

# NOTICE OF ANNUAL GENERAL MEETING

THE MALAYSIAN INSURANCE INSTITUTE (Company No. 35445-H)  
(Incorporated in Malaysia as a Company Limited by Guarantee and not having a Share Capital)

NOTICE is hereby given that the 41<sup>st</sup> Annual General Meeting of The Malaysian Insurance Institute (“MII”) will be held at Training Room 2.3 & 2.4, Sasana Kijang, 2 Jalan Dato’ Onn, 50480 Kuala Lumpur on Friday, 28 June 2019 at 10:00 a.m. for the following purposes:

## AGENDA

### AS ORDINARY BUSINESS

1. To receive the [audited financial statements](#) for the financial year ended 31 December 2018 together with the Directors’ and Auditors’ Reports thereon. \*
2. To re-elect the following Directors in accordance with MII’s Constitution:
  - (i) To re-elect Mr. Tan Kok Guan as Director of MII (Article 72 (1)(b)(i)) Resolution 1
  - (ii) To re-elect Mr. T Sivapalan A/L Tharmapalan as Director of MII (Article 72 (1)(b)(i)) Resolution 2
  - (iii) To re-elect Mr. Wong Ah Kow as Director of MII (Article 72 (1)(b)(i)) Resolution 3
  - (iv) To elect Mr. Tapan Kumar Rangam Bir as Director of MII (Article 72(1)(b) (ii)) Resolution 4
3. To re-appoint Messrs Deloitte PLT as the auditors of MII, to hold office until the conclusion of the next Annual General Meeting and to authorise the Board of Directors to fix their remuneration. Resolution 5

### AS SPECIAL BUSINESS

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

4. **Ordinary Resolution**  
**Proposed Directors’ Benefits** Resolution 6  
“THAT approval be and is hereby given for the payment of directors’ meeting allowance of RM500 per meeting, payment of MII membership fees and subscriptions by MII for its directors effective from 1 January 2019.”
5. **Special Resolution**  
**Proposed Amendments to the Articles of Association of MII** Special Resolution 1  
“THAT the [proposed amendments](#) to the Articles of Association of MII as set out in Appendix I be and are hereby approved, subject to approval from Minister/ Registrar; AND THAT the Directors of the Company be and are hereby authorised to assent to any modifications, variations and/or amendments as may be required by the relevant authorities and to do all acts and things and take all such steps as may be considered necessary to give full effect to the foregoing.”

### AS OTHER BUSINESS

6. To transact any other business which may be properly transacted at an Annual General Meeting for which due notice shall have been given.

By Order of the Board

LIM SECK WAH (MAICSA 0799845)  
M. CHANDRASEGARAN A/L S. MURUGASU (MAICSA 0781031)  
Company Secretaries  
Kuala Lumpur

Dated: 27 May 2019

Notes:

- a. A member entitled to attend and vote at this meeting is entitled to appoint a [proxy](#) to attend and vote in his stead.
  - b. A proxy shall be an individual member of MII. No proxy shall be a proxy for more than two (2) individual members.
  - c. The instrument appointing a proxy or accredited representative and the power of attorney or other authority (if any) under which it is signed or notarially certified or office copy thereof shall be deposited at the Registered Office of MII, No. 5 Jalan Sri Semantan Satu, Damansara Heights, 50490 Kuala Lumpur, not less than forty eight (48) hours before the time appointed for holding the meeting.
- \* The Annual Report and Financial Statements can also be accessed and obtained through our homepage address, [www.insurance.com.my](http://www.insurance.com.my).

Explanatory Notes on Special Business:

Proposed Directors' Benefits

Section 230(1)(a) of the Companies Act 2016 provides that the fees of the directors and any benefits payable to directors of a public company shall be approved at a general meeting. As a matter of policy, MII Board members do not receive directors' fees.

The proposed Ordinary Resolution No.6, if duly passed, is to pay a meeting allowance of RM500 per meeting to all MII directors who are not employed in the insurance industry or by Bank Negara Malaysia (hereinafter referred to as "the Retiree Directors") for all Board and Board Committees' meetings attended by the Retiree Directors and all meetings attended by the Retiree Director(s) in which they/he/she sit(s) in as an official representative(s) of MII, and also to allow MII to pay the annual membership fees and subscriptions for and on behalf of the Directors who are not receiving Directors' fees for their voluntary service to sit and serve on MII Board.

Special Resolution

Proposed Amendments to the Articles of Association of MII – please refer to Appendix I

**PROXY FORM (FOR INDIVIDUAL MEMBERS)**

THE MALAYSIAN INSURANCE INSTITUTE

(Company No. 35445-H)

41<sup>st</sup> ANNUAL GENERAL MEETING

I, ..... Membership No.: .....  
of..... a  
member of The Malaysian Insurance Institute (“MII”), hereby appoint  
.....individual member, Membership No.: ..... of  
.....failing  
him/her, ....., an individual member,  
(Membership No.: .....) of .....  
.....to  
attend and vote on my behalf at the 41<sup>st</sup> Annual General Meeting of MII to be held at Training  
Room 2.3 & 2.4, Sasana Kijang, 2 Jalan Dato’ Onn, 50480 Kuala Lumpur on Friday,  
28 June 2019 at 10:00 a.m. and at any adjournment thereof.

My proxy is to vote as indicated below:  
(Please indicate with an “x” in the space provided on how you wish your vote to be cast.)

Ordinary Resolution		For	Against
1.	To re-elect Mr. Tan Kok Guan as Director of MII		
2.	To re-elect Mr. T Sivapalan A/L Tharmapalan as Director of MII		
3.	To re-elect Mr. Wong Ah Kow as Director of MII		
4.	To elect Mr. Tapan Kumar Rangam Bir as Director of MII		
5.	To re-appoint Messrs Deloitte PLT as the auditors of MII		
6.	Proposed Directors’ Benefits		
Special Resolution			
1.	Proposed amendments to the Articles of Association		

Dated this ..... day of ....., 2019.

\_\_\_\_\_  
Signature of individual member

Note: -

- a) A member entitled to attend and vote at this meeting is entitled to appoint a proxy to attend and vote in his/her stead.
- b) A proxy shall be an individual member of MII. No proxy shall be a proxy for more than two (2) individual members.
- c) The instrument appointing a proxy under which it is signed thereof shall be deposited at the Registered Office of MII, No. 5 Jalan Sri Semantan Satu, Damansara Heights, 50490 Kuala Lumpur, not less than forty-eight (48) hours before the time appointed for holding the meeting.

**ACCREDITED REPRESENTATIVE FORM (FOR INSTITUTIONAL MEMBERS)**

THE MALAYSIAN INSURANCE INSTITUTE  
(Company No. 35445-H)

41<sup>ST</sup> ANNUAL GENERAL MEETING

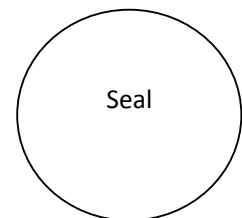
We, ..... Membership No.: ..... of  
..... an  
institutional member of The Malaysian Insurance Institute (“MII”), hereby appoint  
.....NRIC No: ..... of  
..... and  
failing him/her, .....NRIC No: ..... of  
.....to  
attend and vote for us on our behalf at the 41<sup>st</sup> Annual General Meeting of MII to be held at Room  
2.3 & 2.4 , Sasana Kijang, 2 Jalan Dato’ Onn, 50480 Kuala Lumpur on Friday, 28 June 2019 at  
10:00 and at any adjournment thereof. Our nominee is to vote as indicated below:

(Please indicate with an “x” in the space provided on how you wish your vote to be cast.)

Ordinary Resolution		For	Against
1.	To re-elect Mr. Tan Kok Guan as Director of MII		
2.	To re-elect Mr. T Sivapalan A/L Tharmapalan as Director of MII		
3.	To re-elect Mr. Wong Ah Kow as Director of MII		
4.	To elect Mr. Tapan Kumar Rangam Bir as Director of MII		
5.	To re-appoint Messrs Deloitte PLT as the auditors of MII		
6.	Proposed Directors’ Benefits		
Special Resolution			
1.	Proposed amendments to the Articles of Association		

In witness whereof the Common Seal of the Company is affixed on this ..... day of  
....., 2019.

\_\_\_\_\_  
Signature(s)&Common Seal



Note: -

- a) A member entitled to attend and vote at this meeting is entitled to appoint an accredited representative to attend and vote in its stead.
- b) The instrument appointing an accredited representative shall be in writing under the seal of the institutional member.
- c) The instrument appointing an accredited representative and the power of attorney or other authority (if any) under which it is signed or notorially certified thereof shall be deposited at the Registered Office of MII, No. 5 Jalan Sri Semantan Satu, Damansara Heights, 50490 Kuala Lumpur, not less than forty-eight (48) hours before the time appointed for holding the meeting.