



PUBLIC BANK BERHAD

(Registration No. 196501000672 (6463-H))
(Incorporated in Malaysia)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting (“**EGM**”) of Public Bank Berhad (“**PBB**” or “**the Company**”) will be held on Thursday, 28 November 2024 at 11.00 a.m. and will be conducted on a virtual basis at the Broadcast Venue at 29th Floor, Menara Public Bank, 146 Jalan Ampang, 50450 Kuala Lumpur, for the purpose of considering and if thought fit, passing the following ordinary resolution:

ORDINARY RESOLUTION

PROPOSED ACQUISITION BY PBB OF 175,896,000 ORDINARY SHARES IN LPI CAPITAL BHD (“LPI”) (“LPI SHARE(S)”), REPRESENTING 44.15% EQUITY INTEREST IN LPI FROM THE ESTATE OF THE LATE TAN SRI DATO’ SRI DR. TEH HONG PIOW AND CONSOLIDATED TEH HOLDINGS SDN BHD (COLLECTIVELY REFERRED TO AS “VENDORS”), FOR A TOTAL CASH CONSIDERATION OF RM1.72 BILLION (“PROPOSED ACQUISITION”) AND THE RESULTANT PROPOSED MANDATORY GENERAL OFFER (“MGO”) TO ACQUIRE ALL THE REMAINING LPI SHARES NOT ALREADY HELD BY PBB AFTER THE PROPOSED ACQUISITION (“PROPOSED MGO”), COLLECTIVELY REFERRED TO AS “PROPOSALS”

“THAT subject to the approvals of all relevant authorities and/or parties (if required) being obtained for the Proposals, approval be and is hereby given to the Company to acquire:

- (i) 175,896,000 LPI Shares, representing 44.15% equity interest in LPI from the Vendors for a total cash consideration of RM1.72 billion or RM9.80 per LPI Share in accordance with the terms and conditions of the conditional sale and purchase agreement dated 10 October 2024 entered into between the Company and the Vendors for the Proposed Acquisition (“**SPA**”); and
- (ii) all the remaining LPI Shares not already held by PBB after the Proposed Acquisition pursuant to its obligation to extend a conditional MGO in accordance with Section 218(2) of the Capital Markets and Services Act 2007 and Paragraph 4.01(a) of the Rules on Take-overs, Mergers and Compulsory Acquisitions issued by the Securities Commission Malaysia (“**Rules**”) for a cash offer price of RM9.80 per LPI Share, subject to adjustments in relation to dividend and/or other distribution of any nature whatsoever declared, made or paid by LPI on or after the date of the SPA but prior to the closing of the Proposed MGO which the holders of LPI Shares are entitled to retain and subject to the Rules.

AND THAT the Board of Directors of the Company (“**Board**”) be and is hereby empowered and authorised to act for and on behalf of the Company and to take all such steps and do all such acts, deeds and things and to execute, sign, deliver and cause to be delivered on behalf of the Company, all such documents and/or arrangements as it deems fit or may be necessary, desirable, expedient and/or appropriate in connection with or in order to implement, finalise, give full effect and complete the Proposals and with full powers to amend and/or assent to any condition, modification, variation and/or amendment in any manner as the Board may deem fit, necessary and/or expedient, in the best interest of the Company or as a consequence of any requirements imposed by the relevant authorities and/or as may be required to comply with any applicable laws or the Rules, in relation to the Proposals.”

By Order of the Board

Wan Marhanim Binti Wan Muhammad
LS0009365
SSM Practising Certificate No. 202008003885
Company Secretary

Kuala Lumpur
13 November 2024

Notes:

1. Remote Participation and Voting

- The EGM will be conducted on a virtual basis through live streaming and online remote voting via Remote Participation and Voting (“**RPV**”) facilities which are available on Tricor Investor & Issuing House Services Sdn Bhd (“**Tricor**”)’s TIIH Online website at <https://tiih.online>. Please follow the procedures provided in the Administrative Details for the EGM in order to register, participate and vote remotely via the RPV facilities.
- The Broadcast Venue of the EGM is strictly for the purpose of complying with Section 327(2) of the Companies Act, 2016 which requires the Chairperson of the meeting to be at the main venue of the meeting. Members/proxies are not allowed to attend the EGM in person at the Broadcast Venue on the day of the EGM.

2. Mode of Communication

Members may submit questions to the Board prior to the EGM via Tricor’s TIIH Online website at <https://tiih.online> by selecting “e-Services” to login, pose questions and submit electronically no later than 26 November 2024 at 11.00 a.m., or may use the query box to transmit questions to the Board via RPV facilities during the live streaming of the EGM.

3. Entitlement to Participate and Vote

In respect of deposited securities, only Members whose names appear in the Record of Depositors on 22 November 2024 (General Meeting Record of Depositors) shall be entitled to participate and vote at the EGM.

4. Appointment of Proxy

- Since the EGM will be conducted as a virtual meeting, a Member entitled to participate and vote at the meeting may appoint the Chairman of the meeting as his/her proxy and indicate the voting instruction in the form of proxy.
- A Member shall not be entitled to appoint more than 2 proxies to participate and vote at the EGM provided that where a Member of the Company is an authorised nominee as defined in accordance with the provisions of the Securities Industry (Central Depositories) Act, 1991, it may appoint up to 2 proxies in respect of each Securities Account it holds with ordinary shares in the Company standing to the credit of the said Securities Account.

Where a Member appoints 2 proxies, the appointment shall be invalid unless he specifies the proportions of his shareholdings to be represented by each proxy.

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 which is exempted from compliance with the provisions of subsection 25A(1) of the said Act.

- The instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney duly authorised in writing or if the appointor is a corporation, either under its common seal or under the hand of an officer or attorney of the corporation duly authorised.
- The appointment of a proxy may be made in the following manner and must be received by the Company via its Share Registrar, Tricor not less than 48 hours before the time set for the EGM or no later than 26 November 2024 at 11.00 a.m.:

- By electronic means via online

The proxy appointment must be made via Tricor's TIIH Online website at <https://tiih.online>.

- By electronic means via email

The form of proxy must be received via email at Tricor's email address at is.enquiry@vistra.com.

- By electronic means via facsimile

The form of proxy must be received via facsimile at Tricor's fax no. 03-2783 9222.

- In hard copy form

The form of proxy must be deposited at the office of the Share Registrar, Tricor at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or alternatively, the Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia.

5. Poll Voting

Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, the resolution set out in this Notice of EGM will be put to vote by way of poll.