



## **RHB BANK BERHAD**

Registration No. 196501000373 (6171-M)  
(Incorporated in Malaysia under the then Companies Ordinances, 1940 - 1946)

# **ADDENDUM TO THE NOTICE OF 56<sup>TH</sup> ANNUAL GENERAL MEETING FOR INCLUSION OF ADDITIONAL ORDINARY RESOLUTION UNDER ORDINARY BUSINESS**

### **TO THE SHAREHOLDERS OF RHB BANK BERHAD**

Pursuant to the appointment of Encik Mohd Rashid Mohamad as the Group Managing Director of RHB Bank Berhad ("**RHB Bank**" or "**Company**") on 1 April 2022, that being subsequent to the issuance of the Notice of 56<sup>th</sup> Annual General Meeting ("**AGM**") of the Company dated 30 March 2022 ("**Notice**"), **NOTICE IS HEREBY GIVEN** by way of an Addendum to the Notice that the following additional Ordinary Resolution to be included as Agenda 9 for the 56<sup>th</sup> AGM of the Company to be held on a virtual basis at the broadcast venue, Meeting Room 3, Level 16, Tower Three, RHB Centre, Jalan Tun Razak, 50400 Kuala Lumpur, Malaysia ("**Broadcast Venue**") on Wednesday, 27 April 2022, at 10.00 a.m.:

## 1. NOTICE OF 56<sup>TH</sup> AGM

To insert the following Ordinary Resolution as additional agenda of the Notice:

### AGENDA

9. To re-elect Encik Mohd Rashid Mohamad who retires by rotation pursuant to Clause 98 of the Company's Constitution and who being eligible offers himself for re-election. **Ordinary Resolution 10**

## 2. PROFILE OF DIRECTOR

To insert the following profile of director in the Notice:

Mohd Rashid Mohamad ("**Encik Mohd Rashid**"), a Malaysian, aged 54, was appointed as the Group Managing Director/Group Chief Executive Officer of RHB Banking Group on 1 April 2022.

Encik Mohd Rashid holds a Master of Business Administration with Distinction from the University of Wales, Cardiff, United Kingdom and is a graduate of the Bachelor of Accountancy (Hons) from the University Technology Mara. He is also a graduate of the Advance Strategic Management from the Institute for Management Development, Lausanne.

Encik Mohd Rashid is the Vice President of Financial Market Association and a Member of the Malaysian Institute of Accountants. He is also a Member of the Industry Advisory Council of Payments Network Malaysia Sdn Bhd as well as Member of the Financial Market Committee, Bank Negara Malaysia ("**BNM**").

Encik Mohd Rashid had a 14-year stint in BNM in various capacities in the Banking Supervision/Examination and Investment Operations & Financial Markets departments. He later transitioned to the corporate sector, joining ABN Amro NV Singapore and the Royal Bank of Scotland, Singapore where he gained valuable international banking exposure and managing large organisational units. He returned to Malaysia in 2009 to join the Treasury team of AmBank Group before joining RHB Bank in 2014 as its Group Treasurer.

Encik Mohd Rashid served as the Chairman of the Investment Panel of Kumpulan Wang Amanah Pencen Inc. from 2019 to 2021. Prior to his appointment as Group Managing Director of RHB Bank, Encik Mohd Rashid was the Managing Director of Group Wholesale Banking. Encik Mohd Rashid's other directorships in public companies include RHB Bank (L) Ltd and RHB Islamic International Asset Management Berhad.

He has no family relationship with any of the Directors and/or major shareholders of RHB Bank. He has not been convicted of any offence within the past five (5) years and has not been imposed any public sanction or penalty by the relevant regulatory bodies. He does not have any conflict of interest with RHB Bank and does not hold any shares of RHB Bank.

## BY ORDER OF THE BOARD

**Azman Shah Md Yaman (LS 0006901) (SSM PC No.: 201908001628)**

**Hasnita Sulaiman (MAICSA No. 7060582) (SSM PC No.: 201908001631)**

Company Secretaries

Kuala Lumpur  
5 April 2022

## NOTES:

### Virtual AGM

1. The 56<sup>th</sup> AGM of the Company will be conducted on a virtual basis through live streaming and online remote voting via the Remote Participation and Electronic Voting facilities which are available on the website of the Share Registrar of the Company, Boardroom Share Registrars Sdn Bhd, at Boardroom Smart Investor Portal at <https://investor.boardroomlimited.com/>. Please follow the procedures provided in the Administrative Details for the 56<sup>th</sup> AGM in order to register, participate and vote remotely.
2. The Broadcast Venue of the 56<sup>th</sup> AGM is strictly for the purpose of complying with Section 327(2) of the Companies Act 2016 which requires the Chairman of the meeting to be present at the main venue of the meeting. The venue of the 56<sup>th</sup> AGM is to inform members where the virtual AGM production and streaming would be conducted from. Members/proxies from the public will not be allowed to be physically present at the meeting venue.

### Appointment of Proxy

1. In respect of deposited securities, only members whose names appear in the Record of Depositors on 20 April 2022 (General Meeting Record of Depositors) shall be entitled to participate and vote remotely at the forthcoming 56<sup>th</sup> AGM using the remote participation and electronic voting facilities.
2. A member of the Company entitled to participate and vote remotely at the forthcoming 56<sup>th</sup> AGM is entitled to appoint one or more proxies to participate and vote remotely in his/her place. A proxy may but need not be a member of the Company.
3. The Form of Proxy must be signed by the appointer or his/her attorney duly authorised in writing or in the case of a corporation, be executed under its common seal or under the hand of its attorney duly authorised in writing.
4. If the Form of Proxy is returned without any indication as to how the proxy shall vote, the proxy will vote or abstain as he/she thinks fit.
5. Where a member appoints two proxies, the appointment shall be invalid unless he/she specifies the proportion of his/her holdings to be represented by each proxy. Where a member of the Company is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991 ("**SICDA**"), it may appoint at least one proxy in respect of each Securities Account which is credited with ordinary shares of the Company.
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 SICDA which is exempted from compliance with the provisions of subsection 25A(1) of SICDA.
7. The Form of Proxy or other instruments of appointment must be deposited at the office of the share registrar of the Company, Boardroom Share Registrars Sdn Bhd, 11<sup>th</sup> Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor, Malaysia or lodged electronically via "Boardroom Smart Investor Portal" at <https://investor.boardroomlimited.com/> not later than 48 hours before the time fixed for holding the forthcoming 56<sup>th</sup> AGM or any adjournment thereof.

## Explanatory Notes

### 1. Ordinary Resolution 10 of the Agenda – Re-election of Director

Clause 98 of the Company's Constitution provides that the Directors shall have power at any time, and from time to time, to appoint any person to be a Director either to fill a casual vacancy or as an addition to the existing Directors, but so that the total number of Directors shall not at any time exceed the maximum number fixed by or in accordance with the Constitution. Any Director so appointed shall hold office only until the next following annual general meeting, and shall then be eligible for re-election but shall not be taken into account in determining the retirement of Directors by rotation at such meeting.

### Additional Notes for this Addendum

1. The Revised Proxy Form **DOES NOT INVALIDATE** the Proxy Form which was circulated together with the Notice of the 56<sup>th</sup> AGM dated 30 March 2022 ("**Original Proxy Form**").
2. If the Company receives both the Original Proxy Form and the Revised Proxy Form from a member, **THE LATTER SHALL SUPERSEDE THE FORMER.**
3. In the event that the Company does not receive the duly executed Revised Proxy Form within the required timeframe, **THE MEMBER WHO HAS DEPOSITED THE ORIGINAL PROXY FORM AT THE REGISTERED OFFICE WITHIN THE REQUIRED TIMEFRAME IS DEEMED TO HAVE APPOINTED AND AUTHORISED HIS PROXY UNDER THE ORIGINAL PROXY FORM TO VOTE OR ABSTAIN ON THE ADDITIONAL RESOLUTION AS THE PROXY DEEMS FIT.**