

# AIRASIA X BERHAD

(Company No.: 200601014410) (734161-K)

("the Company")

Incorporated in Malaysia

## FORM OF PROXY

I/We \_\_\_\_\_ NRIC No./Passport No./Co. No.: \_\_\_\_\_  
(FULL NAME AS PER NRIC/CERTIFICATE OF INCORPORATION IN BLOCK LETTERS)

of \_\_\_\_\_  
(FULL ADDRESS)

telephone no. \_\_\_\_\_, email address \_\_\_\_\_, being a member of the

Company, hereby appoint \_\_\_\_\_  
(FULL NAME IN BLOCK LETTERS)

NRIC No./Passport No.: \_\_\_\_\_ of \_\_\_\_\_  
(COMPULSORY) (FULL ADDRESS)

\_\_\_\_\_ telephone no. \_\_\_\_\_, email address \_\_\_\_\_

or failing him/her, \_\_\_\_\_ NRIC No./Passport No.: \_\_\_\_\_  
(FULL NAME IN BLOCK LETTERS) (COMPULSORY)

of \_\_\_\_\_  
(FULL ADDRESS)

telephone no. \_\_\_\_\_, email address \_\_\_\_\_

\*or failing him/her, the Chairman of the Meeting, as my/our proxy(ies) to vote in my/our name and on my/our behalf at the Fifteenth ("15<sup>th</sup>") Annual General Meeting ("AGM") of the Company to be held as a virtual meeting via live streaming and online remote voting at the Broadcast Venue at RedQ, Jalan Pekeliling 5, Lapangan Terbang Antarabangsa Kuala Lumpur (klia2), 64000 KLIA, Selangor Darul Ehsan, Malaysia, on Tuesday, 7 December 2021 at 10.00 a.m. and at any adjournment of such meeting, and to vote as indicated below:

### AGENDA

Resolutions	Description	FOR	AGAINST
<b>Ordinary Business</b>			
<b>Ordinary Resolution 1</b>	To approve the Non-Executive Directors' Remuneration for the period from the 15 <sup>th</sup> AGM until the next AGM of the Company to be held in the year 2022		
<b>Ordinary Resolution 2</b>	Re-election of Dato' Lim Kian Onn as a Director of the Company, who retires by rotation pursuant to Rule 119 of the Company's Constitution		
<b>Ordinary Resolution 3</b>	Re-election of Dato' Fam Lee Ee as a Director of the Company, who retires by rotation pursuant to Rule 119 of the Company's Constitution		
<b>Ordinary Resolution 4</b>	Re-appointment of Messrs Ernst & Young as Auditors of the Company and to authorise the Directors to determine their remuneration		
<b>Special Business</b>			
<b>Ordinary Resolution 5</b>	Authority to allot shares pursuant to Sections 75 and 76 of the Companies Act 2016		
<b>Ordinary Resolution 6</b>	Proposed renewal of existing shareholders' mandate for Recurrent Related Party Transactions of a revenue or trading nature		
<b>Ordinary Resolution 7</b>	Retention of Tan Sri Rafidah Aziz as a Senior Independent Non-Executive Chairman		

(Please indicate with an "X" in the appropriate spaces how you wish your votes to be cast. If you do not do so, the proxy will vote or abstain from voting, as he/she thinks fit.)

\*Delete the words "or failing him/her, the Chairman of the Meeting" if not applicable.

No. of shares held:			
CDS Account No.:			
The proportion of my/our holding to be represented by my/our proxies are as follows:		No. of Shares	Percentage
	First Proxy		
	Second Proxy		
Date:			

\_\_\_\_\_  
Signature(s) / Common Seal of Members(s)

#### VIRTUAL AGM

- As part of the measures taken by 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 15<sup>th</sup> AGM will be held as a virtual meeting via live streaming and online remote voting using the Remote Participation and Voting Facilities ("RPV") provided by Tricor Investor & Issuing House Services Sdn. Bhd. ("TIIH") via its TIIH Online website at <https://tiah.online>. This is also in line with the revised Guidance Note on the Conduct of General Meetings for Listed Issuers issued by the Securities Commission Malaysia on 16 July 2020 (including any amendments that may be made from time to time) ("Guidance Note"). Please follow the procedures as set out in the **Administrative Details** which is available at the Company's website at [www.airasiac.com](http://www.airasiac.com).

- 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 attorneys **WILL NOT BE ALLOWED** to be physically present at the Broadcast Venue on the day of the 15<sup>th</sup> AGM, instead are to attend, speak (including posing questions to the Board of Directors via real time submission of typed texts) and vote (collectively, "**participate**") remotely at the 15<sup>th</sup> AGM via the RPV provided by TIIH.

#### NOTES TO FORM OF PROXY

- Pursuant to the Securities Industry (Central Depositories) (Foreign Ownership) Regulations 1996 and Rule 41(a) of the Company's Constitution, only those Foreigners (as defined in the Constitution) who hold shares up to the current prescribed foreign ownership limit of 45.0% of the total number of issued shares of the Company, on a first-in-time basis based on the Record of Depositors to be used for the forthcoming AGM, shall be entitled to vote. A proxy appointed by a Foreigner not entitled to vote, will similarly not be entitled to vote. Consequently, all such disenfranchised voting rights shall be automatically vested in the Chairman of the AGM.
  - By electronic means  
This Form of Proxy can be electronically lodged via TIIH Online website at <https://tiah.online>. Kindly refer to the Administrative Details on the procedures for electronic lodgement of form of proxy via **TIIH Online**.
- A member must be registered in the Record of Depositors at 5.00 p.m. on **26 November 2021** ("**General Meeting Record of Depositors**") in order to attend and vote at the Meeting. A depositor shall not be regarded as a member entitled to attend the Meeting and to speak and vote thereat unless his name appears in the General Meeting Record of Depositors. Any changes in the entries on the Record of Depositors after the abovementioned date and time shall be disregarded in determining the rights of any person to attend and vote at the Meeting.
- A member entitled to attend and vote is entitled to appoint not more than two (2) proxies (or in the case of a corporation, to appoint a representative(s) in accordance with Section 333 of the Companies Act 2016) to attend and vote in his stead. There shall be no restriction as to the qualification of the proxy(ies).
- Where a member appoints two (2) proxies, the appointment shall be invalid unless he specifies the proportion 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.
- The appointment of a proxy may be made in a hard copy form or by electronic means in the following manner and must be received by the Company not less than forty-eight (48) hours before the time appointed for holding the 15<sup>th</sup> AGM or adjourned general meeting at which the person named in the appointment proposes to vote:
  - In hard copy form  
In the case of an appointment made in hard copy form, this Form of Proxy must be deposited at the Registered Office of the Company at RedQ, Jalan Pekeliling 5, Lapangan Terbang Antarabangsa Kuala Lumpur (klia2), 64000 KLIA, Selangor Darul Ehsan, Malaysia.
  - If the corporate member has a common seal, the certificate of appointment of authorised representative should be executed under seal in accordance with the constitution of the corporate member.
  - If the corporate member does not have a common seal, the certificate of appointment of authorised representative should be affixed with the rubber stamp of the corporate member (if any) and executed by:
    - at least two (2) authorised officers, of whom one shall be a director; or
    - any director and/or authorised officers in accordance with the laws of the country under which the corporate member is incorporated.
- Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Securities, all resolutions set out in this Notice of the 15<sup>th</sup> AGM will be put to vote by way of poll.

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Stamp

The Company Secretary  
AIRASIA X BERHAD  
(Company No. 200601014410) (734161-K)

RedQ, Jalan Pekeliling 5  
Lapangan Terbang Antarabangsa Kuala Lumpur (klia2)  
64000 KLIA  
Selangor Darul Ehsan  
Malaysia

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