

# GENERAL MEETINGS: Notice of Meeting

## IHH HEALTHCARE BERHAD

<b>Type of Meeting</b>	General
<b>Indicator</b>	Notice of Meeting
<b>Description</b>	Notice of Tenth Annual General Meeting  The Tenth AGM would be conducted on a fully virtual basis through electronic live streaming and online remote voting, pursuant to Section 327(2) of the Companies Act 2016 and Clause 78 of the Constitution
<b>Date of Meeting</b>	23 Jun 2020
<b>Time</b>	02:00 PM
<b>Venue(s)</b>	Broadcast Venue at Malaysia Boardroom, Level 11 Block A, Pantai Hospital Kuala Lumpur 8 Jalan Bukit Pantai, 59100 Kuala Lumpur, Wilayah Persekutuan, Malaysia
<b>Date of General Meeting Record of Depositors</b>	16 Jun 2020

## Resolutions

### 1. For Information

<b>Description</b>	To receive the Audited Financial Statements for the financial year ended 31 December 2019 together with the Reports of the Directors and Auditors thereon.
<b>Shareholder's Action</b>	For Information Only

### 2. Ordinary Resolution 1

<b>Description</b>	To re-elect Mehmet Ali Aydinlar, who retires pursuant to Clause 113(1) of the Constitution of the Company and who being eligible, offers himself for re-election.
<b>Shareholder's Action</b>	For Voting

### 3. Ordinary Resolution 2

<b>Description</b>	To re-elect Rossana Annizah binti Ahmad Rashid, who retires pursuant to Clause 113(1) of the Constitution of the Company and who being eligible, offers herself for re-election.
<b>Shareholder's Action</b>	For Voting

### 4. Ordinary Resolution 3

<b>Description</b>	To re-elect Dr Kelvin Loh Chi-Keon, who retires pursuant to Clause 120 of the Constitution of the
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Company and who being eligible, offers himself for re-election.

**Shareholder's Action**

For Voting

#### **5. Ordinary Resolution 4**

**Description**

To re-elect Dr Farid bin Mohamed Sani, who retires pursuant to Clause 120 of the Constitution of the Company and who being eligible, offers himself for re-election.

**Shareholder's Action**

For Voting

#### **6. Ordinary Resolution 5**

**Description**

To re-elect Masato Sugahara, who retires pursuant to Clause 120 of the Constitution of the Company and who being eligible, offers himself for re-election.

**Shareholder's Action**

For Voting

#### **7. Ordinary Resolution 6**

**Description**

To approve the payment of the Directors' fees and other benefits (as stated in the Notice of Tenth Annual General Meeting) payable to the Non-Executive Directors of the Company by the Company in respect of their directorship and committee membership in the Company with effect from 1 July 2020 until 30 June 2021.

**Shareholder's Action**

For Voting

#### **8. Ordinary Resolution 7**

**Description**

To approve the payment of the Directors' fees (or its equivalent amount in Ringgit Malaysia as converted using the middle rate of Bank Negara Malaysia foreign exchange on the payment dates, where applicable) and other benefits (as stated in the Notice of Tenth Annual General Meeting) payable to the Non-Executive Directors of the Company who are holding directorship and committee membership in the following Company's subsidiaries by the Company's subsidiaries for the period with effect from 1 July 2020 to 30 June 2021:

- (i) Fortis Healthcare Limited
- (ii) Parkway Trust Management Limited
- (iii) Acibadem Saglik Yatirimlari Holding A.S. (ASYH) Group

**Shareholder's Action**

For Voting

#### **9. Ordinary Resolution 8**

**Description**

To re-appoint KPMG PLT as Auditors of the Company and to authorise the Directors to fix their remuneration.

**Shareholder's Action**

For Voting

## 10. Ordinary Resolution 9

<b>Description</b>	Authority to Allot Shares pursuant to Section 75 of the Companies Act 2016
<b>Shareholder's Action</b>	For Voting

## 11. Ordinary Resolution 10

<b>Description</b>	Proposed Renewal of Authority for IHH to Purchase its own Shares of up to Ten Percent (10%) of the prevailing total number of Issued Shares of the Company
<b>Shareholder's Action</b>	For Voting

Please refer attachment below.

### Attachments

[IHH Healthcare Berhad\\_Notice of 10th AGM.pdf](#)  
77.7 kB

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### Announcement Info

<b>Company Name</b>	IHH HEALTHCARE BERHAD
<b>Stock Name</b>	IHH
<b>Date Announced</b>	21 May 2020
<b>Category</b>	General Meeting
<b>Reference Number</b>	GMA-18052020-00002
<b>Corporate Action ID</b>	MY200518MEET0002

# Notice of Annual General Meeting

**NOTICE IS HEREBY GIVEN** that the Tenth Annual General Meeting of **IHH HEALTHCARE BERHAD** (IHH or the Company) will be held at Malaysia Boardroom, Level 11 Block A, Pantai Hospital Kuala Lumpur, 8 Jalan Bukit Pantai, 59100 Kuala Lumpur, Wilayah Persekutuan, Malaysia on Tuesday, 23 June 2020 at 2.00 p.m. for the following purposes:

## AGENDA

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.
2. To re-elect the following Directors who retire pursuant to Clause 113(1) of the Constitution of the Company and who being eligible, offer themselves for re-election:
  - (i) Mehmet Ali Aydinlar **Ordinary Resolution 1**
  - (ii) Rossana Annizah binti Ahmad Rashid **Ordinary Resolution 2**
3. To re-elect the following Directors who retire pursuant to Clause 120 of the Constitution of the Company and who being eligible, offer themselves for re-election:
  - (i) Dr Kelvin Loh Chi-Keon **Ordinary Resolution 3**
  - (ii) Dr Farid bin Mohamed Sani **Ordinary Resolution 4**
  - (iii) Masato Sugahara **Ordinary Resolution 5**
4. To approve the payment of the following fees and other benefits payable to the Directors of the Company by the Company: **Ordinary Resolution 6**
  - (i) Directors' fees to the Non-Executive Directors in respect of their directorship and committee membership in the Company with effect from 1 July 2020 until 30 June 2021 as per the table below:

Structure	Chairman (RM per annum)	Member (RM per annum)
Board of Directors	600,000	285,000
Audit Committee	175,000	100,000
Risk Management Committee	175,000	100,000
Nomination Committee	150,000	90,000
Remuneration Committee	150,000	90,000
Steering Committee	350,000	100,000

- (ii) Any other benefits provided to the Directors of the Company by the Company with effect from 1 July 2020 until 30 June 2021, subject to a maximum amount equivalent to RM1,000,000.

## Notice of Annual General Meeting

5. To approve the payment of the Directors' fees (or its equivalent amount in Ringgit Malaysia as converted using the middle rate of Bank Negara Malaysia foreign exchange on the payment dates, where applicable) to the Directors of the Company who are holding directorship and committee membership in the following Company's subsidiaries and other benefits payable to the Directors of the Company by the Company's subsidiaries for the period with effect from 1 July 2020 to 30 June 2021:

### Ordinary Resolution 7

- (i) Fortis Healthcare Limited

Structure	Chairman/Member (INR per meeting attended)
Board of Directors	100,000
Audit and Risk Management Committee	100,000
Nomination and Remuneration Committee	100,000
Corporate Social Responsibility Committee	100,000
Stakeholders Relationship Committee	100,000
Finance Committee	100,000
Independent Directors	100,000

- (ii) Parkway Trust Management Limited

Structure	Chairman (SGD per annum)	Member (SGD per annum)
Board of Directors	100,000	50,000
Audit Committee	33,000	10,000
Nominating and Remuneration Committee	27,000	9,000

- (iii) (a) Acibadem Saglik Yatirimlari Holding A.S. (ASYH) Group

Structure	Chairman (USD per annum)	Member (USD per annum)
Board of Directors	–	40,000
Audit and Risk Management Committee	30,000	10,000
Nomination and Remuneration Committee	25,000	10,000

- (b) ASYH, for the Board fee of USD513,000 per annum payable to Mehmet Ali Aydinlar as the Board Chairman and Director in ASYH Group.

- (iv) Any other benefits provided to the Directors of the Company by the Company's subsidiaries subject to a maximum amount equivalent to RM300,000.

6. To re-appoint KPMG PLT as Auditors of the Company and to authorise the Directors to fix their remuneration.

### Ordinary Resolution 8

## AS SPECIAL BUSINESS

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

7. **AUTHORITY TO ALLOT SHARES PURSUANT TO SECTION 75 OF THE COMPANIES ACT 2016** Ordinary Resolution 9

“THAT subject to the Companies Act 2016 (the Act), the Constitution of the Company and the approvals from Bursa Malaysia Securities Berhad and other relevant governmental and/or regulatory authorities, the Directors be and are hereby empowered, pursuant to Section 75 of the Act, to issue shares in the Company from time to time and upon such terms and conditions and for such purposes as the Directors may deem fit provided that the aggregate number of shares to be issued pursuant to this Resolution in any one financial year does not exceed ten percent (10%) of the total number of issued shares of the Company for the time being and that such authority shall continue in force until the conclusion of the next Annual General Meeting of the Company.”

8. **PROPOSED RENEWAL OF AUTHORITY FOR IHH TO PURCHASE ITS OWN SHARES OF UP TO TEN PERCENT (10%) OF THE PREVAILING TOTAL NUMBER OF ISSUED SHARES OF THE COMPANY (PROPOSED RENEWAL OF SHARE BUY-BACK AUTHORITY)** Ordinary Resolution 10

“THAT subject to the Companies Act 2016 (the Act), rules, regulations and orders made pursuant to the Act, the provisions of the Company’s Constitution and the Main Market Listing Requirements of Bursa Malaysia Securities Berhad (Bursa Securities) (Listing Requirements) and the approvals of all relevant governmental and/or relevant authorities, the Company be and is hereby authorised, to the extent permitted by law, to purchase and/or hold such amount of ordinary shares in the Company as may be determined by the Directors of the Company from time to time through Bursa Securities upon such terms and conditions as the Directors may deem fit and expedient in the best interest of the Company provided that:

- (i) the aggregate number of shares which may be purchased (Purchased Shares) and/or held as treasury shares pursuant to this ordinary resolution does not exceed ten percent (10%) of the prevailing total number of issued shares of the Company at the point of purchase;
- (ii) the maximum funds to be allocated for the Company to purchase its own shares pursuant to the Proposed Renewal of Share Buy-Back Authority shall not exceed the retained profits of the Company;
- (iii) upon completion of the purchase by the Company of its own shares, the Directors of the Company be and are hereby authorised, at their discretion, to deal with the Purchased Shares in the following manner as may be permitted by the Act, rules, regulations, guidelines, requirements and/or orders of Bursa Securities and any other relevant authorities for the time being in force:
  - (a) cancel all or part of the Purchased Shares; and/or
  - (b) retain all or part of the Purchased Shares as treasury shares (as defined in Section 127 of the Act); and/or
  - (c) resell the treasury shares on Bursa Securities in accordance with the relevant rules of Bursa Securities; and/or
  - (d) distribute the treasury shares as share dividends to the shareholders of the Company; and/or
  - (e) transfer the treasury shares for the purposes of or under the employees’ share scheme established by the Group; and/or
  - (f) transfer the treasury shares as purchase consideration; and/or
  - (g) sell, transfer or otherwise use the treasury shares for such other purposes as the Minister may by order prescribe,

or in any other manner as may be prescribed by the Act, the applicable laws, regulations and guidelines applied from time to time by Bursa Securities and/or any other relevant authority for the time being in force and that the authority to deal with the Purchased Shares shall continue to be valid until all the Purchased Shares have been dealt with by the Directors.

## Notice of Annual General Meeting

THAT the authority conferred by this ordinary resolution shall be effective immediately upon passing of this ordinary resolution and shall continue to be in force until:

- (i) the conclusion of the next Annual General Meeting (AGM) of the Company at which time the authority shall lapse unless by ordinary resolution passed at that AGM, the authority is renewed, either unconditionally or subject to conditions;
- (ii) the expiration of the period within which the next AGM of the Company is required by law to be held; or
- (iii) revoked or varied by ordinary resolution passed by the shareholders of the Company at a general meeting,

whichever occurs first, but shall not prejudice the completion of purchase(s) by the Company before the aforesaid expiry date and, in any event, in accordance with the provisions of the Listing Requirements and any other relevant authorities.

AND THAT the Directors of the Company be and are hereby empowered to do all acts and things (including the opening and maintaining of a central depositories account(s) under the Securities Industry (Central Depositories) Act, 1991) and to take all such steps and to enter into and execute all declarations, commitments, transactions, deeds, agreements, arrangements, undertakings, indemnities, transfers, assignments and/or guarantees as they may deem fit, necessary, expedient and/or appropriate in the best interest of the Company in order to implement, finalise and give full effect to the Proposed Renewal of Share Buy-Back Authority with full powers to assent to any conditions, modifications, variations (if any) as may be imposed by the relevant authorities.”

9. To transact any other business of which due notice shall have been given.

BY ORDER OF THE BOARD

**IDA SURYATI BINTI AB RAHIM** (SSM Practicing Certification no.: 202008000221) (LS0009477)

**SEOW CHING VOON** (SSM Practicing Certification no.: 202008001213) (MAICSA 7045152)

Company Secretaries

Kuala Lumpur

22 May 2020

## NOTES:

### PROXY AND/OR AUTHORISED REPRESENTATIVES

1. In support of the Government of Malaysia's (the Government) ongoing efforts to contain the spread of the Coronavirus (Covid-19) and the Government's advice of social distancing and not having mass gatherings, the Company would like to leverage on technology advancement by conducting the Tenth Annual General Meeting of the Company (the Meeting or AGM) on a fully virtual basis through electronic live streaming and online remote voting, pursuant to Section 327(2) of the Companies Act 2016 and Clause 78 of the Company's Constitution. The Company will be using Boardroom's LUMI AGM solution at <https://web.lumiagm.com/> or you may download the free "Lumi AGM" app from the Apple App Store or Google Play Store. Please follow the procedures as stipulated in the Administrative Details for the Meeting in order to register, participate and vote virtually via the Boardroom's LUMI AGM solution.
  2. The main and only venue of the virtual Meeting is strictly to serve as the broadcast venue where the chairperson of the Meeting is physically present and no shareholders/proxies shall be physically present at the broadcast venue. The Meeting will be in compliance with Section 327(2) of the Companies Act 2016 which provides that the main venue of the AGM shall be in Malaysia and the chairperson must be present at the main venue of the AGM. The electronic means of conducting the AGM on a fully virtual basis will facilitate and enable all shareholders to participate fully in the proceedings by audio and/or video capabilities without the need to be physically present at the Meeting venue, which is advantageous given the current circumstances relating to Covid-19 and best health practices.
  3. A member entitled to virtually attend and vote at the above Meeting is entitled to appoint a proxy or proxies to exercise all or any of his rights to virtually attend, participate, speak and vote in his/her stead, in accordance with the Administrative Details.
  4. Where a member of the Company is an exempt authorised nominee which holds shares in the Company for multiple beneficial owners in one securities account (omnibus account) as defined under the Securities Industry (Central Depositories) Act, 1991, there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds.
  5. A member other than an exempt authorised nominee shall be entitled to appoint not more than two (2) proxies to virtually attend and vote at the same meeting. Notwithstanding the foregoing, any member other than an exempt authorised nominee who is also a substantial shareholder (within the meaning of the Companies Act 2016) shall be entitled to appoint up to (but not more than) five (5) proxies. Where such member appoints more than one (1) proxy, the appointment shall be invalid unless the percentage of the shareholding to be represented by each proxy is specified.
  6. The instrument appointing a proxy shall:
    - (i) in the case of an individual, be signed by the appointer or by his/her attorney.
    - (ii) in the case of corporation, be either under its common seal or signed by its attorney or an officer on behalf of the corporation.
- A copy of the Authorisation Document or the duly registered Power of Attorney, which should be valid in accordance with the laws of the jurisdiction in which it was created and exercised, should be enclosed with the form of proxy.
7. A corporation which is a member, may by resolution of its Directors or other governing body authorise such person as it thinks fit to act as its representative at the Meeting, in accordance with the Company's Constitution.
  8. The instrument appointing the proxy together with the Authorisation Document or the duly registered Power of Attorney referred to in Note 6 above, if any, must be deposited at the office of the Share Registrar, Boardroom Share Registrars Sdn Bhd at 11<sup>th</sup> Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia or via electronic means through the Boardroom Smart Investor Online Portal at <https://www.boardroomlimited.my/> (please refer to Section D of the Administrative Details for details) not less than forty-eight (48) hours before the time appointed for holding of the Meeting or at any adjournment thereof.
  9. Shareholders/proxies/corporate representatives would need to register as a member of Boardroom Smart Investor Online Portal first before they can request for the Remote Participation User identification number and password to virtually attend, participate, speak and vote at the above Meeting via Boardroom's LUMI AGM solution, in accordance with the Administrative Details.
  10. **Personal data privacy**

By submitting an instrument appointing a proxy(ies) and/or representative(s) to virtually attend, speak and vote at the above Meeting and/or any adjournment thereof, in accordance with the Administrative Details, a member of the Company (i) consents to the collection, use and disclosure of the member's personal data by the Company (or its agents) for the purpose of the processing and administration by the Company (or its agents) of proxies and representatives appointed for the above Meeting (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the above Meeting (including any adjournment thereof), and in order for the Company (or its agents) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the Purposes), (ii) warrants that where the member discloses the personal data of the member's proxy(ies) and/or representative(s) to the Company (or its agents), the member has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, and (iii) agrees that the member will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member's breach of warranty.
  11. **Members entitled to attend**

Only Members whose names appear in the General Meeting Record of Depositors on 16 June 2020 shall be entitled to virtually attend, speak and vote at this Tenth Annual General Meeting of the Company or appoint a proxy(ies) on his/her behalf, in accordance with the Administrative Details.

## Additional Corporate Information

# Notice of Annual General Meeting

### EXPLANATORY NOTES ON ORDINARY BUSINESS:

#### 1. Re-election of Director

Clause 113(1) of the Company's Constitution provides that one-third (1/3) of the Directors of the Company for the time being or, if their number is not three (3) or a multiple of three (3), then the number nearest to one-third (1/3), shall retire from office. Two (2) out of six (6) Directors are to retire in accordance with Clause 113(1) of the Company's Constitution under the Ordinary Resolutions 1 and 2.

Clause 120 of the Company's Constitution provides that the Directors shall have power at any time, and from time to time, to appoint any person to be a Director, either to fill a casual vacancy or as an addition to the existing Directors, but the total number of Directors shall not at any time exceed the maximum number fixed in accordance with the Constitution. Any Director so appointed shall hold office only until the next following annual general meeting (AGM), 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 that meeting. Three (3) Directors, who were appointed subsequent to the Ninth AGM of the Company, are to retire in accordance with Clause 120 of the Company's Constitution under the Ordinary Resolutions 3 to 5.

The Board has conducted an assessment on the Directors, including the Directors seeking re-election at the Tenth AGM. Please refer to the Corporate Governance Overview Statement as laid out on pages 106 to 116 of the Company's Annual Report 2019 and Corporate Governance Report which is issued together with the Company's Annual Report 2019, for further details on the annual evaluation and its outcome.

The profiles of Directors seeking re-election are set out in the profile of the Board of Directors as laid out on pages 94 to 100 of the Company's Annual Report 2019 as well as in the Company's website at <https://www.ihhhealthcare.com/board-of-directors.html>.

### EXPLANATORY NOTES ON SPECIAL BUSINESS:

#### 1. Resolution pursuant to Section 75 of the Companies Act 2016

The proposed Ordinary Resolution 9 is a renewal of the general mandate for issuance of shares by the Company under Section 75 of the Companies Act 2016 (General Mandate). The General Mandate, if passed, will empower the Directors to issue shares in the Company up to an amount of not exceeding in total ten percent (10%) of the total number of issued shares of the Company for any possible fund raising activities, funding investment project(s), working capital or such purposes as the Directors consider would be in the interest of the Company. The approval is sought to avoid any delay and cost in convening separate general meetings for such issuance of shares. This authority, unless revoked or varied at a general meeting will expire at the next annual general meeting of the Company.

The Company had, during its Ninth Annual General Meeting held on 28 May 2019, obtained its shareholders' approval for the General Mandate. No share was issued pursuant to the General Mandate as at the date of this Notice.

#### 2. Proposed renewal of authority for IHH to purchase its own shares of up to ten percent (10%) of the prevailing total number of issued shares of the Company

The proposed Ordinary Resolution 10, if passed, will enable the Company to purchase its own shares through Bursa Securities of up to ten percent (10%) of the prevailing total number of issued shares of the Company. This authority will, unless revoked or varied at a general meeting, expire at the conclusion of the next AGM of the Company.

Further information on the Proposed Renewal of Share Buy-Back Authority is set out in the Statement to shareholders dated 22 May 2020, which is attached together with the Company's Annual Report 2019.

# Administrative Details

IHH Healthcare Berhad (Company)  
Tenth Annual General Meeting (10<sup>th</sup> AGM or Meeting)



IHH Healthcare Berhad

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**Date** : Tuesday, 23 June 2020  
**Time** : 2.00 p.m.  
**Meeting venue** : Malaysia Boardroom, Level 11 Block A, Pantai Hospital Kuala Lumpur, 8 Jalan Bukit Pantai, 59100 Kuala Lumpur, Wilayah Persekutuan, Malaysia

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## A. Fully Virtual 10<sup>th</sup> AGM

1. In support of the Government of Malaysia's (the Government) ongoing efforts to contain the spread of the Coronavirus (Covid-19) and the Government's advice of social distancing and not having mass gatherings, the Company would like to leverage on technology advancement by conducting **the 10<sup>th</sup> AGM of IHH on a fully virtual basis through electronic live streaming and online remote voting.**
2. The main and only venue of the virtual Meeting as indicated above is strictly to serve as the broadcast venue where the chairperson of the Meeting is physically present and no shareholders/proxies shall be physically present at the broadcast venue. The Meeting will be in compliance with Section 327(2) of the Companies Act 2016 which provides that the main venue of the AGM shall be in Malaysia and the chairperson must be present at the main venue of the AGM. The electronic means of conducting the AGM on a fully virtual basis will facilitate and enable all shareholders to participate fully in the proceedings by audio and/or video capabilities without the need to be physically present at the Meeting venue, which is advantageous given the current circumstances relating to Covid-19 and best health practices.
3. The Company will be using Boardroom's LUMI AGM solution which is available on the designated link at <https://web.lumiagm.com/> or you may download the free "Lumi AGM" app from the Apple App Store or Google Play Store.
4. You are reminded to kindly check our website at <https://www.ihhhealthcare.com/agm-egm.html> for the latest updates, if any, regarding the administration of the 10<sup>th</sup> AGM.

## B. General Meeting Record of Depositors

1. Only shareholders whose names appear in the General Meeting Record of Depositors on 16 June 2020 shall be entitled to virtually attend, speak and vote at the Meeting of the Company or appoint a proxy(ies) on his/her behalf.

## C. Remote Participation and Electronic Voting

1. Shareholders are encouraged to go online, participate, and vote at the 10<sup>th</sup> AGM via remote participation. **Please follow the steps listed in Note E below on how to request for login ID and password.**
2. Please note that this option is available to **(i) individual members; (ii) corporate shareholder; (iii) Authorised Nominee; and (iv) Exempt Authorised Nominee.**

## D. Appointment of Proxy

### (i) For shareholders whose names appear in the Record of Depositors of Bursa Malaysia Securities Berhad only

1. A shareholder entitled to participate and vote at the Meeting is entitled to appoint proxy(ies) to participate and vote in his/her stead. If you are not able to participate in the 10<sup>th</sup> AGM remotely, you are encouraged to appoint the Chairman of the Meeting as your proxy and indicate the voting instructions in the Form of Proxy.
2. You may download the Form of Proxy from our website at <https://www.ihhhealthcare.com/agm-egm.html>.
3. The Form of Proxy must be deposited at the office of the Share Registrar, Boardroom Share Registrars Sdn Bhd at 11<sup>th</sup> Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia or via electronic means through the Boardroom Smart Investor Online Portal at <https://www.boardroomlimited.my/> (in accordance with the steps below) not less than forty-eight (48) hours before the time appointed for holding of the Meeting or at any adjournment thereof.

#### Step 1 – Register Online with Boardroom Smart Investor Online Portal (for first time registration only)

*[Note: If you have already signed up with Boardroom Smart Investor Online Portal, you are not required to register again. You may proceed to Step 2 and submit request for Remote Participation user ID and password]*

- a. Access website <https://www.boardroomlimited.my/>
- b. Click <<Login>> and click <<Register>> to sign up as a user.
- c. Complete registration and upload softcopy of MyKad/Identification Card (front and back) or Passport.
- d. Please enter a valid email address and wait for Boardroom Share Registrars Sdn Bhd's (Boardroom) email verification.
- e. Your registration will be verified and approved within one (1) business day and an email notification will be provided.

#### Step 2 – eProxy Lodgement

- a. Login to <https://www.boardroomlimited.my/> using your user ID and password above.
- b. Go to "E-PROXY LODGEMENT" and browse the Meeting List for "IHH 10<sup>th</sup> Virtual AGM" and click "APPLY".
- c. Read the Terms & Conditions and confirm the Declaration.
- d. Enter the CDS account number and the total number of securities held.
- e. Select your proxy – either the Chairman of the Meeting or individual named proxy(s) and enter the required particulars for your proxy(s).
- f. Indicate your voting instructions – For, Against, Abstain or otherwise your proxy will decide your vote.
- g. Review & confirm your proxy(s) appointment.
- h. Click submit.
- i. Download or print the eProxy form acknowledgement.

4. If you wish to participate in the Meeting yourself, please do not submit any Form of Proxy for the Meeting. **You will not be allowed to participate in the Meeting together with a proxy appointed by you.**
5. If you have submitted your Form of Proxy prior to the Meeting and subsequently decide to participate in the Meeting yourself, please write in to [bsr.helpdesk@boardroomlimited.com](mailto:bsr.helpdesk@boardroomlimited.com) to revoke the appointment of your proxy(ies). Your proxy(ies) on revocation would not be allowed to participate in the Meeting. In such event, you should advise your proxy(ies) accordingly.

### (ii) For shareholders whose shares are traded on Singapore Exchange Securities Trading Limited, please refer to the instructions on the Voting Instruction Form.

# Administrative Details

IHH Healthcare Berhad (Company)  
Tenth Annual General Meeting (10<sup>th</sup> AGM or Meeting)

## E. Steps for Registration for Remote Participation and Electronic Voting

1. You will be able to view a live webcast of the Meeting proceedings, pose questions to the Board of Directors of the Company (Board), and submit your votes in real-time whilst the Meeting is in progress.
2. **For shareholders whose names appear in the Record of Depositors of Bursa Malaysia Securities Berhad**, kindly follow the steps below on how to request for a login ID and password to participate in the 10<sup>th</sup> AGM.
3. **For shareholders whose shares are traded on Singapore Exchange Securities Trading Limited**, please refer to the instructions on the Voting Instruction Form. The Login User Guide for participation, posing questions and voting at the 10<sup>th</sup> AGM will be emailed to you together with your remote access user ID and password once your registration has been approved. Kindly follow Step 3 below on how to participate in the 10<sup>th</sup> AGM remotely.

### Step 1 – Register Online with Boardroom Smart Investor Online Portal (for first time registration only)

*[Note: If you have already signed up with Boardroom Smart Investor Online Portal, you are not required to register again. You may proceed to Step 2 and submit request for Remote Participation user ID and password]*

- a. Access website <https://www.boardroomlimited.my/>
- b. Click <<Login>> and click <<Register>> to sign up as a user.
- c. Complete registration and upload softcopy of MyKad/Identification Card (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 (1) business day and an email notification will be provided.

### Step 2 – Submit Request for Remote Participation User ID and Password

*[Note: The registration for remote access will be opened on 22 May 2020 (Date of Notice of 10<sup>th</sup> AGM)]*

#### Individual Members

- Login to <https://www.boardroomlimited.my/> using your user ID and password above.
- Select “Hybrid/Virtual Meeting” from main menu and select the correct Corporate Event “**IHH 10<sup>th</sup> Virtual AGM**”.
- Enter your CDS Account.
- Read and agree to the Terms & Conditions and thereafter submit your request.

#### Corporate Shareholders

- Write in to [bsr.helpdesk@boardroomlimited.com](mailto:bsr.helpdesk@boardroomlimited.com) by providing the name of Member and CDS Account Number accompanied with the Certificate of Appointment of Corporate Representative or Form of Proxy to submit the request.
- Please provide a softcopy of the Corporate Representative’s MyKad/Identification Card (Front and Back) or Passport as well as his/her email address.

#### Authorised Nominee and Exempt Authorised Nominee

- Write in to [bsr.helpdesk@boardroomlimited.com](mailto:bsr.helpdesk@boardroomlimited.com) by providing the name of Member and CDS Account Number accompanied with the Form of Proxy to submit the request.
- Please provide a softcopy of the Proxy Holder’s MyKad/Identification Card (Front and Back) or Passport as well as his/her email address.

#### Thereafter:

- a. You will receive notification from Boardroom that your request has been received and is being verified.
- b. Upon system verification against the General Meeting Record of Depositories as at 16 June 2020, you will receive an email from Boardroom either approving or rejecting your registration for remote participation.
- c. If your registration is approved, you will also receive your remote access user ID and password in the same email from Boardroom.
- d. **Please note that the closing time to submit your request is at 2.00 p.m. on 21 June 2020 (48 hours before the commencement of the 10<sup>th</sup> AGM).**

### **Step 3 – Login to Virtual Meeting Portal**

*[Please note that the quality of the connectivity to the Virtual Meeting Portal for live webcast as well as for 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 Meeting Portal will be open for login one (1) hour before the commencement of the 10<sup>th</sup> AGM at 1.00 p.m. on 23 June 2020.
- b. Follow the steps provided in the email from Boardroom along with your remote access user ID and password to login to the Virtual Meeting Portal (Refer to Step 2(c) above).
- c. The steps will also guide you how to view live webcast, ask questions and vote.
- d. The live webcast will end and the Messaging window will be disabled once the Chairman announces the closure of the 10<sup>th</sup> AGM.
- e. Thereafter, you can logout from the Virtual Meeting Portal.

### **F. Procedure of the 10<sup>th</sup> AGM**

1. The Login User Guide for participation, posing questions and voting at the 10<sup>th</sup> AGM will be emailed to you together with your remote access user ID and password once your registration has been approved.
2. No recording or photography of the Meeting proceedings is allowed without the prior written permission of the Company.
3. You must ensure that you are connected to the internet at all times in order to participate and vote when the 10<sup>th</sup> AGM has commenced. Therefore, it is your responsibility to ensure that connectivity for the duration of the Meeting is maintained.

### **G. Participation through Live Webcast and Questions at the 10<sup>th</sup> AGM**

1. You will be able to view the Company's presentation or slides via the live webcast.
2. The Board will endeavour to respond to the questions submitted via the Messaging window which are related to the resolutions to be tabled at the 10<sup>th</sup> AGM, as well as the financial performance/prospects of the Company, to the extent where time permits. In the event the Board is unable to respond to your questions during the 10<sup>th</sup> AGM, you may email your questions to [info@ihhhealthcare.com](mailto:info@ihhhealthcare.com) after the Meeting.
3. Alternatively, you may also submit your questions in advance to [info@ihhhealthcare.com](mailto:info@ihhhealthcare.com) by 2.00 p.m. on 21 June 2020 (48 hours before the commencement of the 10<sup>th</sup> AGM) and the Board will endeavour to respond to the questions submitted during the 10<sup>th</sup> AGM.

# Administrative Details

IHH Healthcare Berhad (Company)  
Tenth Annual General Meeting (10<sup>th</sup> AGM or Meeting)

## H. Voting Procedure at the 10<sup>th</sup> AGM

1. The voting will be conducted by poll in accordance with Paragraph 8.29A of Main Market Listing Requirements of Bursa Malaysia Securities Berhad. The Company has appointed Boardroom as Poll Administrator to conduct the poll by way of electronic voting (e-Voting). The Company has also appointed Boardroom Corporate Services Sdn Bhd as scrutineers to verify the poll results.
2. At the Meeting, you will be provided a briefing on the e-Voting housekeeping rules.
3. For the purposes of the 10<sup>th</sup> AGM, e-Voting will be carried out via personal smart mobile phones, tablets or personal computer/laptops.
4. There are 3 methods for shareholders and proxies who wish to use their personal voting device to vote remotely. The methods are:
  - Download the free **Lumi AGM** app from Apple App Store or Google Play Store prior to the Meeting; OR
  - Use the QR Scanner Code provided to you in the email; OR
  - Go to the website with URL <https://web.lumiagm.com/>.
5. You may proceed to cast your votes on each of the proposed resolutions to be tabled at the 10<sup>th</sup> AGM as soon as the Chairman calls for the poll to be opened and until such time when the Chairman announces the closure of the poll. You are reminded to cast your votes before the poll is closed.
6. The Scrutineers will verify the poll result reports upon the closure of the poll by the Chairman. Thereafter, the Chairman will declare whether the resolutions put to vote were successfully carried or not.

## I. Vouchers or Gifts

1. No vouchers or gifts will be given to shareholders/proxies who participate in the 10<sup>th</sup> AGM.

## J. Enquiry

1. If you have any enquiry prior to the Meeting or if you wish to request for technical assistance to participate in the fully virtual Meeting, please contact Boardroom during office hours:

### Help Desk

Boardroom Share Registrars Sdn Bhd

Tel : +603 – 7890 4700 (helpdesk)

Fax : +603 – 7890 4670

Email : [BSR.Helpdesk@boardroomlimited.com](mailto:BSR.Helpdesk@boardroomlimited.com)