

SYARIKAT TAKAFUL MALAYSIA KELUARGA BERHAD
198401019089 (131646-K)

MINUTES OF EXTRAORDINARY GENERAL MEETING (“EGM”) OF SYARIKAT TAKAFUL MALAYSIA KELUARGA BERHAD (“TAKAFUL MALAYSIA KELUARGA” OR “STMKB” OR “THE COMPANY”) HELD AT DEWAN AHMAD MOHAMED IBRAHIM, 5TH FLOOR, ANNEXE BLOCK, MENARA TAKAFUL MALAYSIA, NO. 4, JALAN SULTAN SULAIMAN, 50000 KUALA LUMPUR (“MEETING VENUE”) AND BROADCASTED LIVE FROM THE MEETING VENUE VIA REMOTE PARTICIPATION AND ELECTRONIC VOTING AT [HTTPS://INVESTOR.BOARDROOMLIMITED.COM](https://investor.boardroomlimited.com) (“ONLINE PLATFORM”) ON MONDAY, 17 AUGUST 2026 AT 3.00 P.M.

PRESENT: BOARD OF DIRECTORS
Dato’ Charon Wardini bin Mokhzani (“**Dato’ Chairman**”)
Datin Paduka Kartini binti Hj. Abdul Manaf
Dato’ Mustaffa bin Ahmad
Puan Ch’ng Sok Heang
Puan Azizah binti Ali

IN ATTENDANCE: COMPANY SECRETARY
Puan Azni binti Ariffin

PRESENT: SENIOR MANAGEMENT
GROUP CHIEF EXECUTIVE OFFICER (“GCEO”)
Encik Nor Azman bin Zainal (“**Encik Nor Azman**”)

POLL ADMINISTRATOR / BOARDROOM SHARE REGISTRARS
SDN.BHD.
Puan Rozleen binti Monzali

SCRUTINEERS / SKY CORPORATE SERVICES SDN. BHD.
Puan Lin Shu Li

REPRESENTATIVES OF MESSRS. AZMI & ASSOCIATES / LEGAL ADVISOR
Encik Muhammad Inamul Hassan Shah bin Norman Dunsah (“**Encik Hassan Shah**”)
Encik Zhilal bin Adnan
Puan Miza Farisya binti Mohd Fadzli

1. CHAIRMAN’S WELCOMING ADDRESS

Dato’ Chairman presided over the Meeting as Chairman and extended a warm welcome to all valued Shareholders, Proxies and Corporate Representatives at Takaful Malaysia Keluarga’s EGM.

Dato’ Chairman informed that the EGM was convened at a physical venue; Dewan Ahmad Mohamed Ibrahim, 5th Floor, Annexe Block, Menara Takaful Malaysia, No. 4, Jalan Sultan Sulaiman, 50000 Kuala Lumpur and simultaneously broadcasted live via Remote Participation and Electronic Voting (“**RPEV**”) facilities. This hybrid format was adopted to leverage technological advancements, enhance the efficiency and cost-effectiveness of remote shareholder access, as hybrid meetings represented the way forward.

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Dato' Chairman further explained that the conduct of the EGM complied with Section 327 of the Companies Act 2016 ("**CA 2016**"), which requires the Chairman to be present at the main venue of the EGM and permits the meeting to be held at more than one (1) venue using instantaneous telecommunication devices. The EGM was also conducted in accordance with the Securities Commission Malaysia's Guidance Note on the Conduct of General Meetings for Listed Issuers and Paragraph 8.27A of the Bursa Malaysia Securities Main Market Listing Requirements ("**Listing Requirements**").

2. QUORUM

Dato' Chairman then invited Puan Azni Ariffin, the Company Secretary ("**Company Secretary**") to confirm the presence of a quorum.

The Company Secretary confirmed that in accordance with Rule 51 of the Company's Constitution, a sufficient quorum was present to proceed with the EGM.

As the Company Secretary had confirmed that the requisite quorum was present, Dato' Chairman declared the EGM duly convened and invited the Company Secretary to brief on the Notice of the EGM.

3. NOTICE OF HYBRID EGM

The Company Secretary informed that the Notice convening the EGM together with the Circular to Shareholders in relation to the Proposed Amendments to the Constitution of the Company dated 24 July 2026 ("**Proposed Amendments**") and the Amended Circular to Shareholders in relation to the Proposed Amendments dated 11 August 2026 ("**Amended Circular**"), had been duly issued and circulated to the shareholders of Takaful Malaysia Keluarga within the stipulated timeframe.

The shareholders were advised that the Amended Circular had reinstated certain provisions of the current Constitution to the Proposed Amendments, which had been set out in the Circular to Shareholders dated 24 July 2026.

As there were no objections, Dato' Chairman declared that the Notice convening the EGM and Amended Circular be taken as read and the Meeting proceeded with the sole Agenda item.

4. INTRODUCTION OF THE BOARD OF DIRECTORS, SENIOR MANAGEMENT AND ATTENDEES OF THE EGM

Dato' Chairman then proceeded to introduce the Company Secretary, the Board of Directors, GCEO, representatives from Messrs. Azmi & Associates, Poll Administrator from Boardroom Share Registrars Sdn. Bhd., Independent Scrutineer from SKY Corporate Services Sdn. Bhd. and other attendees who were physically present at the Meeting Venue.

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5. ATTENDANCE RECORD AND APPOINTMENT OF THE CHAIRMAN OF THE MEETING AS PROXY

Dato' Chairman invited the Company Secretary to provide an update on the Attendee Summary Report, including the Shareholders who had appointed the Chairman as their Proxy. The Company Secretary reported as follows:-

- (i) As of 10 August 2026, Takaful Malaysia Keluarga had a total of **Sixteen Thousand Eight Hundred and Forty One (16,841)** Shareholders holding a total of **Eight Hundred and Seventy-Two Million One Hundred and Eighty-Three Thousand and One Hundred Ninety-Three (872,183,193)** ordinary shares.
- (ii) Based on registration data provided by the Share Registrar, as at 3:00 p.m. on 17 August 2026, a total of **Three Hundred and Forty Three (343)** Shareholders and Proxies for a total of **Five Hundred and Seven Million Thirteen Thousand and Four Hundred Seventy Eight (507,013,478)** ordinary shares had registered in person or lodged into the RPEV facility for the EGM.

6. BRIEFING ON FLOW OF QUESTION AND ANSWER ("Q&A") SESSION

Dato' Chairman briefed that Shareholders and Proxies who attended virtually were welcome to raise questions at any time by submitting them in writing via the online Meeting Platform Messaging Window facility. For Shareholders who were physically present at the venue, questions could be submitted electronically by scanning the QR Code provided during registration or raised verbally during the Q&A session using the microphones available in the hall.

Dato' Chairman informed that to ensure orderly proceedings, the Q&A session would be conducted after the proposed Special Resolution had been presented. Priority would be given to questions from Shareholders and Proxies present at the venue, followed by questions received through the online Meeting Platform Messaging Window Facility. Shareholders and Proxies were also requested to confine their questions to matters specifically related to the proposed Special Resolution.

Questions submitted online might be grouped, combined, or summarised where they were similar or repetitive, for clarity and efficiency and would not necessarily be answered in any particular sequence.

Finally, Dato' Chairman requested shareholders to be patient and understanding to facilitate a fair and inclusive Q&A session.

7. VOTING PROCEDURES

Pursuant to Paragraph 8.29A of the Listing Requirements, all resolutions set out in the Notice of the EGM were required to be voted by way of electronic polling ("**e-Polling**"). In this regard, Dato' Chairman exercised his right as Chairman of the EGM to demand for a poll in accordance with Rule 55 of the Company's Constitution for the Special Resolution to be tabled at the Meeting.

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The Meeting was informed that Boardroom Share Registrars Sdn. Bhd. had been appointed as the Poll Administrator to conduct the poll via electronic voting while SKY Corporate Services Sdn. Bhd. had been appointed as the Independent Scrutineer to verify and validate the poll results.

To facilitate the voting process, a short video presentation prepared by the Poll Administrator was screened to Shareholders, Proxies and Corporate Representative of Takaful Malaysia Keluarga's attending in person and those participating remotely, demonstrating the electronic voting procedure.

8. MEETING OUTLINE

Dato' Chairman informed the Meeting of the proceedings for the EGM, as follows: -

- (i) A presentation on the Proposed Amendments to the Constitution of Takaful Malaysia Keluarga would be delivered by the representative of the Company's Legal Advisor, Encik Hassan Shah;
- (ii) Reading out of the sole Special Resolution as set out in the Notice of the EGM by the Company Secretary;
- (iii) A Q&A session would be held to address questions received from Minority Shareholders Watch Group ("MSWG"), followed by questions submitted by Shareholders prior to the EGM together with the Company's responses;
- (iv) A Q&A session on the Special Resolution proposed for approval; and
- (v) The voting session would commence upon Dato' Chairman's announcement and remain open until a further announcement was made.

Dato' Chairman further informed that the EGM would conclude upon the announcement of the poll results.

He reminded the attendees that participation in the EGM was strictly limited to Shareholders, Proxies and Corporate Representatives who had duly registered to participate either physically or remotely. As the discussions during the EGM were confidential and intended solely for the knowledge of the relevant parties, any form of visual or audio recording was strictly prohibited unless prior written consent had been obtained from the Company.

Dato' Chairman further requested that all mobile devices be switched off or set to silent mode throughout the Meeting to ensure smooth and uninterrupted proceedings.

9. AGENDA 1

PROPOSED AMENDMENTS TO THE CONSTITUTION OF TAKAFUL MALAYSIA KELUARGA ("PROPOSED AMENDMENTS")

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Dato' Chairman invited the representative of the Company's Legal Advisor, Encik Hassan Shah, to deliver his presentation on the Proposed Amendments to the Constitution.

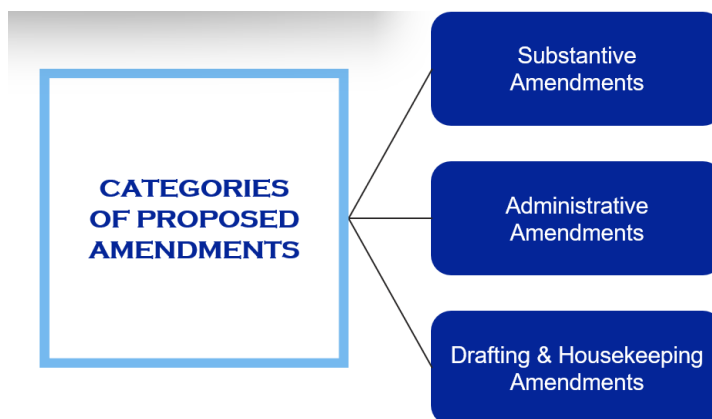
i. PRESENTATION BY LEGAL ADVISOR

Encik Hassan Shah thanked Dato' Chairman and greeted the Board of Directors, Senior Management, Shareholders, Proxies and corporate representatives present. He introduced himself as a representative of Messrs. Azmi & Associates and presented the Proposed Amendments to the Constitution of the Company.

(a) Objective of the Proposed Amendments

- The Proposed Amendments to the Constitution of STMKB ("**Constitution**") were undertaken mainly to streamline the provisions in line with the CA 2016, Islamic Financial Services Act 2013, Listing Requirements and prevailing corporate governance best practices domestically and internationally.
- The Constitution was reviewed and/or benchmarked against (where relevant and applicable) the following:-
 - the aforementioned statutes and legislation;
 - the relevant Bank Negara Malaysia ("**BNM**") policy documents such as the Corporate Governance Policy Documents;
 - circulars and practice notes as issued by the Companies Commission of Malaysia;
 - constitutions of other family takaful operators licensed by BNM;
 - constitutions of other established Main Market listed entities; and
 - constitutional documents of other international insurance organisations (those which were publicly available).

(b) Categories of Proposed Amendments



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(c) Substantive Amendments

Amendments Made	Rationale / Justification
1. Introduction of beneficial ownership reporting obligations. 2. Revision to the definition of 'Foreigner' and deletion of 'Entitled Person'. 3. Requirement for a majority of independent directors. 4. Revision of quorum from requiring at least half of Directors to majority of Directors.	To <u>align the Constitution with applicable laws and regulatory requirements</u>, including the CA 2016, IFSA 2013, MMLR and BNM's GCPD, and to strengthen the Company's governance framework. To provide the Company with <u>broader capacity</u> to address practical circumstances according to its needs and requirements, including the ability to consider candidates from a broader talent pool for key positions within the Company, where appropriate, and to facilitate participation in general meetings through the use of technology.

SUBSTANTIVE AMENDMENTS (CONT.)

Amendments Made	Rationale / Justification
5. Disqualification of directors who are Active Politicians or partners of the external audit firm. 6. Facilitation of hybrid general meetings through the use of technology. 7. Introduction of definitions such as "Active Politician", "Applicable Laws", "Beneficial Owner" and "Independent Director". 8. Reinstated the current minimum number of Directors and 75% attendance requirement.	To <u>align the Constitution with applicable laws and regulatory requirements</u>, including the CA 2016, IFSA 2013, MMLR and BNM's GCPD, and to strengthen the Company's governance framework. To provide the Company with <u>broader capacity</u> to address practical circumstances according to its needs and requirements, including the ability to consider candidates from a broader talent pool for key positions within the Company, where appropriate, and to facilitate participation in general meetings through the use of technology.

(d) Administrative Amendments

Amendments Made	Rationale / Justification
1. Clarification on the twenty-four (24) hours rule for lodgement of proxy forms. 2. Publication of notices on the CCM website in place of newspaper publication, where applicable. 3. Clarification on the proceedings of directors. 4. Announcement requirements for notices convening meetings. 5. Deemed delivery of notices by electronic means.	To provide greater <u>clarity and consistency</u> in the existing administrative and procedural requirements, and to align the Constitution with current statutory and regulatory requirements, where applicable, similar to the above.

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(e) Drafting And Housekeeping Amendments

Amendments Made	Rationale / Justification
1. Deletion of obsolete or outdated provisions.	To <u>update, simplify and improve the consistency and accuracy of the Constitution</u> , including by removing obsolete provisions (e.g. references to announcements by way of telex/facsimile and requirements for reports to be in printed form or CD-ROM form), as well as updating drafting, terminology and cross-references.
2. Replacement of the term "Rule" with "Clause".	
3. Adoption of updated defined terms (e.g. "Foreigner", "Foreign Corporations", "Board of Directors" and "Central Depositories Act").	
4. Amendments to correct spelling errors and provide further clarity.	
5. Amendments to the format in which numbers are mentioned in the Constitution (e.g. one (1)).	
6. Updating the format of the proxy form in line with the form currently adopted by the Company.	
7. Updating cross-references.	

- (f) Encik Hassan Shah concluded his presentation by stating that he had essentially provided a summary of the Proposed Amendments to the Constitution of the Company and thereafter handed the meeting back to Dato' Chairman. Dato' Chairman thanked Encik Hassan Shah for the presentation.

ii. SPECIAL RESOLUTION ON PROPOSED AMENDMENTS TO THE COMPANY'S CONSTITUTION

Dato' Chairman then proceeded with the sole item on the Agenda, namely the Special Resolution on the Proposed Amendments to the Company's Constitution and invited the Company Secretary to read out the Special Resolution.

The Company Secretary informed that the Notice of the EGM dated 24 July 2026 had been duly issued to Shareholders for consideration and, if thought fit, to pass the Special Resolution, with or without modifications.

The following Special Resolution:

"SPECIAL RESOLUTION – Proposed Amendments to the Company's Constitution
RESOLVED THAT approval be and is hereby given to amend and modify the existing Constitution of the Company in the manner as set out in Appendix II of the Circular to Shareholders dated 24 July 2026 ("Proposed Amendments"), and that the amended Constitution in the form as set out in Appendix III of the Circular to Shareholders dated 24 July 2026, be and is hereby adopted as the new Constitution of the Company in place of the existing Constitution.

AND THAT the Board be and is hereby authorised and empowered to take all acts, deeds and things as are necessary and/or expedient in order to implement, finalise and give full effect to the Proposed Amendments with full powers to assent to any conditions, modifications and/or amendments as may be required by any relevant authorities."

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The Company Secretary further informed that the Company had subsequently announced to Bursa Malaysia Securities Berhad (“Bursa Malaysia”) on 11 August 2026 and circulated to Shareholders on 12 August 2026 an Amended Circular to Shareholders in respect of the Proposed Amendments, which reinstated certain provisions of the current Constitution, as set out in Appendix II and Appendix III of the Amended Circular to Shareholders dated 11 August 2026.

In view of the Notice of EGM allowing modifications to the Special Resolution and following the issuance of the Amended Circular to Shareholders dated 11 August 2026 in respect of the Proposed Amendments, the Company Secretary put the motion in respect of the sole Special Resolution for consideration, as follows:

“RESOLVED THAT approval be and is hereby given to amend and modify the existing Constitution of the Company in the manner as set out in Appendix II of the Amended Circular to Shareholders dated 11 August 2026 (“Proposed Amendments”), and that the amended Constitution in the form as set out in Appendix III of the Amended Circular to Shareholders dated 11 August 2026, be and is hereby adopted as the new Constitution of the Company in place of the existing Constitution.

AND THAT the Board be and is hereby authorised and empowered to take all acts, deeds and things as are necessary and/or expedient in order to implement, finalise and give full effect to the Proposed Amendments with full powers to assent to any conditions, modifications and/or amendments as may be required by any relevant authorities.”

Dato’ Chairman then informed that, pursuant to Section 292 of the CA 2016, a Special Resolution was required to be approved by not less than 75% of the members who were entitled to attend and vote either in person or by proxy.

Dato’ Chairman further explained that the Proposed Amendments did not affect the shareholders’ rights, ownership interests, dividend entitlements or voting rights. The Proposed Amendments were intended to facilitate hybrid meetings, strengthen governance alignment with prevailing corporate governance practices domestically and internationally, as well as provide operational flexibility to support Takaful Malaysia Keluarga’s future growth and sustainability.

10. OPENING OF VOTING SESSION

Based on the above motion, Dato’ Chairman then announced that the voting session was open. Shareholders, Proxies and Corporate Representatives were informed that they could begin casting their votes electronically and could continue to do so until the conclusion of the voting session, which would be announced later, or alternatively, cast their votes after the completion of the discussion and Q&A session on the agenda item.

11. Q&A SESSION

(a) Questions Received from MSWG and Pre-EGM Shareholders

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Dato' Chairman announced the commencement of the Q&A session. He explained that questions relating to provisions that had been reinstated into the Proposed Amendments to the Constitution of the Company, including pre-submitted questions relating to such provisions, would not be addressed as they were no longer the subject of deliberation at the EGM. He further explained that, in the interest of efficiency, repetitive or substantially similar questions would be addressed once.

Dato' Chairman invited the Company Secretary to guide the Meeting through the questions received from MSWG and other Shareholders prior to the EGM, together with the Company's responses. The questions and the Company's responses were displayed on the screen for ease of reference.

i. Questions Received from MSWG

The Company Secretary thanked Dato' Chairman and proceeded to present the questions received from MSWG together with the Company's responses. The list of questions from MSWG and the Company's responses was displayed on the screen, as detailed in "**Annexure 1**".

ii. Pre-Submitted Questions Received from Other Shareholders

The Company Secretary proceeded to address the pre-submitted questions received from other Shareholders prior to the EGM.

She informed that, in the interest of time, pre-submitted questions relating to administrative matters would not be read out during the EGM and would instead be published on the Company's website following the EGM.

The Company Secretary then presented the pre-submitted questions and the Company's responses. The list of pre-submitted questions and the Company's responses was displayed on the screen, as detailed in "**Annexure 2**".

Having addressed the pre-submitted questions and presented the Company's responses, the Company Secretary handed the Meeting back to Dato' Chairman.

(b) Questions from Shareholders and Proxies Present at the Meeting Venue During the EGM

Dato' Chairman informed that, following the addressing of all pre-submitted EGM questions, the Meeting would proceed with questions from Shareholders and Proxies present at the Meeting Venue, followed by questions submitted remotely by Shareholders and Proxies participating via the online Meeting Platform.

Dato' Chairman requested Shareholders and Proxies to confine their questions to matters specifically related to the Proposed Special Resolution to ensure an orderly and efficient meeting. He then opened the floor for questions from Shareholders and Proxies present at the Meeting Venue. Before raising their questions, Shareholders and Proxies were requested to identify themselves by

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stating their full names and whether they were attending as Shareholders or Proxies for record purposes.

Dato' Chairman invited the Legal Advisor, Encik Hassan Shah, to respond to questions in relation to Special Resolution raised by the Shareholders and Proxies present at the Meeting Venue, while questions on other matters were responded to by the GCEO, Encik Nor Azman Zainal. The responses to the questions were as detailed in "**Annexure 3**".

(c) Live Questions from Shareholders and Proxies Attending Remotely

Dato' Chairman thereafter informed that the live questions from Shareholders and Proxies attending remotely, including questions submitted via the QR Code, would be addressed. He invited Encik Hassan Shah, the Legal Advisor, to read out the questions and present the Company's responses on behalf of the Board, as well as provide legal clarifications where required.

Encik Hassan Shah thanked Dato' Chairman and presented the questions raised by the virtual attendees together with the Company's responses. The questions raised, together with the responses provided during the Meeting, were set out in "**Annexure 4**" to these Minutes.

Upon completion of the final presentation, Encik Hassan Shah handed the Meeting back to Dato' Chairman.

Dato' Chairman thanked Encik Hassan Shah and stated that all enquiries from the Shareholders and Proxies, both those present at the Meeting Venue and those participating via the online Meeting Platform, had been addressed.

He further informed that, should there be any unanswered questions, written responses would be published on Takaful Malaysia Keluarga's corporate website following the EGM at the earliest practicable opportunity.

Dato' Chairman then declared the Q&A session concluded.

12. CLOSE REGISTRATION

As the sole agenda of the EGM had been dealt with, Dato' Chairman declared the registration for attendance at the EGM closed.

13. VOTING SESSION

Dato' Chairman then announced the commencement of the e-Polling process and invited the Shareholders, Proxies and Corporate Representatives to proceed with the voting session.

Dato' Chairman informed the Shareholders that polling kiosks had been made available at the back of the meeting hall for those who were unable to cast their votes using their own devices.

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He also informed the Shareholders that he had been appointed as proxy for several Shareholders and would vote in accordance with the instructions provided.

Dato' Chairman announced that the voting session would remain open for 10 minutes. He further informed that the poll results would be validated by the Independent Scrutineers and announced thereafter, and that the Company would endeavour to announce the results within 15 minutes after the conclusion of the voting session.

To assist participants, an e-Polling tutorial video demonstrating the remote voting process was played, followed by Takaful Malaysia Keluarga's Corporate video.

14. POLL RESULTS

The Meeting resumed for the announcement of the poll results.

Dato' Chairman informed the Meeting that the poll results for the Special Resolution had been duly verified by the Independent Scrutineers, SKY Corporate Services. The poll results, as voted by the Shareholders, Proxies and Corporate Representatives during the Meeting, were displayed on the screen.

The verified results were displayed on the screen at the Meeting and via the live webcast for the benefit of all attendees as follows:-

RESOLUTION	VOTE FOR		VOTE AGAINST	
	Number of Units	Percentage	Number of Units	Percentage
Resolution 1	653,454,012	99.9790	137,385	0.0210

Based on the poll results displayed, Dato' Chairman declared that the Special Resolution was carried.

15. CLOSURE OF MEETING

Dato' Chairman concluded the business of the Company's EGM.

There being no further business to be transacted, Dato' Chairman thanked the Shareholders, Proxies and Corporate Representatives for their attendance, participation and continued support.

Dato' Chairman then declared the EGM of Takaful Malaysia Keluarga closed.

SIGNED AS A CORRECT RECORD

- Signed -

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CHAIRMAN

EXTRAORDINARY GENERAL MEETING (“EGM”) OF SYARIKAT TAKAFUL MALAYSIA KELUARGA BERHAD (“Company”)

Responses to Questions from the Minority Shareholders Watch Group (“MSWG”)

Q1. According to STMKB’s Circular dated 24 July 2026, the Company is proposing 132 amendments to its Constitution.

Given the extensive nature of the proposed revisions, please summarise the key amendments by grouping them into respective categories. Thereafter, please explain the rationale for the amendments, types of amendments made, i.e., substantive changes, administrative revisions, and the practical implications of these amendments for shareholders.

A1. The proposed amendments are primarily intended to align STMKB’s Constitution with the Companies Act 2016 (“**CA 2016**”), Islamic Financial Services Act 2013 (“**IFSA 2013**”), Bursa Malaysia’s Main Market Listing Requirements (“**Listing Requirements**”), and prevailing corporate governance best practices.

A summary of the proposed amendments would be presented by the Legal Advisor.

Q2. While the proposal to maintain a board comprising a majority of independent directors is commendable and reinforces board independence, what is the strategic rationale for removing the existing maximum limit on the number of directors?

In the absence of a prescribed upper limit, what governance safeguards will the Company adopt to ensure that board size remains appropriate, effective and conducive to efficient decision-making, without compromising accountability?

A2. The removal of the maximum number of Directors is intended to align the Constitution with the CA 2016 and Listing Requirements, neither of which prescribes a maximum Board size. The Company has no present intention to increase the size of the Board. Rather, the amendment provides flexibility should there be a genuine need to appoint additional Directors with the appropriate skills and experience to support the Company’s operational and governance needs from time to time.

Furthermore, the proposed amendments to the Constitution require the Board to comprise a majority of Independent Directors at all times is in line with Paragraph 15.02 of Listing Requirements, thereby strengthening independent oversight and objective decision-making.

Shareholders may also take comfort that the Company is a licensed takaful operator and remains subject to the regulatory oversight of, among others, Bursa Malaysia Securities Berhad and Bank Negara Malaysia (“BNM”). The Board will continue to ensure that its size and composition remain appropriate for the effective management of the Company and operate within the applicable legal and regulatory framework. Any changes to the composition of the Board will continue to be made with due regard to the Company’s governance obligations and the best interests of the Company.

Q3. We note that the proposed Constitution defines an “Independent Director” by reference to Paragraph 1.01 of the Listing Requirements. As the Company is a licensed takaful operator regulated by BNM, it is also subject to BNM’s Corporate Governance Policy for Financial Institutions, which contains independence requirements that differ from the Listing Requirements. For example, the Listing Requirements permit an Independent Director to serve for up to 12 years, whereas

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Responses to Questions from the Minority Shareholders Watch Group (“MSWG”)

the BNM Corporate Governance Policy Document (“CGPD”) (Para 11.9) limits the tenure of an Independent Director to 9 years.

In addition, the Listing Requirements require a former executive to observe a 3-year cooling-off period before being considered independent, while the BNM CGPD (Para 11.7) prescribes a 2-year cooling-off period.

- a) Could the Board explain the rationale for defining an "Independent Director" in the proposed Constitution solely by reference to the Listing Requirements, rather than the Corporate Governance Policy for Financial Institutions, which is specifically applicable to the Company?
- b) Given the differences between the two governance frameworks, has the Board considered aligning the constitutional definition with, or making express reference to, the BNM CGPD to ensure consistency with the governance standards applicable to the Company and to avoid any potential ambiguity should the two frameworks differ in the future?

A3 The reference to the definition of “Independent Director” in Paragraph 1.01 of the Listing Requirements is intended to adopt a clear and established definition for the purposes of the Constitution. This is also on the basis that the Listing Requirements expressly provides a definition of “Independent Director”, whereas the BNM’s CGPD sets out the expectations and requirements relating to the role and independence of Independent Directors, rather than prescribing a specific definition for this purpose. Nevertheless, this does not affect the Company and its Directors’ obligation, as licensed takaful operator to comply with the corporate governance requirements applicable including the BNM’s CGPD.

In any event, the current Rules 131 and 130 (now proposed Clauses 129 and 130) of the Constitution provide a further safeguard by requiring the Company to comply with the Applicable Laws and that any provision of the Constitution which is inconsistent with or in breach of the Applicable Laws shall be read down or deemed not to form part of the Constitution to the extent necessary to comply with the Applicable Laws.

In addition to the above, it is worth noting that the proposed Constitution also provides, where appropriate, that certain requirements are to be determined in accordance with the "Applicable Laws". For example, the cooling-off period for a former executive is expressed to be in accordance with the Applicable Laws, rather than prescribing a fixed period.

Under the BNM CGPD, the cooling-period is 2 years whilst the Listing Requirements stipulates 3 years. Since there are two differing applicable requirements, in practice, the Company proposes to adopt the longer cooling-off period in line with the Listing Requirements, being a listed company, to ensure continued compliance with its governance obligations

EXTRAORDINARY GENERAL MEETING (“EGM”) OF SYARIKAT TAKAFUL MALAYSIA KELUARGA MALAYSIA BERHAD

Responses to Pre-EGM Questions Submitted by Shareholders

Chew Hon Mun

Q1. Clause 127 limits a Member's right to inspect premises or require discovery of information deemed a "trade secret". How does the Board define these secrets, and how will they ensure this clause is not used to block legitimate shareholder inquiries into operational performance or management conduct?

A1. Clause 127 preserves an existing principle commonly found in company constitutions and is intended to protect trade secrets of the Company which are essentially confidential information that are commercially valuable and critical to the business of the Company. The clause does not override any rights provided to shareholders under applicable laws, Bursa Malaysia's Main Market Listing Requirements (“**Listing Requirements**”) or regulatory disclosure requirements.

Shareholders will continue to receive information required and permitted under the law, and the Company remains committed to transparency through its annual reports, announcements, general meetings and investor engagement activities.

Chew Hon Mun

Q2. New provisions in Clause 19 empower the Company to demand the identity of the Beneficial Owner of shares. How does the Board intend to use this information to protect minority shareholders from undisclosed concentrations of control by larger interests?

A2. The proposed provision enhances transparency of share ownership by enabling the Company to identify the persons who ultimately control or benefit from shares. This promotes good governance by helping the Company understand ownership structures, monitor compliance with applicable laws and regulatory requirements, and identify potential concentrations of ownership or voting power. Greater transparency ultimately supports fair treatment of all shareholders, including minority shareholders.

The proposed provision is also intended to facilitate the Company's compliance with the beneficial ownership reporting framework under the Companies Act 2016 (“**CA 2016**”) and is not intended to confer any additional powers on the Board beyond what is already provided under applicable laws.

Chew Hon Mun

Q3. Under Clause 13(c), if existing members decline a pre-emptive share offer, the Board can dispose of "Excess Shares" in a manner they think is "most beneficial to the Company". Can the Board clarify what criteria they will use to ensure such disposals do not unfairly dilute or disadvantage minority shareholders?

A3. Clause 13(c) preserves shareholders' pre-emptive rights by first offering new shares proportionately to existing shareholders. Only after shareholders decline such offers may the Board dispose of the unaccepted shares.

On the other hand, "Excess Shares" are only mentioned in Clause 32 of the Constitution in relation to limitation of foreign shareholding.

EXTRAORDINARY GENERAL MEETING (“EGM”) OF SYARIKAT TAKAFUL MALAYSIA KELUARGA MALAYSIA BERHAD

Responses to Pre-EGM Questions Submitted by Shareholders

In exercising the discretion to dispose shares, the Board will act in accordance with its fiduciary duties and in the best interests of the Company, taking into account factors such as strategic considerations, pricing, investor quality, regulatory requirements and overall fairness to shareholders. Nevertheless, in both circumstances, the disposal will also be carried out in accordance with the provisions in the CA 2016 and the Listing Requirements.

Chew Hon Mun

Q4. The new Constitution defines and disqualifies "Active Politicians" from directorships. What internal mechanisms or due diligence processes will the Board implement to monitor this and ensure no political interference occurs in the Company's leadership?

A4. The introduction of the "Active Politician" provision reinforces the Company's commitment to good corporate governance and independent oversight, by virtue of Paragraph 10.4 of Bank Negara Malaysia's Corporate Governance policy document.

The Company will continue to conduct fit and proper assessments, directors' declarations, background checks and ongoing governance reviews as part of its appointment and monitoring processes to ensure Directors continue to satisfy the eligibility requirements set out in the Constitution and applicable laws.

Chew Hon Mun

Q5. Clause 8 establishes a Shariah Advisory Body with 5 to 7 members. Since the Board of Directors determines their remuneration, what benchmarks are used to ensure these costs remain reasonable and do not unduly impact shareholder returns?

A5. Shariah Advisory Body is an essential governance requirement for the Company's takaful operations and serves to ensure compliance with Shariah principles. Remuneration for its members is determined by the Board after considering the members' qualifications, expertise, responsibilities, industry practices and market benchmarks. The Board remains mindful of balancing competitive remuneration with prudent cost management and the long-term interests of shareholders.

Khaw Choke Han

Q6. What is the agenda of EGM, no information online and notification.

A6 As per the Notice of EGM published in the Newspaper on 24 July 2026 and announced to Bursa on 23 July 2026, the meeting is convened to consider the Proposed Amendments to the Constitution of STMKB, the details of which as contained in Appendix II and III of the Circular to Shareholders dated 24 July 2026 and subsequently the Amended Circular on the same matter dated 11 August 2026.

Notification Letter on the EGM as well as the Circular to Shareholders dated 24 July 2026 was emailed and sent via post to shareholders on 24 July 2026.

The Amended Circular was announced to Bursa on 11 August 2026 and emailed as well as sent via post to shareholders on 12 August 2026.

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- Questions by Shareholders and Proxies attending Physically

NO.	SHAREHOLDER'S NAME	PHYSICAL QUESTIONS
1.	Chan Kang Peng	a. I would like to thank the Board for providing us the insurance premium. Now, may I ask, if I were to buy the accident insurance, how much I have to pay for the premium? b. May I ask whether shareholders can be given a choice? Rather than applying the full RM100 towards the insurance coverage, could shareholders opt to receive part of it in cash instead, especially since some of us already have insurance coverage from other providers? c. Is the insurance coverage valid for one year?
	RESPONSES	
	Dato' Chairman: Thank you for the questions, Mr. Chan Kang Peng. a. GCEO: The door gift is a complimentary personal accident takaful coverage provided to eligible shareholders. The cost to the Company is less than RM100 per person. b. GCEO: For the current year, the Company will proceed with the existing arrangement of providing the complimentary personal accident takaful coverage to shareholders. c. GCEO: Yes, the takaful coverage is valid for one year.	

NO.	SHAREHOLDER'S AND PROXY NAME	PHYSICAL QUESTIONS
2.	Rein Hashim	a. My first query relates to the urgency of tabling the proposed amendments at this juncture. For example, some of the amendments appear to reinstate provisions which were previously deleted. Does this relate to any possible change of government? If there is a change of government, would those provisions be reinstated again? b. My second query is in relation to the Companies Act 2016. You mentioned that the amendments are intended to comply with the Companies Act 2016, but I understand that the relevant requirements may have already lapsed earlier.

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- Questions by Shareholders and Proxies attending Physically

		c. Thirdly, in relation to the proxy form, will the proposed amendments allow the termination or submission of a proxy form 24 hours instead of 48 hours before the commencement of the meeting? d. Fourthly, regarding the personal accident coverage, will the coverage in future extend to shareholders and proxies travelling to the meeting, or does the coverage only commence upon registration?
	RESPONSES	
	Encik Hassan Shah (“LA”): Thank you Dato’ Chairman. a. LA: As presented earlier, the main purpose of the amendments is to align the Company’s Constitution with the Companies Act 2016, the Main Market Listing Requirements, the Islamic Financial Services Act 2013 and prevailing corporate governance requirements and best practices. b. LA: Although the Companies Act 2016 was passed in 2016, there have been further amendments, with the most recent amendments having been made in 2024. The Company has therefore taken a prudent approach by incorporating the relevant amendments to ensure that the Constitution remains aligned with the applicable laws and regulations. c. LA: The Companies Act 2016 specifically provides that the lodgement of a proxy form must be made not less than 48 hours before the meeting. We cannot depart from this statutory requirement. Therefore, the provision cannot simply be changed from 48 hours to 24 hours. d. GCEO: In relation to the personal accident coverage, my understanding is that the coverage commences from the time the shareholder registers and remains in force for the subsequent 365 days.	

NO.	SHAREHOLDER’S AND PROXY NAME	PHYSICAL QUESTIONS
3.	Rein Hashim (<i>follow up question</i>)	a. I am still not quite clear on why there is a need to amend the Constitution now. You mentioned compliance with the Islamic Financial Services Act 2013, Companies Act 2016 and the amendments made in 2024. If these requirements are applicable, should the amendments not have been made earlier? b. On the 48-hour requirement, I beg to differ as I have come across companies which allow submission 24 hours before the meeting. Perhaps

EXTRAORDINARY GENERAL MEETING (“EGM”) OF SYARIKAT TAKAFUL MALAYSIA KELUARGA MALAYSIA BERHAD

- Questions by Shareholders and Proxies attending Physically

		you could further study whether the requirement is 48 hours or whether 24 hours is permissible.
	RESPONSES	
	LA: Thank you for the questions. a. LA: The Company took the initiative to ensure that the Constitution does not remain outdated. Steps were therefore taken to make the necessary amendments and alignment. There are also provisions in the Constitution which provide, to a certain extent, that where there is a change in applicable laws, the applicable laws will prevail to the extent of any inconsistency with the Constitution. Nevertheless, the Company considers it appropriate to ensure that the Constitution reflects the current laws and the Company's current administrative practices. The Constitution is also published on the Company's website, as required under the Main Market Listing Requirements. As a listed company, the Company needs to ensure that its corporate governance documents remain updated from time to time. Hence, the Company decided to propose the amendments at this juncture rather than wait until the next AGM. b. LA: In relation to the 48-hour requirement, Section 224 of the Companies Act 2016 provides that where a meeting is held, shareholders may appoint a proxy and the proxy form must be lodged not less than 48 hours before the meeting. The 24-hour period referred to in the same provision relates to the taking of a poll and applies in different circumstances. It does not apply to the lodgement of a proxy form for a general meeting. There has been some confusion regarding the requirement, and the Companies Commission of Malaysia (SSM) has issued a Frequently Asked Questions (“FAQ”) document to provide clarification on this matter. The requirement for the lodgement of a proxy form is 48 hours before the meeting, while the 24-hour period applies only in limited circumstances relating to the taking of a poll.	

NO.	SHAREHOLDER'S NAME	PHYSICAL QUESTIONS
4.	Chan Kang Peng (<i>follow up question</i>)	a. Chairman, I would like to ask again in regards of door gift. I only signed the attendance record and was not required to provide any beneficiary or insurance details. Could you explain how the insurance coverage becomes effective and how a beneficiary would make a claim in the event of my death? I am also unclear as to whether the coverage takes effect immediately and whether a claim would be payable if an incident were to occur shortly after the Meeting. For this reason, I would prefer RM50 in cash instead of the insurance coverage and would appreciate a full explanation.

**EXTRAORDINARY GENERAL MEETING (“EGM”) OF SYARIKAT TAKAFUL MALAYSIA
KELUARGA MALAYSIA BERHAD**

- Questions by Shareholders and Proxies attending Physically

		b. It appears that those present are agreeable to the arrangement and believe that Takaful Malaysia will provide support should any shareholder die accidentally and that the beneficiary would receive the RM100,000 sum assured.
	RESPONSES	
	Thank you for the questions, Mr. Chan Kang Peng a. GCEO: First of all, there are support staff available outside to assist with the coverage. The personal accident coverage provided as the door gift is an existing Takaful Malaysia product offered on a complimentary basis to eligible shareholders who registered for the meeting. The coverage is effective upon registration and remains valid for 365 days, subject to the applicable terms, conditions and exclusions. For details on the scope of coverage and the claims process, I would request the support staff at the help desk to explain the relevant terms and conditions. b. GCEO: In the event of an accidental death or other covered event, a claim may be submitted in accordance with the applicable terms and conditions of the coverage. Our support team can assist shareholders or their beneficiaries with the claim notification and documentation process	

NO.	SHAREHOLDER'S NAME	PHYSICAL QUESTIONS
5.	Charles Lim San Kim	a. When the proposed amendments going to take place? b. Is this exercise going to mean to have more director on the Board? c. Is this amendment going to prevent politician to become Board member? d. Inside the door gift, there is written, "complimentary group". i. So, what is meant by the word group, instead of personal accident? ii. Does the door gift cover family member? e. Can we have another option instead of the personal accident coverage? For example, if we do not want the personal accident coverage, can we use the value to purchase additional shares or otherwise increase the number of shares in our CDS account?

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- Questions by Shareholders and Proxies attending Physically

		f. But if I die, I do not receive the money. g. Can we have third-party motor insurance instead.
	RESPONSES	
	Thank you for the questions, Mr. Charles Lim San Kim. a. LA: The amendments will take effect upon approval by the shareholders and the necessary lodgement with SSM. b. LA: No. The proposed amendments are mainly to align the Constitution with the relevant regulations and corporate governance best practices. They are not related to any corporate exercise to be undertaken by the Company. c. LA: Definitely. The proposed amendments introduce a provision whereby an active politician is disqualified from being appointed as a director of the Company. d. GCEO: i. The term “Group” refers to the arrangement under which the coverage coverage is provided. While the shareholders are covered individually, the coverage is provided under a group arrangement similar to group insurance or group medical coverage, with the eligible shareholders forming the covered group. ii. The complimentary coverage is for the eligible shareholder only and does not extend to family members. e. GCEO: The personal accident coverage is provided to shareholders free of charge. If you wish to obtain additional personal accident coverage, for example, increasing the coverage from RM100,000.00 to RM500,000.00 you would need to pay the additional premium. f. GCEO: The coverage provides benefit for specified risks, including accidental death subject to the applicable terms and conditions. In the event of accidental death, the applicable benefit would be payable in accordance with the terms of the coverage. g. GCEO: No. Third-party motor insurance (takaful) is a different type of coverage and is not part of this arrangement. The complimentary benefit provided to shareholders is personal accident takaful coverage. In the event of accidental death, the applicable benefit of RM100,000.00 would be payable subject to the terms and conditions of the coverage.	

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NO.	SHAREHOLDER’S NAME	PHYSICAL QUESTIONS
6.	Benjamin Ng Jiao Zhong	I have several questions regarding the proposed amendments to the Company’s Constitution. a. You mentioned that the Constitution is being amended to align with applicable laws. Is this mandatory under the various changes in the law? b. If it is mandatory, why is the Company only undertaking the amendments now and not earlier, including at the last AGM held earlier this year. If it is not mandatory, what is the benefit of undertaking these changes now? c. Is the exercise mandatory or is it being undertaken for the benefit of shareholders or for another reason we do not know? From my perspective, the amendments appear on the surface to be intended to comply with the law and benefit shareholders. However, shareholders may also be concerned whether any of the amendments could benefit the Company or the Board at the expense of shareholders. I think that was one of the earlier questions submitted online, concerning the ability of shareholders to scrutinize the books. Shareholders could actually request or demand to scrutinize your books, but this would no longer be allowed. Now, would you able to address this, please? d. Just to address this and to backtrack one step, are you doing this because you are legally bound to do so, meaning that it is mandatory, or are you doing this because of a corporate or Board decision? In other words, is this required because of an amendment to the law or an Act of Parliament, or is it a decision by the Company and therefore not compulsory? e. Whether these changes are actually mandated by law that you need to do it or you don’t need to do it?
		RESPONSES
		Thank you for the questions, Mr. Benjamin.

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- Questions by Shareholders and Proxies attending Physically

	a. LA: Whether it is mandatory for the Company to undertake the amendments, the answer is yes. Being a main market-listed company and a licensed financial institution regulated by Bank Negara Malaysia, the Company has an obligation to ensure that its corporate governance documents are updated from time to time. The Constitution is the principal governing document of the Company. Accordingly, changes in applicable laws, including the Companies Act 2016, the Islamic Financial Services Act 2013 and relevant Bank Negara Malaysia policy documents, need to be reflected in the Constitution to the extent applicable and practicable. b. LA: The Constitution was last updated few years ago. The Company therefore considers it appropriate to undertake the proposed amendments at this time. GCEO: To add to LA's explanation, given the number and significance of the proposed amendments, the Company considered it important to give shareholders sufficient time to review and consider them. As the AGM already had several resolutions on the agenda, we felt that a separate EGM would provide shareholders with a better opportunity and more time to study and consider the proposed amendments to the Constitution, which is a fundamental governing document of the Company. The amendments are intended to keep the Constitution aligned with applicable laws and regulatory and are not intended to provide any particular benefit to the Company or the Board at the expense of shareholders c. LA: The answer is yes. The amendments are principally intended to ensure compliance with the applicable legal and regulatory requirements and are not intended to provide any particular benefit to any shareholder. d. LA: It would not be correct to say that the Company is not compulsory to do the amendments. Certain provisions in the existing Constitution are outdated or obsolete, and the Company is taking the opportunity to review the Constitution and align it with the applicable laws and regulations. It is therefore the Company's initiative to ensure that the principal governing document of the Company, which is also published on the Company's website as a listed company, remains updated. The amendments are not intended to facilitate any particular shareholder and there is no ulterior motive. The purpose is to ensure that the Constitution remains aligned with the applicable laws and regulations. e. LA: The simple answer is “yes”.
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NO.	SHAREHOLDER'S NAME	PHYSICAL QUESTIONS
7.	Rein Hashim (<i>follow up question</i>)	a. Will the personal accident coverage be offered to everyone who attends the meeting, whether physically or online? Are there any additional

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- Questions by Shareholders and Proxies attending Physically

		conditions or restrictions, or is everyone who attends and registers entitled to the coverage? b. Do you have a definition of what is meant by an “active politician”? For example, if a person is the sibling of an active politician, that person may be perceived by the public as being associated with the politician but technically may not be an active politician. Similarly, a person such as a First Lady may be perceived as having significant influence but technically may not fall within the definition. How is this addressed? c. Does an ordinary member of a political party would also be disqualified? Does that mean there could be a situation involving a spouse or sibling who has significant or indirect influence, but who does not fall within this definition? d. Actually, there are quite a few takaful companies with the word "Takaful" in their names. Is there any plan for the Company to adopt a more unique name? As I understand it, MNRB also owns several takaful businesses, and initially, I thought the Company was related to MNRB. However, upon further checking, I realised that it is not related, except perhaps through a similar controlling shareholder. Therefore, is there any plan for the Company to change its name to something more distinctive? I think this is something the Company should consider. If this takaful company performs well, people may associate the brand with another company because they may assume that all companies with the word “Takaful” in their names are the same. “Takaful” is often associated with a specific company, unlike “bank”, which is a more generic term. This is similar to how “Tupperware” and “Kodak” have become commonly used as generic terms, even though they are actually brand names of specific companies. e. In relation to the insurance coverage, perhaps in the future the Company could consider extending the coverage to persons travelling to the meeting, since the Company already has the list of attendees, proxies and shareholders before the meeting.
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**EXTRAORDINARY GENERAL MEETING (“EGM”) OF SYARIKAT TAKAFUL MALAYSIA
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- Questions by Shareholders and Proxies attending Physically

		I also have a technical question regarding the coverage. Is there a minimum claim amount or minimum level of injury required before a claim can be made? For example, if I attend the meeting and accidentally walk into a transparent glass door and suffer an injury, would that be covered, or is there a minimum level of injury that must be met before a claim is payable? f. Finally, thank you for the hospitality. I appreciate the arrangements made for the meeting, including the refreshments and lunch. I would also like to make a suggestion. Some companies now allow shareholders to cast their votes upon registration rather than having to wait for the Chairman to announce the commencement of voting. Perhaps the Company could consider implementing such a feature in the future.
RESPONSES		
Thank you for the questions, Encik Rein a. GCEO: Yes. The complimentary personal accident takaful coverage is available to eligible shareholders who register for the meeting, whether attending physically or online, subject to the applicable terms and conditions of the coverage. The Company will bear the cost of the coverage for eligible registered attendees. b. LA: The requirement that an active politician is disqualified from being a director is based on a Bank Negara Malaysia policy document. The Company has adopted the definition in the Bank Negara Malaysia policy document. The definition of “Active Politician” refers to an individual who is a member of any national or state legislative body, or who is an office bearer of, or holds any similar office or position in, a political party. c. LA: The person must hold an office in the party or member of legislative body to be disqualified under the definition “Active Politician”. The Bank Negara Malaysia policy document confines the definition to the criteria mentioned earlier. The Company is complying with that definition. d. Dato’ Chairman: There has been no discussion regarding the branding of the Company. I think that is a matter for Management to consider in terms of branding. However, we are a takaful company. Just as some companies are insurance companies and some are banks, we are a takaful company. Therefore, like other takaful companies, we carry the word “Takaful” in our name.		

EXTRAORDINARY GENERAL MEETING (“EGM”) OF SYARIKAT TAKAFUL MALAYSIA KELUARGA MALAYSIA BERHAD**- Questions by Shareholders and Proxies attending Physically**

	Many companies use the word “bank” in their names, and the use of a common industry term does not necessarily mean that customers will confuse one bank with another. Nevertheless, this is a good point. e. GCEO: For further technical details of the product features, including the scope of coverage, claims process and applicable terms and conditions, our team at the helpdesk is available to assist. Encik Mohamed Sabri, our Chief Executive Officer (“CEO”) of Takaful Malaysia Am Berhad who is in charge, can provide further clarification on any specific questions relating to the coverage.
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EXTRAORDINARY GENERAL MEETING (“EGM”) OF SYARIKAT TAKAFUL MALAYSIA KELUARGA MALAYSIA BERHAD

- Responses by Encik Hassan Shah (“LA”) Virtual/Online questions during the EGM

Q1. Chew Hon Mun

In the original 24 July 2026 Circular, the Board proposed to reduce the minimum number of Directors from five to two, delete the requirement for a suitability review at the Annual General Meeting (“AGM”) for any Directors who fails to attend at least 75% of Board meetings and remove the ground for a Director to be dismissed by fellow Directors for that same 75% attendance failure. However, in the August 2026 Amended Circular and Explanatory Statement, the Board completely withdrew these changes and reinstated the stricter original provisions, including maintaining a minimum of five Directors and keeping the strict 75% attendance suitability reviews and dismissal clauses.

Can the Board explain what prompted this sudden, last-minute reversal of the proposed constitutional amendments between 24 July and 11 August? Did the Company receive direct pushback or warnings from Bank Negara Malaysia (“BNM”), Bursa Securities or major institutional shareholders regarding the initial attempt.

A1. I will respond on behalf of the Board. Following the release of the Circular on 24 July 2026, the Company received several pre-EGM queries, feedbacks and concerns from from both institutional and individuals Shareholders, most of which pertained to the proposed amendments relating to two items, namely the minimum number of directors and the 75% attendance requirement, as mentioned earlier.

The Company did not receive any pushback or warnings from BNM or Bursa Securities. However, given that these concerns were among the issues most frequently raised by Shareholders, the Company reconsidered the Proposed Amendments and reinstated the current provision relating to those matters.

Q2. Chew Hon Mun

Do any of our current Directors meet the newly introduced definition of an “Active Politician” under Clause 7? If so, what is the Board’s transition or resignation plan for these individuals upon the adoption of the new Constitution at this EGM?

A2. I am authorized by the Board to answer to this question. Based on the declarations made by the Company’s current Directors, none of them falls within the definition of an “Active Politician” under Clause 85(h) of the Proposed Constitution.

Q3. Chew Hon Mun

What was the Board’s original strategic or operational rationale for proposing a minimum board size of only two Directors in a major public listed Takaful company? How did the Board believe a two-member board could provide robust, independent fiduciary oversight and maintain a majority of Independent Directors at all times?

A3. Let me answer this question. This matter is no longer subject to deliberations as pursuant to the amended Circular, the Company has reinstated the initial provision requiring a minimum of five (5) Directors. However, for the purpose of addressing the question, it was never the Company’s intention to operate with only two (2) Directors. The proposed reduction to a minimum of two (2) Directors was intended solely to provide flexibility in exceptional circumstances where vacancies or other unforeseen events might temporarily affect the Board’s composition.

EXTRAORDINARY GENERAL MEETING (“EGM”) OF SYARIKAT TAKAFUL MALAYSIA KELUARGA MALAYSIA BERHAD

- Responses by Encik Hassan Shah (“LA”) Virtual/Online questions during the EGM

The requirement for a minimum of two (2) Directors is in line with the Companies Act 2016, which prescribes a minimum of two (2) Directors for a public Company. The proposal was also formulated following benchmarking exercises against other Bursa-Malaysia listed companies such as Bursa Malaysia Berhad, Sime Darby Berhad and Tenaga National Berhad.

In other words, although these Companies prescribe a minimum Board size of two (2) Directors in their Constitution, they do not operate with only two (2) Directors. Instead, they maintain an optimal Board composition.

Q4. **Muhammad Badrul Amin Bin Rosli**

Can it be clarified, by virtue of the amendment on the limitation of the number of directors, if in any situation it is required to appoint a new director, would an AGM or EGM be held for that purpose or that this amendment permits the appointment without AGM or EGM?

A4. The short answer is that the amendment relating to the maximum number of Directors does not affect or change the procedure for the appointment of Directors of the Company. The appointment of Directors will continue to be governed by the provisions of the Constitution.

It should also be reminded that the appointment of Directors will remain subject to the standard procedure, including obtaining the necessary regulatory approvals from BNM, as the Company is a licensed institution.

Q5. **Tan Hock Beng**

Dato’ Chairman, are the directors attending today’s EGM entitled to meeting allowances, if so, will the board ensure those minority shareholders, who takes the time to attend this EGM are also entitled some form of allowances, e.g. TnGo. Thank you.

A5. I am authorised by the Board to answer this question. The Company’s Directors are provided with meeting attendance allowance, including for attendance at general meetings. Shareholders and Proxies attending this EGM, both physically and virtually, have been provided with door gifts in appreciation for their continued support.

Q6. **Chew Hon Mun**

Given that the quorum requirement has been reinstated to a strict majority of the total board and the minimum board size remains at five, what is the current size of the Board of Directors? What operational measures are in place to ensure that board meetings consistently secure a majority quorum without experiencing scheduling conflicts or delays?

A6. The current Board comprises five (5) Directors, and accordingly, the quorum requirement is three (3) Directors (based on majority of members). The board strives to ensure that Board meetings are convened with the required quorum. In any event, the Board remains responsible for devoting such sufficient time and commitment to prepare for and attend Board meetings as required under the BNM Corporate Governance Policy Document.