

## ADMINISTRATIVE GUIDE FOR THE FOURTEENTH ANNUAL GENERAL MEETING

- Date** : Thursday, 12 November 2020
- Time** : 10.00 a.m.
- Broadcast Venue** : Function Room, Menara Sime Darby  
Oasis Corporate Park  
Jalan PJU 1A/2, Ara Damansara  
47301 Petaling Jaya  
Selangor Darul Ehsan, Malaysia

### MODE OF MEETING

1. The health and safety of our shareholders are of utmost priority for the Company. As part of the Company's efforts to curb the spread of COVID-19, the Fourteenth Annual General Meeting ("14<sup>th</sup> AGM") of the Company will be conducted virtually, through live streaming and online remote voting from the broadcast venue using Remote Participation and Voting ("RPV") facilities. This is in line with the Guidance Note on the Conduct of General Meetings for Listed Issuers issued by the Securities Commission Malaysia on 18 April 2020, including any amendments that may be made from time to time.
2. The broadcast venue of the 14<sup>th</sup> AGM 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. Shareholder(s) or proxy(ies) or authorised representative(s) or attorney(s) **WILL NOT BE ALLOWED** to be physically present at the broadcast venue on the day of the meeting.

### RPV FACILITIES

1. Shareholders are able to attend virtually, speak (in the form of real time submission of typed texts) and vote (collectively, "participate") remotely at the 14<sup>th</sup> AGM using the RPV provided by Tricor Investor & Issuing House Services Sdn. Bhd. ("Tricor") via its **TIIH Online** website at <https://tiih.online>. Please refer to the Procedure for RPV contained herein for more information.
2. A shareholder who has appointed a proxy(ies) or authorised representative(s) or attorney(s) to participate at the 14<sup>th</sup> AGM via the RPV must request his/her proxy(ies) or authorised representative(s) or attorney(s) to register himself/herself for RPV at the TIIH Online website at <https://tiih.online>. Please refer to the Procedure for RPV contained herein for more information.

## PROCEDURES FOR RPV

Shareholder(s) or proxy(ies) or corporate representative(s) or attorney(s) who wish to participate in the 14<sup>th</sup> AGM will need to follow the requirements and procedures as summarised below:

	Procedure	Action
<b>BEFORE THE AGM DAY</b>		
(a)	Sign-up as a user with TIIH Online	<ul style="list-style-type: none"> <li>Using your computer, access the TIIH Online website at <a href="https://tiih.online">https://tiih.online</a>. Sign-up as a user under "e-Services". Refer to the tutorial guide posted on the homepage for assistance.</li> <li>User application will be approved within one (1) working day and you will be notified via email.</li> <li>If you are already a user with TIIH Online, you are not required to sign-up again. You will receive an email to notify you that remote participation is available for registration at TIIH Online.</li> </ul>
(b)	Submit your registration for RPV	<ul style="list-style-type: none"> <li>Shareholder(s) or proxy(ies) or corporate representative(s) or attorney(s) are required to pre-register their attendance for the 14<sup>th</sup> AGM to ascertain their eligibility to participate at the 14<sup>th</sup> AGM using the RPV. Pre-registration is open from Wednesday, 14 October 2020 until the day of the 14<sup>th</sup> AGM, Thursday, 12 November 2020.</li> <li>To register for RPV, visit the TIIH Online website and login with your user ID and password and select the corporate event: <b>"(REGISTRATION) SIME DARBY BERHAD 14<sup>TH</sup> AGM"</b>.</li> <li>Read and agree to the Terms &amp; Conditions and confirm the Declaration.</li> <li>Select "Register for Remote Participation and Voting".</li> <li>Review your registration and proceed to register.</li> <li>The system will send an email to notify you that your registration for remote participation is received and will be verified.</li> <li>After verification of your registration against the General Meeting Record of Depositors dated 2 November 2020, the system will send you an email to approve your registration for remote participation and the procedures to use the RPV will be detailed therein. In the event your registration is not approved, you will also be notified via email.</li> </ul> <p><i>(Note: Please allow sufficient time for approval as a new user of TIIH Online as well as the registration for RPV in order for you to log into TIIH Online and participate in the 14<sup>th</sup> AGM remotely).</i></p>

	Procedure	Action
<b>ON THE DAY OF THE AGM</b>		
(c)	Login to TIIH Online	<ul style="list-style-type: none"> <li>To participate in the 14<sup>th</sup> AGM, visit the TIIH Online website and log in with your user ID and password at any time from 9.30 a.m. i.e. 30 minutes before the commencement of the 14<sup>th</sup> AGM on Thursday, 12 November 2020 at 10.00 a.m.</li> </ul>
(d)	Participate through Live Streaming	<ul style="list-style-type: none"> <li>Select the corporate event: <b>"(LIVE STREAM MEETING) SIME DARBY BERHAD 14<sup>TH</sup> AGM"</b> to engage in the proceedings of the 14<sup>th</sup> AGM.</li> <li>If you have any questions for the Chairman/Board, you may use the query box to transmit your question. The Chairman/Board will endeavour to respond to all questions submitted during the 14<sup>th</sup> AGM.</li> </ul>
(e)	Online Remote Voting	<ul style="list-style-type: none"> <li>The voting session will commence from 10.00 a.m. on Thursday, 12 November 2020 until a time when the Chairman announces the end of the session.</li> <li>To submit your vote, on the TIIH Online website, select the corporate event: <b>"(REMOTE VOTING) SIME DARBY BERHAD 14<sup>TH</sup> AGM"</b> or if you are in the live stream meeting page, you can select the <b>"GO TO REMOTE VOTING PAGE"</b> button, located below the query box.</li> <li>Read and agree to the Terms &amp; Conditions and confirm the Declaration.</li> <li>Select the CDS account that represents your shareholdings.</li> <li>Indicate your votes for the resolutions that are tabled for voting.</li> <li>Confirm and submit your votes.</li> </ul>
(f)	End of remote participation	<ul style="list-style-type: none"> <li>Upon the announcement by the Chairman on the closure of the 14<sup>th</sup> AGM, the live streaming will end.</li> </ul>

**Note to users of the RPV facilities:**

- Should your registration for the RPV be approved, we will make available to you the rights to join the live streamed meeting and to vote remotely. Your login to TIIH Online on the day of meeting will indicate your presence at the virtual meeting.
- The quality of your connection to the live broadcast is dependent on the bandwidth and stability of the internet connection at your location and the device you use.
- In the event you encounter any issues logging in, connecting to the live streamed meeting or voting online on the day of the meeting, kindly call the Tricor Help Line at 011-40805616/011-40803168/011-40803169/011-40803170 or email to [tiih.online@my.tricorglobal.com](mailto:tiih.online@my.tricorglobal.com) for assistance.

## **ENTITLEMENT TO PARTICIPATE AND VOTE**

1. Only shareholders whose names appear on the Record of Depositors as at 2 November 2020 shall be entitled to attend the 14<sup>th</sup> AGM or appoint proxy(ies) to attend and/or vote on his/her behalf. A shareholder will not be allowed to participate at the meeting if his/her proxy(ies) has/have been registered to participate in the meeting.
2. If a shareholder is unable to participate in the 14<sup>th</sup> AGM, he/she may also appoint the Chairman of the meeting as his/her proxy and indicate the voting instructions in the form of proxy.

## **APPOINTMENT OF PROXY OR CORPORATE REPRESENTATIVE OR ATTORNEY**

1. The appointment of proxy(ies) may be submitted in hard copy form or electronically.
  - (i) In hard copy form

The form of proxy must be deposited with Tricor's office at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or alternatively, the Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia.
  - (ii) Electronically

The form of proxy can be electronically submitted via Tricor's TIIH Online website at <https://tiih.online> (applicable to individual shareholders only). Kindly refer to the Procedure for Electronic Submission of Form of Proxy.
2. The form of proxy and power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority, must be deposited with Tricor not less than 24 hours before the time appointed for the taking of the poll or no later than **Wednesday, 11 November 2020 at 12.00 p.m.**
3. Shareholders who have appointed proxy(ies) or authorised representative(s) or attorney(s) to participate in the 14<sup>th</sup> AGM must request his/her proxy(ies) or authorised representative(s) or attorney(s) to register himself/herself/themselves for the RPV at Tricor's TIIH Online website at <https://tiih.online>.

## PROCEDURE FOR ELECTRONIC SUBMISSION OF FORM OF PROXY

The procedures to submit your form of proxy electronically via Tricor's **TIIH Online** website are summarised below:

	Procedure	Action
(a)	Register as a User with TIIH Online	<ul style="list-style-type: none"> <li>Using your computer, please access the TIIH Online website at <a href="https://tiih.online">https://tiih.online</a>. Register as a user under the "e-Services". Please refer to the tutorial guide posted on the homepage for assistance.</li> <li>If you are already a user with TIIH Online, you are not required to register again.</li> </ul>
(b)	Proceed with submission of Form of Proxy	<ul style="list-style-type: none"> <li>After the release of the Notice of Meeting by the Company, log in with your username (i.e. email address) and password.</li> <li>Select the corporate event: "Submission of Proxy Form".</li> <li>Read and agree to the Terms &amp; Conditions and confirm the Declaration</li> <li>Insert your CDS account number and indicate the number of shares for your proxy(ies) to vote on your behalf.</li> <li>Appoint your proxy(ies) and insert the required details of your proxy(ies) or appoint the Chairman as your proxy.</li> <li>Indicate your voting instructions – <b>FOR</b> or <b>AGAINST</b>, otherwise your proxy(ies) will decide your vote.</li> <li>Review and confirm your proxy(ies) appointment.</li> <li>Print the form of proxy for your record.</li> </ul>

## POLL VOTING

- The voting at the 14<sup>th</sup> AGM will be conducted by poll in accordance with Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad. The Company has appointed Tricor as Poll Administrator to conduct the poll by way of electronic voting (e-voting) and Coopers Professional Scrutineers Sdn Bhd as the Scrutineers to verify the poll results.
- Shareholders or proxy(ies) or corporate representative(s) or attorney(s) may proceed to vote on the resolutions at any time from 10.00 a.m. on **Thursday, 12 November 2020** until the end of the voting session which will be announced by the Chairman of the meeting. Kindly refer to item (e) of the above Procedures for RPV for guidance on how to vote remotely from Tricor's TIIH Online website at <https://tiih.online>.
- Upon completion of the voting session for the 14<sup>th</sup> AGM, the Scrutineers will verify the poll results followed by the Chairman's declaration on whether the resolutions are duly passed.

