 2024 at 10.00 a.m.** Details of our Registered Office can be found in the enquiry section of this document.

If your appointed proxy is not an existing user of Securities Services e-Portal, he/she is required **to register as a user** (in accordance with the procedures as set out in the attached Appendix I) **by Friday, 29 November 2024 at 10.00 a.m.** All appointed proxy need not register for remote participation on Securities Services e-Portal. Upon processing of your Form of Proxy, we will grant your proxy access to remote participation at the Meeting to which he/she is appointed for instead of you, **provided that your proxy registers as a user of Securities Services e-Portal by Friday, 29 November 2024 at 10.00 a.m.**, failing which, your proxy will not be able to participate at the Meeting. PLEASE NOTIFY YOUR PROXY ACCORDINGLY.

If you wish to personally participate in the Meeting, 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. Submission of Questions

- 4.1 Members and proxies who wish to submit questions before the 64th AGM may send it via email to SS E Solutions Sdn Bhd at eservices@sshsb.com.my no later than 10.00 a.m. on Tuesday, 3 December 2024. Members and proxies are requested to indicate the name of company in the subject title of the email e.g. "Berjaya Assets Berhad – Questions for 64th AGM". Kindly state your full name and Mykad/Passport number/body corporation registration number for verification purpose and provide your mobile/contact number, in the event SS E Solutions Sdn Bhd needs to contact you.

ADMINISTRATIVE GUIDE

For The Sixty-Fourth Annual General Meeting (“64th AGM” or “The Meeting”)

- 4.2 Members and proxies may submit their questions via the real time submission of typed texts through a text box within Securities Services e-Portal at <https://sshbsb.net.my/> before the start or during the live streaming of the 64th AGM. In the event of any technical glitch in this primary mode of communication, shareholders and proxies may email their questions to eservices@sshbsb.com.my during the 64th AGM. The questions and/or remarks submitted by the shareholders and/or proxies will be broadcasted and responded by the Chairman/Board/relevant adviser during the 64th AGM.

5. Voting Procedure

- 5.1 Pursuant to Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, voting at the Meeting will be conducted by poll. The Company has appointed SS E Solutions Sdn Bhd as the Poll Administrator to conduct the poll by way of electronic voting (“e-Voting”) and Commercial Quest Sdn Bhd as Independent Scrutineer to verify the results of the poll.
- 5.2 During the Meeting, the Chairman will invite the Poll Administrator to brief on the e-Voting housekeeping rules.
- 5.3 For the purpose of the Meeting, e-Voting can be carried out using either personal smart mobile phones, tablets, personal computers or laptops.
- 5.4. The polling will commence from the scheduled starting time of the Meeting and close ten (10) minutes after the Chairman announces the final ten (10) minutes for voting towards the end of the Meeting after the question and answer session.
- 5.5 The Independent Scrutineer will verify the poll results 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.

6. Remote Participation and Voting (“RPV”)

- 6.1 Please note that all shareholders including (i) individual shareholders; (ii) corporate shareholders; (iii) authorised nominees; and (iv) exempt authorised nominees, and proxies shall use the RPV facilities to participate and/or vote remotely at the 64th AGM [(ii) to (iv) through their authorised representatives].
- 6.2 If you wish to participate in the Meeting, you will be able to view a live webcast of the Meeting, pose questions and/or submit your votes in real time whilst the Meeting is in progress.
- 6.3 Kindly follow the steps as set out in **Appendix I** to register for RPV.

ADMINISTRATIVE GUIDE

For The Sixty-Fourth Annual General Meeting (“64th AGM” or “The Meeting”)

Enquiry

If you have any enquiries prior to the 64th AGM, please contact the following during office hours from Monday to Friday (9.00 a.m. to 6.00 p.m.) (except public holiday): -

Registered Office:

Address : Lot 13-01A, Level 13 (East Wing)
Berjaya Times Square
No. 1 Jalan Imbi
55100 Kuala Lumpur
Telephone No. : 603-2149 1999
Facsimile No. : 603-2143 1685
Email : cosec@berjaya.com.my

Share Registrar:

Berjaya Registration Services Sdn Bhd
09-27, Level 9
Berjaya Times Square
No. 1 Jalan Imbi
55100 Kuala Lumpur

Contact person : Cik Suryani Binti Miswan
Telephone No. : 603-2145 0533
Facsimile No. : 603-2145 9702
Email : shareg@berjayareg.com.my

OR

e-Services Assistance

If you have any enquiry relating to Securities Services e-Portal, please contact the following persons during office hours from Monday to Friday from 8.30 a.m. to 12.15 p.m. and 1.15 p.m. to 5.30 p.m. (except public holiday): -

Poll Administrator

SS E Solutions Sdn Bhd

Address : Level 7, Menara Milenium
Jalan Damanlela
Pusat Bandar Damansara
Damansara Heights
50490 Kuala Lumpur
Wilayah Persekutuan
Malaysia
General Line : 603-2084 9000
Email : eservices@sshsb.com.my

Contact person: Mr Wong Piang Yoong/ Ms Rachel Ou/ En Afiq Aiman/ Ms Jasmine Lim
Telephone No. : 603-2084 9168/ 603-2084 9161/ 603-2084 9007/ 603-2084 9006

SECURITIES SERVICES E-PORTAL USER GUIDE

Before the 64th AGM	
(A) Register as a user of Securities Services e-Portal (“e-Portal”) [if you are already a registered user, please go straight to (B)]	
<p>Step 1 - Visit https://sshsb.net.my/</p> <p>Step 2 - Register as a user. You will be prompted to fill in your details and also to upload a copy of your identification card (Front and back separately) or passport.</p> <p>Step 3 - Wait for a notification email that will be sent within one (1) working day.</p> <p>Step 4 - Log in to e-Portal and verify your user account within seven (7) days of the notification email.</p>	<p>Notes:</p> <ol style="list-style-type: none"> 1) This is a ONE-TIME Registration. If you are already a registered user of the e-Portal, you need not register again. 2) Your email address is your User ID. 3) All users must register latest by Tuesday, 3 December 2024 at 10.00 a.m. as ONE (1) working day is required to process all e-Portal user registrations.
(B) Register for Remote Participation	
<p>Step 1 - Log in to https://sshsb.net.my/ with your registered User ID (email address) and password.</p> <p>Step 2 - Look for “Berjaya Assets Berhad” under Company Name and “64th AGM on 5 December 2024 at 10.00 a.m. – Registration for Remote Participation” under Event and click “>” to register for remote participation at the 64th AGM.</p> <p>Step 3 - Select whether you are participating as (i) Individual shareholder or (ii) Corporate or authorised representative of a body corporate – key in the body corporate’s name and registration number* and click “Submit”.</p>	<p>Notes:</p> <ol style="list-style-type: none"> 1) If you wish to participate remotely at the 64th AGM, please register for remote participation latest by Thursday, 5 December 2024 at 10.00 a.m. 2) A copy of your e-Registration for remote participation can be accessed via My Records. (Please refer to the left navigation panel in the e-Portal). 3) Your registration will apply to all the Central Depository System (“CDS”) account(s) of each individual shareholder/body corporate shareholder that you represent. 4) If you are both an individual shareholder and representative of body corporate(s), you need to register as an individual and also as a representative for each body corporate.

SECURITIES SERVICES E-PORTAL USER GUIDE

(C) Submission of eProxy Form	
<p>Step 1 - Log on to https://sshsb.net.my/ with your registered User ID (email address) and password.</p> <p>Step 2 - Look for “Berjaya Assets Berhad” under Company Name and “64th AGM on 5 December 2024 at 10.00 a.m. – Submission of Proxy Form” under Event and click “>”.</p> <p>Step 3 - Select whether you are submitting the proxy form as (i) Individual shareholder or (ii) Corporate or authorised representative of a body corporate*.</p> <p>Step 4 - Enter your CDS account number or the body corporate’s CDS account number.</p> <p>Step 5 - Enter the information of your proxy.</p> <p>Step 6 - Proceed to indicate how your votes are to be cast against each resolution.</p> <p>Step 7 - Review and confirm your proxy form details before submission.</p>	<p>Notes:</p> <ol style="list-style-type: none"> 1) Please submit your proxy form no later than 10.00 a.m. on Tuesday, 3 December 2024 if you wish to appoint proxy to participate on your behalf. 2) A copy of your submitted eProxy Form can be accessed via My Record. 3) You need to submit your eProxy Form for every CDS account(s) you have to represent. 4) Appointed proxy need not register for remote participation under (B) above but if they are not registered users of the ePortal, they will need to sign up for a user account under (A) above no later than 10.00 a.m. on Friday, 29 November 2024. 5) Upon processing the proxy forms, remote participation access will be granted automatically to the proxy instead of the shareholder, provided the proxy must be a registered user of the ePortal, failing which, the proxy will not be able to participate at the AGM. 6) Upon verification by the Poll Administrator with the Record of Depositors as at 28 November 2024, you will receive an email advising you if you or your proxy is eligible to participate at the AGM.

**For body corporates, the appointed Corporate/Authorised Representative must upload the evidence of his/her authority (e.g. Certificate of Appointment of Corporate Representative, Power of Attorney, letter of authority or other documents proving authority). All documents that are not in English or Bahasa Malaysia have to be accompanied by a certified translation in English in one (1) file. The original evidence of authority and its translation thereof, if required, have to be submitted to SS E Solutions Sdn Bhd at Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, Wilayah Persekutuan for verification by Tuesday, 3 December 2024 at 10.00 a.m.*

SECURITIES SERVICES E-PORTAL USER GUIDE

On the day of the 64th AGM (Thursday, 5 December 2024 at 10.00 a.m.)	
(A) Joining the Live Stream Meeting	
<p>Step 1 - Log in to https://sshbsb.net.my/ with your registered User ID (email address) and password.</p> <p>Step 2 - Look for “Berjaya Assets Berhad” under Company Name and “64th AGM on 5 December 2024 at 10.00 a.m. – Live Stream Meeting” under Event and click “>” to join the 64th AGM.</p>	<p>Notes:</p> <ol style="list-style-type: none"> 1) You can start to log in thirty (30) minutes before the commencement of the 64th AGM, i.e. Thursday, 5 December 2024 at 9.30 a.m. 2) If you have any questions to raise at the 64th AGM, you may use the text box to submit your question. The Chairman/ Board/Management/relevant adviser(s) will endeavour to respond to your question during the Meeting. 3) The quality of the live streaming is dependent on the stability of the internet connection at the location of the user.
(B) Remote Online Voting during the 64th AGM (e-Voting)	
<p>Step 1 - If you are logged in to the e-Portal and already accessing the Live Stream Meeting, click “Proceed to Vote” under the live stream player</p> <p>OR</p> <ul style="list-style-type: none"> - If you are not logged in yet, log in to https://sshbsb.net.my/ with your registered User ID (email address) and password. - Look for “Berjaya Assets Berhad” under Company Name and “64th AGM on 5 December 2024 at 10.00 a.m. – Remote Voting” under Event and click “>” to remotely cast and submit your votes online for the resolutions tabled at the 64th AGM. <p>Step 2 - Cast your votes by clicking on the radio buttons against each resolution and review your casted votes before submitting them.</p> <p>Step 3 - Upon casting your votes, you will be re-directed automatically to the Live Stream Meeting for the poll result announcement.</p>	<p>Notes:</p> <ol style="list-style-type: none"> 1) The access to e-Voting will be opened on Thursday, 5 December 2024 at 10.00 a.m. 2) Your casted votes will apply throughout ALL the CDS accounts you represent as an individual shareholder, corporate/ authorised representative and/or proxy. 3) Where you are attending as a proxy and the shareholder who appointed you has indicated how the votes are to be casted, we will take the shareholder's indicated votes in the Form of Proxy. 4) The access to e-Voting will be closed ten (10) minutes after the Chairman announces the final ten (10) minutes for voting towards the end of the Meeting after the question and answer session. 5) A copy of your submitted e-Voting can be accessed via My Records. (Please refer to the left navigation panel in the e-Portal).
(C) End of the Remote Participation	
<p>The live streaming of the meeting will end upon the announcement by the Chairman on the closure of the 64th AGM.</p>	

REQUEST FORM

Should you require a printed copy of the Annual Report 2024 and Circular/Statement to Shareholders in relation to the Proposed Renewal of and New Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature ("RRPT") and the Proposed Renewal of Authority for the Company to Purchase its own Shares ("Share Buy-back"), please request from our Share Registrar, details of which are set out below:

Berjaya Registration Services Sdn Bhd

09-27, Level 9
Berjaya Times Square
No.1 Jalan Imbi
55100 Kuala Lumpur

Contact person : Cik Suryani Binti Miswan
Tel : 03-2145 0533
Fax : 03-2145 9702
Email : shareg@berjayareg.com.my
Website : <https://www.berjayaregistration.com.my>

REQUEST FORM FOR A PRINTED COPY OF BERJAYA ASSETS BERHAD 2024 ANNUAL REPORT AND CIRCULAR/STATEMENT TO SHAREHOLDERS IN RELATION TO THE RRPT AND SHARE BUY-BACK.

Name of Shareholder : _____

NRIC No./Company No. : _____

CDS Account No. : _____

Address : _____
: _____

Contact No. : _____

Signature of Shareholder : _____

Affix Stamp

BERJAYA REGISTRATION SERVICES SDN BHD
09-27, LEVEL 9
BERJAYA TIMES SQUARE,
NO. 1 JALAN IMBI,
55100 KUALA LUMPUR.

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