

METROD HOLDINGS BERHAD
201001032606 (916531-A)
(Incorporated in Malaysia)

PROXY FORM

No. of shares held	CDS Account No.

*I/We _____ NRIC/Passport/Company No. _____ Tel/Hp No. _____ of _____ being member(s) of Metrod Holdings Berhad, hereby appoint:

Full Name (<i>in Block and as per NRIC/Passport</i>)	NRIC/Passport No.	Proportion of Shareholdings	
		No. of Shares	%
Address			

and/or* (*delete as appropriate)

Full Name (<i>in Block and as per NRIC/Passport</i>)	NRIC/Passport No.	Proportion of Shareholdings	
		No. of Shares	%
Address			

or failing him/her, the Chairman of the Meeting as *my/our proxy/proxies to attend and vote for *me/us and on *my/our behalf at the Ninth Annual General Meeting of the Company to be on a fully virtual basis at the Broadcast Venue: **Tricor Business Centre, Manuka 2 & 3 Meeting Room, Unit 29-01, Level 29, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur on Wednesday, 26 August 2020 at 2.00 p.m.** and at any adjournment thereof, and to vote as indicated below:

	RESOLUTIONS	FOR	AGAINST
Ordinary Resolution 1	Payment of the Final Dividend		
Ordinary Resolution 2	Approval of Directors' fees for the financial year ended 31 December 2019		
Ordinary Resolution 3	Approval of Directors' fees for the period from the Ninth Annual General Meeting up to the date of the next annual general meeting		
Ordinary Resolution 4	Re-election of Y.Bhg. Datuk Abu Hassan Kendut as Director		
Ordinary Resolution 5	Re-election of Rajan Mittal as Director		
Ordinary Resolution 6	Re-appointment of Messrs PricewaterhouseCoopers PLT as Auditors		
Ordinary Resolution 7	Authority to Issue and Allot Shares pursuant to Sections 75 and 76 of the Companies Act 2016		
Ordinary Resolution 8	Proposed Renewal of the Existing Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature		

[Please indicate with an "X" in the spaces provided on how you wish your votes to be cast for or against the resolutions. In the absence of specific directions, your proxy will vote or abstain as he/she thinks fit.]

Dated this _____ day of _____ 2020 Contact Number: _____

.....
 Signature/Common Seal of Shareholder

**Delete if not applicable*

Notes:

1. As part of the initiatives to curb the spread of Covid-19, the Ninth Annual General Meeting (“9th AGM”) of the Company will be conducted on a fully virtual basis by way of live streaming and online remote voting via Remote Participation and Voting (“RPV”) facilities available on **Tricor Investor & Issuing House Services Sdn. Bhd.’s TIIH Online website** at <https://tiih.online>. Please follow the procedures provided in the ‘Administrative Details’ section of the 9th AGM in order to register, participate and vote remotely via the RPV facilities.
2. The broadcast venue of the 9th AGM is strictly for the purpose of complying with Section 327(2) of the Act and Clause 52(3) of the Company’s Constitution which stipulate that the Chairman shall be at the main venue. Member(s)/proxy(ies)/corporate representative(s) **WILL NOT BE ALLOWED** to attend the 9th AGM in person at the broadcast venue on the day of the meeting.
3. Members are to attend, speak (including posing questions to the Board via real time submission of typed texts) and vote (collectively, “participate”) remotely at the 9th AGM via the Remote Participation and Voting facilities (“RPV”) provided by Tricor Investor & Issuing House Services Sdn. Bhd. (“Tricor”) via its **TIIH Online** website at <https://tiih.online>. Please follow the Procedures for RPV provided in the Administrative Details of the 9th AGM and read the notes below in order to participate remotely via RPV.
4. Members may submit questions to the Board of Directors prior to the 9th AGM via Tricor’s **TIIH Online** website at <https://tiih.online> by selecting “e-Services” to login, pose questions and submit electronically no later than **Monday, 24 August 2020 at 2.00 p.m.** or to use the query box to transmit questions to the Chairman/Board via RPV during live streaming.
5. A member entitled to attend and vote at this General Meeting is entitled to appoint a proxy or attorney or in the case of a corporation, to appoint a duly authorised representative to attend, participate, speak and vote in his place. A proxy may but need not be a member of the Company. There shall be no restriction as to the qualification of the proxy. A proxy appointed to attend and vote at the Meeting shall have the same rights as the member to speak at the Meeting.
6. A member of the Company who is entitled to attend and vote at a General Meeting of the Company may appoint not more than two (2) proxies to attend, participate, speak and vote instead of the member at the General Meeting.
7. If two (2) proxies are appointed, the entitlement of those proxies to vote on a show of hands shall be in accordance with the listing requirements of the stock exchange.
8. Where a member of the Company is an authorised nominee as defined in the Central Depositories Act, it may appoint not more than two (2) proxies in respect of each securities account it holds in ordinary shares of the Company standing to the credit of the said securities account.
9. Where a member of the Company 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 the exempt authorised nominee may appoint in respect of each omnibus account it holds. An exempt authorised nominee refers to an authorised nominee defined under the Securities Industry (Central Depositories) Act 1991 (“Central Depositories Act”) which is exempted from compliance with the provisions of Section 25A(1) of the Central Depositories Act.
10. Where a member appoints more than one (1) proxy, the proportion of shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies.
11. A member who has appointed a proxy or attorney or authorised representative to attend, participate, speak and vote at this 9th AGM via RPV must request his/her proxy to register himself/herself for RPV at **TIIH Online** website at <https://tiih.online>. Please follow the Procedures for RPV in the Administrative Details of the 9th AGM.
12. The appointment of a proxy may be made in a hardcopy form or by electronic means in the following manner and must be received by the Company not less than forty-eight (48) hours before the time appointed for holding the General Meeting or adjourned General Meeting at which the person named in the appointment proposes to vote:

(i) In hard copy form

In the case of an appointment made in hard copy form, this proxy form must be deposited at the Share Registrar of the Company, Tricor Investor & Issuing House Services Sdn Bhd at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur or alternatively, the Customer Services Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur.

(ii) By electronic form

The form of proxy can be electronically lodged via **TIIH Online** website at <https://tiih.online> (applicable to individual members only). Kindly refer to the Administrative Details of the 9th AGM on the procedures for electronic lodgement of form of proxy via TIIH Online.

13. Any authority pursuant to which such an appointment is made by a power of attorney must be deposited at the Share Registrar of the Company, Tricor Investor & Issuing House Services Sdn Bhd at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur or alternatively, the Customer Services Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur not less than forty-eight (48) hours before the time appointed for holding the General Meeting or adjourned General Meeting at which the person named in the appointment proposes to vote. A copy of the power of attorney may be accepted provided that it is certified notarially and/or in accordance with the applicable legal requirements in the relevant jurisdiction in which it is executed.
14. A corporate member who has appointed a representative, please deposit the **original or duly certified** certificate of appointment with the Share Registrar of the Company, Tricor Investor & Issuing House Services Sdn Bhd at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur or alternatively, the Customer Services Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur. The certificate of appointment should be executed in the following manner:
- (i) If the corporate member has a common seal, the certificate of appointment should be executed under seal in accordance to the Section 66(2) of the Companies Act 2016.
 - (ii) If the corporate member does not have a common seal, the certificate of appointment should be affixed with the rubber stamp of the corporate member (if any) and executed by:
 - (a) at least two (2) authorised officers, of whom one shall be a director; or
 - (b) any director and/or authorised officers in accordance with the laws of the country under which the corporate member is incorporated.
15. Please ensure ALL the particulars as required in this proxy form are completed, signed and dated accordingly.
16. Last date and time for lodging this proxy form is **Monday, 24 August 2020 at 2.00 p.m.**
17. For the purpose of determining who shall be entitled to participate in this AGM via RPV, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd to make available to the Company, the **Record of Depositors as at 17 August 2020**. Only a member whose name appears on this Record of Depositors shall be entitled to participate in this 9th AGM via RPV.