

## > NOTICE OF ANNUAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN THAT** the Thirty-sixth Annual General Meeting (36<sup>th</sup> AGM) of Telekom Malaysia Berhad (“TM” or “the Company”) will be held fully virtual via the meeting platform <https://web.lumiagm.com> with the Broadcast Venue at Kristal Hall, TM Convention Centre, Menara TM, Jalan Pantai Baharu, 50672 Kuala Lumpur, Malaysia on Tuesday, 25 May 2021 at 10:00 a.m to transact the following businesses, with or without modifications:

- 1.0 To receive the Audited Financial Statements for the financial year ended 31 December 2020 together with the Reports of the Directors and Auditors thereon.

*Please refer to Explanatory Note A*

- 2.0 To re-elect the following Directors, who retire pursuant to Clause 106(2) of the Company’s Constitution and being eligible, offer themselves for re-election:

- |   |                                |
|---|--------------------------------|
| (i) Datuk Siti Zaayah Md Desa                   | <b>(Ordinary Resolution 1)</b> |
| (ii) Anis Rizana Mohd Zainudin @ Mohd Zainuddin | <b>(Ordinary Resolution 2)</b> |
| (iii) Shazril Imri Mokhtar                      | <b>(Ordinary Resolution 3)</b> |

*Please refer to Explanatory Note B*

- 3.0 To re-elect the following Directors, who retire by rotation pursuant to Clause 112 of the Company’s Constitution and being eligible, offer themselves for re-election:

- |                              |                                |
|------------------------------|--------------------------------|
| (i) Dato’ Mohd Naim Daruwish | <b>(Ordinary Resolution 4)</b> |
| (ii) Hisham Zainal Mokhtar   | <b>(Ordinary Resolution 5)</b> |
| (iii) Suhendran Sockanathan  | <b>(Ordinary Resolution 6)</b> |

*Please refer to Explanatory Note C*

- 4.0 To approve the payment of the following Directors’ fees with effect from the 36<sup>th</sup> AGM until the next AGM of the Company:

- |   |  |
|---|--|
| (i) RM30,000 per month for the Non-Executive Chairman (NEC), RM22,250 per month for Senior Independent Director (SID) and RM20,000 per month for each Non-Executive Director (NED); and |  |
| (ii) RM15,000 per month and RM10,000 per month for NEC and NEDs respectively, of Tier 1 subsidiaries.   |  |

*Please refer to Explanatory Note D* **(Ordinary Resolution 7)**

- 5.0 To approve the payment of benefits payable to NEC and NEDs of the Company up to an amount of RM2,350,000 from the 36<sup>th</sup> AGM until the next AGM of the Company.

*Please refer to Explanatory Note E* **(Ordinary Resolution 8)**

- 6.0 To re-appoint Ernst & Young PLT (EY), having consented to act as Auditors of the Company, for the financial year ending 31 December 2021 and to authorise the Board of Directors to determine their remuneration.

*Please refer to Explanatory Note F* **(Ordinary Resolution 9)**

- 7.0 To consider and if thought fit, to pass the following resolutions:

- 7.1 Proposed Renewal of the Authority for Directors to Allot and Issue New Ordinary Shares in the Company (TM Shares) in relation to the Dividend Reinvestment Scheme (DRS)

**THAT** pursuant to the DRS approved at the Extraordinary General Meeting (EGM) held on 8 May 2014, approval be and is hereby given to the Company to allot and issue such number of new TM Shares for the DRS until the conclusion of the next annual general meeting, upon such terms and conditions and to such persons as the Directors may, in their absolute discretion, deem fit and in the interest of the Company **PROVIDED THAT** the issue price of the said new TM Shares shall be fixed by the Directors at not more than ten percent (10%) discount to the adjusted five (5)-day volume weighted average market price (VWAMP) of TM Shares immediately prior to the price-fixing date, of which the VWAMP shall be adjusted ex-dividend before applying the aforementioned discount in fixing the issue price of TM Shares at the material time;

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**AND THAT** the Board of Directors of the Company be and is hereby authorised to do all such acts and enter into all such transactions, arrangements and documents as may be necessary or expedient in order to give full effect to the DRS with full power to assent to any conditions, modifications, variations and/or amendments (if any) as may be imposed or agreed to by any relevant authorities or consequent upon the implementation of the said conditions, modifications, variations and/or amendments, as they, in their absolute discretion, deem fit and in the best interest of the Company.

*Please refer to Explanatory Note G*

**(Ordinary Resolution 10)**

### 7.2 Proposed Renewal of Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature (Proposed Renewal of Shareholders' Mandate) with Axiata Group Berhad and its Subsidiaries (Axiata Group)

**THAT** in accordance with Paragraph 10.09 of the Main Market Listing Requirements (Main LR) of Bursa Malaysia Securities Berhad (Bursa Securities), approval be and is hereby given for the Company and/or its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature with Axiata Group as set out in Appendix I of the Company's Circular to Shareholders dated 23 April 2021 which are necessary for the day-to-day operations **PROVIDED THAT** such transactions are entered into in the ordinary course of business of the Company and/or its subsidiaries, are carried out on terms not more favourable to the related party than those generally available to the public and are not detrimental to the minority shareholders of the Company;

**THAT** such approval shall continue to be in full force and effect until:

- (i) the conclusion of the next annual general meeting of the Company at which time the authority will lapse, unless the authority is renewed by a resolution passed at such general meeting;
- (ii) the expiration of the period within which the Company's next annual general meeting is required to be held under Section 340(2) of the Companies Act, 2016 (CA 2016) (but shall not extend to such extension as may be allowed under Section 340(4) of the CA 2016); or
- (iii) revoked or varied by resolution passed by the shareholders of the Company at a general meeting,

whichever is the earlier;

**AND THAT** the Board of Directors of the Company be and is hereby empowered and authorised to do or procure to be done all acts, deeds and things (including executing such documents under the common seal in accordance with the provisions of the Constitution of the Company, as may be required) to give effect to the Proposed Renewal of Shareholders' Mandate with Axiata Group.

*Please refer to Explanatory Note H*

**(Ordinary Resolutions 11)**

### 7.3 Proposed Renewal of Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature (Proposed Renewal of Shareholders' Mandate) with Tenaga Nasional Berhad and its Subsidiaries (TNB Group)

**THAT** in accordance with Paragraph 10.09 of the Main Market Listing Requirements (Main LR) of Bursa Malaysia Securities Berhad (Bursa Securities), approval be and is hereby given for the Company and/or its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature with TNB Group as set out in Appendix I of the Company's Circular to Shareholders dated 23 April 2021 which are necessary for the day-to-day operations **PROVIDED THAT** such transactions are entered into in the ordinary course of business of the Company and/or its subsidiaries, are carried out on terms not more favourable to the related party than those generally available to the public and are not detrimental to the minority shareholders of the Company;

**THAT** such approval shall continue to be in full force and effect until:

- (i) the conclusion of the next annual general meeting of the Company at which time the authority will lapse, unless the authority is renewed by a resolution passed at such general meeting;
- (ii) the expiration of the period within which the Company's next annual general meeting is required to be held under Section 340(2) of the Companies Act, 2016 (CA 2016) (but shall not extend to such extension as may be allowed under Section 340(4) of the CA 2016); or
- (iii) revoked or varied by resolution passed by the shareholders of the Company at a general meeting,

whichever is the earlier;

**AND THAT** the Board of Directors of the Company be and is hereby empowered and authorised to do or procure to be done all acts, deeds and things (including executing such documents under the common seal in accordance with the provisions of the Constitution of the Company, as may be required) to give effect to the Proposed Renewal of Shareholders' Mandate with TNB Group.

*Please refer to Explanatory Note H*

**(Ordinary Resolutions 12)**

8.0 To transact any other business for which due notice has been given in accordance with Section 340(1) of the CA 2016 and the Company's Constitution.

**FURTHER NOTICE IS HEREBY GIVEN THAT** for the purpose of determining a Member who shall be entitled to attend, speak and vote at this 36<sup>th</sup> AGM, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd (Bursa Depository) in accordance with Clause 80(3)(a) of the Company's Constitution and Section 34(1) of the Securities Industry (Central Depositories) Act 1991 (SICDA) to issue a General Meeting Record of Depositors (ROD) as at 18 May 2021. Only a depositor whose name appears on the ROD as at 18 May 2021 shall be entitled to attend the said meeting or appoint proxies to attend, speak and vote on his/her behalf.

### BY ORDER OF THE BOARD

**Hamizah Abidin** (LS 0007096) (SSM Practicing Certificate No. 201908001071)  
**Mohammad Yazmi Mat Raschid** (MAICSA 7028878) (SSM Practicing Certificate No. 202008001905)  
**Zaiton Ahmad** (MAICSA 7011681) (SSM Practicing Certificate No. 201908004017)  
Secretaries

Kuala Lumpur  
23 April 2021

### Notes:

1. The 36<sup>th</sup> AGM will be conducted fully virtual through live streaming. Members can attend, participate and vote remotely online using the Remote Participation and Electronic Voting (RPEV) facilities provided by Boardroom Share Registrars Sdn Bhd at <https://web.lumiagm.com>. Please follow the procedures provided in the Administrative Details of the 36<sup>th</sup> AGM in order to register and participate remotely via the RPEV facilities.
2. The Broadcast venue of the 36<sup>th</sup> AGM is strictly for the purpose of complying with Section 327(2) of the CA 2016 which requires the Chairman of the 36<sup>th</sup> AGM to be present at the main venue of the general meeting and to facilitate the conduct of the fully virtual meeting.
3. Members, proxies or corporate representatives are not allowed to be physically present at the Broadcast Venue.
4. A Member entitled to attend, speak and vote at the Meeting is entitled to appoint a proxy to attend, speak and vote in his/her stead. A proxy or representative may but need not be a Member of the Company. A member may appoint any person to be his/her proxy without restriction to the proxy's qualification.
5. A Member shall not be entitled to appoint more than two (2) proxies to attend, speak and vote at the Meeting provided that where a Member of the Company is an authorised nominee as defined in accordance with the provisions of SICDA, it may appoint at least one (1) proxy but not more than two (2) proxies in respect of each securities account it holds with ordinary shares in the Company standing to the credit of the said securities account. Where a Member is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one (1) securities account (omnibus account), there shall be no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds.
6. Where a Member appoints two proxies, the appointments shall be invalid unless the proportions of the holdings to be represented by each proxy are specified.
7. The instrument appointing a proxy shall be in writing under the hand of the appointer or his attorney duly appointed under a Power of Attorney or if such appointer is a corporation, either under its common seal or under the hand of an officer or attorney duly appointed under a Power of Attorney. If the proxy form is signed under the hand of an officer duly authorised, it should be accompanied by a statement "signed as authorised officer under an Authorisation Document which is still in force, and no notice of revocation has been received". If the proxy form is signed under the attorney duly appointed under a Power of Attorney, it should be accompanied by a statement "signed under a Power of Attorney which is still in force, and no notice of revocation has been received". A copy of the Authorisation Document or the Power of Attorney, which should be valid in accordance with the laws of the jurisdiction in which it was created and is exercised, should be enclosed with the proxy form.
8. A corporation which is a Member, may by resolution of its Directors or other governing body authorises such person as it thinks fit to act as its representative at the Meeting, in accordance with Clause 100 of the Company's Constitution.
9. The instrument appointing the proxy together with the duly registered Power of Attorney referred to in Note 7 above, if any, must be deposited or submitted in the following manner not less than 24 hours before the time appointed for the taking the poll or no later than 12:00 noon on 24 May 2021:
  - a) In hard copy:  
By hand or post to the office of the Share Registrar of the Company, Boardroom Share Registrars Sdn Bhd, 11<sup>th</sup> Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor, Malaysia.
  - b) By electronic means:  
By electronically submission via Boardroom Smart Investor Portal at <https://boardroomlimited.my>. Please refer to the Administrative Details of the 36<sup>th</sup> AGM for further information on electronic submission.

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### Explanatory Notes:

#### 1. Note A

The Audited Financial Statements are laid before the shareholders pursuant to the provisions of Sections 266(1)(a) and 340(1)(a) of the CA 2016 for discussion only and will not be put forward for voting.

#### 2. Notes B and C

Clause 106(2) of the Company's Constitution provides that any Director appointed shall hold office only until the next AGM and shall then be eligible for re-election. Datuk Siti Zauyah Md Desa, Anis Rizana Mohd Zainudin (q Mohd Zainuddin and Shazril Imri Mokhtar who were appointed since the last AGM are standing for re-election as Directors and they have consented to be re-elected as Directors of the Company.

Clause 112 of the Company's Constitution provides that all Directors shall retire from office once at least every three (3) years, but shall be eligible for re-election. At every AGM of the Company, one third of the Directors of the Company for the time being or if not a multiple of three (3), nearest to one third, shall retire by rotation. Clause 113 of the Company's Constitution provides that the Directors to retire, shall be the one that has been longest in office since his/her last re-election. At this AGM, three (3) out of eight (8) eligible Directors are to retire in accordance with Clause 112 of the Company's Constitution. Dato' Mohd Naim Daruwish, Hisham Zainal Mokhtar and Suhendran Sockanathan being the longest in office since their last retirement are standing for re-election as Directors and have consented to be re-elected as Directors of the Company.

The Board has conducted an assessment on the Directors via the 2020 Board Effectiveness Evaluation as well as the independence of the Independent Directors who are seeking re-election at this 36<sup>th</sup> AGM, inclusive of their skills, experience, character, integrity, competency, commitment and contribution and is satisfied that they complied and satisfied the independence criteria as required by the Main LR which is also provided in the Board Charter. The profiles of Directors seeking re-elections are set out in the Profile of Directors' section on pages 148 to 157 inclusive of the Integrated Annual Report (IAR) 2020.

#### 3. Note D and E

Section 230(1) of CA 2016 provides amongst others, that 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 is sought for the payment of fees and benefits payable to NEC and NEDs, in two (2) separate resolutions as follows:

- (i) Ordinary Resolution 7 on the payment of Directors' fees for the Company and Tier 1 Subsidiaries from the date of the 36<sup>th</sup> AGM until the next AGM.

The Board is recommending the Directors' fees for the Company and Tier 1 Subsidiaries as approved at the 33<sup>rd</sup> AGM of the Company held on 26 April 2018, for shareholders' approval. There is no revision to the amount proposed since then.

- (ii) Ordinary Resolution 8 on the payment of benefits payable to the NEC and NEDs from the 36<sup>th</sup> AGM until the next AGM.

The existing benefits payable applicable to NEC and NEDs comprise meeting fees, emoluments and claimable benefits as stipulated below:

- (a) Meeting fee structure for Board and Board Committees:

	TM Board (RM)	Board Audit Committee (RM)	Nomination & Remuneration Committee (RM)	Board Tender Committee (RM)	Board Risk Committee (RM)	Board Investment Committee (RM)	LTIP Committee (RM)
Chairman	3,500	3,250	2,500	3,250	2,500	2,500	2,500
NED	3,000	2,500	2,000	2,500	2,000	2,000	2,000

- (b) Pursuant to the Subsidiaries' Remuneration Framework (SRF), NEC and NEDs appointed on the boards of TM subsidiaries are entitled to the following meeting fees:

Category of TM Subsidiaries	NEC	NED	Committee Fee	
	Meeting Fee (RM)	Meeting Fee (RM)	Chairman Meeting Fee (RM)	Member Meeting Fee (RM)
Tier 1	1,500	1,000	500	300
Tier 2	1,500	1,000	Nil	Nil

- (c) Customary benefits such as claimable benefits on annual overseas business development trips, leave passage, business equipment, telecommunication bills, insurance and medical coverage.

In determining the estimated amount of benefits payable for the NEC and NEDs, various factors, including the number of scheduled meetings for the Board, Board Committees and boards of subsidiaries as well as the number of NEDs involved in these meetings were considered. As there is no change to the prevalent benefits payable, the Board is recommending an estimated total amount of RM2,350,000 as per the previous AGM.

Subject to the shareholders' approval of Ordinary Resolutions 7 and 8, the payment for fees and benefits for the period commencing from the 36<sup>th</sup> AGM until next AGM will be made by the Company and its subsidiaries on a monthly basis and/or as and when incurred. The Board opined that the payments to the NEC and NEDs are just and equitable taking into account their roles and responsibilities towards the Group and the services that they have rendered to the Company and its subsidiaries.

NEDs who are shareholders of the Company will abstain from voting on the aforesaid resolutions at the 36<sup>th</sup> AGM.

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4. **Note F**  
The Board Audit Committee (BAC) and the Board at their Meetings on 22 February 2021 and 24 February 2021 respectively have considered the re-appointment of Ernst & Young (EY) as Auditors of the Company and collectively agreed that EY has met the relevant criteria as prescribed under Paragraph 15.21 of the Main LR of Bursa Securities.
5. **Note G**  
Ordinary Resolution 10 is for the proposed renewal of the authority for Directors to allot and issue new ordinary shares in the Company in respect of dividends to be declared, if any, under the DRS, until the conclusion of the next AGM.
6. **Note H**  
Ordinary Resolutions 11 and 12, if passed, will authorise the Company and/or its subsidiaries to enter into recurrent related party transactions with related parties i.e. Axiata Group and TNB Group in the ordinary course of business which are necessary for the Group's day-to-day operations and are on normal commercial terms not more favourable to the related parties than those generally available to the public and shall lapse at the conclusion of the next AGM unless authority for its renewal is obtained from shareholders of the Company at a general meeting. The Interested Directors as indicated in Section 6 of the Circular to Shareholders dated 23 April 2021 and their Persons Connected will abstain from voting on Ordinary Resolutions 11 and 12.

## > STATEMENT ACCOMPANYING NOTICE OF THE 36<sup>TH</sup> AGM

pursuant to Paragraph 8.72(2) and Appendix 8A of the Main LR of Bursa Securities

### 1.0 Re-election of Directors pursuant to the Company's Constitution

- 1.1 The profiles of the following Directors who are retiring pursuant to Clause 106(2) of the Company's Constitution as per Ordinary Resolutions 1, 2 and 3 are stated in the Integrated Annual Report (IAR) 2020, respectively:
  - (i) Datuk Siti Zauyah Md Desa (Ordinary Resolution 1) - page 157
  - (ii) Anis Rizana Mohd Zainudin (Q Mohd Zainuddin (Ordinary Resolution 2) - page 149
  - (iii) Shazril Imri Mokhtar (Ordinary Resolution 3) - page 148
  
- 1.2 The profiles of the following Directors who are retiring pursuant to Clause 112 of the Company's Constitution as per Ordinary Resolutions 4, 5 and 6 are stated in the IAR 2020, respectively:
  - (i) Dato' Mohd Naim Daruwish (Ordinary Resolution 4) - page 151
  - (ii) Hisham Zainal Mokhtar (Ordinary Resolution 5) - page 154
  - (iii) Suhendran Sockanathan (Ordinary Resolution 6) - page 155
  
- 1.3 None of the above Directors has any interest in the securities of the Company, save for Shazril Imri Mokhtar, whose interests in shares are disclosed on page 22 of the Financial Statements.
  
- 1.4 None of the above named Directors has any family relationship with any Director and/or major shareholder of the Company, save for Dato' Mohd Naim Daruwish, who is an employee and nominee director of Employees Provident Fund Board, TM's major shareholder. He does not have any conflict of interest with TM, convicted for any offences other than traffic offences for the past five (5) years, or has been imposed any sanction or penalty by any regulatory bodies during the financial year ended 31 December 2020.
  
- 1.5 The three (3) independent directors, Datuk Siti Zauyah Md Desa, Hisham Zainal Mokhtar and Suhendran Sockanathan satisfy the criteria of independent directors as defined under Paragraph 1.01 of Bursa Securities' Main LR, which include being independent of management, free from any business or other relationship which could interfere with the exercise of independent judgement, objectivity or the ability to act in the best interests of the Company, and also being independent of the major shareholders.

## > ADMINISTRATIVE DETAILS FOR THE 36<sup>TH</sup> AGM

### FULLY VIRTUAL MEETING

In light of the COVID-19 pandemic which resulted in unprecedented measures being implemented by the Government to curb the spread of COVID-19, in particular its official guidance on social distancing, and pursuant to the Guidance and FAQs on the Conduct of General Meetings for Listed Issuers issued by the Securities Commission, the 36<sup>th</sup> AGM of the Company shall be held fully virtual and entirely via Remote Participation and Electronic Voting (RPEV) facilities, as stipulated below:

ADMINISTRATIVE DETAILS	
<b>Date:</b>	Tuesday, 25 May 2021
<b>Time:</b>	10:00 a.m.
<b>Broadcast Venue:</b>	Kristal Hall, TM Convention Centre Menara TM, Jalan Pantai Baharu 50672 Kuala Lumpur, Malaysia
<b>Meeting Mode &amp; Platform:</b>	Fully virtual basis through live streaming and online remote voting via meeting platform <a href="https://web.lumiagm.com">https://web.lumiagm.com</a>
<b>Mode of Communication:</b>	Type text in the meeting platform. The Messaging window facility will be opened concurrently with the Virtual Meeting Portal, i.e. one (1) hour before the AGM, which is from 9:00 a.m on Tuesday, 25 May 2021.

#### 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. Submit request for Remote Participation user ID and password.]

- Access website <https://boardroomlimited.my>
- Click <<Login>> and click <<Register>> to sign up as a user.
- Complete registration and upload softcopy of MyKad (front and back) or Passport in JPEG or PNG format.
- Please enter a valid email address and wait for Boardroom’s email verification.
- Your registration will be verified and approved within one business day and an email notification will be provided.

#### Step 2 –

##### Submit Request for Remote Participation User ID and Password

[Note: The registration for remote access will be opened on 23 April 2021]

##### Individual Members

- Login to <https://boardroomlimited.my> using your user id and password above.
- Select “Virtual Meeting” from main menu and select the correct Corporate Event “TM 36<sup>th</sup> Virtual AGM”.
- Read and agree to the terms and conditions.
- Enter your CDS Account Number and thereafter submit your request.

##### Corporate Shareholders, Authorised Nominee and Exempt Authorised Nominee

- Write in to [bsr.helpdesk@boardroomlimited.com](mailto:bsr.helpdesk@boardroomlimited.com) 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.
- Please provide a copy of Corporate Representative’s MyKad (Front and Back) or Passport as well as his/her email address.
  - You will receive a notification from Boardroom that your request has been received and is being verified.
  - Upon system verification against the AGM’s Record of Depositories, you will receive an email from Boardroom either approving or rejecting your registration for remote participation.
  - You will also receive your remote access user ID and password along with the email from Boardroom if your registration is approved.
  - Please note that the closing time to submit your request is **12:00 noon on 24 May 2021**.

### Remote Participation and Electronic Voting (RPEV)

- Please note that the RPEV is available to **(i) Individual Member; (ii) Corporate Shareholder; (iii) Authorised Nominee; and (iv) Exempt Authorised Nominee.**
- If you choose to participate in the Meeting online, 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.
- Kindly follow the steps below on how to request for login ID and password.



## Administrative Details For The 36<sup>th</sup> AGM

### Step 3 –

#### Login to Virtual Meeting Portal

*[Please note that the quality of the connectivity to Virtual Meeting Portal for live web cast as well as for remote online voting is highly dependent on the bandwidth and the stability of the internet connectivity available at the location of the remote users.]*

- The Virtual Meeting portal will be open for login starting an hour (1 hour) before the commencement of AGM at **9:00 a.m. on 25 May 2021**.
- Follow the steps given to you in the email along with your remote access user ID and password to login to the Virtual Meeting portal. (Refer to Step 2(c) above).
- The steps will also guide you on how to view live webcast, ask questions and vote.
- The live webcast will end and the Messaging window will be disabled the moment the Chairman announces the closure of the AGM.
- You can now logout from Virtual Meeting Portal.

**\* FOR THE BEST LIVE STREAMING EXPERIENCE, IT IS ADVISABLE TO KEEP YOUR VIDEO RESOLUTION AT 240P.**

- Alternatively, you may deposit your proxy form(s) by electronic means via Boardroom Smart Investor Online Portal. Kindly follow the link at <https://boardroomlimited.my> to log in and submit your proxy form, not later than 24 hours before the time appointed for taking the poll or no later than 12:00 noon on 24 May 2021. For further information, kindly refer to the "Electronic Lodgement of Form of Proxy" ie. Proxy Lodgement 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. Submit request for Remote Participation user ID and password.]*

- Access website <https://boardroomlimited.my>
- Click <<Login>> and click <<Register>> to sign up as a user.
- Complete registration and upload softcopy of MyKad (front and back) or Passport in JPEG or PNG format.
- Please enter a valid email address and wait for Boardroom's email verification.
- Your registration will be verified and approved within one (1) business day and an email notification will be provided.

### Step 2 –

#### e-Proxy Lodgement

- Login to <https://boardroomlimited.my> using your user id and password above.
- Go to "E-Proxy Lodgement" and browse the meeting list for "TM Virtual 36<sup>th</sup> AGM" and click "Apply".
- Read and agree to the terms and conditions and confirm Declaration.
- Enter your CDS Account Number and indicate the number of securities.
- Appoint your proxy(ies) or the Chairman of the AGM and enter the required particulars of your proxy(ies).
- Indicate your voting instructions – FOR or AGAINST, otherwise your proxy(ies) will decide your votes.
- Review and confirm you proxy(ies) appointment.
- Click submit.

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

### Entitlement to Participate and Vote

- Only a member or depositor whose name appears in the Register of Members/Record of Depositors (ROD) as at 18 May 2021 shall be entitled to attend the 36<sup>th</sup> AGM or appoint proxies to attend on his/her behalf.

### Form(s) of Proxy

- Shareholders are encouraged to go online, participate and vote at the 36<sup>th</sup> AGM using the RPEV facilities. If you are unable to attend the online AGM virtually, you can appoint the Chairman of the meeting as your proxy and indicate the voting instructions in the proxy form(s).
- Please take note that you must complete the proxy form for the AGM should you wish to appoint a proxy(ies).
- You may download the proxy form(s) from our website at [www.tm.com.my/annualreport](http://www.tm.com.my/annualreport)
- Please ensure that the original proxy form is deposited at the Share Registrar's office not less than 24 hours before the time appointed for taking the poll or no later than 12:00 noon on 24 May 2021 at the following address:

#### Boardroom Share Registrars Sdn Bhd

11<sup>th</sup> Floor, Menara Symphony  
No. 5 Jalan Prof. Khoo Kay Kim  
Seksyen 13, 46200 Petaling Jaya  
Selangor Darul Ehsan, Malaysia  
Office : +60 3 7890 4700  
Fax : +60 3 7890 4670






## Administrative Details For The 36<sup>th</sup> AGM

### Revocation of Proxy

If you have submitted your proxy form prior to the AGM and subsequently decide to appoint another person or wish to participate in the virtual AGM by yourself, please write to [bsr.helpdesk@boardroomlimited.com](mailto:bsr.helpdesk@boardroomlimited.com) to revoke the earlier appointed proxy(ies) at least 24 hours before the AGM. On revocation, your proxy(ies) will not be allowed to participate in the virtual AGM. In such an event, kindly advise your proxy(ies) accordingly.

### Voting Procedure

- The voting will be conducted by poll in accordance with Paragraph 8.29A of Bursa Malaysia Securities Berhad's Main Market Listing Requirements. The Company has appointed Boardroom Share Registrars Sdn Bhd as Poll Administrator to conduct the poll by way of electronic voting (e-Voting) and Sky Corporate Services Sdn Bhd as Scrutineers to verify the poll results.
- 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.
- For the purpose of this AGM, e-voting will be carried out using the following voting devices:
  -  Personal smart mobile phones;
  -  Tablets; or
  -  Laptops.
- There are 2 methods for members and proxies who wish to use their personal voting device to vote as follows:
  - Launch LUMI AGM by scanning the QR Code given to you along with your remote participation User ID and Password; or
  - Access to LUMI AGM via URL: <https://web.lumiagm.com>
- The Scrutineers will verify the poll result upon closing of the poll session by the Chairman. Scrutineers will announce the results, and the Chairman will declare whether the resolutions put to vote are successfully carried or otherwise.

### Submission of Questions for AGM

- TM welcomes participation and questions from shareholders on the AGM Resolutions at the 36<sup>th</sup> AGM. The Chairman and the Board will endeavour their best to respond to the questions submitted by shareholders which are related to the resolutions tabled at the AGM, as well as financial performance/prospect of the Company. In the event some of the replies could not be provided during the meeting, the relevant responses will be provided in the Investor Relations' section of TM website.

- Shareholders may submit their questions in advance on AGM resolutions prior to commencement of the 36<sup>th</sup> AGM via the following modes:

- Email to [agm2021@tm.com.my](mailto:agm2021@tm.com.my), which will be opened from 23 April 2021 until 24 May 2021 only.
- Submit to Boardroom's website at <https://boardroomlimited.my> using the same user ID and password provided in **Step 2** above, and select "SUBMIT QUESTION" to pose questions ("Pre-AGM Meeting Questions"). The questions may be submitted commencing from 23 April 2021 until 24 May 2021.

- Shareholders may also pose questions during the live streaming of the 36<sup>th</sup> AGM via <https://web.lumiagm.com>

### Gift Policy

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

### Enquiry

- For enquiries on voting procedure and e-polling, please refer to Boardroom Share Registrars Sdn Bhd:

#### Contact persons

#### Telephone No.

- |                              |                |
|------------------------------|----------------|
| 1. Puan Rozleen Monzali      | +603-7890 4739 |
| 2. Encik Ibnu Suffian Mas'on | +603-7890 4743 |

Help desk : +603-7890 4700  
[bsr.helpdesk@boardroomlimited.com](mailto:bsr.helpdesk@boardroomlimited.com)

- For enquiries on the administrative details of this meeting, please contact the following persons during office hours (Monday - Friday from 8:30 a.m. to 5:30 p.m.):

#### Group Company Secretarial Division

#### Contact persons

#### Telephone No.

- |                               |                |
|-------------------------------|----------------|
| 1. Puan Noorsham Abdul Rahman | +603-2240 1225 |
| 2. Puan Khatijah Mohd Noor    | +603-2240 1223 |
| 3. Puan Sitinor Athirah Azli  | +603-2240 1220 |