

# Proxy Form



Number of shares held	CDS account no.

\*I/We, \_\_\_\_\_ \*NRIC/\*Passport/\*Company No. \_\_\_\_\_  
(full name of Member in block letters) (compulsory)

of \_\_\_\_\_  
(full address of Member in block letters)

and telephone no. \_\_\_\_\_, being a member of Astro Malaysia Holdings Berhad ("Company"), hereby appoint the following person(s) as my/our proxy:

Full name of proxy in block letters	Handphone no. and email address	*NRIC/*Passport no.	No. of shares to be represented	Percentage
Proxy 1				
Proxy 2				
Total:				100%

or failing \*him/\*her, THE CHAIRMAN OF THE MEETING as \*my/\*our proxy/\*proxies to vote for \*me/\*us on \*my/\*our behalf at the **Eighth Annual General Meeting of the Company to be conducted on a fully virtual basis on Wednesday, 29 July 2020 at 2.00 p.m. from the broadcast venue at Studio 1, Ground Floor, All Asia Broadcast Centre, Technology Park Malaysia, Lebuhraya Puchong-Sungai Besi, Bukit Jalil 57000 Kuala Lumpur** and at any adjournment thereof.

\*I/\*We indicate with an "x" in the spaces below how \*I/\*we wish \*my/\*our vote to be cast:

No.	Ordinary Resolutions	For	Against	Abstain
1	Re-election of Datuk Yvonne Chia (Yau Ah Lan @ Fara Yvonne) as a Director of the Company			
2	Re-election of Renzo Christopher Viegas as a Director of the Company			
3	Re-election of Nik Rizal Kamil bin Nik Ibrahim Kamil as a Director of the Company			
4	Proposed Payment of Directors' Fees and Benefits for the period from 30 July 2020 until the next Annual General Meeting of the Company in 2021			
5	Re-appointment of Messrs PricewaterhouseCoopers PLT as Auditors of the Company			
6	Authority for Directors of the Company to Issue Ordinary Shares pursuant to Sections 75 and 76 of the Companies Act 2016			
7	Renewal of Authority for the Directors of the Company to Issue Ordinary Shares in relation to the Dividend Reinvestment Plan			
8	Proposed Establishment of a Long Term Incentive Plan			
9	Proposed Offer, Issuance, Allotment and/or Transfer of Ordinary Shares in the Company to the Group Chief Executive Officer of the Company pursuant to the Proposed Long Term Incentive Plan			
10	Proposed Shareholders' Mandate for Recurrent Related Party Transactions with Usaha Tegas Sdn Bhd and/or its affiliates			
11	Proposed Shareholders' Mandate for Recurrent Related Party Transactions with Maxis Berhad and/or its affiliates			
12	Proposed Shareholders' Mandate for Recurrent Related Party Transactions with MEASAT Global Berhad and/or its affiliates			
13	Proposed Shareholders' Mandate for Recurrent Related Party Transactions with Astro Holdings Sdn Bhd and/or its affiliates			
14	Proposed Shareholders' Mandate for Recurrent Related Party Transactions with Sun TV Network Limited and/or its affiliates			
15	Proposed Shareholders' Mandate for Recurrent Related Party Transactions with GS Home Shopping Inc. and/or its affiliates			
16	Proposed Shareholders' Mandate for Recurrent Related Party Transactions with SRG Asia Pacific Sdn Bhd and/or its affiliates			
17	Proposed Shareholders' Mandate for Recurrent Related Party Transactions with Ultimate Capital Sdn Bhd, Ultimate Technologies Sdn Bhd, Kotamar Holdings Sdn Bhd and/or Dato' Hussamuddin bin Haji Yaacub and/or their respective affiliates			

Subject to the abovestated voting instructions, \*my/\*our proxy may vote or abstain from voting on any resolutions as \*he/\*she/\*they may think fit.

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2020

Signed by hand (if Individual)/by Affixation of Common Seal (if Corporation)

#### NOTES ON PROXY

- (1) In accordance with Rule 106.5 of the Constitution, a Member entitled to attend and vote at a meeting of the Company is entitled to appoint one or more proxies to exercise all or any of his/her rights to attend, participate, speak and vote for him/her subject to the following provisions:
- (i) save as provided for Note (2) below, the Act and any applicable law, each Member shall not be permitted to appoint more than two proxies to attend the same meeting; and
  - (ii) where a Member appoints more than one proxy, the appointment shall be invalid unless he/she specifies the proportion of his/her holdings to be represented by each proxy.
- (2) For the avoidance of doubt and subject always to Note (1)(ii) above, the Act and any applicable law:
- (i) where a Member is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one securities account ("omnibus account"), there is no limit to the number of proxies which an exempt authorised nominee may appoint in respect of each omnibus account it holds; and
  - (ii) where a Member is an authorised nominee, he/she may appoint at least one proxy in respect of each securities account it holds to which ordinary shares in the Company are credited. Each appointment of proxy by an authorised nominee may be made separately or in one instrument of proxy and should specify the securities account number and the name of the beneficial owner for whom the authorised nominee is acting.
- (3) There shall be no restriction as to the qualification of the proxy. Hence, a proxy may but need not be a Member.
- (4) The instrument appointing a proxy ("Proxy Form") may be deposited with Boardroom Share Registrars Sdn Bhd ("Boardroom") in the following manner:
- (i) by electronic means through the Boardroom Smart Investor Portal at <https://boardroomlimited.my> by logging in and selecting "E-PROXY LODGEMENT"; or
  - (ii) by hand or post to 11<sup>th</sup> Floor, Menara Symphony, No. 5 Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor, to the extent that it is permissible to do so under any relevant movement control orders issued under the Prevention and Control of Infectious Diseases Act 1988.

**The Proxy Form must be received by Boardroom, no later than Tuesday, 28 July 2020 at 2.00 p.m.** The Company reserves the right to reject incomplete forms.

- (5) If you choose to deposit the Proxy Form by hand or post, the Proxy Form shall:
- (i) in the case of an individual, be signed by the appointor or by his/her attorney; and
  - (ii) in the case of a corporation, be either affixed with its Common Seal or signed by its attorney or an officer on behalf of the corporation.
- (6) If the Proxy Form is returned without an indication as to how the proxy shall vote on any particular resolution, the proxy may exercise his discretion as to whether to vote on such matter and if so, how.
- (7) A proxy appointed to attend and vote at the meeting shall have the same rights as a Member to attend, participate, speak and vote at the meeting.
- (8) The lodging of a completed Proxy Form does not preclude a Member from participating and voting should the Member subsequently decide to do so. Should you subsequently decide to participate the AGM, you are requested to revoke your earlier appointment of proxy by notifying Boardroom in writing, no later than Tuesday, 28 July 2020 at 2.00 p.m..

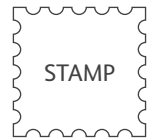
#### MEMBERS ENTITLED TO ATTEND THE VIRTUAL AGM

**For the purpose of determining a Member who is entitled to attend the virtual AGM, the Company will request Bursa Malaysia Depository Sdn Bhd, in accordance with Rule 89.1(b) of the Constitution and Section 34(1) of the Securities Industry (Central Depositories) Act 1991, to issue a Record of Depositors ("ROD") as at 22 July 2020. Only a depositor whose name appears on the ROD as at 22 July 2020 shall be entitled to attend the meeting or appoint a proxy(ies) to attend and/or vote on his/her behalf.**

#### PERSONAL DATA PRIVACY

By submitting the information in this form, you consent to Astro Malaysia Holdings Berhad (201101004392 (932533-V)) processing your personal data in the manner stipulated in the Privacy Notice for Shareholders set out in <https://www.astro.com.my/privacy-notice-shareholders> and warrant that consent of the proxy(ies) and/or representative(s) whose personal data you have provided has also been obtained accordingly and that they have been informed of the privacy notice.

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**Boardroom Share Registrars Sdn Bhd  
11<sup>th</sup> Floor, Menara Symphony  
No. 5, Jalan Prof. Khoo Kay Kim  
Seksyen 13, 46200 Petaling Jaya  
Selangor Darul Ehsan  
Malaysia**

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