

SYARIKAT TAKAFUL MALAYSIA KELUARGA BERHAD

[198401019089 (131646-K)] (Incorporated in Malaysia)

Due to Recovery Movement Control Order (RMCO) and based on the 'Guidance Note on the Conduct of General Meetings for Listed Issuers' by the Securities Commission Malaysia, listed issuers are encouraged to conduct fully virtual general meetings during the RMCO period.

A fully virtual general meeting is to be conducted online, without a physical meeting venue, and shareholders will participate remotely by audio and/or video capabilities. The only venue involved is the broadcast venue (as set out below) which is the main venue where only the essential individuals are physically present to organise the fully virtual general meeting. The broadcast venue is strictly for the purpose of complying with Section 327 (2) of the Companies Act, 2016 ("CA 2016") which stipulates that the Chairman shall be present at the main venue of the meeting. Hence, NO SHAREHOLDERS will be physically present at the broadcast venue on the day of the meeting.

Notice of 35th Annual General Meeting

NOTICE IS HEREBY GIVEN that the THIRTY-FIFTH (35th) ANNUAL GENERAL MEETING (AGM) of SYARIKAT TAKAFUL MALAYSIA KELUARGA BERHAD (STMKB or "the Company") will be held fully virtual at the broadcast venue at Dewan Ahmad Mohamed Ibrahim, 5th Floor, Annexe Block, Menara Takaful Malaysia, No. 4, Jalan Sultan Sulaiman, 50000 Kuala Lumpur on Thursday, 13 August 2020, at 09:30 a.m. for the following purposes:

AS ORDINARY BUSINESS

- 1. To receive the Audited Financial Statements for the financial year ended 31 December 2019, together with the reports of the Directors and Auditors thereon. (See Explanatory Note 3[i])
- 2. Datin Sri Azlin Arshad who is retiring by rotation in accordance with Rule 74 of the Company's Constitution has informed the Board of Directors that she will not be seeking re-election. Hence, she will retain office until the conclusion of the 35th AGM. (For Information Only)
- 3. To re-elect the following Directors who are retiring in accordance with Rule 83 of the Company's Constitution and being eligible, have offered themselves for re-election:-
 - (i) Mohd Azman Sulaiman (Resolution 1)
 - (ii) Suraya Hassan

(Resolution 2) (Resolution 3)

- (iii) Dato' Mohammed Haji Che Hussein
- 4. To approve the payment of Non-Executive Directors' fees and benefits of up to RM2,500,000 from this AGM of the Company until the next AGM of the Company. (Resolution 4)
- 5. To re-appoint Messrs. PricewaterhouseCoopers PLT as the Auditors of the Company for the financial year ending 31 December 2020 and to authorise the Directors to fix their remuneration. (Resolution 5)

AS SPECIAL BUSINESS

- 6. Ordinary Resolution Proposed Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature with BIMB Holdings Berhad and its Subsidiaries ("BHB Group").
 - "THAT, subject to compliance with the Listing Requirements of Bursa Malaysia Securities Berhad, Companies Act 2016, the Constitution of the Company and all other applicable laws, rules, regulations and guidelines, approval be and is hereby given to the Company and its subsidiaries ("STMKB Group") to enter into the Recurrent Related Party Transactions of a revenue or trading nature with the BHB Group which are necessary for the day to day operations of the STMKB Group as set out in Section 2.3 of the Circular to Shareholders dated 23 March 2020, provided that:
 - (a) the transactions are in the ordinary course of business and are on terms which are not more favourable to the related parties than those generally available to the public and on terms not to the detriment of the minority shareholders of the Company;
 - (b) the transactions are made at arm's length and on normal commercial terms; and
 - (c) the disclosure will be made in the annual report with the breakdown of the aggregate value of the transactions conducted pursuant to the mandate during the financial year.

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

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

whichever is earlier." (Resolution 6)



SYARIKAT TAKAFUL MALAYSIA KELUARGA BERHAD

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7. To transact any other business for which due notice shall have been given in accordance with the Companies Act 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 this 35th AGM, the Company shall be requesting Bursa Malaysia Depository Sdn. Bhd., in accordance with Rule 49(f)(ii) of the Constitution of the Company and Section 34(1) of the Securities Industry (Central Depositories) Act 1991, to issue a General Meeting Record of Depositors as at 6 August 2020. Only a depositor whose name appears on the Record of Depositors as at 6 August 2020 shall be entitled to attend the said meeting or appoint proxies to attend and/or vote on his/her behalf.

By Order of the Board

SHAMSUL SHAHRINA MOHD HUSSEIN (MAICSA 7047477) (SSM Practicing Certificate No. 201908002446) Company Secretary Kuala Lumpur 15 July 2020

Explanatory Notes:

1. Virtual AGM

- (i) As part of the initiatives to curb the spread of COVID-19, the 35th AGM of the Company will be conducted on a fully virtual basis through live streaming and online remote voting via Remote Participation and Electronic Voting facilities which are available on Boardroom Share Registrars Sdn Bhd's website at Boardroom Smart Investor Online Portal at www.boardroomlimited.my. Please follow the procedures provided in the Administrative Details for the 35th AGM in order to register, participate and vote remotely.
- (ii) The broadcast venue of the 35th AGM which is the main venue of the meeting is strictly for the purpose of complying with Section 327(2) of the Companies Act, 2016 which requires the Chairman of the meeting to be present at the main venue of the meeting. The broadcast venue of the 35th AGM is to organise the fully virtual meeting and where streaming would be conducted from. No shareholder(s)/proxy(ies) from the public will be physically present at the broadcast venue on the day of the 35th AGM of the Company.

2. Appointment of Proxy

- (i) Save as set out in Note (iii) below, a Member of the Company entitled to attend and vote at this meeting is entitled to appoint up to two (2) proxies to attend and to vote instead of him at the same meeting. A proxy may but need not be a Member of the Company.
- (ii) Where a Member of the Company appoints two (2) proxies, the appointments shall be invalid unless he specifies the proportions of his holdings to be represented by each proxy.
- (iii) Where a Member of the Company is an exempt authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991 which 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.
- (iv) The instrument appointing a proxy in the case of an individual shall be signed by the appointer or his attorney and in the case of a corporation, must be under seal or under the hand of an officer or attorney duly authorised.
- (v) The instrument appointing a proxy must be deposited at the Office of the Share Registrar of the Company, Boardroom Share Registrars Sdn Bhd [199601006647 (378993-D)], 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan not less than twenty-four (24) hours before the time for holding the meeting or any adjournment thereof.
- (vi) Only Members whose names appear in the Record of Depositors on 6 August 2020 shall be eligible to attend, speak and vote at the AGM or appoint proxy(ies) to attend, speak and/or vote on their behalf.
- (vii) Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in the Notice of AGM will be put to vote by poll.

3. Ordinary Business

- (i) Audited Financial Statements for the financial year ended 31 December 2019.
 - The Audited Financial Statements in Agenda 1 laid in accordance with Section 340(1)(a) of the Companies Act 2016 are meant for the Shareholders' information and discussion only. The Audited Financial Statements do not require Shareholders' approval and as such, are not put forward for voting by the Shareholders of the Company.
- (ii) Retirement of Datin Sri Azlin Arshad in accordance with Rule 74 of the Company's Constitution.
 - Rule 74 of the Company's Constitution provides that one third (1/3) of the Directors of the Company for the time being shall retire by rotation at the AGM of the Company. Pursuant to Paragraph 7.26(2) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all the Directors shall retire from office at least once in every three (3) years but shall be eligible for re-election.
 - Datin Sri Azlin Arshad, an Independent Non-Executive Director, has informed the Board of Directors of the Company at its meeting held on 25 June 2020 that she does not wish to seek re-election in accordance with Rule 75 of the Company's Constitution. Hence, she will retire at the conclusion of the 35th AGM in accordance with Rule 74 of the Company's Constitution.
- (iii) Re-election of Directors who retire in accordance with Rule 83 of the Company's Constitution.
 - Rule 83 of the Company's Constitution provides that any Director so appointed shall hold office only until the next following annual general meeting and shall then be eligible for re-election but shall not be taken into account in determining the Directors who are to retire by rotation at the meeting.
 - Mohd Azman Sulaiman, Suraya Hassan and Dato' Mohammed Haji Che Hussein are standing for re-election as Directors of the Company and being eligible have offered themselves for re-election.

4. Special Business

- (i) Proposed Shareholders' Mandate for Recurrent Related Party Transaction of Revenue or Trading Nature.
 - The proposed Resolution 6, if passed, will empower the Company to conduct recurrent related party transactions of a revenue or trading in nature which are necessary for the STMKB Group's day to day operations and will eliminate the need to convene separate general meetings from time to time to seek Shareholders' approval. The details on the Proposed Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature are set out in the Circular to Shareholders dated 23 March 2020.

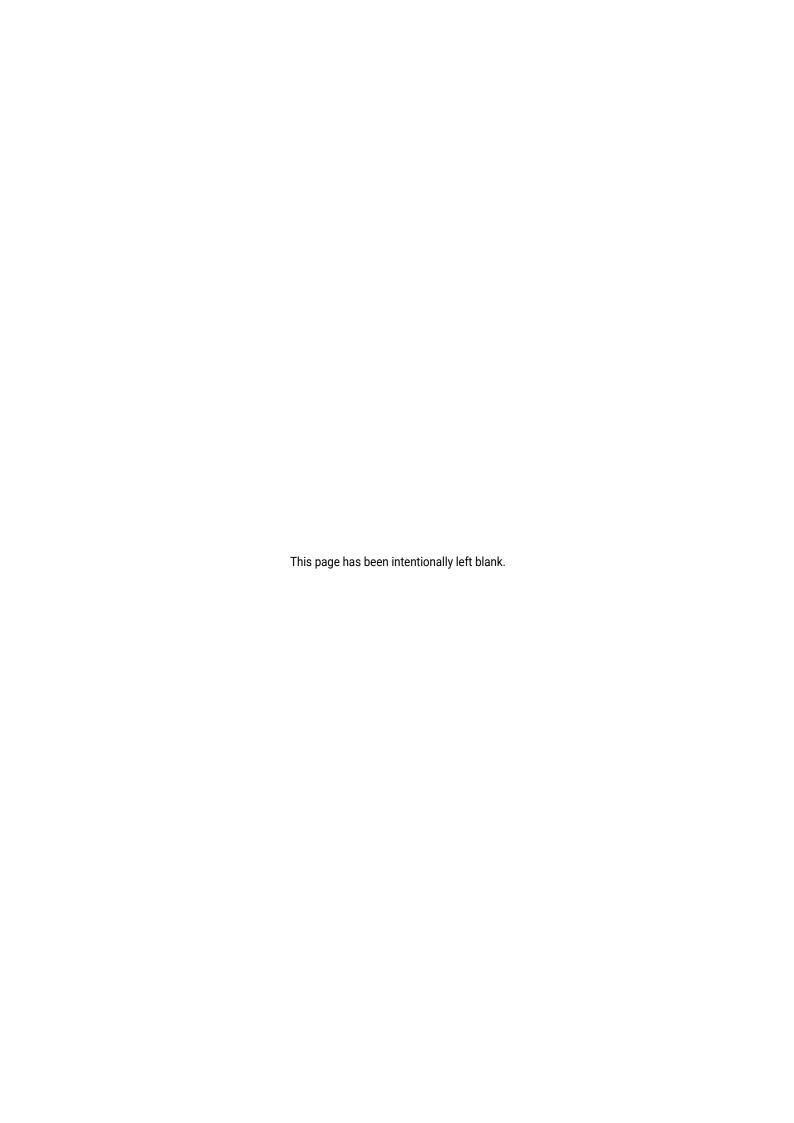


Statement Accompanying Notice of 35th Annual General Meeting

STATEMENT ACCOMPANYING NOTICE OF THIRTY-FIFTH ANNUAL GENERAL MEETING PURSUANT TO PARAGRAPH 8.27 (2) OF THE MAIN MARKET LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES BERHAD

There is no individual standing for election as Director (other than Directors standing for re-election i.e. Mohd Azman Sulaiman, Suraya Hassan and Dato' Mohammed Haji Che Hussein) at this forthcoming Thirty-Fifth Annual General Meeting of the Company.

The profile of the above Directors who are standing for re-election as per Resolutions 1 to 3 as stated in the Notice of Annual General Meeting is set out in the Profile of Directors' section on pages 53 and 54 of the Annual Report 2019. The profile of Dato' Mohammed Haji Che Hussein who was appointed on 1 April 2020 is attached as Appendix 1 to the Errata to Annual Report 2019.



FORM OF PROXY



FOR 35TH AGM

SYARIKAT TAKAFUL MALAYSIA KELUARGA BERHAD [198401019089 (131646-K)] (Incorporated in Malaysia)

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Notes:

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- (iii) Where a Member of the Company is an exempt authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991 which 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.
- (iv) The instrument appointing a proxy in the case of an individual shall be signed by the appointer or his attorney and in the case of a corporation, must be under seal or under the hand of an officer or attorney duly authorised.
- (v) The instrument appointing a proxy must be deposited at the Office of the Share Registrar of the Company, Boardroom Share Registrars Sdn Bhd [199601006647 (378993-D)], 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan not less than twenty-four (24) hours before the time for holding the meeting or any adjournment thereof.
- (vi) Only Members whose names appear in the Record of Depositors on 6 August 2020 shall be eligible to attend, speak and vote at the AGM or appoint proxy(ies) to attend, speak and/or vote on their behalf.
- (vii) Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in the Notice of AGM will be put to vote by poll.
- (viii) As part of the initiatives to curb the spread of COVID-19, the 35th AGM of the Company will be conducted on a fully virtual basis through live streaming and online remote voting via Remote Participation and Electronic Voting facilities which are available on Boardroom Share Registrars Sdn Bhd's website at Boardroom Smart Investor Online Portal at www.boardroomlimited.my. Please follow the procedures provided in the Administrative Details for the 35th AGM in order to register, participate and vote remotely.
- (ix) The broadcast venue of the 35th AGM which is the main venue of the meeting is strictly for the purpose of complying with Section 327(2) of the Companies Act, 2016 which requires the Chairman of the meeting to be present at the main venue of the meeting. The broadcast venue of the 35th AGM is to organise the fully virtual meeting and where streaming would be conducted from. No shareholder(s)/proxy(ies) from the public will be physically present at the broadcast venue on the day of the 35th AGM of the Company.

AFFIX STAMP HERE

BOARDROOM SHARE REGISTRARS SDN BHD [199601006647 (378993-D)]

11th Floor, Menara Symphony No. 5, Jalan Prof. Khoo Kay Kim Seksyen 13, 46200 Petaling Jaya Selangor Darul Ehsan



SYARIKAT TAKAFUL MALAYSIA KELUARGA BERHAD

[198401019089 (131646-K)] (Incorporated in Malaysia)

ADMINISTRATIVE DETAILS FOR THE SHAREHOLDERS

For the 35th Annual General Meeting (AGM) of Syarikat Takaful Malaysia Keluarga Berhad (STMKB)

Date : Thursday, 13 August 2020

Registration: Virtual Meeting via Remote Participation and Electronic Voting

Commencement of Meeting: 9.30 a.m.

Broadcast Venue : Dewan Ahmad Mohamed Ibrahim

5th Floor, Annexe Block, Menara Takaful Malaysia No. 4, Jalan Sultan Sulaiman, 50000 Kuala Lumpur

PRECAUTIONARY MEASURES ON COVID-19

- Due to unprecedented circumstances arising from the measures that have been implemented nationally by the Government of Malaysia ("Government") to limit the spread of the COVID-19, and in particular, the Government's official guidance on social distancing, Syarikat Takaful Malaysia Keluarga Berhad (the "Company") will conduct its 35th AGM entirely via remote participation and electronic voting (hereinafter referred to as "virtual AGM").
- 2. The Company invites shareholders to participate in the upcoming virtual AGM remotely from the comfort and safety of your home or office. The virtual AGM will be conducted in accordance with practices adopted by listed issuers in other internationally developed stock markets in order to ensure that the Company's virtual AGM is transparent, has a high level of integrity and is environmentally friendly. Our approach is intended to support the Government's initiative to ban mass gathering as part of safety measures to contain the spread of COVID-19, while concurrently ensuring that the Company complies with the deadline for the conduct of AGM as stipulated under Section 340(1) of the Companies Act, 2016. Furthermore, throughout the years, the resolutions tabled at the Company's AGMs have been passed electronically, and the adoption of a fully virtual AGM is a logical development in adopting sound corporate governance practices.

The above decision is made pursuant to Section 327 of the Companies Act 2016 which stipulates that a company may convene a meeting of members at more than one venue using any technology or method that enables the members of the company to participate and to exercise the members' rights to speak and vote at the meeting.

ENTITLEMENT TO PARTICIPATE AND VOTE

In respect of deposited securities, only members whose names appear in the Record of Depositors on 6 August 2020 (General Meeting Record of Depositors) shall be eligible to participate in the virtual AGM or appoint proxy(ies) to participate and/or vote on his/her behalf.

FORM(S) OF PROXY

- Shareholders are required to go online, participate, and vote at the 35th AGM using remote participation and electronic voting facilities. If you are not able to participate in the virtual AGM, you can appoint the Chairman of the meeting as your proxy and indicate the voting instructions in the proxy form(s). For the avoidance of doubt, shareholders will not be able to physically attend the 35th AGM at the Broadcast Venue at Dewan Ahmad Mohamed Ibrahim, 5th Floor, Annexe Block, Menara Takaful Malaysia.
- Please take note that you must complete the proxy form for the AGM should you wish to appoint a proxy(ies).

Please ensure that the original form is deposited at the Share Registrar's
office not less than 24 hours before the time appointed for holding the
virtual AGM at the following address:

Boardroom Share Registrars Sdn. Bhd. 11th Floor, Menara Symphony No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13 46200 Petaling Jaya, Selangor Darul Ehsan Office: +603-7890 4700 Fax: +603-7890 4670

 Alternatively, you may deposit your proxy form(s) by electronic means through the Share Registrar's website, Boardroom Smart Investor Online Portal. Kindly click on the link at https://www.boardroomlimited. my/ to login and deposit your proxy form electronically 24 hours before the virtual AGM.

REVOCATION OF PROXY

If you have submitted your Form(s) of Proxy and subsequently decide to appoint another person or wish to participate in the virtual AGM yourself, please write in to bsr.helpdesk@boardroomlimited.com to revoke the earlier appointed proxy 24 hours before the virtual AGM.

VOTING PROCEDURE

- The voting procedure 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 Boardroom Corporate Services Sdn Bhd as "Scrutineers" to verify and validate the poll results.
- 2. For purposes of this virtual AGM, e-voting may be carried out via the following voting devices:
 - personal smart mobile phones, tablets or laptops.
- 3. There are 3 methods for members and proxies who wish to use their personal voting device to vote. The methods are as follows:
 - a. by downloading the free Lumi AGM from Apple App Store or Google Play Store prior to the virtual AGM; OR
 - b. by scanning the QR Scanner Code provided in the email sent to you;
 OR
 - c. by accessing the website with the URL: https://web.lumiagm.com/.
- 4. The polling will only commence after the announcement of the opening of the poll by the Chairman and until such time when the Chairman announces the closure of the poll.
- The Scrutineers will verify the poll result reports upon closure of the poll session by the Chairman and the Chairman will declare whether the resolutions put to vote were successfully carried or not.

REMOTE PARTICIPATION AND E-VOTING

- Please note that this option is available to (i) Individual Members; (ii) Corporate Shareholders; (iii) Authorised Nominee; and (iv) Exempt Authorised Nominee.
- If you choose to participate in the virtual AGM, you will be able to view a live webcast of proceedings of the virtual AGM, ask questions and submit your votes in real time whilst the virtual AGM is in progress.
- Kindy follow the steps below on how to request for login ID and password.

<u>Step 1</u> – 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.]

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

<u>Step 2</u> – Submit Request for Remote Participation User ID and Password [Note: The registration for remote access will be opened on 15 July 2020]

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 "STMKB 35th Virtual AGM".
- c. Enter your CDS Account.
- Read and agree to the terms & condition and thereafter submit your request.

Corporate Shareholders

- a. Write in to 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.
- Corporate shareholders must also provide a copy of Corporate Representative's MyKad (Front and Back) as well as his/her email address.

Authorised Nominee and Exempt Authorised Nominee

- Write in to bsr.helpdesk@boardroomlimited.com by providing the name of Member, CDS Account Number accompanied with the Form of Proxy to submit the request.
- Please provide a copy of Proxy Holder's MyKad (Front and Back) 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 as at 6 August 2020, 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 at 09:30am on 12 August 2020. (24 hours before the commencement of the virtual AGM).

Step 3 - Login to Virtual Meeting Portal

[Please note that the quality of the connectivity to access Virtual Meeting Portal for live webcast 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.]

- a. The virtual AGM portal will be open for login starting an hour (1 hour) before the commencement of the virtual AGM which will be at 8:30am on 13 August 2020.
- b. 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 above).
- The steps will also guide you on how to view the live webcast, ask guestions and vote.
- d. The live webcast will end and the Messaging window will be disabled the moment the Chairman announces the closure of the virtual AGM.
- e. You can now logout from the Virtual Meeting Portal.

PARTICIPATION THROUGH LIVE WEBCAST, QUESTION AND VOTING AT THE VIRTUAL AGM

- The Chairman and the Board of Directors will endeavour their best to respond to the questions submitted by shareholders which are related to the resolutions to be tabled at the 35th AGM, as well as financial performance/prospect of the Company.
- 2. All modes of communications are accepted for the purpose of posting questions to the Chairman and Board of Directors before or during the virtual AGM. Shareholders are however encouraged to post questions via the online platform during the virtual AGM.
- Shareholders may proceed to cast votes on each of the proposed resolutions to be tabled at the virtual AGM, after the Chairman has opened the poll on the resolutions. Shareholders are reminded to cast their votes before the poll is closed.
- Shareholders who participate in the virtual AGM are able to view the Company's presentation or slides presented via the live webcast.

RECORDING OR PHOTOGRAPHY AT THE VIRTUAL AGM

No screen recording or any other form of recording or photography of the virtual AGM proceeding is allowed without the prior written permission of the Company.

GIFT POLICY

There will be NO DISTRIBUTION of door gifts for shareholders/proxies who join or participate the virtual AGM.

ANNUAL REPORT 2019 - GO DIGITAL & PAPERLESS

- As part of our dedicated commitment to sustainable practices, the Annual Report 2019 can be downloaded from our website at www.takaful-malaysia.com.my under Investor Relations and also on Bursa Malaysia's website at www.bursamalaysia.com under Company Announcement of STMKB.
- Since the 35th AGM will be conducted electronically, there will be NO DISTRIBUTION of the Annual Report 2019 during the meeting.

ENQUIRY

For enquiries on the voting procedure and e-polling process, please refer to Boardroom Share Registrars Sdn Bhd during office hours (Monday - Friday from 8.30 a.m. to 5.30 p.m):

Contact person: Encik Azzaharul Azem Telephone No.: +603-7890 4726

E-mail : azzaharul.azem@boardroomlimited.com

Helpdesk : +603-7890 4700 Fax No. : +603-7890 4670

E-mail : bsr.helpdesk@boardroomlimited.com

PERSONAL DATA PROTECTION CONSENT

The processing of your personal data is subject to STMKB's Privacy Notice, as published on STMKB's website.