

# GENERAL MEETINGS: Notice of Meeting

## MALAYSIAN BULK CARRIERS BERHAD

Type of Meeting	General
Indicator	Notice of Meeting
Description	Notice of 32nd Annual General Meeting dated 16 April 2021
Date of Meeting	17 May 2021
Time	10:00 AM

Venue(s)	Broadcast Venue : Level 12, Menara Symphony No. 5, Jalan Prof. Khoo Kay Kim Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan Malaysia
Date of General Meeting Record of Depositors	07 May 2021

## Resolutions

### 1. For Information

Description	To receive the Audited Financial Statements for the financial year ended 31 December 2020 and the reports of the Directors and the Auditors thereon.
Shareholder's Action	For Information Only

### 2. Ordinary Resolution 1

Description	To re-elect Mr Lim Soon Huat who is retiring pursuant to Article 121 of the Company's Constitution.
Shareholder's Action	For Voting

### 3. Ordinary Resolution 2

Description	To re-elect Dato' Mohd Zafer Bin Mohd Hashim who is retiring pursuant to Article 121 of the Company's Constitution.
Shareholder's Action	For Voting

### 4. Ordinary Resolution 3

Description	To re-elect Madam Elsie Kok Yin Mei who is retiring pursuant to Article 128 of the Company's Constitution.
Shareholder's Action	For Voting

### 5. Ordinary Resolution 4

Description	To re-elect Mr Tho Leong Chye who is retiring pursuant to Article 128 of the Company's Constitution.
Shareholder's Action	For Voting

## 6. Ordinary Resolution 5

Description	To re-appoint Messrs Ernst & Young PLT as Auditors of the Company and to authorise the Directors to fix their remuneration.
Shareholder's Action	For Voting

## 7. Ordinary Resolution 6

Description	To approve payment of Directors' fees of RM581,543 for the financial year ended 31 December 2020.
Shareholder's Action	For Voting

## 8. Ordinary Resolution 7

Description	To approve payment of meeting allowances to the Directors up to an amount of RM104,000 for the period from 1 July 2021 to 30 June 2022.
Shareholder's Action	For Voting

## 9. Ordinary Resolution 8

Description	To authorise the issue of shares pursuant to Sections 75 and 76 of the Companies Act 2016.
Shareholder's Action	For Voting

## 10. Ordinary Resolution 9

Description	Renewal of and Additional Shareholders Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature.
Shareholder's Action	For Voting

## 11. Ordinary Resolution 10

Description	Retention of Mr Tay Beng Chai as Independent Non-Executive Director.
Shareholder's Action	For Voting

Please refer attachment below.

### Attachments



[Notice of AGM and Admin Guide and Proxy Form.pdf](#)  
1.6 MB

### Announcement Info

Company Name	MALAYSIAN BULK CARRIERS BERHAD
Stock Name	MAYBULK
Date Announced	15 Apr 2021

<b>Category</b>	General Meeting
<b>Reference Number</b>	GMA-14042021-00012
<b>Corporate Action ID</b>	MY210414MEET0011



## MALAYSIAN BULK CARRIERS BERHAD

Registration No. 198801008597 (175953-W)

### NOTICE OF ANNUAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN THAT** the Thirty-Second Annual General Meeting (“32nd AGM”) of Malaysian Bulk Carriers Berhad (“MBC” or “the Company”) will be conducted on a fully virtual basis through live streaming from the broadcast venue at Level 12, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia on Monday, 17 May 2021 at 10.00 a.m. (Malaysia time) for the following purposes:

#### AS ORDINARY BUSINESS

- |  |   |
|--|---|
| (1) To receive the Audited Financial Statements for the financial year ended 31 December 2020 and the reports of the Directors and the Auditors thereon. | <b>Please refer to Explanatory Note 1</b> |
| (2) To re-elect the following Directors who are retiring pursuant to Article 121 of the Company’s Constitution:  |   |
| (a) Lim Soon Huat  | <b>Resolution 1</b>                       |
| (b) Dato’ Mohd Zafer Bin Mohd Hashim   | <b>Resolution 2</b>                       |
| (3) To re-elect the following Directors who are retiring pursuant to Article 128 of the Company’s Constitution:  |   |
| (a) Elsie Kok Yin Mei  | <b>Resolution 3</b>                       |
| (b) Tho Leong Chye   | <b>Resolution 4</b>                       |
| (4) To re-appoint Messrs Ernst & Young PLT as Auditors of the Company and to authorise the Directors to fix their remuneration.                          | <b>Resolution 5</b>                       |
| (5) To approve payment of Directors’ fees of RM581,543 for the financial year ended 31 December 2020.  | <b>Resolution 6</b>                       |
| (6) To approve payment of meeting allowances to the Directors up to an amount of RM104,000 for the period from 1 July 2021 to 30 June 2022.              | <b>Resolution 7</b>                       |

#### AS SPECIAL BUSINESS

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

- (7) **Ordinary Resolution**  
To authorise the issue of shares pursuant to Sections 75 and 76 of the Companies Act 2016

“**THAT** pursuant to Sections 75 and 76 of the Companies Act 2016, the Directors be and are hereby authorised to allot and issue shares in the Company from time to time until the conclusion of the next Annual General Meeting (“AGM”) and upon such terms and conditions and for such purposes as the Directors may in their absolute discretion deem fit provided that the aggregate number of shares to be issued pursuant to this resolution does not exceed ten percent (10%) of the total number of issued shares of the Company for the time being, subject always to the approval of all relevant regulatory authorities, if required, being obtained for such allotment and issue.

**AND THAT** the Directors be and are hereby authorised to do all such acts and things (including executing any relevant documents) as they may consider expedient or necessary to complete and give effect to the aforesaid authority.”

**Resolution 8**

(8) **Ordinary Resolution**

Renewal of and Additional Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature

"**THAT** pursuant to Paragraph 10.09 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, the Company and its subsidiaries ("MBC Group") be and are hereby authorised to enter into the recurrent related party transactions as set out in the Circular to Shareholders dated 16 April 2021, which are necessary for MBC Group's day-to-day operations in the ordinary course of business on terms not more favourable to the related parties than those generally available to the public and are not detrimental to the minority shareholders.

**AND THAT** such approval shall continue to be in force until:

- (a) the conclusion of the next AGM of the Company;
- (b) the expiration of the period within which the next AGM is required to be held pursuant to Section 340(2) of the Companies Act 2016 (but shall not extend to such extension as may be allowed pursuant to Section 340(4) of the Companies Act 2016); or
- (c) revoked or varied by resolution passed by the shareholders in a general meeting,

whichever is the earlier.

**AND THAT** the breakdown of the aggregate value of the recurrent related party transactions based on the type of recurrent transaction made and the names of the related parties involved in each type of the recurrent related party transaction made and their relationship with MBC Group, shall be disclosed in the Annual Report of the Company as may be required by the governing authority.

**AND FURTHER THAT** the Directors be and are hereby authorised to do all such acts and things (including executing any relevant documents) in the interest of the Company, as they may consider expedient or necessary to complete and give effect to the aforesaid mandate."

**Resolution 9**

(9) **Ordinary Resolution**

Retention of Independent Non-Executive Director

"**THAT** approval be and is hereby given to retain Mr Tay Beng Chai, who has served as Independent Non-Executive Director of the Company for more than twelve (12) years, to continue to serve as Independent Non-Executive Director of the Company until the conclusion of the next AGM."

**Resolution 10**

- (10) To transact any other business.

**BY ORDER OF THE BOARD**

Tai Yit Chan (MAICSA 7009143)(SSM PC No.: 202008001023)  
Tan Ai Ning (MAICSA 7015852)(SSM PC No.: 202008000067)  
Company Secretaries

16 April 2021  
Kuala Lumpur

**Notes:**

1. The 32nd AGM of the Company will be conducted on a fully virtual basis through live streaming and online remote voting using Remote Participation and Electronic Voting (“RPEV”) facilities which are available on the online portal of Boardroom Share Registrars Sdn. Bhd. at <https://web.lumiagm.com>. Please refer to the **Administrative Guide for Shareholders for the 32nd AGM** on the procedures to register, participate and vote remotely via the RPEV facilities.
2. For the purpose of complying with Section 327(2) of the Companies Act 2016, the Chairman of the meeting is required to be present at the main venue of the AGM. Members/Proxies/Corporate Representatives will not be allowed to attend this AGM in person at the broadcast venue on the day of the AGM.
3. Pursuant to Paragraph 8.29(A) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions at the forthcoming AGM shall be put by way of poll.
4. A member of the Company entitled to attend and vote at the AGM is entitled to appoint not more than two (2) proxies to attend and vote instead of him/her. Where a member appoints two (2) proxies to attend the same meeting, the member shall specify the proportion of his/her shareholdings to be represented by each proxy. A proxy may but need not be a member of the Company.
5. Where a member is an authorised nominee, it may appoint at least one proxy in respect of each securities account it holds with ordinary shares of the Company standing to the credit of the said securities account.
6. Where a member is an exempt authorised nominee which holds 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.
7. The instrument appointing a proxy shall be in writing under the hand of the appointor or his/her attorney duly authorised in writing or, if the appointor is a corporation, either under seal or under the hand of an officer or attorney duly authorised.
8. The instrument appointing a proxy and the power of attorney or other authority, shall be deposited at the office of Poll Administrator, Boardroom Share Registrars Sdn. Bhd. at Ground Floor or 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia; or at its website at <https://boardroomlimited.my> (“eProxy Lodgement”); not less than 48 hours before the time for holding the AGM or any adjournment thereof. For further information on electronic submission of Proxy Forms, please refer to the procedures in the **Administrative Guide for Shareholders for the 32nd AGM**.
9. Only depositors whose names appear in the Record of Depositors as at 7 May 2021 (General Meeting Record of Depositors) shall be regarded as members of the Company and entitled to attend, speak and vote at the 32nd AGM.

## **EXPLANATORY NOTES ON ORDINARY BUSINESS**

### **1. To receive the Audited Financial Statements**

*Agenda item no. 1 is meant for discussion only as the provision of Section 340(1)(a) of the Companies Act 2016 does not require shareholders' approval. Hence, this agenda item will not be put forward for voting.*

## **EXPLANATORY NOTES ON SPECIAL BUSINESS**

### **1. To authorise the Issue of Shares Pursuant to Sections 75 and 76 of the Companies Act 2016**

*The Company is continually looking for opportunities to broaden the operating base and earnings potential of the Company. This may require the issue of new shares not exceeding ten percent (10%) of the total number of issued shares of the Company for the time being.*

*The proposed Resolution 8 would enable the Directors to avoid delay and cost of convening further general meetings to approve the issue of such shares for such purposes. This authority, unless revoked or varied by the Company at a general meeting, will expire at the conclusion of the next AGM of the Company. The renewal of this mandate will provide flexibility to the Company for any potential fund raising activities, including but not limited to placement of shares, for purpose of funding future investments, working capital and/or any acquisition.*

*The Company had obtained the general mandate to issue shares in the last AGM. There were no proceeds raised from the previous mandate.*

### **2. Renewal of and Additional Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature**

*The proposed Ordinary Resolution 9, if passed, will enable the Company and its subsidiaries to enter into the recurrent related party transactions, which are necessary for MBC Group's day-to-day operations, subject to the transactions being carried out in the ordinary course of business and on terms not to the detriment of the minority shareholders of the Company.*

*Further information on the proposed Ordinary Resolution is set out in the Circular to Shareholders dated 16 April 2021.*

### **3. Retention of Independent Director**

*Mr Tay Beng Chai has been appointed as Independent Director of the Company for more than 12 years. The Board, through the Nomination & Remuneration Committee has carried out an assessment and satisfied that Mr Tay Beng Chai is able to exercise independent judgement and act in the best interest of the Company. His experience and knowledge enable him to participate actively and contribute during deliberations at board meetings. He is also in compliance with the relevant criteria and provisions in the Main Market Listing Requirements of Bursa Malaysia Securities Berhad on independent directors.*

*Mr Tay Beng Chai abstained from all deliberations at the Board meeting in relation to the recommendation of Resolution 10.*

*Shareholders' approval for the proposed Ordinary Resolution 10 will be sought through a single tier voting process.*

*The proposed Ordinary Resolution 10, if passed, will enable Mr Tay Beng Chai to continue serving as the Independent Non-Executive Director of the Company.*



## MALAYSIAN BULK CARRIERS BERHAD

Registration No. 198801008597 (175953-W)

### ADMINISTRATIVE GUIDE FOR SHAREHOLDERS

MEETING : **32ND ANNUAL GENERAL MEETING**  
DATE : Monday, 17 May 2021  
TIME : 10.00 am (Malaysia time)  
BROADCAST VENUE : Level 12, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia

Meeting platform : <https://web.lumiagm.com> ("Virtual Meeting Portal")

Mode of communication : 1) You may type your question(s) in the meeting platform. The Messaging window facility will open concurrently with the Virtual Meeting Portal one (1) hour before the scheduled commencement of the AGM, i.e. from **9.00 am on Monday, 17 May 2021**.

2) You may submit questions relating to the agenda items of the 32nd Annual General Meeting ("AGM") in advance via Boardroom's website at <https://boardroomlimited.my>, commencing from 16 April 2021 and in any event no later than **Saturday, 15 May 2021 at 10.00 am**.

For further details on the mode of communication, please refer to note 5 of this Administrative Guide.

#### 1. Fully Virtual Annual General Meeting

The Company ("MBC") will conduct its AGM entirely via live streaming and online remote voting using remote participation and electronic voting ("RPEV") facilities. This is in line with the updated "Guidance and FAQs on the Conduct of General Meetings for Listed Issuers" issued by the Securities Commission Malaysia for listed issuers to conduct fully virtual or hybrid general meetings where safe distancing requirements remain.

The Broadcast Venue is limited to essential individuals required to be physically present at the venue to organise and conduct the virtual AGM of the Company.

Shareholders are invited to participate and vote at the forthcoming AGM via Boardroom Share Registrars Sdn. Bhd.'s meeting platform at <https://web.lumiagm.com>. **NO SHAREHOLDERS/PROXIES/CORPORATE REPRESENTATIVES** should be physically present at or admitted to the Broadcast Venue on the day of the AGM.



## 2. Entitlement to participate and vote at the AGM

Only a depositor whose name appears on the Record of Depositors of the Company as at Friday, 7 May 2021 shall be eligible to participate in the AGM or appoint proxy(ies) or corporate representative(s) to participate and vote on his/her behalf.

As the AGM is a fully virtual meeting, a shareholder entitled to attend and vote at the Meeting may appoint the Chairman of the Meeting as his/her proxy to attend and vote in his/her stead, and indicate his/her voting instructions in the Proxy Form.

## 3. Voting Procedure – Poll Voting

- i. Voting at the AGM will be conducted by poll in accordance with Paragraph 8.29A of the Bursa Malaysia Securities Berhad Main Market Listing Requirements.
- ii. The Company has appointed Boardroom Share Registrars Sdn. Bhd. (“Boardroom”) as poll administrator to conduct the poll by way of electronic voting (“e-Voting”), and independent scrutineers (“Scrutineers”) will be appointed to verify the results of the poll.
- iii. For the purposes of this AGM, e-Voting may be carried out via personal smart mobile phones, tablets, personal computers or laptops.
- iv. Members and proxies are required to use one (1) of the following methods to vote remotely:
  - (a) launch **Lumi AGM** by scanning the QR code given to you in the email along with your remote participation User ID and Password; or
  - (b) access to **Lumi AGM** via the website URL: <https://web.lumiagm.com/>
- v. Please note that polling will only commence after announcement by the Chairman of poll opening and until such time the Chairman announces closure of the poll. The poll result report will be verified by the Scrutineers, and the results announced thereafter. The Chairman will declare whether the resolutions put to vote are duly passed.
- vi. You must ensure that you are connected to the internet at all times in order to participate and vote remotely when the AGM has commenced. It is therefore your responsibility to ensure that connectivity for the duration of the AGM is maintained. Kindly note that the quality of the connectivity to the Virtual Meeting Portal for the live webcast and remote online voting is dependent on the bandwidth and stability of the internet connection at remote participants’ locations.

#### 4. RPEV facilities

- i. The RPEV facilities are available to **(i) individual shareholders; (ii) corporate shareholders; (iii) authorised nominees; and (iv) exempt authorised nominees.**
- ii. If you wish to participate in the meeting, you will be able to view a live webcast of the meeting, ask questions and submit your votes in real time whilst the meeting is in progress.
- iii. Kindly follow the steps below on how to request for your login ID and password.

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

*[Note: If you have already signed up with Boardroom Smart Investor Portal, you are not required to register again. You may proceed to Step 2 – Submit Request for Remote Participation User ID and Password.]*

- a. Access the website : <https://boardroomlimited.my>
- b. Click <<Login>> and click <<Register>> to sign up as a user.
- c. Complete registration and upload a softcopy of your MyKad (front and back), or passport in JPEG, PNG or PDF format.
- d. Please enter a valid email address and wait for email verification from Boardroom.
- e. Your registration will be verified and approved within one (1) business day and an email notification will be sent to you.

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

*[Note: Registration for remote access will open on 16 April 2021.]*

###### **Individual Members**

- Login to <https://boardroomlimited.my> using your User ID and Password given above.
- Select “**VIRTUAL MEETING**” from the main menu and select the correct Corporate Event “**MALAYSIAN BULK CARRIERS BERHAD 32ND ANNUAL GENERAL MEETING**”.
- Read and agree to the terms and conditions.
- Enter your CDS Account Number and thereafter submit your request.

###### **Corporate Shareholders, Authorised Nominees and Exempt Authorised Nominees**

- Write 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 Proxy Form, to submit the request.
  - Please provide a copy of the Corporate Representative’s or Proxy Holder’s MyKad (front and back) or passport in JPEG, PNG or PDF format as well as his/her email address.
- a. You will receive a notification from Boardroom that your request has been received and is being verified.
  - b. Upon system verification of your registration against the **AGM Record of Depositors as at 7 May 2021**, you will receive an email from Boardroom either approving or rejecting your registration for remote participation.
  - c. You will also receive your remote access User ID and Password along with the email from Boardroom if your registration is approved.
  - d. Please note that the closing date and time to submit your request is by **Saturday, 15 May 2021 at 10.00 am.**

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

*[Note: Please note that the quality of the connectivity to the Virtual Meeting Portal for the live webcast and remote online voting is highly dependent on the bandwidth and stability of the internet connectivity available at remote users’ locations.]*

- a. The Virtual Meeting Portal will open for login one (1) hour before the scheduled commencement of the AGM, i.e. from **9.00 am on Monday, 17 May 2021.**
- b. Please follow the steps given to you in the email 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 given will also guide you on how to view the live webcast, submit questions and vote.
- d. The live webcast will end and the Messaging window (for submission of questions) will be disabled once the Chairman announces the closure of the AGM.
- e. You can then logout from the Virtual Meeting Portal.

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

1. Should your application to join the meeting be approved, Boardroom will facilitate your participation in the live stream meeting and remote voting. Your login to the Virtual Meeting Portal on the day of meeting will indicate your attendance at the virtual meeting.
2. If you encounter any issues with login, connecting to the live stream meeting or online voting, please call Boardroom at +603 7890 4700 or send an email to [bsr.helpdesk@boardroomlimited.com](mailto:bsr.helpdesk@boardroomlimited.com) for assistance.

**5. Mode of Communication**

Shareholders may submit questions relating to the agenda items of the AGM and/or the annual report in advance commencing from 16 April 2021 and in any event no later than 10.00 am, Saturday, 15 May 2021 via Boardroom's website at <https://boardroomlimited.my>, and select "SUBMIT QUESTION" to pose questions ("Pre-AGM Meeting Questions").

Alternatively, you may submit any questions for the Chairman/Board during the AGM using the Messaging window facility which will open concurrently with the Virtual Meeting Portal one (1) hour before the scheduled commencement of the AGM, i.e. from **9.00 am on Monday, 17 May 2021**.

The Chairman and management will respond to their best endeavours, questions submitted by shareholders which relate to the matters in the agenda of the AGM.

*Please note that no recording or photography of the AGM proceedings is allowed without the prior written permission of the Company.*

**6. Lodgement of Proxy Form**

Please deposit your completed Proxy Form at the office of Boardroom Share Registrars Sdn. Bhd. **at Ground Floor or 11th Floor, Menara Symphony, No. 5 Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia**, not less than forty-eight (48) hours before the time appointed for the holding of the AGM, i.e. not later than **Saturday, 15 May 2021 at 10.00 am**.

Alternatively, the proxy appointment can also be lodged electronically via the "Boardroom Smart Investor Portal" at <https://boardroomlimited.my> which is available to individual shareholders, not less than forty-eight (48) hours before the time appointed for the holding of the AGM, i.e. **Saturday, 15 May 2021 at 10.00 am**. For further information, kindly refer to note (7) – "Electronic Lodgement of Proxy Form" below.

The lodging of the Proxy Form will not preclude you from personally participating remotely and voting at the AGM should you subsequently wish to do so.

Should you wish to personally participate remotely in the AGM, kindly register your intention to do so via Boardroom's website at <https://boardroomlimited.my> (refer to note 4 - Steps 1 to 3 above). Please note that upon your registration to personally participate remotely in the AGM, any previous proxy appointment will be deemed revoked. Alternatively, please write in to [bsr.helpdesk@boardroomlimited.com](mailto:bsr.helpdesk@boardroomlimited.com) to revoke your earlier proxy appointment **no later than Saturday, 15 May 2021 at 10.00 am**.

7. **Electronic Lodgement of Proxy Form**

Kindly read and follow the guidance below.

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

*[Note: If you have already signed up with Boardroom Smart Investor Portal, you are not required to register again. You may proceed to Step 2 – eProxy Lodgement.]*

- a. Access the website : <https://boardroomlimited.my>
- b. Click <<Login>> and click <<Register>> to sign up as a user.
- c. Complete registration and upload a softcopy of your MyKad (front and back) or passport in JPEG, PNG or PDF format.
- d. Please enter a valid email address and wait for email verification from Boardroom.
- e. Your registration will be verified and approved within one (1) business day and an email notification will be sent to you.

**Step 2 – eProxy Lodgement**

- a. Access the website : <https://boardroomlimited.my>
- b. Login with your User ID and Password given above.
- c. Go to “**E-PROXY LODGEMENT**” and browse the Meeting List for “**MALAYSIAN BULK CARRIERS BERHAD 32ND ANNUAL GENERAL MEETING**” and click “**APPLY**”.
- d. Read the terms and conditions and confirm the Declaration.
- e. Enter your CDS Account Number and indicate the number of securities.
- f. Appoint your proxy(ies) or the Chairman of the Meeting and enter the required particulars for your proxy(ies).
- g. Indicate your voting instructions – FOR or AGAINST or ABSTAIN; otherwise your proxy(ies) will decide your votes.
- h. Review and confirm your proxy(ies) appointment.
- i. Click submit.
- j. Download or print the eProxy Form acknowledgement.

8. **Communication guidance**

Shareholders are also reminded to monitor the Company’s website and announcements for any changes to the AGM arrangements.

9. **No door gifts/vouchers**

No door gifts or e-vouchers will be distributed to shareholders/proxies who participate in the AGM.

10. **Enquiries**

Should you have any enquiry prior to the AGM or if you wish to request technical assistance to participate the AGM, please contact Boardroom during office hours (8.30 am to 5.30 pm) as follows:

**Boardroom Share Registrars Sdn. Bhd.**

Help Desk

Tel: +603 7890 4700

Email: [bsr.helpdesk@boardroomlimited.com](mailto:bsr.helpdesk@boardroomlimited.com)



**MALAYSIAN BULK CARRIERS BERHAD**  
**Registration No.: 198801008597 (175953-W)**

**PROXY FORM**

Number of shares held	CDS Account No.

I/We, \_\_\_\_\_ NRIC/Registration No. \_\_\_\_\_ of

telephone no. \_\_\_\_\_ being a member/members of MALAYSIAN BULK CARRIERS BERHAD hereby appoint the person(s) below as my/our proxy(ies) to vote for me/us and on my/our behalf at the Thirty-Second Annual General Meeting ("32nd AGM") of the Company to be conducted on a fully virtual basis through live streaming from the broadcast venue at Level 12, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia on Monday, 17 May 2021 at 10.00 a.m. (Malaysia time) and at any adjournment thereof:

Option#	Name of proxy(ies)	NRIC/ Registration No.	Email Address	Proportion of shareholding to be represented
<input type="checkbox"/>	The Chairman of the Meeting			%
<input type="checkbox"/>	<b>Appoint ONE proxy only</b> (Please complete details of proxy below)			
				%
<input type="checkbox"/>	<b>Appoint MORE THAN ONE proxy</b> (Please complete details of proxies below)			
First Proxy				%
Second Proxy				%
				100%

# Please tick ONE box only.

**IMPORTANT NOTE**

Please (i) tick [✓] **ONLY ONE** of the above boxes, (ii) complete the details of your proxy/proxies and the proportion of your holding to be represented (if applicable), and (iii) sign or execute this form. The appointment will be **INVALID** if this form is not completed correctly in accordance with the said instructions.

My/our proxy/proxies shall vote as indicated below:

No.	Resolutions	For	Against
1	To re-elect Mr Lim Soon Huat as a Director		
2	To re-elect Dato' Mohd Zafer Bin Mohd Hashim as a Director		
3	To re-elect Madam Elsie Kok Yin Mei as a Director		
4	To re-elect Mr Tho Leong Chye as a Director		
5	To re-appoint Messrs Ernst & Young PLT as Auditors of the Company and to authorise Directors to fix their remuneration		
6	To approve payment of Directors' fees of RM581,543 for the financial year ended 31 December 2020		
7	To approve payment of meeting allowances to the Directors up to an amount of RM104,000 for the period from 1 July 2021 to 30 June 2022		
8	To authorise the Directors to allot and issue shares pursuant to Sections 75 and 76 of the Companies Act 2016		
9	To approve the renewal of and additional shareholders' mandate for recurrent related party transactions		
10	To retain Mr Tay Beng Chai as an Independent Non-Executive Director		

*(Please indicate with an "X" in the space provided how you wish to cast your vote. If you do not do so, the proxy will vote or abstain from voting on the resolutions at his/their discretion)*

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2021

Signature of Shareholder: \_\_\_\_\_

**Notes:**

1. The 32nd AGM of the Company will be conducted on a fully virtual basis through live streaming and online remote voting using Remote Participation and Electronic Voting ("RPEV") facilities which will be made available on the online portal of Boardroom Share Registrars Sdn. Bhd. at <https://web.lumiagm.com>. Please refer to the **Administrative Guide for Shareholders for the 32nd AGM** on the procedures to register, participate and vote remotely via the RPEV facilities.
2. For the purpose of complying with Section 327(2) of the Companies Act 2016, the Chairman of the meeting is required to be present at the main venue of the AGM. Members/Proxies/Corporate Representatives will not be allowed to attend this AGM in person at the broadcast venue on the day of the AGM.
3. Pursuant to Paragraph 8.29(A) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions at the forthcoming AGM shall be put by way of poll.
4. A member of the Company entitled to attend and vote at the AGM is entitled to appoint not more than two (2) proxies to attend and vote instead of him/her. Where a member appoints two (2) proxies to attend the same meeting, the member shall specify the proportion of his/her shareholdings to be represented by each proxy. A proxy may but need not be a member of the Company.
5. Where a member is an authorised nominee, it may appoint at least one proxy in respect of each securities account it holds with ordinary shares of the Company standing to the credit of the said securities account.
6. 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 the exempt authorised nominee may appoint in respect of each omnibus account it holds.
7. The instrument appointing a proxy shall be in writing under the hand of the appointor or his/her attorney duly authorised in writing or, if the appointor is a corporation, either under seal or under the hand of an officer or attorney duly authorised.
8. The instrument appointing a proxy and the power of attorney or other authority, shall be deposited at the office of Poll Administrator, Boardroom Share Registrars Sdn. Bhd. at Ground Floor or 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia; or at its website at <https://boardroomlimited.my> ("eProxy Lodgement"); not less than 48 hours before the time for holding the AGM or any adjournment thereof. For further information on electronic submission of Proxy Forms, please refer to the procedures in the **Administrative Guide for Shareholders for the 32nd AGM**.
9. Only depositors whose names appear in the Record of Depositors as at 7 May 2021 (General Meeting Record of Depositors) shall be regarded as members of the Company and entitled to attend, speak and vote at the 32nd AGM.