

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the Extraordinary General Meeting of Manulife Holdings Berhad (“**Manulife**” or the “**Company**”) will be held on a fully virtual basis at the Broadcast Venue at Meeting Room of Securities Services (Holdings) Sdn. Bhd., Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, Wilayah Persekutuan on Friday, 26 June 2020 at 4.00 p.m., or immediately following the conclusion or adjournment (as the case may be) of the 44th Annual General Meeting of Manulife scheduled to be held on a fully virtual basis at the same Broadcast Venue on the same date at 3.00 p.m., whichever is later, for the purpose of considering and if thought fit, passing with or without modification the following resolutions:-

AGENDA

ORDINARY RESOLUTION 1

PROPOSED ESTABLISHMENT OF A DIVIDEND REINVESTMENT PLAN WHICH WILL PROVIDE SHAREHOLDERS OF MANULIFE WITH AN OPTION TO ELECT TO REINVEST IN WHOLE OR IN PART, THEIR CASH DIVIDEND, WHICH INCLUDES ANY INTERIM, FINAL, SPECIAL OR OTHER TYPES OF CASH DIVIDEND IN NEW ORDINARY SHARES IN MANULIFE (“PROPOSED DRP”)

“**THAT** subject to the approvals of the relevant regulatory authorities for the Proposed DRP having being obtained to the extent permitted by law:-

- (i) the Proposed DRP which shall upon such terms and conditions as the Board of Directors of Manulife (“**Board**”), at its sole absolute discretion, deem fit be and is hereby approved;
- (ii) the Board be and is hereby authorised:-
 - (a) to establish and implement the Proposed DRP;
 - (b) to determine, at its sole and absolute discretion, whether the Proposed DRP will apply to any dividends (whether interim, final, special or any other types of cash dividend) (“**Dividend(s)**”) declared and/or approved by the Company;
 - (c) to allot and issue such number of new ordinary shares in Manulife (“**Manulife Shares**”) from time to time as may be required to be allotted and issued pursuant to the Proposed DRP (“**New Shares**”); and
 - (d) to sign and execute all documents, to do all acts, deeds and things and to enter into all transactions, arrangements and agreements as may be necessary and expedient in order to give full effect to the Proposed DRP and to implement, finalise and complete the Proposed DRP with full power to assent to any conditions, variations, modifications and/or amendments in any manner, including amendments, modifications, suspension and termination of the Proposed DRP, as the Board may, in its absolute discretion, deem fit and in the best interest of the Company and/or as may be required or permitted by any relevant authorities and to deal with all matters relating thereto and to take all such steps and do all such acts, for and on behalf of the Company;

AND THAT the New Shares shall, upon allotment and issuance, rank equally in all respects with the existing Manulife Shares in issue, save and except that the holders of New Shares will not be entitled to any dividends, rights, allotments and/or other forms of distributions that may be declared, made or paid for which the entitlement date precedes the date of allotment and issuance of the New Shares.”

ORDINARY RESOLUTION 2

ISSUANCE OF NEW SHARES PURSUANT TO THE PROPOSED DRP THAT PROVIDES THE SHAREHOLDERS OF THE COMPANY WITH THE OPTION TO ELECT TO REINVEST THEIR DIVIDENDS IN NEW SHARES (“ISSUANCE OF NEW SHARES PURSUANT TO THE PROPOSED DRP”)

“**THAT** subject to the passing of Ordinary Resolution 1, and the approvals of all relevant regulatory authorities or parties being obtained, where required, approval be and is hereby given to the Board to allot and issue such number of New Shares from time to time as may be required to be allotted and issued pursuant to the Proposed DRP until the conclusion of the Company’s next annual general meeting, upon terms and conditions and to such persons as the Board may, in its absolute discretion, deem fit and in the best interest of the Company;

THAT the issue price of the said New Shares, which will be determined and fixed by the Board on the price-fixing date to be determined, shall not be at more than 10% discount to the 5-day volume weighted average market price (“**VWAP**”) of Manulife Shares immediately preceding the price-fixing date, of which the VWAP shall be adjusted ex-dividend before applying the aforementioned discount in fixing the issue price at the material time;

AND THAT the Board be and is hereby authorised to do all such acts and enter into all such transactions, arrangements, deeds and undertakings and to execute, sign and deliver for and on behalf of the Company, all such documents and impose such terms and conditions or delegate all or any part of its powers as may be necessary or expedient in order to implement, finalise and give full effect to the Issuance of New Shares pursuant to the Proposed DRP, with full power to assent to any conditions, modifications, variations and/or amendments including amendments, modifications, suspension and termination of the Proposed DRP as the Board may, in its absolute discretion, deem fit and in the best interest of the Company and/or as may be imposed or agreed to by any other relevant authorities.”

ON BEHALF OF THE BOARD

CHUA SIEW CHUAN (SSM PC NO. 201908002648) (MAICSA 0777689)

CHIN MUN YEE (SSM PC NO. 201908002785) (MAICSA 7019243)

Company Secretaries
Kuala Lumpur
10 June 2020

Notes:-

1. *In respect of deposited securities, only members whose names appear in the Record of Depositors on 19 June 2020 shall be eligible to attend the Meeting.*
2. *Pursuant to Clauses 96(b) and (c) of the Company's Constitution, a member entitled to attend and vote at the Meeting is entitled to appoint not more than two (2) proxies to attend and vote in his stead. Where a member appoints two (2) proxies, the appointments shall be invalid unless he specifies the proportion of his holdings to be represented by each proxy.*
3. *A proxy may but does not need to be a member of the Company and a member entitled to attend and vote at the Meeting may appoint any person as his proxy to attend and vote instead of the member at the Meeting. There shall be no restriction as to the qualification of the proxy. A proxy appointed to attend and vote at the Meeting shall have the same rights as the member to speak at the Meeting.*

As guided by the Securities Commission's Guidance and FAQs on the Conduct of General Meetings for Listed Issuers that was issued on 18 April 2020 and subsequently revised on 14 May 2020, the right to speak is not limited to verbal communication only but includes other modes of expression. Therefore, all shareholders and proxies shall communicate with the main venue of the Meeting via real time submission of typed texts through a text box within Securities Services e-Portal's platform during the live streaming of the Meeting as the primary mode of communication. In the event of any technical glitch in this primary mode of communication, shareholders and proxies may email their questions to eservices@sshsb.com.my during the Meeting. The questions and/or remarks submitted by the shareholders and/or proxies will be broadcasted and responded by the Chairman/Board/relevant advisers during the Meeting. In the event of any unattended questions and/or remarks submitted, the Company will respond to the said unattended questions and/or remarks after the Meeting via email.

4. *In the case of a corporate member, the instrument appointing a proxy must be either under its common seal or under the hand of an officer or attorney duly authorised.*
5. *Where a member of the Company is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one (1) 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.*
6. *Appointment of proxy and registration for remote participation and voting*

The instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority shall be deposited at Securities Services (Holdings) Sdn Bhd of Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, Wilayah Persekutuan not less than 48 hours before the time for holding the Meeting or any adjournment thereof. The proxy appointment may also be lodged electronically via Securities Services e-Portal at <https://www.sshsb.net.my/>. All resolutions set out in this notice of meeting are to be voted by poll.

Should you wish to personally participate at the Meeting remotely, please register electronically via Securities Services e-Portal at <https://www.sshsb.net.my/> by the registration cut-off date and time. Please refer to the Administrative Guide on the Conduct of a Fully Virtual General Meeting for further details.

The Administrative Guide on the Conduct of a Fully Virtual General Meeting is available for download at www.manulife.com.my.

7. *The Board wishes to highlight that the Meeting may be re-scheduled and/or postponed in view of the current COVID-19 outbreak and the Malaysia Government's announcements or guidelines made from time to time. Please rest assured that all members/proxies including attendees shall be kept informed in the event any unexpected changes.*

ADMINISTRATIVE GUIDE

Extraordinary General Meeting (“EGM”) of Manulife Holdings Berhad (“the Company”)

Date	: 26 June 2020 (Friday)
Time	: 4.00 p.m., or immediately following the conclusion or adjournment (as the case may be) of the 44 th Annual General Meeting (“AGM”) of the Company scheduled to be held on the same date at 3.00 p.m., whichever is later
Broadcast Venue	: Meeting Room of Securities Services (Holdings) Sdn. Bhd., Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, Wilayah Persekutuan

1. Coronavirus Disease (COVID-19) Outbreak

In view of the COVID-19 outbreak, the Company wishes to inform you that the EGM of the Company will be conducted solely through live streaming and online remote voting using the Remote Participation and Voting (“RPV”) facilities and we strongly encourage our shareholders to use the RPV facilities to participate and vote remotely at the EGM of the Company.

With the RPV, you may exercise your right as a member of the Company to participate and vote at the EGM of the Company. Alternatively, you may also appoint the Chairman of the Meeting as your proxy to attend and vote on your behalf at the EGM of the Company. Details of the procedures for RPV are set out below.

2. Circular to Shareholders in relation to the Proposed DRP

- The Circular to Shareholders dated 10 June 2020 in relation to the proposed establishment of a dividend reinvestment plan which will provide shareholders of the Company with an option to elect to reinvest in whole or in part, their cash dividend, which includes any interim, final, special or other types of cash dividend in new ordinary shares in the Company (“Proposed DRP”) (“Circular to Shareholders”) is available for download on our Company’s website at www.manulife.com.my.
- Please note that printed copies of the Circular to Shareholders will be available only upon request.
- There will be no distribution of physical copies of the Circular to Shareholders or other documents at the EGM broadcast venue.
- You may submit your request for a printed copy of the Circular to Shareholders by completing the attached Requisite Form and either send by post or email to our Company’s Share Registrar, Securities Services (Holdings) Sdn. Bhd. at info@sshsb.com.my or log on to the website of our Share Registrar as follows:

1. Please visit <https://www.sshsb.com.my/new/requestarep.aspx>.
2. Please type “Manulife Holdings Berhad” and complete the on-line request form.
3. Click “Send” to submit your request.

The printed copy of the Circular to Shareholders will be despatched to you by ordinary post within four (4) market days from the date of receipt of your request.

**There may be delays in Circular to Shareholders delivery by ordinary post and responses to queries by mail.*

3. Entitlement to Attend and Vote

- In respect of deposited securities, only members whose names appear in the Record of Depositors on 19 June 2020 shall be eligible to attend the Meeting.
- A member is entitled to appoint a proxy/proxies to attend and vote in his/her stead by submitting the Proxy Form in accordance with the notes and instructions as set out in the Notice of the EGM/Proxy Form which is included in the Circular to Shareholders.
- The instrument appointing a proxy must be deposited at Securities Services (Holdings) Sdn. Bhd. of Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, Wilayah Persekutuan not less than forty-eight (48) hours before the time for holding the Meeting or any adjournment thereof. Alternatively, you may submit your Proxy Form electronically via the Securities Services e-Portal.
- If you wish to attend the Meeting yourself, please do not submit any Proxy Form. You will not be allowed to attend the Meeting together with a proxy/proxies appointed by you.

4. Poll Voting

- Pursuant to Paragraph 8.29(A) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions as set out in the Notice of EGM of the Company will be put to vote by poll.
- The polling processes shall be managed by SS E Solutions Sdn. Bhd. (“SSES”) and independent scrutineers shall be appointed to verify and validate the results of the poll of the EGM.
- Shareholders can proceed to vote on the resolutions and submit your votes at any time from the intended commencement of the EGM of the Company at 4.00 p.m. and before the end of the voting session which will be announced by the Chairman of the Meeting. Upon completion of the voting session for the EGM of the Company, the scrutineers will verify and announce the poll results followed by the Chairman’s declaration whether the resolutions are duly passed.

5. Remote Participation and Voting (“RPV”)

INTRODUCTION

Securities Services e-Portal is an online platform that will allow both individual shareholders and body corporate shareholders through their appointed representatives, to -

- Submit proxy form electronically – paperless submission
- Register for remote participation and voting at meetings
- Attend and participate at meetings remotely via live streaming
- Vote online remotely on resolutions tabled at meetings

(referred to as “**e-Services**”)

The usage of the e-Portal is dependent on the engagement of the relevant e-Services by the Company and is by no means a guarantee of availability of use, unless SSES is so engaged to provide. **All users are to read, agree and abide to all the Terms and Conditions of Use and Privacy Policy as required throughout the e-Portal.**

REQUIRE ASSISTANCE?

Please contact Mr. Wong Piang Yoong (DID: +603 2084 9168) or Mr. Yeow Lip Lin (DID: +603 2084 9006) or Mr. Jerry Tan Hor Seng (DID: +603 2084 9165) or Puan Nurhayati Ang (DID: +603 2084 9162) or Ms Yuli Chew Lai Ping (DID: +603 2084 9008) or contact the general line (DID: +603 2084 9000) and request for e-Services Assistance. Alternatively, you may email SSES at eservices@sshsb.com.my.

BEFORE THE MEETING

(i) Register as a User of Securities Services e-Portal

ALL USERS MUST REGISTER AT LEAST TWO (2) WORKING DAYS BEFORE THE CLOSING OF PROXY FORM SUBMISSION OR REGISTRATION FOR REMOTE PARTICIPATION AT MEETING ONLINE I.E., BY 22 JUNE 2020, AS ONE (1) WORKING DAY IS REQUIRED TO PROCESS ALL PORTAL USER REGISTRATIONS.

- Step 1 Visit <https://www.sshsb.net.my/login.aspx>
Step 2 Register as a user - registration is free
Step 3 Wait for our notification email that will be sent within one (1) working day
Step 4 Verify your user account within seven (7) days of the notification email and log in

Note: This is a ONE-TIME registration. If you are already a registered user of Securities Services e-Portal, you need not register again. Your email address is your User ID.

(ii) Once you have successfully registered as a User of Securities Services e-Portal, log in to <https://www.sshsb.net.my/login.aspx> with your registered email and password

Where you wish to participate remotely at the meeting	Where you wish to appoint proxy(ies) to participate remotely on your behalf
Register for remote participation at the meeting [Refer to (A) below]	Submit your e-Proxy Form online [Refer to (B) below] (or you may also submit the hard copy Form of Proxy)

(A) REGISTRATION FOR REMOTE PARTICIPATION AT MEETING

Meeting	Registration for Remote Participation Closing Date and Time
EGM on Friday, 26 June 2020 at 4:00 p.m.	Wednesday, 24 June 2020 at 4:00 p.m.

- Look for **Manulife Holdings Berhad** under Company Name and **EGM on 26 June 2020 at 4:00 p.m. – Registration for Remote Participation** under Corporate Exercise / Event and click “>” to register for remote participation at the meeting
- Step 1 – Check if you are attending as:-
 - > Individual shareholder; or
 - > Corporate or authorised representative of a body corporate

For body corporates, the appointed corporate/authorised representative has to upload the evidence of authority (e.g. Certificate of Appointment of Corporate Representative, Power of Attorney, letter of authority or other documents proving authority). All documents that are not in English or Bahasa Malaysia have to be accompanied by a certified translation in English in 1 file. The original evidence of authority and translation thereof, if required, have to be submitted to SS E Solutions Sdn Bhd at Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, Wilayah Persekutuan for verification before the registration closing date and time above.
- Step 2 – Enter your CDS account number or the body corporate’s CDS account number.
- A copy of your e-Registration for remote participation can be accessed via **My Records** (refer to the left navigation panel).

- You need to register for remote participation for **every CDS account(s)** you have or represent as an individual shareholder or corporate or authorised representative.
- As the meeting will be conducted on a fully virtual basis and only the Chairman will be present at the broadcast venue, we highly encourage all shareholders to remotely participate and vote at the meeting, failing which, please appoint the Chairman of the meeting as proxy or your own proxy(ies) to represent you.

(B) SUBMISSION OF e-PROXY FORM

Meeting	Proxy Form Submission Closing Date and Time
EGM on Friday, 26 June 2020 at 4:00 p.m. or immediately following the conclusion or adjournment (as the case may be) of the 44 th AGM of the Company scheduled to be held on the same date at 3.00 p.m., whichever is later	Wednesday, 24 June 2020 at 4:00 p.m.

- Look for **Manulife Holdings Berhad** under Company Name and **EGM on 26 June 2020 at 4:00 p.m. – Submission of Proxy Form** under Corporate Exercise / Event and click “>” to submit your proxy forms online for the meeting by the submission closing date and time above.
- Step 1 – Check if you are submitting the proxy form as:-
 - > Individual shareholder; or
 - > Corporate or authorised representative of a body corporate

For body corporates, the appointed corporate/authorised representative is to upload the evidence of authority (e.g. Certificate of Appointment of Corporate Representative, Power of Attorney, letter of authority or other documents proving authority). All documents that are not in English or Bahasa Malaysia have to be accompanied by a certified translation in English in 1 file. The original evidence of authority and translation thereof, if required, have to be submitted to SS E Solutions Sdn Bhd at Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, Wilayah Persekutuan for verification before the proxy form submission closing date and time above .
- Step 2 – Enter your CDS account number or the body corporate’s CDS account number and corresponding number of securities. Then enter the information of your proxy(ies) and the securities to be represented by your proxy(ies).
You are strongly encouraged to appoint the Chairman of the meeting as your proxy where you are not able to participate remotely.
- Step 3 – Proceed to indicate how your votes are to be casted against each resolution.
- Step 4 – Review and confirm your proxy form details before submission.
- A copy of your submitted e-Proxy Form can be accessed via **My Records** (refer to the left navigation panel).
- You need to submit your e-Proxy Form for **every CDS account(s)** you have or represent.

PROXIES

All appointed proxies need not register for remote participation under (A) above but will **need to be register as Users** of the e-Portal at least two (2) working days before the submission closing date and time for proxy forms i.e., **by 22 June 2020**. Upon processing the proxy forms, we will grant the proxy access to remote participation at the meeting to which he/she is appointed for instead of the shareholder, provided the proxy must be a registered user of the e-Portal, failing which, the proxy will not be able to participate at the meeting as the meeting will be conducted on a fully virtual basis.

ON THE DAY OF THE MEETING

Log in to <https://www.sshsb.net.my/login.aspx> with your registered email and password.

JOINING THE LIVE STREAM MEETING (eLive)

Meeting	eLive Access Date and Time
EGM on Friday, 26 June 2020 at 4:00 p.m. or immediately following the conclusion or adjournment (as the case may be) of the 44 th AGM of the Company scheduled to be held on the same date at 3.00 p.m., whichever is later	Friday, 26 June 2020 at 3:45 p.m.

- Look for **Manulife Holdings Berhad** under Company Name and **EGM on 26 June 2020 at 4:00 p.m. – Live Stream Meeting** under Corporate Exercise / Event and click “>” to join the meeting.
- The access to the live stream meeting will open on the abovementioned date and time.
- However, you should note that the Live Stream Meeting shall only commence upon the conclusion or adjournment of the Company’s 44th AGM, which is scheduled to be held on the same date at 3.00 p.m.
- If you have any questions to raise, you may use the text box to transmit your question. The Chairman/Board/relevant adviser will endeavour to broadcast your question and their answer during the meeting. Do take note that the quality of the live streaming is dependent on the stability of the internet connection at the location of the user.

REMOTE ONLINE VOTING DURING THE MEETING (eVoting)

Meeting	eLive Access Date and Time
EGM on Friday, 26 June 2020 at 4:00 p.m. or immediately following the conclusion or adjournment (as the case may be) of the 44 th AGM of the Company scheduled to be held on the same date at 3.00 p.m., whichever is later	Friday, 26 June 2020 at 4:00 p.m.

- Look for **Manulife Holdings Berhad** under Company Name and **EGM on 26 June 2020 at 4:00 p.m. – Remote Voting** under Corporate Exercise / Event and click “>” to remotely cast and submit the votes online for the resolutions tabled at the meeting.
- Step 1 – Cast your votes by clicking on the radio buttons against each resolution.
- Step 2 – Review your casted votes and confirm and submit the votes.
- The access to eVoting will open on the abovementioned date and time.
- Your votes casted will apply throughout all the CDS accounts you represent as an individual shareholder, corporate / authorised representative and proxy. Where you are attending as a proxy, and the shareholder who appointed you has indicated how the votes are to be casted, we will take the shareholder’s indicated votes in the proxy form.
- The access to eVoting will close when the Chairman announces the closing of all voting at the respective meeting.
- A copy of your submitted e-Voting can be accessed via **My Records** (refer to the left navigation panel).

6. No Door Gift

In accordance with the guidance issued by the Ministry of Health in relation to the Covid-19 outbreak, there will be no distribution of Door Gifts for Members/Proxies who attend and/or participate in the EGM remotely.

7. Enquiry

If you have any enquiries prior to the Meeting, please contact the following persons during office hours:

- **Share Registrar – Securities Services (Holdings) Sdn. Bhd.**
 - Mr. Wong Piang Yoong – (603) 2084 9168
 - Mr. Yeow Lip Lin - (603) 2084 9006
 - Mr. Jerry Tan Hor Seng (603) 2084 9165
 - Puan Nurhayati Ang - (603) 2084 9162
 - Ms Yuli Chew Lai Ping (603) 2084 9008
 - General Line: (603) 2084 9000
 - Email: info@sshshb.com.my
 - Fax No.: (603) 2094 9940, (603) 2095 0292
- **Company – Manulife Holdings Berhad**
 - Ms. Melanie Nathan – (603) 2719 9260
 - Email: MY.CG@manulife.com
 - General Line: (603) 2719 9228

CIRCULAR TO SHAREHOLDERS REQUEST FORM

The Circulars to Shareholders dated 10 June 2020 in relation to the Proposed Establishment of a Dividend Reinvestment Plan ("Circular to Shareholders") may be downloaded from our website at www.manulife.com.my. Should you require a printed copy of the Circular to Shareholders, please complete the Request Form provided below and send it by post, email or fax to our Company's Share Registrar, Securities Services (Holdings) Sdn. Bhd:

Address : Securities Services (Holdings) Sdn. Bhd.
Level 7, Menara Milenium, Jalan Damanlela,
Pusat Bandar Damansara, Damansara Heights,
50490 Kuala Lumpur, Wilayah Persekutuan

Fax No. : +603-2094 9940 or +603-2095 0292

Email Address : info@sshsb.com.my

Alternatively, you may submit your request for a printed copy of the Annual Report by logging on to the website of our Share Registrar as follows:

1. Please visit <http://www.sshsb.com.my/new/requestarep.aspx>.
2. Please select "Manulife Holdings Berhad" and complete the on-line request form.
3. Click "Send" to submit your request.

You may contact Mr. Wong Piang Yoong or Ms. Nurhayati Ang Abdullah at +603-2084 9168 or +603-2084 9162 respectively for more information.

A printed copy of the Circular to Shareholders will be sent to you by ordinary post within four (4) market days from the date of receipt of your verbal or written request.

**There may be delays in delivery by ordinary post and responses to queries by mail.*

To be completed by shareholder:

CONTACT DETAIL OF SHAREHOLDER

Name of Shareholder : _____

NRIC/Passport/Company No. : _____

CDS Account No. : _____

Correspondence Address : _____

Telephone No. : _____

Signature

Date:

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**AFFIX
STAMP HERE**

**THE SHARE REGISTRAR
MANULIFE HOLDINGS BERHAD 197501003360 (24851-H)**

c/o Securities Services (Holdings) Sdn. Bhd.
Level 7, Menara Milenium,
Jalan Damanlela,
Pusat Bandar Damansara,
Damansara Heights,
50490 Kuala Lumpur,
Wilayah Persekutuan

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PROXY FORM

I/We (full name in block letters) _____

NRIC/Passport/Registration No. _____

of (full address) _____

being a member/members of the abovenamed Company, hereby appoint:-

First Proxy "A"

Full Name (in Block)	NRIC/ Passport No.	Proportion of Shareholdings Represented	
		No. of Shares	%
Full Address			

* and

***Second Proxy "B"**

Full Name (in Block)	NRIC/ Passport No.	Proportion of Shareholdings Represented	
		No. of Shares	%
Full Address			

or *THE CHAIRMAN OF THE MEETING as *my/our proxy to vote for *me/us and on *my/our behalf, at the Extraordinary General Meeting of the Company to be held on a fully virtual basis at the Broadcast Venue at Meeting Room of Securities Services (Holdings) Sdn. Bhd., Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, Wilayah Persekutuan on Friday, 26 June 2020 at 4.00 p.m., or immediately following the conclusion or adjournment of the 44th Annual General Meeting of the Company which will be held on a fully virtual basis at the same Broadcast Venue on the same date at 3.00 p.m., whichever is later.

*My/Our proxy is to vote on the business before the Meeting as indicated below (if no indication is given *my/our proxy will vote or abstain from voting at his/her discretion):-

Resolution No.	Resolutions	For	Against
1.	Proposed DRP		
2.	Issuance of New Shares pursuant to the Proposed DRP		

*strike out whichever not applicable

Number of Shares Held	CDS Account No.

Dated this _____ day of _____ 2020

 Signature(s)/Seal of the Shareholder(s)

Notes:

- In respect of deposited securities, only members whose names appear in the Record of Depositors on 19 June 2020 shall be eligible to attend the Meeting.
- Pursuant to Clauses 96(b) and (c) of the Company's Constitution, a member entitled to attend and vote at the Meeting is entitled to appoint not more than two (2) proxies to attend and vote in his stead. Where a member appoints two (2) proxies, the appointments shall be invalid unless he specifies the proportion of his holdings to be represented by each proxy.
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- Appointment of proxy and registration for remote participation and voting
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Should you wish to personally participate at the Meeting remotely, please register electronically via Securities Services e-Portal at <https://www.sshsb.net.my/> by the registration cut-off date and time. Please refer to the Administrative Guide on the Conduct of a Fully Virtual General Meeting for further details.
The Administrative Guide on the Conduct of a Fully Virtual General Meeting is available for download at www.manulife.com.my.
- The Board wishes to highlight that the Meeting may be re-scheduled and/or postponed in view of the current COVID-19 outbreak and the Malaysia Government's announcements or guidelines made from time to time. Please rest assured that all members/proxies including attendees shall be kept informed in the event any unexpected changes.

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**THE SHARE REGISTRAR
MANULIFE HOLDINGS BERHAD 197501003360 (24851-H)**

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