



AIRASIA X BERHAD

(Registration No. 200601014410 (734161-K))

(Incorporated in Malaysia)

EXTRAORDINARY GENERAL MEETING

ADMINISTRATIVE GUIDE

Date : **Tuesday, 1 June 2021**
Time : **3.00 p.m.**
Broadcast Venue : **Level 6, RedQ, Jalan Pekeliling 5**
Lapangan Terbang Antarabangsa Kuala Lumpur (klia2)
64000 KLIA
Selangor Darul Ehsan, Malaysia
Meeting Platform : **<https://tiih.online>**

MODE OF MEETING

As part of the measures taken by AirAsia X Berhad (“**AirAsia X**” or the “**Company**”) to curb the spread of COVID-19 and taking into consideration the paramount safety and well-being of the members of the Company, the Extraordinary General Meeting (“**EGM**”) of the Company will be held as a fully virtual meeting via live streaming and online remote voting from the Broadcast Venue above. This is also in line with the revised Guidance and Frequently Asked Questions on the Conduct of General Meetings for Listed Issuers issued by the Securities Commission Malaysia on 5 March 2021 (including any amendments that may be made from time to time) (“**Guidance Note**”).

The Broadcast Venue is strictly for the purpose of complying with Section 327(2) of the Companies Act 2016 and Guidance Note which require the Chairman of the meeting to be present at the main venue of the meeting. Members and/or proxy(ies) and/or corporate representative(s) and/or attorney(s) **WILL NOT BE ALLOWED** to be physically present at the Broadcast Venue on the day of the EGM. Members are instead invited and encouraged to participate in the upcoming virtual EGM from the comfort of your home or office.

REMOTE PARTICIPATION AND VOTING FACILITIES (“RPV”)

Members are to attend, speak (including posing questions to the Board of Directors of the Company (the “**Board**”) via real time submission of typed texts) and vote (collectively, “**participate**”) remotely at the EGM using RPV provided by Tricor Investor & Issuing House Services Sdn. Bhd. (“**TIIH**”) via its **TIIH Online** website at <https://tiih.online>.

Members who appoint proxies to participate via RPV in the EGM must ensure that the duly executed form of proxy are deposited in a hard copy form at the registered office of the Company at Unit 30-01, Level 30, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Wilayah Persekutuan, 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, Wilayah Persekutuan, Malaysia (“**Registered Office**”) or by electronic lodgement via **TIIH Online** website at <https://tiih.online> not later than **3.00 p.m. on Sunday, 30 May 2021**. **Faxed copies of the duly executed form of proxy are not acceptable.**

Authorised representatives of corporate members must deposit their original or duly certified certificate of appointment of authorised representative at the Registered Office not later than **3.00 p.m. on Sunday, 30 May 2021** to participate via RPV in the EGM.

Attorneys appointed by power of attorney are to deposit their power of attorney at the Registered Office not later than **3.00 p.m. on Sunday, 30 May 2021** to participate via RPV in the EGM.

A member who has appointed a proxy or authorised representative or attorney to participate in the EGM via RPV must request his/her proxy or authorised representative or attorney to register himself/herself for RPV at the TIIH Online website at <https://tiih.online>.

As the EGM of AirAsia X is a fully virtual meeting, members who are unable to participate in this EGM may appoint the Chairman of the meeting as his/her proxy and indicate the voting instructions in the Form of Proxy.

PROCEDURES FOR REMOTE PARTICIPATION AND VOTING VIA RPV

Member(s)/proxy(ies)/corporate representative(s)/attorney(s) who wish to participate in the EGM remotely using the RPV are to follow the requirements and procedures as summarised below:

	Procedure	Action
BEFORE THE DAY OF EGM		
(a)	Register as a user with TIIH Online	<ul style="list-style-type: none"> Using your computer, access the website at https://tiih.online. Register as a user under “e-Services” and select “Create Account by Individual Holder”. Refer to the tutorial guide posted on the homepage for assistance. Registration as a user will be approved within one (1) working day and you will be notified via e-mail. If you are already a user with TIIH Online, you are not required to register again. You will receive an e-mail to notify you that the remote participation is available for registration at TIIH Online.
(b)	Submit your request to attend EGM remotely	<ul style="list-style-type: none"> Registration is open from 10.00 a.m. Monday, 10 May 2021 until the day of EGM on Tuesday, 1 June 2021. Member(s) or proxy(ies) or corporate representative(s) or attorney(s) are required to pre-register their attendance for the EGM to ascertain their eligibility to participate the EGM using the RPV. Login with your user ID and password and select the corporate event: “(REGISTRATION) AAX EGM 2021”. 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 e-mail to notify that your registration for remote participation is received and will be verified. After verification of your registration against the General Meeting Record of Depositors as at 21 May 2021, the system will send you an e-mail after 30 May 2021 to approve or reject your registration for remote participation. <p><i>(Note: Please allow sufficient time for approval of new user of TIIH Online and registration for the RPV).</i></p>
ON THE DAY OF THE EGM (TUESDAY, 1 JUNE 2021)		
(c)	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 2.00 p.m., i.e. one (1) hour before the commencement of the EGM on Tuesday, 1 June 2021 at 3.00 p.m.

(d)	Participate through Live Streaming	<ul style="list-style-type: none"> • Select the corporate event: “(LIVE STREAM MEETING) AAX EGM 2021” to engage in the proceedings of the EGM remotely. • If you have any question for the Chairman/Board, you may use the query box to transmit your question. The Chairman/Board will endeavour to respond to questions submitted by remote participants during the EGM. If there is time constraint, the responses will be e-mailed to you earliest possible, after the meeting.
(e)	Online Remote Voting	<ul style="list-style-type: none"> • Voting session commences from 3.00 p.m. on Tuesday, 1 June 2021 until a time when the Chairman announces the completion of the voting session of the EGM. • Select the corporate event: “(REMOTE VOTING) AAX EGM 2021” 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 that represents your shareholdings. • Indicate your votes for the resolutions that are tabled for voting. • Confirm and submit your votes.
(f)	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.

Note to users of the RPV:

1. Should your application to join the EGM be approved, we will make available to you the rights to join the live streamed meeting and to vote remotely. Your login to TIIH Online on the day of the EGM will indicate your presence at the virtual meeting.
2. The quality of your connection to the live broadcast is dependent on the bandwidth and stability of the internet at your location and the device you use.
3. In the event you encounter any issues with logging-in, connection to the live streamed meeting or online voting, kindly call Tricor Help Line at 011-40805616 / 011-40803168 / 011-40803169 / 011-40803170 or e-mail to tiih.online@my.tricorglobal.com for assistance.

NO DOOR GIFT/FOOD VOUCHER

There will be **no distribution of door gifts or food vouchers** for the EGM as the meeting is conducted on a fully virtual basis.

We would like to thank our members for your kind cooperation and understanding during these challenging times.

GENERAL MEETING RECORD OF DEPOSITORS (“ROD”)

- Only a depositor whose name appears on the **ROD as at 21 May 2021** shall be entitled to attend, speak and vote at the EGM or appoint proxies to attend and/or vote on his/her behalf.

APPOINTMENT OF PROXY / CORPORATE REPRESENTATIVES / ATTORNEYS

- The EGM will be held as a fully virtual meeting via live streaming and online remote voting from the Broadcast Venue, if you are unable to attend the meeting via RPV on Tuesday, 1 June 2021, you may appoint the Chairman of the meeting as proxy and indicate the voting instructions in the Form of Proxy.
- Accordingly, the Form of Proxy and/or document relating to the appointment of proxy/corporate representative/attorney for the EGM whether in hard copy or by electronic means shall be deposited or submitted in the following manner not later than **3.00 p.m. on Sunday, 30 May 2021**.

(i) In Hard Copy:

By hand or post to the registered office of the Company at Unit 30-01, Level 30, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Wilayah Persekutuan, 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, Wilayah Persekutuan, Malaysia not less than forty-eight (48) hours before the time appointed for holding the EGM or any adjournment thereof, otherwise the Form of Proxy shall not be treated as valid.

(ii) By Electronic Form:

All members can have the option to submit Form of Proxy electronically via TIIH Online and the steps to submit are summarised below:-

	Procedure	Action
i. Steps for Individual Members		
(a)	Register as a User with TIIH Online	<ul style="list-style-type: none"> • Using your computer, please access the website at https://tiih.online. Register as a user under “e-Services” and select “Create Account by Individual Holder”. Please do refer to the tutorial guide posted on the homepage for assistance. • Registration as a user will be approved within one (1) working day and you will be notified via e-mail. • If you are already a user with TIIH Online, you are not required to register again.
(b)	Proceed with submission of Form of Proxy	<ul style="list-style-type: none"> • After the release of the Notice of Meeting by the Company, login with your user name (i.e. email address) and password. • Select the corporate event: “AAX EGM 2021 – Submission of Proxy Form”. • Read and agree to the Terms & Conditions and confirm the Declaration. • Insert your CDS account number and indicate the number of shares for your proxy(s) to vote on your behalf. • Appoint your proxy(s) and insert the required details of your proxy(s) or appoint Chairman as your proxy. • Indicate your voting instructions – FOR or AGAINST, otherwise your proxy will decide your vote. • Review and confirm your proxy(s) appointment. • Print Form of Proxy for your record.

ii. <u>Steps for Corporation or Institutional Members</u>		
(a)	Register as a User with TIIH Online	<ul style="list-style-type: none"> • Access TIIH online at https://tiih.online. • Under e-Services, the authorised or nominated representative of the corporation or institutional member selects “Create Account by Representative of Corporate Holder”. • Complete the registration form and upload the required documents. • Registration will be verified, and you will be notified by email within one (1) to two (2) working days. • Proceed to activate your account with the temporary password given in the email and re-set your own password. <p><i>(Note: The representative of a corporation or institutional member must register as a user in accordance with the above steps before he/she can subscribe to this corporate holder electronic proxy submission. Please contact our Share Registrar if you need clarifications on the user registration.)</i></p>
(b)	Proceed with submission of Form of Proxy	<ul style="list-style-type: none"> • Login to TIIH Online at https://tiih.online. • Select the corporate event: “AAX EGM 2021 – Submission of Proxy Form”. • Read and agree to the Terms & Conditions and confirm the Declaration. • Proceed to download the file format for “Submission of Proxy Form” in accordance with the Guidance Note set therein. • Prepare the file for the appointment of proxies by inserting the required data. • Proceed to upload the duly completed proxy appointment file. • Select “Submit” to complete your submission. • Print the confirmation report of your submission for your record.

POLL VOTING

- The voting at the EGM will be conducted by poll in accordance with Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad.
- Members can proceed to vote on the resolutions at any time from the commencement of the EGM at **3.00 p.m. on Tuesday, 1 June 2021** but before the end of the voting session which will be announced by the Chairman of the meeting. Kindly refer to the note above, “Procedures for RPV” for guidance on how to vote remotely from the **TIIH Online** website at <https://tiih.online>.
- Upon completion of the voting session for the EGM, the Scrutineers will verify and announce the poll results followed by the Chairman’s declaration whether the resolutions are duly passed.

CIRCULAR TO SHAREHOLDERS

- Circular to Shareholders in relation to the Proposals dated 10 May 2021 (“**Circular**”), Notice of the EGM, Form of Proxy and this Administrative Guide are available at the Company’s Investor Relations website at www.airasiac.com/agm_egm.html
- You may request for a printed copy of the Circular at <https://tiih.online> by selecting “Request for Annual Report/Circular” under the “Investor Services”. Alternatively, you may also make your request through telephone/email to our Share Registrar at the number/email addresses given below. Nevertheless, we hope that you would consider the environment before you decide to request for the printed copy.

PRE-MEETING SUBMISSION OF QUESTION(S) TO THE BOARD

Members may submit questions for the Board prior to the EGM via TIIH Online website at <https://tiih.online> by selecting “e-Services” to login, pose questions and submit electronically no later than **3.00 p.m. on Sunday, 30 May 2021**. The Board will endeavour to answer the questions received at the EGM.

RECORDING OR PHOTOGRAPHY

Strictly **NO** unauthorised recording or photography of the proceedings of the EGM is allowed.

ENQUIRY

If you have any enquiries on the above, please contact the following persons during office hours on 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 : Mr. Jake Too : +603-2783 9285 / Email: Chee.Onn.Too@my.tricorglobal.com

: Ms. Vivien Khoh : +603-2783 9091 / Email: Vivien.Khoh@my.tricorglobal.com

: Mr. Alven Lai : +603-2783 9283 / Email: Siew.Wai.Lai@my.tricorglobal.com