



A JCORP Company

KPJ HEALTHCARE BERHAD

(Registration No. 199201015575 (247079-M))

(Incorporated in Malaysia under the Companies Act, 1965 and deemed registered under the Companies Act, 2016)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Extraordinary General Meeting (“**EGM**”) of KPJ Healthcare Berhad (“**KPJ**” or the “**Company**”) will be conducted virtually using the remote participation and voting (“**RPV**”) facilities of TIIH Online website at <https://tiih.online> or <https://tiih.com.my> (Domain registration number with MYNIC: D1A282781) on Wednesday, 12 April 2023 at 11.00 a.m. or any adjournment thereof for the purpose of considering and if thought fit, passing with or without modification, the following ordinary resolutions:-

ORDINARY RESOLUTION 1

PROPOSED DISPOSAL OF 2 PARCELS OF FREEHOLD LAND IN BETHANIA QUEENSLAND AUSTRALIA BY JETA GARDENS (QLD) PTY LTD, AN INDIRECT SUBSIDIARY OF KPJ HEALTHCARE BERHAD, TO JLAND AUSTRALIA PTY LTD FOR A TOTAL CASH CONSIDERATION OF AUSTRALIAN DOLLARS (“AUD”) 6,500,000 (EQUIVALENT TO RM19,611,800) (“PROPOSED DISPOSAL”)

“**THAT** subject to the fulfilment of all conditions precedent under the Contract for Commercial Land and Buildings dated 12 September 2022, executed into between Jeta Gardens (QLD) Pty Ltd (“**Jeta Gardens**”) and JLand Australia Pty Ltd (“**JLand Australia**”) as supplemented by a supplemental letter dated 17 January 2023 issued by Jeta Gardens to JLand Australia which has been acknowledged and agreed by JLand Australia, and received by KPJ on 27 January 2023, approval be and is hereby given to Jeta Gardens to dispose 2 parcels of freehold land measuring a total area of approximately 10.94 hectares held under Lot 5 on RP890048 and Lot 1 on SP240417, Albert Street, Bethania, Queensland, Australia for a total cash consideration of AUD6,500,000 (equivalent to RM19,611,800) to JLand Australia.

AND THAT the Directors of the Company be and are hereby authorised to do all such acts and things and enter into any arrangements, guarantees, agreements and/or undertakings and, sign, execute and deliver all documents as they deem necessary or expedient in order to implement, finalise and/or give full effect to and complete the Proposed Disposal with full powers to assent to any terms, conditions, modifications, variations and/or amendments as the Directors of the Company may deem fit, necessary and/or expedient in the interest of KPJ or as may be imposed by any relevant authority or consequent upon the implementation of the said conditions, modifications, variations and/or amendments to implement, finalise and/or give full effect to and complete the Proposed Disposal.”

**By Order of the Board,
KPJ HEALTHCARE BERHAD**

HANA BINTI AB RAHIM @ ALI, ACIS (MAICSA 7064336)
(SSM Practising Certificate 202008003378)

Company Secretary

Kuala Lumpur

Dated: 22 March 2023

Notes:-

Remote participation and voting

1. The EGM of the Company will be conducted virtually using the RPV facilities of TIIH Online website at <https://tiih.online> or <https://tiih.com.my> (Domain registration number with MYNIC: D1A282781). Please follow the procedures provided in the **Administrative Guide** in order to register, participate and vote remotely via the RPV facilities. No members/proxies/corporate representatives from the public will be allowed to be physically present at the premises of the Company, the poll administrator or the venue where the Chairman will be for the purpose of the EGM.

Record of Depositors

2. In respect of deposited securities, only a depositor whose name appears in the Record of Depositors as at 5 April 2023 shall be eligible to attend the EGM or appoint proxy(ies) to attend and/or vote in his/her stead. Any changes in the entries in the Record of Depositors after the said date shall be disregarded in determining the rights of any person to attend and vote at the EGM.

Appointment of Proxy

3. A member of the Company, who is entitled to attend, participate and vote at the EGM, is entitled to appoint a proxy or attorney or in the case of a corporation, a duly authorised representative to participate in his/her place. A proxy may but need not be a member of the Company.

4. A member of the Company is entitled to appoint more than 1 proxy to attend, participate and vote at the EGM.

5. Where a member of the Company is an authorised nominee, as defined in the Securities Industry (Central Depositories) Act 1991 (“**Central Depositories Act**”), it may appoint more than 1 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 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 Central Depositories Act which is exempted from compliance with the provisions of Section 25A(1) of the Central Depositories Act.

7. Where a member appoints more than 1 proxy the proportion of shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies.

8. A member who has appointed a proxy or attorney or authorised representative to attend, participate and vote at the EGM must request his/her proxy to register himself/herself for RPV at TIIH Online website at <https://tiih.online>. Please follow the procedures for the RPV in the Administrative Guide for the EGM.

9. The appointment of proxy may be made in hard copy form or by electronic means in the following manner, and must be deposited with and received by the Company not less than 48 hours before the time appointed for holding the EGM:-

(a) In hard copy form

In the case of an appointment made in hard copy form, the proxy form must be deposited with the Poll Administrator of the Company at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or its Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia.

(b) By electronic form

The Proxy Form can be electronically lodged with the poll administrator of the Company via TIIH Online website at <https://tiih.online>. Please refer to the Administrative Guide on the procedures for electronic lodgement of Proxy Form via TIIH Online.

10. Please ensure ALL the particulars as required in the proxy form are completed, signed and dated accordingly.

11. Last date and time for lodging the proxy form is **Monday, 10 April 2023 at 11.00 a.m.**

12. Any authority pursuant to which such an appointment is made by a power of attorney must be deposited at the office of the poll administrator at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or its Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or alternatively, by electronic means via TIIH Online website at <https://tiih.online> not less than 48 hours before the time appointed for holding the EGM. 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.

13. For a corporate member who has appointed a representative, please deposit the certificate of appointment at the office of the poll administrator at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or its Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or alternatively, by electronic means via TIIH Online website at <https://tiih.online>. The certificate of appointment should be executed in the following manner:

(a) If the corporate member has a common seal, the certificate of appointment should be executed under seal in accordance with the constitution of the corporate member; or

(b) 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:

(i) at least two (2) authorised officers, of whom one shall be a director; or

(ii) any director and/or authorised officers in accordance with the laws of the country under which the corporate member is incorporated.



KPJ HEALTHCARE BERHAD

Registration No. 199201015575 (247079-M)

ADMINISTRATIVE GUIDE FOR SHAREHOLDERS

Meeting	: Extraordinary General Meeting (“EGM”) of KPJ Healthcare Berhad (“KPJ” or the “Company”)
Day, Date	: Wednesday, 12 April 2023
Time	: 11:00 a.m.
Meeting Platform	: Online virtual meeting using the remote participation and voting (“RPV”) facilities of TIIH Online website at https://tiih.online or https://tiih.com.my (Domain registration number with MYNIC: D1A282781)

1. No members/proxies/corporate representatives from the public will be allowed to be physically present at the premises of the Company, the poll administrator or the venue where the Chairman will be for the purpose of the EGM.
2. In respect of deposited securities, only a depositor whose name appears in the Record of Depositors as at 5 April 2023 shall be eligible to participate at the EGM or appoint proxy(ies) or corporate representative to participate and vote in his/her stead.
3. As shareholders, please register your attendance and exercise your rights as shareholders at the EGM remotely using the aforesaid RPV facilities. If you are appointing a proxy or corporate representative to attend, participate, speak and vote on your behalf, please request your proxy or corporate representative to register himself/herself for the aforesaid RPV facilities in accordance with the procedures as set out below.

APPOINTMENT OF PROXY OR CORPORATE REPRESENTATIVE

4. If you are unable to attend the EGM, you are encouraged to appoint a proxy or the Chairman of the meeting as your proxy. Please indicate your voting instructions in the Proxy Form.
5. If you wish to participate in the EGM yourself, please do not submit any Proxy Form for the EGM. You will not be allowed to participate in the EGM together with the appointed proxy.
6. Accordingly, Proxy Forms and/or documents relating to the appointment of proxy/corporate representative for the EGM whether in hard copy or by electronic means shall be deposited or submitted in the following manner not less than forty-eight (48) hours before the time appointed for holding the EGM i.e. not later than **Monday, 10 April 2023 at 11:00 a.m.**

(a) In hard copy form

In the case of an appointment made in hard copy form, the Proxy Form must be deposited at the office of the poll administrator at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or its Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia.

(b) By electronic form

The Proxy Form can be electronically lodged with the poll administrator of the Company via TIIH Online website at <https://tiih.online>. The steps to submit your Proxy Form via TIIH Online are summarised under item 13A(c) below.

POLL VOTING

7. The voting at the EGM will be conducted by poll in accordance with Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad. The Company has appointed Tricor Investor & Issuing House Services Sdn Bhd as Poll Administrator to conduct the poll by way of electronic voting (e-voting).
8. Members/proxies/corporate representatives can proceed to vote on the resolutions at any time from the start of the EGM at **11:00 a.m. on Wednesday, 12 April 2023** until the time when **the Chairman announces the closure** of the voting session at the EGM. Kindly refer to item 13B(c) below for guidance on how to vote remotely via TIIH Online.
9. Upon closure of the voting session for the EGM, the scrutineers will verify the poll results, followed by the Chairman's declaration of the poll results.

REMOTE PARTICIPATION AND VOTING ("RPV") FACILITIES

10. The RPV facilities are available on TIIH Online website at <https://tiih.online> or <https://tiih.com.my> (Domain registration number with MYNIC: D1A282781).
11. Members/proxies/corporate representatives are to attend, speak (in the form of real-time submission of typed text) and vote remotely at the EGM using the RPV facilities of TIIH Online.
12. Questions may be submitted before or during the EGM using the RPV facilities. The Board or Management of the Company will endeavour to respond to your questions during the EGM.

PROCEDURES TO PARTICIPATE AND VOTE REMOTELY USING TIIH ONLINE

13. Please read and follow the procedures below to participate and vote at the EGM remotely:-

A. Before the EGM

(a) New User Sign Up	<ul style="list-style-type: none"> • Access the website at https://tiih.online. • Sign-up as a new user under "e-Services". Please refer to the tutorial guide posted on the homepage for details and assistance. • For individual shareholders:- <ul style="list-style-type: none"> - Select "Create Account by Individual Holder". - Registration will be verified and you will be notified via email within one (1) working day. • For corporation or institutional shareholders:- <ul style="list-style-type: none"> - The authorised or nominated representative of the corporation or institutional shareholder to select "Create Account by Representative of Corporate Holder". - Registration will be verified and you will be notified via email within one (1) to two (2) working days. • If you are already a user of TIIH Online, you are not required to sign-up again.
(b) Submit your request to attend the EGM remotely	<ul style="list-style-type: none"> • Registration is open from Wednesday, 22 March 2023 at 11:00 a.m. until the day of the EGM on Wednesday, 12 April 2023. • Access the website at https://tiih.online. • Login with your user ID (email address) and password. • Select the Corporate Event: "(Registration) KPJ Healthcare Berhad EGM 2023". • Read and agree to the Terms & Conditions and confirm the Declaration. • Select "Register for Remote Participation and Voting". • Review your registration and proceed to register. • System will send an email to notify that your registration for remote participation is received and will be verified.

A. Before the EGM (Cont'd)

<p>(b) Submit your request to attend the EGM remotely (Cont'd)</p>	<ul style="list-style-type: none"> • After verification of your registration against the Record of Depositors as at 5 April 2023, the system will send you an email after 10 April 2023 to notify the approval or rejection of your registration for remote participation. • Should your application to join the EGM be approved, we will make available to you the rights to join the meeting and to vote remotely. Your login to TIIH Online on the day of meeting will indicate your presence at the virtual meeting. <p>(Note: Please allow sufficient time for the approval of TIIH Online new user and for the RPV registration)</p>
<p>(c) Submission of Proxy Forms and/or documents relating to the appointment of proxy/corporate representative/ attorney electronically</p>	<ul style="list-style-type: none"> • The Proxy Form is to be lodged not less than forty-eight (48) hours before the meeting i.e. before Monday, 10 April 2023 at 11:00 a.m. <p>Steps for Individual Shareholders</p> <ul style="list-style-type: none"> • Access the website at https://tiih.online. • Login with your user ID (email address) and password. • Select the Corporate Event: "KPJ Healthcare Berhad EGM 2023 - Submission of Proxy Form". • Read and agree to the Terms and Conditions and confirm the Declaration. • Insert your CDS account number and indicate the number of voting shares to be represented by your proxy(ies). • Indicate your voting instructions – FOR or AGAINST. Otherwise, your proxy will vote on your behalf. • Review and confirm your proxy(ies) appointment. • Print the Proxy Form for your record. <p>Steps for Body Corporate or Institutional Shareholders</p> <ul style="list-style-type: none"> • Access the website at https://tiih.online. • Login with your user ID (email address) and password. • Select the Corporate Event: "KPJ Healthcare Berhad EGM 2023 - Submission of Proxy Form". • Read and agree to the Terms and Conditions and confirm the Declaration. • Download the file format for "Submission of Proxy Form" in accordance with the Guidance Note set therein. • Prepare the file for the appointment of proxy by inserting the required data. • Upload the duly completed proxy appointment file. • Select "Submit" to complete your submission. • Print the confirmation report of your submission for your record. <p>(Note: The representative of a corporation or institutional shareholder must register as a user in accordance with the steps above before he/she can subscribe to this corporate holder electronic proxy submission. Please contact our Poll Administrator, if you need clarifications on the user registration)</p>
<p>(d) Submit your questions electronically before the EGM</p>	<ul style="list-style-type: none"> • Access the website at https://tiih.online. • Login with your user ID (email address) and password. • At the Corporate Event: "(Registration) KPJ Healthcare Berhad EGM 2023", select "Submit Question".

B. On the EGM Day (12 April 2023)

(a) Login to TIIH Online	<ul style="list-style-type: none"> Login with your user ID and password for remote participation at the EGM at any time from 10:00 a.m. i.e. 1 hour before the commencement of the EGM at 11:00 a.m. on Wednesday, 12 April 2023.
(b) Participate online	<ul style="list-style-type: none"> Select the Corporate Event: “(Live Stream Meeting) KPJ Healthcare Berhad EGM 2023” to engage in the proceedings of the meeting remotely. If you have any questions for the Board of Directors/Management of the Company, you may type your questions in the “Query Box” (on the right-hand side of your screen) and click “Submit”. The Board of Directors/Management of the Company will endeavour to respond to your questions during the EGM. <p>(Note: The quality of your connection to the live streaming is dependent on the bandwidth and stability of the internet connection at your location and the device you use)</p>
(c) Online remote voting	<ul style="list-style-type: none"> You may vote at any time from the start of the EGM at 11:00 a.m. until the time when the Chairman announces the closure of the voting session at the EGM. Select the Corporate Event: “(Remote Voting) KPJ Healthcare Berhad EGM 2023” or if you are on the live stream meeting page, you can select “GO TO REMOTE VOTING PAGE” button below the Query Box. Read and agree to the Terms & Conditions and confirm the Declaration. Select the CDS account number (tick the box) that represents your shareholdings. Indicate your votes for the resolutions that are tabled for voting. Review your votes cast and click “Confirm” to submit your votes. You may choose to download document (of your votes) for record.
(d) End of remote participation	<ul style="list-style-type: none"> Upon the announcement by the Chairman on the closure of the EGM, the live streaming will end.

14. In the event you encounter any issues with logging-in, connection to the live stream meeting or online voting on the meeting day, please call the Help Line at 011-40805616 / 011-40803168 / 011-40803169 / 011-40803170 for assistance or e-mail to tiih.online@my.tricorglobal.com for assistance.

RESULTS OF THE VOTING

15. The poll vote results of the resolutions proposed at the EGM will be announced at the EGM and subsequently via an announcement to Bursa Malaysia Securities Berhad, which is available at www.bursamalaysia.com.

EGM DOCUMENTS

16. The following documents are available on the Company’s website at <https://kpj.listedcompany.com/ar.html>
- Circular to Shareholders in relation to the Proposed Disposal of 2 Parcels of Freehold Land in Bethania Queensland Australia by Jeta Gardens (Qld) Pty Ltd, an indirect subsidiary of KPJ Healthcare Berhad, to JLand Australia Pty Ltd for a total cash consideration of Australian Dollars 6,500,000 (equivalent to RM19,611,800)
 - Notice of EGM, Proxy Form and Administrative Guide for Shareholders

17. We encourage viewing the e-versions of the above documents. If a printed copy of item 16(a) above is required, please send an email to our Share Registrar at suhaila.sabar@waqafannur.com.my. Please indicate your name, NRIC No./Passport No./Registration No., CDS account number, mailing address and contact number when making the request. You may also request a printed copy of item 16(a) above via TIIH Online at <https://tiih.online> by selecting “Request for Circular to Shareholders” under “Investor Services”.

NO DOOR GIFTS/FOOD VOUCHERS

18. There will be no distribution of gifts or vouchers in conjunction with the EGM.
19. The Company would like to thank all its shareholders for their kind co-operation and understanding in these challenging times.

RECORDING OR PHOTOGRAPHY

20. Recording or photography of the proceedings of the EGM is strictly prohibited.

COMMUNICATION GUIDE

21. Shareholders are reminded to monitor the Company’s website and announcements for any changes relating to the EGM arrangements.

ENQUIRIES

22. If you need any assistance, please contact the following persons during office hours, Mondays to Fridays from 9.00 a.m. to 5.30 p.m. (except on public holidays):

Tricor Investor & Issuing House Services Sdn. Bhd.

General Line : +603-2783 9299

Fax Number : +603-2783 9222

Email : is.enquiry@my.tricorglobal.com

Contact persons :

Mohammad Amirul Iskandar : +603-2783 9263 / email: Mohammad.Amirul@my.tricorglobal.com

Mohamad Khairudin Bin Tajudin : +603-2783 7973 / email: Mohamad.Khairudin@my.tricorglobal.com

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