



ALLIANCE BANK

Alliance Bank Malaysia Berhad 198201008390 (88103-W)

NOTICE OF 41ST ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the 41st Annual General Meeting (“AGM”) of Alliance Bank Malaysia Berhad (“the Bank”) will be held as a virtual meeting through live streaming and online remote voting from the broadcast venue at the Junior Ballroom, Level 2, InterContinental Kuala Lumpur, 168, Jalan Ampang, 50450 Kuala Lumpur on Wednesday, 26 July 2023 at 10.00 a.m. to transact the following businesses:

AGENDA

As Ordinary Business

1. To receive the Audited Financial Statements for the financial year ended 31 March 2023 together with the Reports of the Directors and Auditors thereon.
2. To re-elect the following Directors who retire by rotation pursuant to Article 87 of the Bank’s Constitution:
 - (i) Mr. Lee Boon Huat **Ordinary Resolution 1**
 - (ii) Mr. Lum Piew **Ordinary Resolution 2**
 - (iii) Mr. Tan Chian Khong **Ordinary Resolution 3**
3. To re-elect Puan Mazidah binti Abdul Malik who retires pursuant to Article 93 of the Bank’s Constitution. **Ordinary Resolution 4**
4. To approve the payment of Directors’ fees and Board Committees’ fees to the Non-Executive Directors for the period from the 41st AGM until the next AGM of the Bank. **Ordinary Resolution 5**
5. To approve the payment of Directors’ benefits (other than Directors’ fees and Board Committees’ fees) to the Non-Executive Directors of up to RM1,800,000 for the period from the 41st AGM until the next AGM of the Bank. **Ordinary Resolution 6**
6. To re-appoint PricewaterhouseCoopers PLT as Auditors of the Bank and to authorise the Directors to fix their remuneration. **Ordinary Resolution 7**
7. To transact any other business for which due notice shall have been given in accordance with the Bank’s Constitution and/or the Companies Act 2016.

BY ORDER OF THE BOARD

LEE WEI YEN

MAICSA 7001798 (SSM PC No. 202008002080)

Group Company Secretary

Kuala Lumpur
26 June 2023

NOTICE OF 41ST ANNUAL GENERAL MEETING

Notes:

1. Virtual AGM

- 1.1 The 41st AGM of the Bank will be conducted on a virtual basis through live streaming and online remote voting via the Remote Participation and Voting (“RPV”) facilities **via Vote2U at <https://alliancebank.vote2u.app/>**. Please follow the procedures provided in the **Administrative Details** for the 41st AGM to register, participate and vote remotely via the RPV facilities.
- 1.2 The broadcast venue of the 41st AGM is strictly for the purpose of complying with Section 327(2) of the Companies Act 2016 and Article 66 of the Bank’s Constitution which require the Chairman of the meeting to be present at the main venue of the meeting. **No shareholders and proxies from the public shall be physically present at the broadcast venue.**

2. Proxy

- 2.1 A Member entitled to attend, participate, speak and vote at the meeting is entitled to appoint a proxy or proxies to attend, participate, speak and vote in his/her stead. A proxy may but need not be a member of the Bank.
- 2.2 Where a Member is an Exempt Authorised Nominee that holds ordinary shares in the Bank for multiple beneficial owners in one securities account (“omnibus account”), there is no limit to the number of proxies that the Exempt Authorised Nominee may appoint in respect of each omnibus account it holds.
- 2.3 A Member other than an Exempt Authorised Nominee shall be entitled to appoint not more than two (2) proxies to attend, participate, speak and vote at the same meeting.
- 2.4 Where a Member appoints more than one (1) proxy, the appointment shall be invalid unless he/she specifies the proportions of his/her shareholdings to be represented by each proxy.
- 2.5 If the appointer is a corporation, the Form of Proxy must be executed under its common seal or under the hand of an officer or attorney duly authorised.
- 2.6 To be valid, the duly completed Form of Proxy and the 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 at the office of our Share Registrar, ShareWorks Sdn Bhd at No. 2-1, Jalan Sri Hartamas 8, Sri Hartamas, 50480 Kuala Lumpur or lodged electronically at <https://alliancebank.vote2u.app/> (applicable to individual Members only) not less than forty-eight (48) hours before the time set for holding the meeting. Please follow the procedures provided in the Administrative Details of the 41st AGM in order to deposit the Proxy form electronically.
- 2.7 By submitting the duly executed Form of Proxy, the member and his/her proxy(ies) consent to the Bank (and/or its agents/service providers) collecting, using and disclosing the personal data therein in accordance with the Personal Data Protection Act 2010 for the purposes of the 41st AGM and any adjournment thereof.
- 2.8 A Member whose name appears on the Record of Depositors as at 17 July 2023 shall be regarded as a member entitled to attend, participate, speak and vote at the meeting or appoint a proxy or proxies to attend, participate, speak and vote in his/her stead.

3. Voting by Poll

Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in the Notice of the 41st AGM of the Bank shall be put to the vote by way of a poll.

4. Audited Financial Statements for the financial year ended 31 March 2023

This Agenda item is laid before the 41st AGM pursuant to Section 340(1)(a) of the Companies Act 2016, and does not require a formal approval of the shareholders. As such, it is meant for discussion only and will not be put forward for voting.

NOTICE OF 41ST ANNUAL GENERAL MEETING

5. Ordinary Resolutions 1, 2, 3 and 4 – Re-election of Directors

Shareholders' approval is sought for the re-election of the following Directors:

- (a) Mr. Lee Boon Huat (Ordinary Resolution 1)
- (b) Mr. Lum Piew (Ordinary Resolution 2)
- (c) Mr. Tan Chian Khong (Ordinary Resolution 3)
- (d) Puan Mazidah binti Abdul Malik (Ordinary Resolution 4)

Mr. Lee Boon Huat, Mr. Lum Piew and Mr. Tan Chian Khong retire pursuant to Article 87 of the Bank's Constitution and being eligible have offered themselves for re-election at the 41st AGM.

The Group Nomination and Remuneration Committee, having reviewed the performance and contribution of Mr. Lee Boon Huat, Mr. Lum Piew and Mr. Tan Chian Khong respectively, was satisfied that each of them has performed and contributed to the effectiveness of the Board as a whole.

Puan Mazidah binti Abdul Malik, who was appointed as an Independent Director of the Bank on 30 May 2023, retires pursuant to Article 93 of the Bank's Constitution and being eligible, has offered herself for re-election.

The Board recommends shareholders to vote in favour of the re-election of Mr. Lee Boon Huat, Mr. Lum Piew, Mr. Tan Chian Khong and Puan Mazidah binti Abdul Malik respectively.

The profiles of Directors seeking re-election are set out in the Statement Accompanying the Notice of 41st AGM.

6. Ordinary Resolutions 5 & 6 – Directors' Remuneration

(i) Ordinary Resolution 5 – Payment of Directors' fees and Board Committees' fees to Non-Executive Directors for the period from the 41st AGM until the next AGM of the Bank

Shareholders' approval is sought for the proposed payment of Directors' fees and Board Committees' fees to Non-Executive Directors for the period from the 41st AGM until the next AGM of the Bank based on the current fee structure below. If Ordinary Resolution 5 is passed at the 41st AGM, the payment of Directors' fees and Board Committees' fees will be paid to the Non-Executive Directors on a quarterly basis after they have rendered their services to the Bank throughout the relevant period.

| | |
|--------------------------------------|-----------|
| <u>Annual Directors' Fees</u> | |
| - Non-Executive Chairman | RM320,000 |
| - Non-Executive Director | RM150,000 |
| <u>Annual Board Committees' Fees</u> | |
| - Chairman | RM50,000 |
| - Member | RM35,000 |

(ii) Ordinary Resolution 6 – Payment of Directors' benefits (other than Directors' fees and Board Committees' fees) to Non-Executive Directors up to RM1,800,000 for the period from the 41st AGM until the next AGM of the Bank

The Non-Executive Directors' benefits (other than Directors' fees and Board Committees' fees) comprise sitting allowances and other benefits, as set out below:

- (a) Sitting allowance – RM2,500 per meeting
- (b) Any Non-Executive Director, including the Board Chairman, who retires from the Board upon completion of his/her term of service will be granted a retirement farewell gift of his/her choice for a value of up to RM10,000.
- (c) Other benefits include company car and driver allowance (for Chairman only), insurance coverage and other claimable benefits.

The total amount of Directors' benefits (other than Directors' fees and Board Committees' fees) payable to the Non-Executive Directors is estimated based on various factors, including the estimated frequency of meetings for the Board and Board Committees during the period.

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7. Ordinary Resolution 7 – Re-appointment of Auditors

The Group Audit Committee (“Group AC”) had, at its meeting held on 25 April 2023 assessed the performance and quality of audit services provided by PricewaterhouseCoopers PLT (“PwC”) as well as its independence and objectivity taking into account Management’s assessment on the criteria as prescribed by Bank Negara Malaysia (“BNM”) in its Policy Document on External Auditor and was satisfied that PwC had met all the relevant criteria.

Having satisfied itself with PwC’s performance and fulfilment of criteria as set out in BNM’s Policy Document on External Auditors, the Group AC had recommended the re-appointment of PwC as the External Auditors of the Bank.

The Board had, at its meeting held on 27 April 2023 approved the re-appointment of PwC as External Auditors of the Bank as recommended by the Group AC for shareholders’ approval at the 41st AGM of the Bank.

Shareholders’ approval is also sought under Ordinary Resolution 7 to authorise the Directors to fix the External Auditors’ remuneration.

STATEMENT ACCOMPANYING NOTICE OF 41ST ANNUAL GENERAL MEETING

(PURSUANT TO PARAGRAPH 8.27(2) OF BURSA MALAYSIA SECURITIES BERHAD MAIN MARKET LISTING REQUIREMENTS)

- (i) No individual is seeking election as a Director at the 41st AGM of the Bank.
- (ii) The profiles of the Directors who are standing for re-election at the 41st AGM are set out below:

(a) Mr. Lee Boon Huat

Senior Independent Director
Chairman of the Group Risk Management Committee
Member of the Executive Committee
Singaporean/Male/Aged 65

Date of Appointment to the Board:

7 April 2015

Qualification:

- Bachelor of Business (Accounting), Western Australia Institute of Technology, Australia

Mr. Lee Boon Huat has extensive experience in the financial services industry. He has served with the Monetary Authority of Singapore, Hong Kong and Shanghai Banking Corporation, Canadian Imperial Bank of Commerce and Chemical Bank. He held several posts at Standard Chartered Bank including Head of Global Markets (South East Asia), Head of Global Markets (Middle East), and Chief Operating Officer (South East Asia) from 1998 to 2012.

Mr. Lee serves as a Director of Technological and Commercial Joint-stock Bank (listed on the Ho Chi Minh City Stock Exchange) and ordinary member of Singapore Institute of Directors.

(b) Mr. Lum Piew

Independent Director
Member of the Group Risk Management Committee
Member of the Group Information Technology Committee
Malaysian/Male/Aged 54

Date of Appointment to the Board:

1 July 2020

Qualification:

- Bachelor of Science (Computer and Information Sciences), The National University of Singapore, Singapore

Mr. Lum Piew has over 32 years of experience in the consulting and technology industry. He began his career as a consultant at Andersen Consulting (renamed to Accenture in 2001) in 1992. By 2004,

he had risen through the ranks to become Managing Director in the Communications, Media and Technology Industry Group. His experience covers management consulting, system integration, outsourcing, and digital transformation serving clients across telecommunications, media and internet companies. He held the position until his retirement in 2016.

Mr. Lum is a Non-Independent Non-Executive Director of Clouaron Group Berhad which is listed on Bursa Malaysia.

(c) Mr. Tan Chian Khong

Independent Director
Chairman of the Group Audit Committee
Member of the Executive Committee
Singaporean/Male/Aged 67

Date of Appointment to the Board:

26 September 2017

Qualification:

- Bachelor of Accountancy, National University of Singapore
- Master of Business Administration, University of South Australia
- Master of International Environmental Management, University of Adelaide, Australia
- Member of the American Institute of Certified Public Accountants
- Fellow of the Institute of Singapore Chartered Accountants and of CPA Australia

Mr. Tan Chian Khong has 35 years of experience in the audit industry. He was a partner at Ernst & Young LLP from July 1996 till his retirement in June 2016.

Mr. Tan serves as an Independent Director in four (4) companies listed on the Singapore Exchange namely, Banyan Tree Holdings Ltd, CSE Global Limited, Hong Leong Asia Ltd and The Straits Trading Company Ltd.

He is a Board member of SMRT Corporation Ltd and the Gambling Authority of Singapore, a statutory board in Singapore. He is a member of Rules Change Panel of Energy Market Company Pte Ltd, and volunteers as the Honorary Executive Director of Trailblazer Foundation Ltd and as Honorary Treasurer of Methodist Welfare Services.

STATEMENT ACCOMPANYING NOTICE OF 41ST ANNUAL GENERAL MEETING

(PURSUANT TO PARAGRAPH 8.27(2) OF BURSA MALAYSIA SECURITIES BERHAD MAIN MARKET LISTING REQUIREMENTS)

(d) Puan Mazidah binti Abdul Malik

Independent Director

Member of the Group Risk Management Committee

Malaysian/Female/Aged 64

Date of Appointment to the Board:

30 May 2023

Qualification:

- Bachelor in Business Administration, Ohio University, USA
- Master of Law Executive (Banking Law), International Islamic University, Malaysia
- Certificate in Islamic Financial Planning, Islamic Banking and Finance Institute, Malaysia

Puan Mazidah binti Abdul Malik has over 30 years' experience working with Bank Negara Malaysia. She has held various positions in Bank Negara Malaysia in the areas of money market and liquidity management, foreign exchange reserves management, international relations, risk management, communications and central bank technical assistance, focusing on banking supervision and regulation, financial inclusion and Islamic Finance.

In 1994, she was appointed as the Representative Office in New York with a portfolio of managing US dollar reserves and establishing close contacts with the Federal Reserves Bank of New York and other central banks.

In 2001, she was assigned to Labuan Offshore Financial Services Authority (LOFSA) as Director, Corporate Affairs with the responsibility of promoting Labuan locally and internationally as a choice offshore jurisdiction. In 2006, Puan Mazidah was also part of the pioneer central bank team serving International Centre for Education in Islamic Finance (INCEIF) to undertake business development functions and promote INCEIF, specifically to Middle Eastern countries.

Puan Mazidah serves as an Independent Director of Alliance Investment Bank Berhad and Prudential BSN Takaful Berhad and Senior Independent Director of OSK Ventures International Berhad which is listed on Bursa Malaysia.

The retiring Directors do not have any conflicts of interest or any family relationship with any other Directors and/or major shareholders of the Bank, and that they have not been convicted of any offence within the past five (5) years nor have they been imposed of any public sanction or penalty by any relevant regulatory bodies.