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If you are in any doubt as to the course of action you should take, you should consult your stockbroker, bank manager, solicitor, accountant or any other professional advisers immediately.

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timeTM

TIME DOTCOM BERHAD

Registration No. 199601040939 (413292-P)
(Incorporated in Malaysia)

CIRCULAR TO SHAREHOLDERS

IN RELATION TO THE

**PROPOSED RENEWAL OF AND NEW SHAREHOLDERS' MANDATE FOR RECURRENT
RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE**

AND

EXTRACT OF THE NOTICE OF 28TH ANNUAL GENERAL MEETING

The ordinary resolution for the above proposal will be tabled at the 28th Annual General Meeting of TIME dotCom Berhad ("**Time**" or the "**Company**") ("**28th AGM**"). The extract of the Notice of the 28th AGM and the Proxy Form are enclosed in this Circular. This Circular together with the Administrative Details for the 28th AGM are available at <https://www.time.com.my/about-us/investor-relations/general-meetings>.

The 28th AGM will be conducted in a hybrid mode and the date, time, main venue and meeting platform of the 28th AGM are as follows:

Date and time of the 28 th AGM	:	Thursday, 12 June 2025 at 10.00 a.m., or at any adjournment thereof
Main venue of the 28 th AGM	:	Grand Ballroom, Level 3D, Sheraton Petaling Jaya Hotel, Lorong Utara C, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia
Meeting Platform of the 28 th AGM	:	https://meeting.boardroomlimited.my

The Proxy Form for the 28th AGM should be completed and deposited at the office of the Company's poll administrator, Boardroom Share Registrars Sdn Bhd (Registration No. 199601006647 (378993-D)) ("**Poll Administrator**") at 11th Floor, Menara Symphony, No. 5, Jalan Professor Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan. As the voting at the 28th AGM will be conducted on a poll, the completed Proxy Form must be deposited at the office of the Poll Administrator on or before the following date and time:

Last day and time for deposit of the completed Proxy Form	:	Wednesday, 11 June 2025 at 10.00 a.m.
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This Circular is dated 30 April 2025

DEFINITIONS

Except where the context otherwise requires, the following definitions shall apply throughout this Circular:

Act	:	Companies Act 2016, as amended from time to time and any re-enactment thereof
Afzal	:	Afzal Abdul Rahim
AGM	:	Annual General Meeting
Audit Committee	:	Audit Committee of our Company
Axiata	:	Axiata Group Berhad
Axiata Group	:	Axiata, its subsidiaries and its other related entities, of which Axiata has equity interests of 10% or more
Board	:	Board of Directors of our Company
Bursa Securities	:	Bursa Malaysia Securities Berhad
CIMB	:	CIMB Group Holdings Berhad
CIMB Group	:	CIMB, its subsidiaries and its other related entities, of which CIMB has equity interests of 10% or more
Circular	:	This circular to our shareholders in relation to the Proposed Shareholders' Mandate for RRPT dated 30 April 2025
CMSA	:	Capital Markets and Services Act 2007, as amended from time to time
Director	:	(i) director or chief executive of our Company and shall has the meaning given in Section 2(1) of the Act; (ii) shall has the meaning given in Section 2(1) of the CMSA; and (iii) for the purpose of the Proposed Shareholders' Mandate for RRPT, includes any person who is or was within the preceding 6 months of the date on which the terms of the transaction were agreed upon, a director or chief executive of our Company
EPS	:	Earnings per share
FYE	:	Financial year ending, or when the context requires, financial year ended
Group	:	Our Company and our subsidiaries, collectively
GTI	:	Global Transit International Sdn Bhd
IHH	:	IHH Healthcare Berhad
IHH Group	:	IHH and its subsidiaries, collectively
Interested Directors	:	Afzal and Patrick, collectively
Interested Shareholders	Major	: PKV, KNB, GTI, Megawisra, Megawisra Investments, Afzal and Patrick
KNB	:	Khazanah Nasional Berhad

DEFINITIONS *(cont'd)*

- KNB Group : KNB, its subsidiaries and its other related entities (other than those related entities disclosed separately), of which KNB has equity interests of 10% or more
- Listing Requirements : Main Market Listing Requirements of Bursa Securities, as amended from time to time
- LPD : 31 March 2025, being the latest practicable date prior to the date of this Circular
- Major Shareholder : (i) A person who has an interest or interests in one or more voting shares in a corporation and the number or aggregate number of those shares, is:
(a) 10% or more of the total number of voting shares in the corporation; or
(b) 5% or more of the total number of voting shares in the corporation where such person is the largest shareholder of the corporation.
- For the purpose of this definition, “interest” shall have the meaning of “interest in shares” given in Section 8(4) of the Act; and
- (ii) For the purpose of the Proposed Shareholders’ Mandate for RRPT, a major shareholder includes any person who is or was within the preceding 6 months of the date on which the terms of the transaction were agreed upon, a major shareholder of our Company
- Megawisra : Megawisra Sdn Bhd
- Megawisra Investments : Megawisra Investments Limited
- NAV : Net assets value
- Patrick : Patrick Corso
- Person Connected : In relation to a Director and Major Shareholder, means, such person who falls under any one of the following categories:
(i) a family member of the Director or Major Shareholder;
(ii) a trustee of a trust (other than a trustee for a share scheme for employees or pension scheme) under which the Director or Major Shareholder, or a family member of the Director or Major Shareholder, is the sole beneficiary;
(iii) a partner of the Director or Major Shareholder;
(iv) a person, or where the person is a body corporate, the body corporate or its directors, who is accustomed or under an obligation, whether formal or informal, to act in accordance with the directions, instructions or wishes of the Director or Major Shareholder;
(v) a person, or where the person is a body corporate, the body corporate or its directors, in accordance with whose directions, instructions or wishes the Director or Major Shareholder is accustomed or is under an obligation, whether formal or informal, to act;
(vi) a body corporate in which the Director or Major Shareholder, or persons connected with them are entitled to exercise, or control the exercise of, not less than 20% of the votes attached to voting shares in the body corporate; or
(vii) a body corporate which is a related corporation of the Director or Major Shareholder

DEFINITIONS *(cont'd)*

PKV	:	Pulau Kapas Ventures Sdn Bhd
Proposed Shareholders' Mandate for RRPT	:	Proposed renewal of and new shareholders' mandate for RRPT as set out in Section 2.3 of this Circular
Related Party	:	The Director, Major Shareholder or Person Connected with such Director or Major Shareholder
RM	:	Ringgit Malaysia
RPT	:	The transaction entered into by our Group which involves the interest, direct or indirect, of a Related Party
RRPT	:	RPT which is recurrent, of a revenue or trading nature and which is necessary for day-to-day operations of our Group
Share	:	Ordinary share of our Company
Telekom	:	Telekom Malaysia Berhad
Telekom Group	:	Telekom, its subsidiaries and its other related entities, of which Telekom has equity interests of 10% or more
Time or Company	:	TIME dotCom Berhad
TNB	:	Tenaga Nasional Berhad
TNB Group	:	TNB, its subsidiaries and its other related entities, of which TNB has equity interests of 10% or more
UEM	:	UEM Group Berhad
UEM Group	:	UEM and its subsidiaries, collectively

PRESENTATION OF INFORMATION

All references to “**our Company**” in this Circular mean TIME dotCom Berhad and references to “**our Group**” mean our Company and our subsidiaries. References to “**we**”, “**us**”, “**our**” and “**ourselves**” mean our Company, or where the context otherwise requires, shall include our subsidiaries.

All references to “**you**” and “**yours**” in this Circular mean the shareholders of our Company, unless the context otherwise requires.

Words denoting the singular shall, where applicable, include the plural and vice versa, and words denoting the masculine gender shall, where applicable, include the feminine and/or neuter genders, and vice versa. References to persons shall include corporations.

Any reference to any law, act, enactment, code, rule or regulations in this Circular is a reference to that law, act, enactment, code, rule or regulations as amended or re-enacted from time to time.

Any discrepancies in the tables and statements included in this Circular between the amounts stated, actual figures and the totals thereof in this Circular are due to rounding adjustments.

Any reference to a time of day in this Circular is a reference to Malaysian time, unless otherwise stated.

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DEFINITIONS *(cont'd)*

Certain statements in this Circular may be forward-looking in nature, which are subject to uncertainties and contingencies. Forward-looking statements may contain estimates and assumptions made by our Board after due inquiry, which are nevertheless subject to known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements to differ materially from the anticipated results, performance or achievements expressed or implied in such forward-looking statements. In light of these and other uncertainties, the inclusion of a forward-looking statement in this Circular should not be regarded as a representation or warranty that our Group's plans and objectives will be achieved.

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TIME DOTCOM BERHAD
Registration No. 199601040939 (413292-P)
(Incorporated in Malaysia)

Registered Office
Level 4
No. 14, Jalan Majistret U1/26
HICOM Glenmarie Industrial Park
40150 Shah Alam, Selangor Darul Ehsan
Malaysia

30 April 2025

Board of Directors:

Elakumari Kantilal (*Non-Independent Non-Executive Director (Chairman)*)
Mark Guy Dioguardi (*Senior Independent Non-Executive Director*)
Datuk Azailiza Mohd Ahad (*Independent Non-Executive Director*)
Low Kim Fui (*Independent Non-Executive Director*)
Kuan Li Li (*Independent Non-Executive Director*)
Ir. Dr. Mohd Shahreen Zainooreen Madros (*Independent Non-Executive Director*)
Teoh Su Yin (*Independent Non-Executive Director*)
Afzal Abdul Rahim (*Non-Independent Executive Director (Chief Executive Officer)*)
Patrick Corso (*Non-Independent Executive Director*)

To: Our Shareholders

Dear Sir/Madam,

PROPOSED SHAREHOLDERS' MANDATE FOR RRPT

1. INTRODUCTION

At the 27th AGM held on 12 June 2024, our Company had procured your approval for the Group to enter into the RRPT as set out in Section 2.3 of the Circular to Shareholders dated 30 April 2024 with the Related Parties ("**Shareholders' Mandate**"). The Shareholders' Mandate will remain in force until the conclusion of the forthcoming 28th AGM, unless the mandate is renewed.

On 26 February 2025, our Board announced to Bursa Securities that our Company intends to seek approval from our shareholders for the Proposed Shareholders' Mandate for RRPT at its forthcoming 28th AGM.

THE PURPOSE OF THIS CIRCULAR IS TO PROVIDE YOU WITH THE DETAILS OF THE PROPOSED SHAREHOLDERS' MANDATE FOR RRPT AND TO SEEK YOUR APPROVAL FOR THE ORDINARY RESOLUTION PERTAINING TO THE PROPOSED SHAREHOLDERS' MANDATE FOR RRPT TO BE TABLED AT OUR FORTHCOMING 28th AGM. THE EXTRACT OF THE NOTICE OF THE 28TH AGM AND THE PROXY FORM ARE ENCLOSED IN THIS CIRCULAR.

YOU ARE ADVISED TO READ THE CONTENTS OF THIS CIRCULAR CAREFULLY BEFORE VOTING ON THE ORDINARY RESOLUTION PERTAINING TO THE PROPOSED SHAREHOLDERS' MANDATE FOR RRPT TO BE TABLED AT THE FORTHCOMING 28TH AGM.

2. PROPOSED SHAREHOLDERS' MANDATE FOR RRPT

2.1 Details of the Proposed Shareholders' Mandate for RRPT

In view of the expiry of the Shareholders' Mandate at the conclusion of the forthcoming 28th AGM, our Company proposes to seek approval from our shareholders for the Proposed Shareholders' Mandate for RRPT subject to, among others, the following:

- (i) the transactions are in the ordinary course of business and are on terms not more favourable to the Related Parties than those generally available to the public;
- (ii) the Proposed Shareholders' Mandate for RRPT is subject to annual renewal and disclosure is made in the annual report of our Company of the aggregated value of transactions conducted pursuant to the Proposed Shareholders' Mandate for RRPT;
- (iii) this Circular includes the information as may be prescribed by Bursa Securities;
- (iv) the Interested Directors and Interested Major Shareholders must not vote on the ordinary resolution pertaining to the Proposed Shareholders' Mandate for RRPT at the forthcoming 28th AGM. The Interested Directors and Interested Major Shareholders must also ensure that Persons Connected with them abstain from voting on the ordinary resolution approving the Proposed Shareholders' Mandate for RRPT; and
- (v) our Company shall immediately announce to Bursa Securities when the actual value of a RRPT entered into by our Group, exceeds the estimated value of the RRPT disclosed in this Circular by 10% or more and must include the information as may be prescribed by Bursa Securities in the announcement.

Upon our shareholders' approval for the ordinary resolution pertaining to the Proposed Shareholders' Mandate for RRPT being obtained pursuant to the above, the provisions of Paragraph 10.08 of the Listing Requirements in relation to the RRPT as set out in Section 2.3 of this Circular will not be applicable to our Group.

The disclosures pertaining to those RRPTs will be made in the annual report of our Company pursuant to the Listing Requirements, which requires a breakdown of the aggregate value of the RRPT entered into during the financial year, amongst others, based on the following information:

- (i) the type of the RRPT made; and
- (ii) the names of the Related Parties involved in each type of the RRPT made and their relationship with our Group.

2.2 Principal activities of our Group

The principal activities of our Company are investment holding and provision of management services. The Group is primarily involved in telecommunications, co-location, energy and other related fields. The details of our Group as well as their principal activities as at the LPD are set out in the table below:

Name of company *	Effective equity interest (%)	Principal activities
AVM Cloud Sdn Bhd	67	Developing and selling of computer software and provision of information technology services
Charge N Go Sdn Bhd	51	Provision of electric vehicle charging services, and installation of related equipment and infrastructure
Global Transit (Hong Kong) Limited	100	Provision of management services

Name of company *	Effective equity interest (%)	Principal activities
Global Transit 2 Limited	100	Engaged in the business of telecommunication services and trading bandwidth capacity
Global Transit 3 Limited	100	Engaged in the business of telecommunication services and trading bandwidth capacity
Global Transit 5 Limited	100	Engaged in the business of telecommunication services and trading bandwidth capacity
Global Transit Limited	100	Engaged in the business of telecommunication services and trading bandwidth capacity
Global Transit Singapore Pte Ltd	100	Wholesale of telecommunication equipment and related services
Planet Tapir Sdn Bhd	100	Investment holding
TIME Connect (Labuan) Limited	100	Investment holding
TIME dotCom Global Services Sdn Bhd	100	Provision of telecommunication and related services
TIME dotCom International Sdn Bhd	100	Investment holding
TIME dotCom Japan K.K.	100	Provision of telecommunication services, co-location and other related services
TIME Energy Sdn Bhd	100	Provision of development, installation and maintenance services in relation to solar photovoltaic system
TIME Fibre Sdn Bhd	100	Provision of voice, data, video and image communication services and other consumer home services
TT dotCom Sdn Bhd	100	Provision of voice, data, video and image communication services through its domestic and international network
<i>Subsidiary of TIME dotCom International Sdn Bhd</i>		
TIME dotCom (Cambodia) Co., Ltd	100	Provision of telecommunication and related services
<i>Subsidiary of TIME Connect (Labuan) Limited</i>		
TIME Global Connect International Pte Ltd	100	Investment holding
<i>Subsidiaries of TIME Global Connect International Pte Ltd</i>		
TIME Connect (SG) Pte Ltd	100	Provision of voice, data, video and image communication services through its domestic and international network

Name of company *	Effective equity interest (%)	Principal activities
TIME Global Connect Malaysia Sdn Bhd	100	Provision of voice, data, video and image communication services through its domestic and international network
TIME Global Connect (Thailand) Limited	100 #	Provision of voice, data, video and image telecommunication services through its domestic and international network
<i>Subsidiaries of AVM Cloud Sdn Bhd</i>		
Integrated Global Solutions Sdn Bhd	67	Marketing of computer hardware and software, and provision of consultancy and support services related to computer programmes
AVM Cloud (Thailand) Limited	67	Provision of cloud services, developing and selling computer software and hardware and the provision of information technology services

Notes:

* It is envisaged that the companies within our Group would, in the ordinary course of business, enter into the RRPT as detailed in Section 2.3 of this Circular. It is likely that such transactions will occur with some degree of frequency and could arise at any time.

Include 100 ordinary shares in TIME Global Connect (Thailand) Limited held by TIME Connect (Labuan) Limited.

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2.3 Details of RRPT contemplated under the Proposed Shareholders' Mandate for RRPT

The details of the RRPT to be entered into by our Group with the Related Parties under the Proposed Shareholders' Mandate for RRPT are as follows:

No.	Transacting parties	Related Parties and nature of their relationship	Nature of RRPT	Existing Shareholders' Mandate			New Shareholders' Mandate
				Estimated value ⁽¹⁾ during the validity period ⁽²⁾ (RM'000)	Actual value transacted from the 27 th AGM up to the LPD (RM'000)	New estimated value ⁽³⁾ during the new validity period ⁽⁴⁾ (RM'000)	
1.	KNB Group	KNB is a major shareholder of Time by virtue of its direct and indirect interests, the latter held through PKV, which is also a major shareholder of Time. Afzal and Patrick are: (i) directors of Time and PKV; and (ii) major shareholders of Time by virtue of their direct and indirect interests.	<u>Revenue:</u> Provision of Information Technology ("IT") services by our Group to KNB Group. Provision of telecommunications services by our Group to KNB Group. <u>Cost:</u> Provision of leased line services by KNB Group to our Group.	534	-	450	-
				-	-	-	28,638
				-	-	-	22,455
			TOTAL	534	-	450	51,093

No.	Transacting parties	Related Parties and nature of their relationship	Nature of RRPT	Existing Shareholders' Mandate			New Shareholders' Mandate
				Estimated value ⁽¹⁾ during the validity period ⁽²⁾ (RM'000)	Actual value transacted from the 27 th AGM up to the LPD (RM'000)	New estimated value ⁽³⁾ during the new validity period ⁽⁴⁾ (RM'000)	
2.	CIMB Group	<p>KNB is a major shareholder of:</p> <p>(i) Time by virtue of its direct and indirect interests, the latter held through PKV, which is also a major shareholder of Time; and</p> <p>(ii) CIMB.</p> <p>Afzal and Patrick are:</p> <p>(i) directors of Time and PKV; and</p> <p>(ii) major shareholders of Time by virtue of their direct and indirect interests.</p>	<p><u>Revenue:</u></p> <p>Provision of IT and data centre services by our Group to CIMB Group.</p> <p>Provision of telecommunications services by our Group to CIMB Group.</p> <p><u>Cost:</u></p> <p>Provision of advisory services and marketing products by CIMB Group to our Group.</p> <p>Provision of equipment room rental services by CIMB Group to our Group.</p>	88,820	8,820	29,676	-
				-	-	-	13,620
				2,003	151	872	-
				-	-	-	50
			TOTAL	90,823	8,971	30,548	13,670

No.	Transacting parties	Related Parties and nature of their relationship	Nature of RRPT	Existing Shareholders' Mandate			New Shareholders' Mandate
				Estimated value ⁽¹⁾ during the validity period ⁽²⁾ (RM'000)	Actual value transacted from the 27 th AGM up to the LPD (RM'000)	New estimated value ⁽³⁾ during the validity period ⁽⁴⁾ (RM'000)	
3.	TNB Group	<p>KNB is a major shareholder of:</p> <p>(i) Time by virtue of its direct and indirect interests, the latter held through PKV, which is also a major shareholder of Time; and</p> <p>(ii) TNB.</p> <p>Afzal and Patrick are:</p> <p>(i) directors of Time and PKV; and</p> <p>(ii) major shareholders of Time by virtue of their direct and indirect interests.</p>	<p><u>Revenue:</u></p> <p>Provision of IT services by our Group to TNB Group.</p> <p>Provision of telecommunications services by our Group to TNB Group.</p> <p><u>Cost:</u></p> <p>Provision of leased line and infrastructure services by TNB Group to our Group.</p>	24,934	9,699	28,438	-
							352
							17,982
			TOTAL	24,934	9,699	28,438	18,334

No.	Transacting parties	Related Parties and nature of their relationship	Nature of RRPT	Existing Shareholders' Mandate			New Shareholders' Mandate
				Estimated value ⁽¹⁾ during the validity period ⁽²⁾ (RM'000)	Actual value transacted from the 27 th AGM up to the LPD (RM'000)	New estimated value ⁽³⁾ during the new validity period ⁽⁴⁾ (RM'000)	
4.	Telekom Group	<p>KNB is a major shareholder of:</p> <p>(i) Time by virtue of its direct and indirect interests, the latter held through PKV, which is also a major shareholder of Time; and</p> <p>(ii) Telekom.</p> <p>Afzal and Patrick are:</p> <p>(i) directors of Time and PKV; and</p> <p>(ii) major shareholders of Time by virtue of their direct and indirect interests.</p>	<p><u>Revenue:</u></p> <p>Provision of IT and data centre services by our Group to Telekom Group.</p> <p>Provision of telecommunications services by our Group to Telekom Group.</p> <p><u>Cost:</u></p> <p>Provision of leased line, network and maintenance and interconnect services by Telekom Group to our Group.</p>	4,864	1,463	3,104	-
			TOTAL	4,864	1,463	3,104	39,804

No.	Transacting parties	Related Parties and nature of their relationship	Nature of RRPT	Existing Shareholders' Mandate			New Shareholders' Mandate
				Estimated value ⁽¹⁾ during the validity period ⁽²⁾ (RM'000)	Actual value transacted from the 27 th AGM up to the LPD (RM'000)	New estimated value ⁽³⁾ during the new validity period ⁽⁴⁾ (RM'000)	
5.	Axiata Group	<p>KNB is a major shareholder of:</p> <p>(i) Time by virtue of its direct and indirect interests, the latter held through PKV, which is also a major shareholder of Time; and</p> <p>(ii) Axiata.</p> <p>Afzal and Patrick are:</p> <p>(i) directors of Time and PKV; and</p> <p>(ii) major shareholders of Time by virtue of their direct and indirect interests.</p>	<p><u>Revenue:</u></p> <p>Provision of IT and data centre services by our Group to Axiata Group.</p> <p>Provision of telecommunications services by our Group to Axiata Group.</p> <p><u>Cost:</u></p> <p>Provision of leased line, network and maintenance and interconnect services by Axiata Group to our Group.</p>	1,703	1,285	2,597	-
			TOTAL	1,703	1,285	2,597	11,283

No.	Transacting parties	Related Parties and nature of their relationship	Nature of RRPT	Existing Shareholders' Mandate			New Shareholders' Mandate
				Estimated value ⁽¹⁾ during the validity period ⁽²⁾ (RM'000)	Actual value transacted from the 27 th AGM up to the LPD (RM'000)	New estimated value ⁽³⁾ during the new validity period ⁽⁴⁾ (RM'000)	
6.	UEM Group	KNB is a major shareholder of: (i) Time by virtue of its direct and indirect interests, the latter held through PKV, which is also a major shareholder of Time; and (ii) UEM. Afzal and Patrick are: (i) directors of Time and PKV; and (ii) major shareholders of Time by virtue of their direct and indirect interests.	<u>Revenue:</u> Provision of IT services by our Group to UEM Group.	68	-	-	-
			TOTAL	68	-	-	-

No.	Transacting parties	Related Parties and nature of their relationship	Nature of RRPT	Existing Shareholders' Mandate			New Shareholders' Mandate
				Estimated value ⁽¹⁾ during the validity period ⁽²⁾ (RM'000)	Actual value transacted from the 27 th AGM up to the LPD (RM'000)	New estimated value ⁽³⁾ during the new validity period ⁽⁴⁾ (RM'000)	
7.	IHH Group	KNB is a major shareholder of: (i) Time by virtue of its direct and indirect interests, the latter held through PKV, which is also a major shareholder of Time; and (ii) IHH. Afzal and Patrick are: (i) directors of Time and PKV; and (ii) major shareholders of Time by virtue of their direct and indirect interests.	<u>Revenue:</u> Provision of data centre services by our Group to IHH Group.	50	28	-	-
			TOTAL	50	28	-	-
			TOTAL SHAREHOLDERS' MANDATE	122,976	21,446	65,137	134,184

Notes:

- (1) The estimated value of each of the transactions was arrived based on the forecast sales / purchases to be undertaken from the date of the 27th AGM to the date of the next AGM and the actual value may therefore vary and is subject to change.
- (2) The validity period refers to the period from the date of 27th AGM until 12 June 2025.
- (3) The estimated value of each of the transactions was arrived based on the forecast sales / purchases to be undertaken from the date of the forthcoming 28th AGM to the date of the next AGM and the actual value may therefore vary and is subject to change.
- (4) The new validity period refers to the period from the date of the forthcoming 28th AGM until the next AGM.

2.4 Amount due to our Group by Related Parties

As at the LPD, the outstanding amount due to our Group by Related Parties pursuant to the RRPT referred to in Section 2.3 of this Circular, which exceeded the credit term for the following periods, are as follows:

Name of Related Party	Outstanding amount (RM'000)			
	≤ 1 year	1 year to 3 years	> 3 years to 5 years	> 5 years
KNB Group	6,813	12	1	-
CIMB Group	5,105	113	-	-
TNB Group	2,470	-	-	-
Telekom Group	4,156	1,110	527	-
Axiata Group	2,470	173	502	187
Total	21,014	1,408	1,030	187

The credit period granted for sales rendered is 30 to 90 days. Our Group does not charge any interests or impose any late payment charges on outstanding sums in view of the long-standing business relationship with the relevant parties.

Our Group will continue its policy to recover all outstanding debts by issuing regular reminder letters to be followed up by regular contact and phone calls with the debtors, including Related Parties, failing which legal action may be initiated to recover the debts (including court action and/or arbitration). Our Board actively monitors the outstanding overdue amount and is of the opinion that the above-mentioned outstanding sums, net of allowance for impairment losses, are recoverable.

2.5 Review procedures in relation to RRPT

Our Company has established procedures for our Group to ensure that the RRPTs are undertaken on an arm's length basis, on normal commercial terms which are not more favourable to the Related Parties than those generally available to the public and are not detrimental to the interests of minority shareholders of our Company.

To monitor the RRPT, the procedures established by our Company are as follows:

- (i) a list of Related Parties is circulated by our Company to notify that all RRPT are required to be undertaken on an arm's length basis, based on normal commercial terms which are not more favourable to the Related Parties than those generally available to the public and are not detrimental to the interests of minority shareholders of our Company;
- (ii) a summary of all RPT, including RRPT, is tabled to the Audit Committee every quarter for notation. If a member of the Audit Committee has an interest in an RPT/RRPT, as the case may be, he/she shall abstain from any deliberations by the Audit Committee in respect of such RPT/RRPT;
- (iii) at least 2 other contemporaneous transactions with unrelated third parties for similar products or services and/or quantities will be used for comparison, whenever possible, to determine whether the price and terms offered to/by the Related Parties are fair and reasonable and comparable to those offered to/by other unrelated third parties for the same or substantially similar type of produces/services and/or quantities. If quotations or comparative pricing from unrelated third parties cannot be obtained, the price and terms of the RRPT will be in accordance with applicable industry norms, prevailing commercial rates and at rates not more favourable to the Related Parties than those generally available to the public and are not detrimental to the interests of minority shareholders of our Company;
- (iv) for the award of contracts on a turnkey or project delivery partner basis, an independent cost consultant/quantity surveyor will be appointed to review the cost to ensure that the contracts are undertaken based on normal commercial terms;

- (v) proper records will be maintained by our Company to capture all RRPT entered into pursuant to the Proposed Shareholders' Mandate for RRPT to ensure that relevant approvals have been obtained and review procedures for such transactions are adhered to;
- (vi) the Audit Committee shall review the internal audit reports to ascertain that the guidelines and procedures established to monitor RRPT have been complied with. If the Audit Committee is of the view that the abovementioned procedures are no longer sufficient to ensure that the RRPT are undertaken on an arm's length basis, based on normal commercial terms which are not more favourable to the Related Parties than those generally available to the public and are not detrimental to the interests of minority shareholders of our Company, the Audit Committee shall have the discretion to request for additional procedures to be imposed on all the RRPT;
- (vii) all RRPT with a value equal to or exceeding RM1 million per transaction or where any one of the percentage ratios is 1% or more, whichever is higher, are reviewed and approved by the Audit Committee and the Board to ensure compliance with the Listing Requirements on RRPT. RRPT below RM1 million or with a percentage ratio of less than 1% are reviewed and authorised by different personnel of managerial level;
- (viii) the internal auditors shall periodically review the guidelines and procedures for all RRPT entered into pursuant to the Proposed Shareholders' Mandate for RRPT to ensure that relevant approvals have been obtained, ensure procedures for such transactions are adhered to and ascertain that the guidelines established to monitor RRPT have been complied with;
- (ix) the Interested Director in the RRPT must abstain from the Board's deliberation and voting on the relevant resolution for the RRPT at the Board meetings. The Interested Director must inform the Board, of the details of the nature and extent of his interest, including all matters in relation to the proposed RRPT that he is aware or should reasonably be aware of, which is not in the best interest of our Company; and
- (x) the Interested Major Shareholders or Persons Connected with them must not vote at the general meeting on the ordinary resolution pertaining to the Proposed Shareholders' Mandate for RRPT. It is the duty of the Interested Directors and Interested Major Shareholders to ensure that Persons Connected with them abstain from voting on the ordinary resolution pertaining to the Proposed Shareholders' Mandate for RRPT.

2.6 Audit Committee's Statement

The Audit Committee is of the view that:

- (i) the procedures as set out in Section 2.5 of this Circular are sufficient to ensure that the RRPT are undertaken on an arm's length basis, based on normal commercial terms which are not more favourable to the Related Parties than those generally available to the public and are not detrimental to the interests of minority shareholders of our Company; and
- (ii) our Company has in place adequate procedures and processes to monitor, track and identify RRPT in a timely and orderly manner. Such procedures and processes will be reviewed by the Audit Committee and/or the management staff on a yearly basis or as and when required.

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3. RATIONALE AND BENEFITS OF THE PROPOSED SHAREHOLDERS' MANDATE FOR RRPT

The RRPT referred to in Section 2.3 of this Circular is intended to meet the business needs of our Group on the best possible terms and for our Group to explore beneficial business opportunities with the Related Parties.

The Proposed Shareholders' Mandate for RRPT will also:

- (i) facilitate transactions entered into in the ordinary course of business of our Group which are transacted from time to time with the Related Parties provided that such transactions are undertaken on an arm's length basis, based on normal commercial terms which are not more favourable to the Related Parties than those generally available to the public and are not detrimental to the interests of minority shareholders of our Company;
- (ii) eliminate the need to make announcements to Bursa Securities or to convene separate general meetings from time to time to seek our shareholders' approval as and when RRPT with the Related Parties arise. This will reduce the associated expenses, improve administrative efficiency and allow manpower, resources and time to be better channelled towards achieving other corporate objectives; and
- (iii) enable our Group to enter into RRPT expediently as these transactions are time-sensitive and confidential in nature. Hence, it may be impractical to seek our shareholders' approval on a case-by-case basis before entering into such transactions.

In view of the foregoing, the Proposed Shareholders' Mandate for RRPT, if approved, will substantially reduce administrative time, inconvenience and expenses for our Company. This will thereafter allow our Company to channel more resources towards meeting our Group's corporate objectives and realise business opportunities, as and when they become available.

4. VALIDITY PERIOD FOR THE PROPOSED SHAREHOLDERS' MANDATE FOR RRPT

The ordinary resolution pertaining to the Proposed Shareholders' Mandate for RRPT, if approved by our shareholders at the forthcoming 28th AGM, shall take effect from 12 June 2025 and will continue to be in force until:

- (i) the conclusion of the next AGM at which time the mandate will lapse, unless by a resolution passed at the next AGM, the mandate is renewed;
- (ii) the expiration of the period within which the next AGM is required to be held pursuant to Section 340(2) of the Act (but shall not extend to such extension as may be allowed pursuant to Section 340(4) of the Act); or
- (iii) the mandate is revoked or varied by a resolution passed by our shareholders in a general meeting,

whichever is the earlier.

5. EFFECTS OF THE PROPOSED SHAREHOLDERS' MANDATE FOR RRPT

The Proposed Shareholders' Mandate for RRPT will not have any material effect on the issued share capital, substantial shareholders' shareholdings, NAV, gearing and EPS of our Company.

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6. APPROVALS REQUIRED

The Proposed Shareholders' Mandate for RRPT as set out in Section 2.3 of this Circular is subject to our shareholders' approval at the forthcoming 28th AGM.

7. INTERESTS OF DIRECTORS, MAJOR SHAREHOLDERS AND/OR PERSONS CONNECTED WITH THEM

Save as disclosed below, none of the Directors and Major Shareholders of our Company as well as persons connected with them has any interest, direct and/or indirect, in the Proposed Shareholders' Mandate for RRPT:

Interests of Interested Major Shareholders and Interested Directors

Name of Major Shareholder	Direct		Indirect	
	No. of Shares	%	No. of Shares	%
PKV	464,023,077	25.10	-	-
KNB	133,896,946	7.24	464,023,077 ⁽¹⁾	25.10
GTI	-	-	464,023,077 ⁽¹⁾	25.10
Megawisra	4,302,993	0.23	464,023,077 ⁽²⁾	25.10
Megawisra Investments	-	-	468,326,070 ⁽³⁾	25.33
Afzal	14,147,721	0.77	468,326,070 ⁽⁴⁾	25.33
Patrick	1,000,000	0.05	468,326,070 ⁽⁴⁾	25.33

Notes:

(1) Deemed interested by virtue of its interests held through PKV pursuant to Section 8 of the Act.

(2) Deemed interested by virtue of its interests held through PKV via its shareholdings in GTI pursuant to Section 8 of the Act.

(3) Deemed interested by virtue of its interests held through PKV, GTI and Megawisra via its shareholdings in Megawisra pursuant to Section 8 of the Act.

(4) Deemed interested by virtue of his interests held through PKV, GTI and Megawisra via his shareholdings in Megawisra Investments pursuant to Section 8 of the Act.

Accordingly, the Interested Major Shareholders will abstain from voting on the Proposed Shareholders' Mandate for RRPT in respect of their direct and/or indirect shareholdings in Time on the ordinary resolution pertaining to the Proposed Shareholders' Mandate for RRPT to be tabled at the forthcoming 28th AGM. The Interested Major Shareholders have undertaken that they will ensure that Person Connected with them will abstain from voting in respect of their direct and/or indirect shareholdings in Time, if any, on the ordinary resolution pertaining to the Proposed Shareholders' Mandate for RRPT to be tabled at the forthcoming 28th AGM.

Interests of Interested Directors

Name of Director	Direct		Indirect	
	No. of Shares	%	No. of Shares	%
Afzal	14,147,721	0.77	468,326,070 ⁽¹⁾	25.33
Patrick	1,000,000	0.05	468,326,070 ⁽¹⁾	25.33

Note:

(1) Deemed interested by virtue of his interests held through PKV, GTI and Megawisra via his shareholdings in Megawisra Investments pursuant to Section 8 of the Act.

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The Interested Directors have abstained and will continue to abstain from all deliberations and voting at the relevant Board meetings of our Company in relation to the Proposed Shareholders' Mandate for RRPT. They will also abstain from voting in respect of their direct and/or indirect shareholdings in Time on the ordinary resolution pertaining to the Proposed Shareholders' Mandate for RRPT to be tabled at the forthcoming 28th AGM. Further, the Interested Directors have undertaken that they will ensure that Person Connected with them will abstain from voting in respect of their direct and/or indirect shareholdings in Time, if any, on the ordinary resolution pertaining to the Proposed Shareholders' Mandate for RRPT to be tabled at the forthcoming 28th AGM.

8. DIRECTORS' RECOMMENDATION

Our Board (save for the Interested Directors), having considered all aspects of the Proposed Shareholders' Mandate for RRPT, is of the opinion that the Proposed Shareholders' Mandate for RRPT is in the best interest of our Company.

Accordingly, our Board recommends that our shareholders vote in favour of the ordinary resolution pertaining to the Proposed Shareholders' Mandate for RRPT to be tabled at our forthcoming 28th AGM.

9. AGM

The ordinary resolution in respect of the Proposed Shareholders' Mandate for RRPT will be tabled at our forthcoming 28th AGM. This Circular is available at <https://www.time.com.my/about-us/investor-relations/general-meetings> together with the Notice of 28th AGM, Proxy Form and Administrative Details.

The 28th AGM will be held through a combination of physical attendance at **Grand Ballroom, Level 3D, Sheraton Petaling Jaya Hotel, Lorong Utara C, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia ("Main Venue")** and virtually through live streaming from the Main Venue using the remote participation and electronic voting ("**RPEV**") facilities via the meeting platform at <https://meeting.boardroomlimited.my> on **Thursday, 12 June 2025 at 10.00 a.m.** (Malaysia time) or any adjournment thereof.

The voting of the 28th AGM will be conducted by poll. If you are unable to attend/participate in and vote by yourself at the 28th AGM, you may appoint proxy(ies) (not more than 2 proxies) to attend/participate in and vote on your behalf at the 28th AGM by completing and depositing the Proxy Form, in accordance with the instructions therein, to our Poll Administrator at 11th Floor, Menara Symphony, No. 5, Jalan Professor Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan no later than **Wednesday, 11 June 2025 at 10.00 a.m.**

You may attend/participate in and vote by yourself at our forthcoming 28th AGM if you wish to do so even after you have completed and deposited the Proxy Form so long as you revoke the appointment of your proxy prior to the 28th AGM.

10. FURTHER INFORMATION

You are requested to refer to Appendix I contained in this Circular for further information.

Yours faithfully
For and on behalf of the Board of
TIME dotCom Berhad

Elakumari Kantilal
Non-Independent Non-Executive Director
Chairman

ADDITIONAL INFORMATION**1. DIRECTORS' RESPONSIBILITY STATEMENT**

This Circular has been seen and approved by our Directors who collectively and individually accept full responsibility for the accuracy of the information contained in this Circular. Our Directors confirm that, after making all reasonable enquiries and to the best of their knowledge and belief, there are no other facts, the omission of which would make any statement in this Circular misleading.

2. MATERIAL CONTRACTS

Save as disclosed below, there are no material contracts (not being contracts entered into in the ordinary course of business) that have been entered into by our Company within the past 2 years immediately preceding the LPD:

- (i) Sale and Purchase Agreement dated 1 December 2023 between TT dotCom Sdn Bhd and Jadi Imaging Technologies Sdn Bhd for the acquisition of a property in Glenmarie for a total purchase consideration of RM18.5 million;
- (ii) Subscription Agreement dated 14 December 2023 between Time, Thiruchandran A/L Thiruchelvam and Charge N Go Sdn Bhd ("CNG") for the subscription of new 1,231,616 ordinary shares and 1,605,392 redeemable convertible preference shares in CNG for a total consideration of RM14,187,493.60, subject to the fulfilment of performance conditions by CNG; and
- (iii) Share Sale and Purchase Agreement dated 14 December 2023 between Time and RWC 1 Sdn Bhd ("RWC") in relation to the purchase of 44,643 ordinary shares in CNG, representing 3.5% of the issued share capital of CNG, by Time from RWC for a purchase consideration of RM812,502.60.

3. MATERIAL LITIGATION

As at the LPD, our Company and its subsidiaries have not engaged in any material litigation, claims or arbitration, either as plaintiff or defendant, which has a material effect on our financial position or business and our Board is not aware of any proceedings pending or threatened or any facts likely to give rise to any proceedings which may materially and adversely affect our financial position or business.

4. DOCUMENTS AVAILABLE FOR INSPECTION

Copies of the following documents are available for inspection at our registered office at Level 4, No. 14, Jalan Majistret U1/26, HICOM Glenmarie Industrial Park, 40150 Shah Alam, Selangor Darul Ehsan, Malaysia between 9.00 a.m. and 5.00 p.m. from Monday to Friday (except public holidays) from the date of this Circular up to and including the date of the 28th AGM:

- (i) our Constitution;
- (ii) our audited consolidated financial statements for the past 2 FYE 31 December 2023 and FYE 31 December 2024; and
- (iii) the material contracts referred to in Section 2 of Appendix I of this Circular.



TIME DOTCOM BERHAD
(Registration No. 199601040939 (413292-P))
(Incorporated in Malaysia)

EXTRACT OF THE NOTICE OF 28TH ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the 28th Annual General Meeting (“**28th AGM**”) of TIME dotCom Berhad (the “**Company**”) will be held through a combination of physical attendance at **Grand Ballroom, Level 3D, Sheraton Petaling Jaya Hotel, Lorong Utara C, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia** (“**Main Venue**”) and virtually through live streaming from the Main Venue using the remote participation and electronic voting (“**RPEV**”) facilities via the meeting platform at <https://meeting.boardroomlimited.my> on **Thursday, 12 June 2025 at 10.00 a.m.** (Malaysia time) or any adjournment thereof for the purpose of transacting the following businesses:

As Special Business:

To consider and if thought fit, to pass the following resolution:

7. Ordinary Resolution 8

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

“**THAT** subject to the compliance with the Companies Act 2016 (the “**Act**”), Bursa Malaysia Securities Berhad Main Market Listing Requirements (“**Listing Requirements**”), the Company’s Constitution and all other applicable laws, guidelines, rules and regulations, approval be and is hereby given for the Company and its subsidiaries to enter into recurrent related party transactions from time to time, which are necessary for day-to-day operations as set out in Section 2.3 of the Circular to Shareholders dated 30 April 2025 which are of a revenue or trading nature and carried out in the ordinary course of business and are on terms not more favourable to the related parties than those generally available to the public and are not detrimental to the interests of minority shareholders of the Company;

THAT such authority shall commence immediately upon the passing of this resolution and shall continue to be in force until:

- (i) the conclusion of the next Annual General Meeting of the Company (“**AGM**”) at which time the mandate will lapse, unless by a resolution passed at the next AGM, the mandate is renewed;
- (ii) the expiration of the period within which the next AGM is required to be held pursuant to Section 340(2) of the Act (but shall not extend to such extension as may be allowed pursuant to Section 340(4) of the Act); or
- (iii) the mandate is revoked or varied by a resolution passed by the shareholders in a general meeting,

whichever is earlier;

AND THAT authority be and is hereby given to the Board to take such steps and to do such acts, deeds and things and to execute, sign, deliver and cause to be delivered on behalf of the Company, such documents as the Board may deem fit, necessary, expedient or appropriate in order to implement, finalise and give full effect to the recurrent related party transactions contemplated and/or authorised by this resolution.”

BY ORDER OF THE BOARD

CHEW ANN NEE (MAICSA 7030413) (SSM PC No.: 201908001413)
Company Secretary

30 April 2025
Selangor Darul Ehsan

Notes:

1. The 28th AGM will be conducted in a hybrid mode whereby the members/proxies/corporate representatives will have the options to either attend the meeting physically in person at the Main Venue or participate in the meeting virtually, and vote online using the RPEV facilities, which is available at <https://meeting.boardroomlimited.my> provided by the Company's poll administrator, Boardroom Share Registrars Sdn Bhd ("**Poll Administrator**"). Please follow the registration procedure set out in the Administrative Details for the 28th AGM ("**Administrative Details**") to register, attend/participate in and vote at the 28th AGM.
2. A member who is not able to attend/participate in the 28th AGM is encouraged to appoint the Chairman as his/her proxy and indicate the voting instruction in the instrument appointing a proxy.
3. For the purpose of determining a member who shall be entitled to attend/participate in and vote at the 28th AGM, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd to issue a General Meeting Record of Depositors as at 5 June 2025. Only members whose names appear in the Record of Depositors as at 5 June 2025 shall be entitled to attend/participate in and vote at the 28th AGM, or appoint proxy(ies) (not more than 2 proxies) to attend/participate in and vote on his/her/their behalf at the 28th AGM by returning the proxy form in accordance with the Administrative Details. A proxy may but need not be a member of the Company.
4. Where a member appoints 2 proxies, the appointments shall be invalid unless the proportion of shareholding to be represented by each proxy is specified. If a member has appointed proxy(ies) (not more than 2 proxies) to attend/participate in the 28th AGM and subsequently he/she attends/participates in the meeting himself/herself, the appointment of such proxy shall be null and void, and his/her proxy(ies) shall not be entitled to attend/participate in the 28th AGM.
5. The instrument appointing proxy(ies) shall be in writing and signed by the appointor or by his attorney and in the case of a corporation, either under its common seal or signed by its attorney or officer duly authorised.
6. Where a member is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991 ("**SICDA**"), it may appoint up to 2 proxies in respect of each securities account it holds with ordinary shares of the Company standing to the credit of the said securities account.
7. Where a member is an exempt authorised nominee as defined under the SICDA, who holds ordinary shares in the Company for multiple beneficial owners in one securities account ("**Omnibus Account**"), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each Omnibus Account it holds. The appointment of 2 or more proxies in respect of any particular Omnibus Account shall be invalid unless the exempt authorised nominee specifies the proportion of its shareholding to be represented by each proxy.
8. The instrument appointing proxy(ies) or other authority, if any, under which it is signed or a notarially certified copy of that power or authority shall be deposited at the office of the Company's Poll Administrator at 11th Floor, Menara Symphony, No. 5, Jalan Professor Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, not less than 24 hours before the time for holding the 28th AGM and in default, the instrument of proxy shall not be treated as valid.

EXPLANATORY NOTE ON SPECIAL BUSINESS

13. **Ordinary Resolution 8 – Proposed Renewal of and New Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature**

The details on the Proposed Renewal of and New Shareholders' Mandate for Recurrent Related Party Transactions are set out in the Circular to Shareholders dated 30 April 2025.

PERSONAL DATA PRIVACY

By lodging of a completed Proxy Form to the Company for appointing proxy(ies) and/or corporate representative(s) to attend/participate in and vote at the 28th AGM and any adjournment thereof, a member is hereby:

- (i) consenting 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 corporate representatives appointed for the 28th AGM (including any adjournment thereof) and the preparation and compilation of the attendance list, minutes and other documents relating to the 28th 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) warranting that where the member discloses the personal data of the member's proxy(ies) and/or corporate representative(s) to the Company (or its agents), the member has obtained the prior consent of such proxy(ies) and/or corporate representative(s) for the collection, use and disclosure by the Company (or its agents) of the personal data of such proxy(ies) and/or corporate representative(s) for the Purposes ("**Warranty**"); and
- (iii) agreeing 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 the Warranty.

For the purposes of this paragraph, "personal data" shall have the same meaning given in section 4 of the Personal Data Protection Act 2010.

Proxy Form
28th Annual General Meeting

No. of Shares Held	CDS Account No.

I/We, _____ NRIC/Passport/Registration No. _____
(Full Name as per NRIC/Passport/Certificate of Incorporation in Capital Letters)

of _____

(Full Address)

Telephone/Mobile No. _____ Email Address _____

being a member of **TIME dotCom Berhad** (the “Company”) and entitled to vote hereby appoint:

Full Name (in CAPITAL Letters):	NRIC/Passport No.:	Proportion of Shareholding to be represented by the 1st Proxy:	
		No. of Shares	%
Address:			
Telephone/Mobile No.:			
Email Address:			

*and/or

Full Name (in CAPITAL Letters):	NRIC/Passport No.:	Proportion of Shareholding to be represented by the 2nd Proxy:	
		No. of Shares	%
Address:			
Telephone/Mobile No.:			
Email Address:			

or failing him/her, the Chairman of the Meeting as my/our proxy to attend/participate in and vote for me/us and on my/our behalf at the 28th Annual General Meeting (“28th AGM”) of the Company to be held through a combination of physical attendance at **Grand Ballroom, Level 3D, Sheraton Petaling Jaya Hotel, Lorong Utara C, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia** (“Main Venue”) and virtually through live streaming from the Main Venue using the remote participation and electronic voting (“RPEV”) facilities via the meeting platform at <https://meeting.boardroomlimited.my> on **Thursday, 12 June 2025 at 10.00 a.m.** (Malaysia time) or any adjournment thereof.

Please indicate with an “X” or “√” in the boxes provided below to show how you wish your votes to be cast. If no specific direction as to voting is given, the proxy/proxies may vote or abstain from voting on the resolutions at his/her/their discretion.

Please take further note that the Company shall accept the vote cast by your proxy as a valid vote whether or not your proxy has acted in accordance with your instructions.

No.	Ordinary Resolutions	For	Against
1.	Re-election of Elakumari Kantilal as Director		
2.	Re-election of Datuk Azailiza Mohd Ahad as Director		
3.	Re-election of Patrick Corso as Director		
4.	Re-election of Teoh Su Yin as Director		
5.	Payment of Directors’ Fees to the Non-Executive Directors		
6.	Payment of Directors’ Benefits to the Non-Executive Directors		
7.	Re-appointment of PricewaterhouseCoopers PLT as Auditors		
8.	Proposed Renewal of and New Shareholders’ Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature		

Signed this _____ day of _____ 2025.

Signature/Common Seal of Member



Notes:

1. The 28th AGM will be conducted in a hybrid mode whereby the members/proxies/corporate representatives will have the options to either attend the meeting physically in person at the Main Venue or participate in the meeting virtually, and vote online using the RPEV facilities, which is available at <https://meeting.boardroomlimited.my> as provided by the Company's poll administrator, Boardroom Share Registrars Sdn Bhd ("**Poll Administrator**"). Please follow the registration procedure set out in the Administrative Details for the 28th AGM ("**Administrative Details**") to register, attend/participate in and vote at the 28th AGM.
2. A member who is not able to attend/participate in the 28th AGM is encouraged to appoint the Chairman as his/her proxy and indicate the voting instruction in the instrument appointing a proxy.
3. For the purpose of determining a member who shall be entitled to attend/participate in and vote at the 28th AGM, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd to issue a General Meeting Record of Depositors as at 5 June 2025. Only members whose names appear in the Record of Depositors as at 5 June 2025 shall be entitled to attend/participate in and vote at the 28th AGM, or appoint proxy(ies) (not more than 2 proxies) to attend/participate in and vote on his/her/their behalf at the 28th AGM by returning the proxy form in accordance with the Administrative Details. A proxy may but need not be a member of the Company.
4. Where a member appoints 2 proxies, the appointments shall be invalid unless the proportion of shareholding to be represented by each proxy is specified. If a member has appointed proxy(ies) (not more than 2 proxies) to attend/participate in the 28th AGM and subsequently he/she attends/participates in the meeting himself/herself, the appointment of such proxy shall be null and void, and his/her proxy(ies) shall not be entitled to attend/participate in the 28th AGM.

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Please
Affix Stamp

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

Fold Here

5. The instrument appointing proxy(ies) shall be in writing and signed by the appointor or by his attorney and in the case of a corporation, either under its common seal or signed by its attorney or officer duly authorised.
6. Where a member is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991 ("**SICDA**"), it may appoint up to 2 proxies in respect of each securities account it holds with ordinary shares of the Company standing to the credit of the said securities account.
7. Where a member is an exempt authorised nominee as defined under the SICDA, who holds ordinary shares in the Company for multiple beneficial owners in one securities account ("**Omnibus Account**"), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each Omnibus Account it holds. The appointment of 2 or more proxies in respect of any particular Omnibus Account shall be invalid unless the exempt authorised nominee specifies the proportion of its shareholding to be represented by each proxy.
8. The instrument appointing proxy(ies) or other authority, if any, under which it is signed or a notarially certified copy of that power or authority shall be deposited at the office of the Company's Poll Administrator at 11th Floor, Menara Symphony, No. 5, Jalan Professor Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, not less than 24 hours before the time for holding the 28th AGM and in default, the instrument of proxy shall not be treated as valid.
9. By lodging of a completed Proxy Form to the Company for appointing proxy(ies) and/or corporate representative(s) to attend/participate in and vote at the 28th AGM or any adjournment thereof, the member accepts and agrees to the Personal Data Privacy terms set out in the Notice of 28th AGM dated 30 April 2025.