

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Sixteenth (16th) Annual General Meeting (“AGM”) of Cagamas Holdings Berhad (“the Company”) will be held at the Board Room, Level 32, The Gardens North Tower, Mid Valley City, Lingkaran Syed Putra, 59200 Kuala Lumpur, on Friday, 28 April 2023 at 10.00 a.m. for the transaction of the following business:

AS ORDINARY BUSINESS		
1.	To receive the audited financial statements for the financial year ended 31 December 2022, together with the Reports of the Directors and Auditors thereon.	
2.	To approve the payment of Directors' Fees from the 16 th to the 17 th AGM as stated below, payable in a manner as the Directors may determine: (i) RM100,000 per annum for the Chairman of the Board; (ii) RM70,000 per annum for the Chairman of Board Committees; and (iii) RM70,000 per annum for the Members of the Board.	(Ordinary Resolution 1)
3.	To approve the Directors' benefits comprising meeting allowances payable to the Directors from the 16 th to the 17 th AGM as stated below: (i) RM5,000 per meeting for the Chairman of the Board/Chairman of Board Committees; and (ii) RM3,500 per meeting for each Member of the Board/Board Committees.	(Ordinary Resolution 2)
4.	To re-elect Datuk Siti Zauyah Md Desa who is retiring by rotation pursuant to Articles 23.5 and 23.6 of the Company's Constitution and being eligible, offers herself for re-election.	(Ordinary Resolution 3)
5.	To re-elect Encik Chong Kin Leong who is retiring by rotation pursuant to Articles 23.5 and 23.6 of the Company's Constitution and being eligible, offers himself for re-election.	(Ordinary Resolution 4)
6.	To re-elect Dato' Khairussaleh Ramli who is retiring pursuant to Article 23.2 of the Company's Constitution and being eligible, offers himself for re-election.	(Ordinary Resolution 5)
7.	To appoint Messrs. Ernst & Young PLT as Auditors of the Company and to authorise the Board of Directors to fix their remuneration.	(Ordinary Resolution 6)
8.	To transact any other business of which due notice shall have been given in accordance with the Companies Act, 2016 and the Constitution of the Company.	



Virtual/
Live Meeting



Friday,
28 April 2023



10.00 a.m.

By Order of the Board

Malathi Gopalakrishna Menon (LS 0010458)
SSM Practising Certificate No. 202008001689
Company Secretary

Kuala Lumpur
30 March 2023

NOTES

1. A member entitled to attend and vote at the meeting shall be entitled to appoint up to two (2) proxies to attend and vote on his/her behalf. A proxy need not be a member of the Company.
2. Where a member appoints more than one (1) proxy, the appointments shall not be valid unless the member specifies the proportions of his/her holdings to be represented by each proxy.
3. The instrument appointing the proxy shall be in writing under the hand of the appointer or his/her attorney duly authorised in writing, or if the appointer is a corporation, either under seal or under the hand of an officer or attorney duly authorised.
4. All Proxy Forms must be duly executed and deposited at the Registered Office of the Company at Level 32, The Gardens North Tower, Mid Valley City, Lingkaran Syed Putra, 59200 Kuala Lumpur or emailed to cosec@cagamas.com.my not less than 48 hours before the time appointed for holding the meeting or adjourned meeting as the case may be.

EXPLANATORY NOTES ON ORDINARY BUSINESSES:

1. Ordinary Resolutions 3, 4 and 5

Re-election of Directors

The Board of Directors is satisfied with the fitness and propriety as well as the contributions of the Directors who are retiring and offering themselves for re-election at this AGM, based on their respective Directors' Fit & Proper Declaration Forms and the annual assessment carried out by the Group Board Governance Committee.

The profiles of the Directors seeking re-election are set out in the "Profile of the Board of Directors" in the Company's 2022 Annual Report.

2. Ordinary Resolution 6

Appointment of Auditors

To appoint Messrs. Ernst & Young PLT as Auditors of the Company and to authorise the Board of Directors to fix their remuneration.

The Board of Directors has reviewed the recommendation of the Group Board Audit Committee on the appointment of Messrs. Ernst & Young PLT as the external auditor of the Company for the financial year ending 31 December 2023, which is based on the assessment and evaluation of proposals from four (4) audit firms by an Evaluation Committee comprising members of the Management Team, and has recommended that the proposal be tabled to the shareholders for approval at the AGM of the Company.