

THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.

If you are in any doubt as to the course of action you should take, you should consult your stockbroker, bank manager, solicitor, accountant or other professional adviser immediately.

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MAXIS BERHAD

(Company No. 867573-A)

(Incorporated in Malaysia under the Companies Act, 1965)

CIRCULAR TO SHAREHOLDERS IN RELATION TO THE:

- (I) PROPOSED RENEWAL OF EXISTING SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE; AND**
- (II) PROPOSED NEW SHAREHOLDERS' MANDATE FOR ADDITIONAL RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE**

(COLLECTIVELY THE "PROPOSED MANDATE")

AND

NOTICE OF EXTRAORDINARY GENERAL MEETING

The Notice of Extraordinary General Meeting ("EGM") and the Form of Proxy are set out in this Circular. The EGM will be held as follows:

Date and time of EGM	: Wednesday, 20 April 2016 at 11.30 a.m. or immediately after the conclusion or the adjournment of our Seventh Annual General Meeting which will be held at the same venue and on the same day at 10.00 a.m. or any adjournment of the EGM, whichever is later.
Venue of EGM	: Grand Ballroom, 1st Floor, Sime Darby Convention Centre, 1A Jalan Bukit Kiara 1, 60000 Kuala Lumpur, Malaysia
Last date and time for lodging the Form of Proxy	: Monday, 18 April 2016 at 11.29 a.m.

If you are entitled to attend and vote at the EGM, you may appoint a proxy or proxies to attend and vote on your behalf. If you wish to do so, you must deposit the Form of Proxy at the office of our Company's Share Registrar, Symphony Share Registrars Sdn Bhd at Level 6, Symphony House, Block D13, Pusat Dagangan Dana 1, Jalan PJU 1A/46, 47301 Petaling Jaya, Selangor, Malaysia, not less than 48 hours before the time appointed for the EGM or any adjournment thereof. The lodging of the Form of Proxy will not preclude you from attending and voting in person at the EGM should you subsequently wish to do so.

This Circular is dated 23 March 2016

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DEFINITIONS

Except where the context otherwise requires, the following definitions shall apply throughout this Circular:

Act	:	Companies Act, 1965, as amended, supplemented or modified from time to time
AD5SB	:	Astro Digital 5 Sdn Bhd (488331-D), a wholly-owned subsidiary of AMH which is a Person Connected to Major Shareholders of our Company
AGM	:	Annual General Meeting
AMH	:	Astro Malaysia Holdings Berhad (932533-V)
AMH Group	:	AMH and any body corporate where AMH has equity interests of 10% or more
ARSB	:	Astro Radio Sdn Bhd (403472-D), a wholly-owned subsidiary of AMH which is a Person Connected to Major Shareholders of our Company
Audit Committee	:	Our audit committee, presently comprising Robert William Boyle, Tan Sri Mokhzani bin Mahathir, Hamidah Naziadin, Mohammed Abdullah K. Alharbi and Lim Ghee Keong
Board	:	Board of Directors of our Company
Bursa Securities	:	Bursa Malaysia Securities Berhad (635998-W)
CMSA	:	Capital Markets and Services Act 2007, as amended, supplemented or modified from time to time
Director	:	Shall have the same meaning given in Section 2(1) of the CMSA and for the purpose of the Proposed Mandate, includes any person who is or was within the preceding 6 months of the date on which the terms of the transaction were agreed upon, a director or a chief executive of our Company, our subsidiary or holding company, in accordance with the definition in Chapter 10 of the Listing Requirements
EGM	:	Extraordinary General Meeting
Excorp	:	Excorp Holdings N.V. (76431), a Major Shareholder of our Company
Listing Requirements	:	Main Market Listing Requirements of Bursa Securities, as amended from time to time
LPD	:	29 February 2016, being the latest practicable date prior to the printing of this Circular

DEFINITIONS *(cont'd)*

Major Shareholder	:	A person who has an interest or interests in one or more voting shares in a corporation and the nominal amount of that share, or the aggregate of the nominal amounts of those shares, is: (a) 10% or more of the aggregate of the nominal amounts of all the voting shares in the corporation; or (b) 5% or more of the aggregate of the nominal amounts of all the voting shares in the corporation where such person is the largest shareholder of the corporation. For the purpose of this definition, "interests in shares" has the meaning given in Section 6A of the Act. For the purpose of the Proposed Mandate, Major Shareholder (as defined above) includes any person who is or was within the preceding 6 months of the date on which the terms of the transaction were agreed upon, a Major Shareholder of our Company or any other corporation which is our Company's subsidiary or holding company, in accordance with the definition in Chapter 10 of the Listing Requirements
Maxis or our Company	:	Maxis Berhad (867573-A)
Maxis Group or our Group	:	Collectively, Maxis and its subsidiaries
MBNS	:	MEASAT Broadcast Network Systems Sdn Bhd (240064-A), a wholly-owned subsidiary of AMH which is a Person Connected to Major Shareholders of our Company
MBSB	:	Maxis Broadband Sdn Bhd (234053-D), our wholly-owned subsidiary
MCB	:	Maxis Communications Berhad (158400-V), our penultimate holding company and a Major Shareholder of our Company
MGB	:	MEASAT Global Berhad (2866-T), a Person Connected to Major Shareholders of our Company
MGB Group	:	MGB and any body corporate where MGB has equity interests of 10% or more
MISB	:	Maxis International Sdn Bhd (240071-T), our wholly-owned subsidiary
MMSB	:	Maxis Mobile Sdn Bhd (229892-M), our wholly-owned subsidiary
MMSSB	:	Maxis Mobile Services Sdn Bhd (73315-V), our wholly-owned subsidiary
MSS	:	MEASAT Satellite Systems Sdn Bhd (247846-X), a wholly-owned subsidiary of MGB which is a Person Connected to Major Shareholders of our Company
PanOcean	:	PanOcean Management Limited (70421), a Major Shareholder of our Company
Person(s) Connected	:	Shall have the same meaning as in Paragraph 1.01, Chapter 1 of the Listing Requirements
Proposed Mandate	:	Collectively, the Proposed Renewal of Mandate and the Proposed New Mandate

DEFINITIONS *(cont'd)*

Proposed New Mandate	:	Proposed new shareholders' mandate to be obtained for additional RRPTs to be entered into, as set out in Part B of Appendix I of this Circular
Proposed Renewal of Mandate	:	Proposed renewal of the existing shareholders' mandate for RRPTs obtained on 28 April 2015, as set out in Part A of Appendix I of this Circular
PSIL	:	Pacific States Investment Limited (39120), a Major Shareholder of our Company
Related Party(ies)	:	Our Directors, Major Shareholders and/or Person(s) Connected to any of our Directors and/or Major Shareholders
RRPTs	:	Transactions entered into or proposed to be entered into by our Group which involve the interest, direct or indirect, of our Related Parties and which are recurrent, of a revenue or trading nature and which are necessary for the day-to-day operations of our Group
Shares	:	Ordinary shares of RM0.10 each in our Company
SRGAP	:	SRG Asia Pacific Sdn Bhd (385851-P), a person connected to TAK
STC	:	Saudi Telecom Company (1010150269), a Major Shareholder of our Company
STC Group	:	STC and any body corporate where STC has equity interests of 10% or more
Tanjong	:	Tanjong Public Limited Company, a Person Connected to Major Shareholders of our Company and a company incorporated in England (210874) and registered as a foreign company in Malaysia (990903-V)
Tanjong Group	:	Tanjong and any body corporate where Tanjong has equity interests of 10% or more
TCCPM	:	Tanjong City Centre Property Management Sdn Bhd (357133-T), a wholly-owned subsidiary of Tanjong Property Management Sdn Bhd (357136-K) which in turn is a wholly-owned subsidiary of Tanjong through Tanjong Asset Holdings Sdn Bhd (359779-A) which is a Person Connected to Major Shareholders of our Company
TGV	:	TGV Cinemas Sdn Bhd (305598-W), a wholly-owned subsidiary of Tanjong Entertainment Sdn Bhd (220571-U) which in turn is a wholly-owned subsidiary of Tanjong which is a Person Connected to Major Shareholders of our Company
Transacting Party	:	A party with which our Company or any of our subsidiaries has entered, or may or intend to enter, into a RRPT under the Proposed Mandate
UMTS	:	UMTS (Malaysia) Sdn Bhd (520422-D), a wholly-owned subsidiary of Advanced Wireless Technologies Sdn Bhd which in turn is a 75%-owned subsidiary of our Company
UT Group	:	UTSB and any body corporate where UTSB has equity interests of 10% or more
UTES	:	Usaha Tegas Equity Sdn Bhd (209844-K), a wholly-owned subsidiary of UTSB which is a Person Connected to Major Shareholders of our Company
UTSB	:	Usaha Tegas Sdn Bhd (121062-M), a Major Shareholder of our Company

DEFINITIONS *(cont'd)*

UTSBM : UTSB Management Sdn Bhd (192357-M), a wholly-owned subsidiary of UTSB which is a Person Connected to Major Shareholders of our Company

CURRENCY

RM and sen : Ringgit Malaysia and sen, the lawful currency of Malaysia

MEASUREMENT

Sq ft : Square foot

Unless otherwise stated, the information set out above in relation to the Major Shareholders, Directors and Persons Connected is as at the LPD.

All references to “our Company” in this Circular means Maxis, references to “our Group” and “Maxis Group” mean our Company and our subsidiaries. References to “we”, “us”, “our” and “ourselves” mean our Company, or where the context otherwise requires, our Group. All references to “you” in this Circular mean the shareholders of our Company, unless the context otherwise requires.

Words denoting the singular shall include the plural and vice versa, and words denoting the masculine gender shall, where applicable, include the feminine and/or neuter genders, and vice versa. References to persons shall include corporations.

Any reference to any enactment in this Circular is a reference to that enactment as for the time being amended or re-enacted.

Any discrepancies in the tables included in this Circular between the amounts listed, actual figures and the totals thereof are due to rounding.

Any reference to time of day in this Circular is a reference to Malaysian time, unless otherwise stated.

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GLOSSARY OF TECHNICAL TERMS

2G	:	Second generation or 2G refers to the digital wireless communications system which uses circuit switching technology. GSM is one of the most widely used 2G mobile systems
3G	:	Third generation digital wireless communications system which uses both circuit and packet switching technology and offers higher speed data transmission rates (between 64kbps to 384kbps) than those available under 2G. Wideband Code Division Multiple Access and Code Division Multiple Access 2000 are 2 of the leading 3G technologies
bandwidth	:	The information carrying capacity of a communications channel expressed in the form of rate of data transfer (bits per second or multiples of it)
base station	:	A transceiver station located within a cell used for communication between mobile devices and a base station controller or mobile switching centre
broadband	:	Transmission capacity having a bandwidth greater than 256kbps; capable of high-speed data transmission
BTS	:	Base Transceiver Station; radio equipment contained in a base station that is used for transmitting and receiving signals to and from a mobile device within a single cell
DIA	:	Dedicated Internet access (service provided to offices)
GSM	:	Global System for Mobile communications; being one of the most widely used 2G mobile systems or mobile communications, initially developed to standardise the use of mobile technology in Europe
Internet	:	The interconnection of servers worldwide that provides communications and application services to an international base of business, consumers, education, research, government and other organisations
IPTV	:	Internet Protocol Television
IT	:	Information Technology
kbps	:	1 thousand bits per second
LAN	:	Local Area Network; a short distance data communications network (usually within a building)
leased circuit	:	Point-to-point leased line between offices
leased line	:	A permanent fibre optic or telephone connection between two points set up by a telecommunications carrier. It can be used for telephone, data or Internet services
Mbps	:	1 million bits per second
Metro-E	:	Metro-Ethernet (which provides data connection between offices)
MPLS	:	Multi Protocol Label Switching; a mechanism in high-performance telecommunications networks which directs and carries data from one network node to the next
network	:	A group of 2 or more computer systems or telecommunications elements linked together
roaming	:	When mobile subscribers leave their own mobile carrier's home network and move on to other mobile operators' networks
server	:	A shared computer on a LAN that provides services to other computers in the network



Maxis Berhad

(Company No.: 867573-A)
(Incorporated in Malaysia under the Companies Act, 1965)

Registered Office:
Level 21, Menara Maxis
Kuala Lumpur City Centre
Off Jalan Ampang
50088 Kuala Lumpur
Malaysia

23 March 2016

Board of Directors:

Raja Tan Sri Dato' Seri Arshad bin Raja Tun Uda (Chairman/Independent Non-Executive Director)
Robert William Boyle (Independent Non-Executive Director)
Tan Sri Mokhzani bin Mahathir (Independent Non-Executive Director)
Hamidah Naziadin (Independent Non-Executive Director)
Robert Alan Nason (Independent Non-Executive Director)
Fraser Mark Curley (Non-Executive Director)
Mohammed Abdullah K. Alharbi (Non-Executive Director)
Lim Ghee Keong (Non-Executive Director)
Alvin Michael Hew Thai Kheam (Non-Executive Director)
Morten Lundal (Executive Director/Chief Executive Officer)

To: Our Shareholders

Dear Sir/Madam

- (I) **PROPOSED RENEWAL OF EXISTING SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE; AND**
- (II) **PROPOSED NEW SHAREHOLDERS' MANDATE FOR ADDITIONAL RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE**

1. INTRODUCTION

On 28 April 2015, we obtained a mandate from you in respect of, amongst others, the RRPTs set out in Part A of Appendix I of this Circular.

In accordance with the Listing Requirements, the mandate referred to above shall lapse at the conclusion of our forthcoming AGM, unless authority for its renewal is obtained from you at our forthcoming EGM.

In addition to the Proposed Renewal of Mandate, our Company will also be seeking a new shareholders' mandate for our Group to enter into additional RRPTs.

Accordingly, on 24 February 2016, our Company announced to Bursa Securities that our Company intends to seek your approval for the Proposed Mandate at our forthcoming EGM.

The purpose of this Circular is to provide you with the relevant information pertaining to the Proposed Mandate and to seek your approval for the resolutions in connection with the Proposed Mandate to be tabled at our forthcoming EGM.

The notice of the EGM and the Form of Proxy are enclosed in this Circular.

YOU ARE ADVISED TO READ THE CONTENTS OF THIS CIRCULAR CAREFULLY BEFORE VOTING ON THE RESOLUTIONS PERTAINING TO THE PROPOSED MANDATE TO BE TABLED AT OUR FORTHCOMING EGM.

2. BACKGROUND INFORMATION IN RESPECT OF THE PROPOSED MANDATE

Paragraph 10.09 of the Listing Requirements provides that a listed issuer may seek its shareholders' mandate for related party transactions which are recurrent, of a revenue or trading nature and which are necessary for the day-to-day operations of a listed issuer or its subsidiaries, subject to the following:

- (a) the transactions are in the ordinary course of business and are on terms not more favourable to the related party than those generally available to the public;
- (b) the shareholders' mandate is subject to annual renewal and disclosure is made in the annual report of the aggregate value of transactions conducted pursuant to the shareholders' mandate during the financial year (based on the type of transactions, names of related parties involved in each type of transaction made and their relationship with the listed issuer), where the aggregated value is equal to or more than the following thresholds in relation to a listed issuer with an issued and paid-up share capital of RM60 million and above:
 - (i) the consideration, value of the assets, capital outlay or costs of the aggregated transactions is RM1 million or more; or
 - (ii) the percentage ratio of such aggregated transactions is 1% or more,whichever is the higher;
- (c) in a meeting to obtain shareholders' mandate, the interested director, interested major shareholder or interested person connected with a director or major shareholder; and where it involves the interest of an interested person connected with a director or major shareholder, such director or major shareholder, must not vote on the resolution to approve the transactions. An interested director or interested major shareholder must ensure that persons connected with him abstain from voting on the resolution approving the transactions; and
- (d) the listed issuer immediately announces to Bursa Securities when the actual value of a recurrent related party transaction entered into by the listed issuer exceeds the estimated value of such recurrent related party transaction disclosed in the circular by 10% or more and must include the information as may be prescribed by Bursa Securities in its announcement.

Where a listed issuer has procured a shareholders' mandate pursuant to Paragraph 10.09(2) of the Listing Requirements, the provisions of Paragraph 10.08 of the Listing Requirements will not apply.

3. DETAILS OF THE PROPOSED MANDATE

3.1 Terms of RRPTs

The RRPTs under the Proposed Mandate have been or will be entered into (as the case may be) on normal commercial terms, at arm's length, in the best interests of our Group, on terms that are not more favourable to our Related Parties than those generally available to the public, and will not be detrimental to our non-interested shareholders.

3.2 The Related Parties to which the Proposed Mandate is applicable

The Proposed Mandate will be applicable to those Related Parties comprising our Directors, Major Shareholders and Persons Connected to them, who are more particularly described in Section 7 and Appendices I and III of this Circular.

3.3 Categories of RRPTs

Our principal activity is that of investment holding whilst the principal activities of our Group include the provision of mobile, fixed line and international gateway telecommunications services as well as Internet and broadband services and corporate support functions for our Group.

The categories of RRPTs under the Proposed Mandate relate principally to the purchase of telecommunications related services, rental of assets/premises and its related services/charges and promotional and marketing activities in the ordinary course of business of the members of our Group, details of which are as follows:

(a) Purchase of telecommunications related services

The RRPTs that may or will be entered into with the relevant Transacting Parties under this category include, without limitation:

- the use of Related Parties' systems to offer electronic information and transaction based services and contents and to deliver online information based services; and
- the provision of call handling and other telemarketing services.

(b) Rental of assets/premises and its related charges/services

The RRPTs that may or will be entered into with the relevant Transacting Parties under this category include, without limitation:

- the lease of transponders and satellite bandwidth;
- the rental of BTS sites;
- the rental of other premises for operations, briefings and promotions; and
- the payment of other service charges for the rented premises.

(c) Promotional and marketing activities

The RRPTs that may or will be entered into with the relevant Transacting Parties under this category relate to promotional and marketing activities, promotional devices offers, subsidising of movie tickets and strategic partnerships for co-marketing and sales of fibre and IPTV services.

(d) Service activities

The RRPTs that may or will be entered into with the relevant Transacting Parties under this category relate to services for business, provision of third party contract staff and corporate management services.

3.4 Nature of the RRPTs

Details of the RRPTs for which the Proposed Mandate is being sought, as well as the Transacting Parties, the interested Related Parties and the nature of their relationships with our Group, are set out in Appendix I of this Circular.

RRPTs that do not fall within the ambit of the Proposed Mandate will be subject to other applicable provisions of the Listing Requirements, the Act and/or any applicable law.

3.5 Amounts due and owing to our Group by related parties pursuant to RRPT (“Outstanding RRPT Receivables”)

The aggregate principal amount of Outstanding RRPT Receivables from our Group’s Related Parties which have exceeded the credit term as at 31 December 2015 is approximately RM10.44 million, the details of which are as set out in Appendix II of this Circular.

In relation to the Outstanding RRPT Receivables, no late payment charges are imposed. This is due to, amongst others, our Group’s domestic industry practices whereby no late payment charges are imposed. The same basis is applied towards our related and non-related parties.

Our Group has taken action in respect of recovering the above amounts due to our Group, which includes sending reminder letters to the customers and following up closely with calls. Clearing houses have also been appointed to assist the recovery of the outstanding amounts. Given the courses of action taken, our Board is of the view that the Outstanding RRPT Receivables will be recoverable.

3.6 Basis of estimated value of RRPTs

The estimated transaction values of the RRPTs, for which the Proposed Mandate is being sought, as set out in Appendix I of this Circular are based on estimated prevailing prices which are or will be formalised in agreements/contracts to be entered into by relevant members of our Group with the Transacting Parties based on our Group’s usual levels of transaction and on the projected business volume from the date of our forthcoming EGM to our next AGM. The actual value of transactions may, however, vary from the estimated value disclosed in Appendix I of this Circular if there should occur any changes in the business, economic and/or competitive environment.

Nevertheless, if the Proposed Mandate is approved, disclosure will be made in accordance with the Listing Requirements in the annual report of our Company for the financial year which will end on 31 December 2016 of the aggregate value of transactions conducted pursuant to the Proposed Mandate as approved during the financial year.

3.7 Benefits to our Group

The supply of telecommunications and other services disclosed in Appendix I of this Circular is to be provided by the relevant members of our Group in their ordinary course of business, and on our Group’s normal commercial terms and on terms which will be no more favourable to the Transacting Parties than those generally available to the public. These transactions are beneficial to our Group as they represent an additional source of income for our Group.

The services, which include content, the rental of assets/premises (including transponders) and the promotional and marketing activities to be received by relevant members of our Group from the Transacting Parties, as set out in Appendix I of this Circular, are to be provided on terms which will be no more favourable to the Transacting Parties than those generally available to the public. Further, the services to be received by our Group as set out in Appendix I of this Circular such as the call handling services and the development of entertainment services will enhance the services provided to our Group’s mobile subscribers and thereby contribute to the generation of revenue for our Group. Further, our operations are efficiently managed through the utilisation of our Related Parties’ expertise and resources.

Your Board is of the view that the close working relationships and co-operation with the Transacting Parties will allow our Group to be more competitive in the provision of telecommunications and other business related services.

3.8 Review procedures for the RRPTs

Our Group has established the following procedures and guidelines and internal controls to ensure that RRPTs have been or will be entered into on normal commercial terms and on terms which are or will not be more favourable to the Transacting Parties than those generally available to third parties dealing at arm’s length and are not or will not be to the detriment of our Company’s non-interested shareholders:

- (a) To support and supplement the internal control systems, our Company has adopted the following additional review and approval procedures for RRPTs which are within the Proposed Mandate:
- (i) Individual RRPTs below RM60 million each in value will be reviewed and approved in accordance with our Company's Manual of Limits of Authority ("LOA") with limits of approval levels varying with the value and nature of the transactions. For example, a transaction of a technological or IT in nature with a value of between RM1 million and RM15 million will require the joint approval of the Chief Financial and Strategy Officer and the Chief Technology Officer of our Company. A transaction above RM15 million up to RM60 million will require the approval of the Chief Executive Officer of our Company;
 - (ii) Individual RRPTs exceeding RM60 million each in value will be reviewed and considered by the Audit Committee and thereafter, if the Audit Committee shall deem fit, will be recommended to your Board for approval;
 - (iii) Variations to the terms and conditions of the individual RRPTs will be reviewed and approved in accordance with our Company's LOA; and
 - (iv) A quarterly report on all RRPTs transacted in that quarter will be produced to the Audit Committee for its reference;
- (b) All operating divisions and our subsidiaries are required to review their existing information systems on an ongoing basis to ensure that features are incorporated into the systems for capturing information on RRPTs at source;
- (c) Information on Related Parties and review procedures applicable to all RRPTs which involve the interest, direct or indirect, of such Related Parties have been disseminated to all operating divisions and our subsidiaries and will continue to be disseminated from time to time, for their reference in ensuring that all transactions with such Related Parties are undertaken on arm's length basis and on normal commercial terms which are not or will not be more favourable to the Related Parties than those generally available to the public;
- (d) RRPTs will only be undertaken by our Company and subsidiaries after our Company or the relevant subsidiaries has ascertained that the transaction prices, rentals, terms and conditions, quality of products/services will be comparable with those prevailing in the market and will meet industry standards. The transaction prices will be based on the prevailing market rates/prices of the service or product and will allow for the usual margin given to or given by any unrelated third parties or will otherwise accord with the normal commercial terms and applicable industry norms. The interests of non-interested shareholders will also be taken into account when entering into RRPTs to ensure that their rights and interests are upheld;
- (e) All RRPTs to be entered into shall be on normal commercial terms and on terms that will be consistent with our Group's usual business practices and policies;
- (f) In the event that a member of the Audit Committee or Board has an interest and/or deemed interest in any particular RRPT, he or she shall declare his or her interest in the RRPT and will have to refrain from any deliberation and also abstain from voting on the matter at the Audit Committee meeting or Board meeting in respect of that RRPT;
- (g) Proper records shall be maintained to record all RRPTs entered or to be entered into pursuant to the Proposed Mandate to ensure accurate disclosure thereof. In accordance with Paragraph 10.09(2)(b) of the Listing Requirements, the aggregate value of the RRPTs transacted pursuant to the Proposed Mandate during the financial year shall be disclosed in the annual report of our Company where the aggregated value is equal to or more than the following thresholds:
- (i) the consideration, value of the assets, capital outlay or costs of the aggregated RRPTs is RM1 million or more; or

- (ii) the percentage ratio of such aggregated RRPTs is 1% or more;

whichever is the higher.

Such disclosures will include the type of RRPTs entered into and the names of the Related Parties involved in each type of RRPT entered into and their relationships with our Company. When the aggregated actual value of the RRPTs entered into with parties within the same related party group exceeds the aggregated estimated value of such RRPTs as disclosed in this Circular by 10% or more, our Company will make an immediate announcement, which will include the information as may be prescribed, to Bursa Securities;

- (h) All RRPTs entered into pursuant to the Proposed Mandate shall be (or have been, as the case may be) reviewed under the annual internal audit plan to ensure that all relevant shareholders' approvals have been obtained where necessary, and the review procedures in respect of such RRPTs are complied with;
- (i) The Audit Committee shall review the Internal Audit Reports on a quarterly basis to ascertain that the guidelines and the procedures established to monitor RRPTs are complied with;
- (j) Periodical review of the relevant RRPTs and the existing procedures in relation to related party transactions shall be carried out by the Audit Committee to ascertain that they have been complied with in accordance with the Proposed Mandate;
- (k) At least 2 other contemporaneous transactions with unrelated third parties for similar products/services and/or quantities will be used as comparison, wherever possible, to determine whether the price and terms offered to/by the Related Parties are fair and reasonable and comparable to those offered to/by other unrelated third parties for the same or substantially similar type of products/services and/or quantities.

In the event that quotation or comparative pricing from unrelated third parties cannot be obtained, the transaction price will be based on prevailing market rates or prices that are agreed upon under similar commercial terms for transactions with third parties, business practices and policies and on terms which are generally in line with industry norms in order to ensure that the RRPT is not detrimental to our Company or our Group; and

- (l) If the Audit Committee is of the view that the abovementioned procedures are insufficient to ensure that RRPTs are undertaken on an arm's length basis and on normal commercial terms and on terms that are not more favourable to the Transacting Party than those generally available to third parties dealing at arm's length during their periodic review of the procedures, the Audit Committee has the discretion to request for additional procedures to be imposed on all RRPTs.

It is our Company's policy to ensure that all of our transactions regardless of whether they are RRPTs or not, must comply with our Company's Procurement Manual ("**PM**") and the LOA. The purpose of the PM and LOA is to ensure that all transactions are carried out in the best interests of our Company.

The LOA sets out the levels of authority and guides internal management in their control over our Group's capital and operating expenditure. The purpose of the PM is to ensure that competitive bidding principles and transparent procedures are observed in the procurement of goods and services.

Our Company's Code of Business Practice lays down the policy that all of our Company's Directors and employees must act in good faith and without any conflict of interest at all times and must act in the best interests of our Group.

3.9 Statement by Audit Committee

The Audit Committee is of the view that the review procedures and processes for the RRPTs as set out in Section 3.8 above are:

- (a) adequate and sufficient to monitor, track and identify RRPTs in a timely and orderly manner and, if necessary, may request internal audit to review these systems and procedures; and
- (b) sufficient to ensure that the RRPTs will be entered into on normal commercial terms and on terms which will not be more favourable to the Transacting Parties than those generally available to third parties dealing at arm's length and will not be to the detriment of our Company's non-interested shareholders.

All reviews by the Audit Committee will be reported to our Board for its further action.

3.10 Disclosure of RRPTs

If the Proposed Mandate is approved, disclosure will be made in the annual report of our Company of, among others, the aggregate value of RRPTs conducted pursuant to the Proposed Mandate during the financial year where:

- (a) the consideration, value of the assets, capital outlay or costs of the aggregated RRPTs is RM1 million or more; or
- (b) the percentage ratio of such aggregated RRPTs is 1% or more,

whichever is the higher.

In making the aforementioned disclosure in the annual report of our Company, we shall include a breakdown of the aggregate value of the RRPTs based on the type of transactions, the names of the Related Parties involved and their relationships with our Group.

Disclosure will also be made in our annual report for each of the subsequent financial years during which the Proposed Mandate shall remain in force. When the aggregated actual value of the RRPTs entered into with parties within the same related party group exceeds the aggregated estimated value of such RRPTs as disclosed in this Circular by 10% or more, our Company will make an immediate announcement, which will include the information as may be prescribed, to Bursa Securities.

3.11 Validity period of the Proposed Mandate

The Proposed Mandate, if approved at our forthcoming EGM, shall take effect from the date of the passing of the ordinary resolutions proposed at our EGM to approve the Proposed Mandate and is subject to annual renewal. In this respect, the authority conferred by the Proposed Mandate shall only continue to be in force until:

- (a) the conclusion of our next AGM following our forthcoming EGM at which the Proposed Mandate is approved, at which time it will lapse, unless by a resolution passed at such general meeting, the authority is renewed; or
- (b) the expiration of the period within which our next AGM after that date is required to be held pursuant to Section 143(1) of the Act (excluding however such extension as may be allowed pursuant to Section 143(2) of the Act); or
- (c) the Proposed Mandate is revoked or varied by resolution passed by you in a general meeting,

whichever is the earliest.

Thereafter, your approval will be sought for the renewal of the Proposed Mandate at each subsequent AGM or at an EGM that may be held on the same day as the AGM, subject to a satisfactory review by our Audit Committee.

4. RATIONALE FOR THE PROPOSED MANDATE

The Proposed Mandate, subject to annual review, will enable members of our Group to carry out RRPTs necessary for their day-to-day operations and will eliminate the need to frequently make announcements to Bursa Securities, convene separate general meetings and/or seek your approval from time to time as and when RRPTs which are comprised within the Proposed Mandate shall arise. In this respect, the Proposed Mandate is intended to save administrative time and expenses which could be better utilised by our Group to pursue its corporate objectives and realise business opportunities in a more timely and effective way.

5. EFFECTS OF THE PROPOSED MANDATE

The Proposed Mandate is not expected to have any effect on our issued and paid-up share capital and our Major Shareholders' shareholdings in our Company, and is not expected to have any material effect on the earnings, net assets and gearing of our Group.

However, the Proposed Mandate is in relation to transactions which are of a revenue or trading nature and which form an integral part of our Group's day-to-day operations and hence, they contribute to our financial performance.

6. APPROVAL REQUIRED

The Proposed Mandate is subject to your approval being obtained at our forthcoming EGM.

7. INTERESTS OF DIRECTORS AND MAJOR SHAREHOLDERS AND/OR PERSONS CONNECTED

Details of the direct and indirect shareholdings of our interested Directors, interested Major Shareholders and interested Persons Connected to them in relation to the Proposed Mandate are set out in Appendix III of this Circular. All information in relation to the equity interests, both direct and indirect, as stated in Appendix III of this Circular of each of our interested Directors and Major Shareholders are extracted from the Register of Directors and Register of Substantial Shareholders of our Company respectively as at the LPD. Save as disclosed in Appendix III of this Circular, there are no Directors, Major Shareholders and Persons Connected to them who have any interests, direct or indirect, in the Proposed Mandate.

Our interested Directors in relation to the Proposed Mandate, as set out in Appendix III of this Circular, have abstained and will continue to abstain from deliberating and voting in respect of the relevant RRPTs under the Proposed Mandate involving their interests and/or interests of Persons Connected to them, at our relevant Board meetings. In addition, our interested Directors will abstain from voting in respect of their direct and/or indirect shareholdings in our Company at our forthcoming EGM on the relevant resolutions to approve RRPTs involving their interests and/or interests of Persons Connected to them.

Our interested Major Shareholders in relation to the Proposed Mandate, as set out in Appendix III of this Circular, will abstain from voting in respect of their direct and/or indirect shareholdings in our Company at our forthcoming EGM on the relevant resolutions to approve RRPTs involving their interests and/or interests of Persons Connected to them.

Further, our interested Directors and interested Major Shareholders have undertaken to ensure that Persons Connected to them will abstain from voting on the relevant resolutions in respect of the Proposed Mandate at our forthcoming EGM, in which they and/or Persons Connected to them have interests.

8. DIRECTORS' RECOMMENDATION

Having considered all aspects of the Proposed Mandate, your Board (save for the interested Directors in respect of the relevant resolutions to approve RRPTs involving their interests as set out in Section 7 above who hence expressed no opinion thereon), is of the opinion that the Proposed Mandate is in the best interests of our Company.

Accordingly, your Board (save for the interested Directors in respect of the relevant resolutions to approve RRPTs involving their interests as set out in Section 7 above) recommends that you vote in favour of the ordinary resolutions pertaining to the Proposed Mandate to be tabled at our forthcoming EGM.

9. EGM

Our EGM will be held on Wednesday, 20 April 2016 at 11.30 a.m. at Grand Ballroom, 1st Floor, Sime Darby Convention Centre, 1A Jalan Bukit Kiara 1, 60000 Kuala Lumpur, Malaysia or immediately after the conclusion or the adjournment of our Seventh AGM which will be held at the same venue and on the same day at 10.00 a.m. or any adjournment of the EGM, whichever is later, for the purpose of considering and, if thought fit, passing the resolutions as set out in the notice of our EGM herein to approve and give effect to the Proposed Mandate.

You may appoint a proxy or proxies to attend and vote on your behalf. If you wish to do so, you must deposit the original signed Form of Proxy with our Company's Share Registrar, Symphony Share Registrars Sdn Bhd at Level 6, Symphony House, Block D13, Pusat Dagangan Dana 1, Jalan PJU 1A/46, 47301 Petaling Jaya, Selangor, Malaysia not less than 48 hours before the time appointed for the EGM.

However, the lodging of the Form of Proxy will not preclude you from attending and voting in person at the EGM should you subsequently wish to do so.

10. FURTHER INFORMATION

You are requested to refer to the relevant appendices for further information.

Yours faithfully
For and on behalf of the Board of
Maxis Berhad

Raja Tan Sri Dato' Seri Arshad bin Raja Tun Uda
Chairman/Independent Non-Executive Director

(A) CATEGORIES OF RRPTS WHICH MAY OR WILL BE ENTERED INTO UNDER THE PROPOSED RENEWAL OF MANDATE

	Company in the Maxis Group involved	Transacting Parties	Nature of transaction*	Estimated value as disclosed in the circular to shareholders dated 30 March 2015 (RM000)	Actual value transacted from 28 April 2015 up to the LPD the next AGM (RM000)	Estimated value from 20 April 2016 to the next AGM (RM000)	Interested Related Parties	Nature of Relationship
(i)	The estimated aggregate value of transactions between Maxis Group and AMH Group and its affiliates from the date of our forthcoming EGM to the date of our next AGM amounts to RM127.500 million, consisting of the following transactions:							
1.	MMSSB and/or its affiliates	MBNS	Provision of services/contents to MMSSB to provide to Maxis subscribers based on revenue share	1,000	1,372	2,500	Major Shareholders UTSB, PSIL, Excorp, PanOcean, Ananda Krishnan Tatparanandam ("TAK"), Tun Haji Mohammed Hanif bin Omar ("THO"), Dato' Haji Badri bin Haji Masri ("Dato' Badri") and Mohamad Shahrin bin Merican ("MSM") Director Lim Ghee Keong ("LGK")	Please refer to Note 1 below
2.	MBSB	MBNS	Strategic partnership on co-marketing and sales of Maxis fibre services, wireless services, broadband services and Astro IPTV services and On-The-Go Services.	83,000	55,745	125,000	Major Shareholders UTSB, PSIL, Excorp, PanOcean, TAK, THO, Dato' Badri and MSM Director LGK	Please refer to Note 1 below

Company in the Maxis Group involved	Transacting Parties	Nature of transaction*	Estimated value as disclosed in the circular to shareholders dated 30 March 2015 (RM000)	Actual value transacted from 28 April 2015 up to the LPD the next AGM (RM000)	Estimated value from 20 April 2016 to the next AGM (RM000)	Interested Related Parties	Nature of Relationship
(ii) The estimated aggregate value of transactions between Maxis Group and Tanjong Group and its affiliates from the date of our forthcoming EGM to the date of our next AGM amounts to RM50.077 million, consisting of the following transactions:							
3. MMSB and/or its affiliates	TCCPM and/or its affiliates	Rental of signage space and other related expenses at both sides of the facade of Menara Maxis by MMSB and/or its affiliates and Maxis' naming rights to the building payable on monthly basis	1,100	717	1,200	Major Shareholders UTSB, PSIL, Excorp, PanOcean and TAK <u>Director</u> LGK	Please refer to Note 2 below
4. MMSB/ MMSB and/or its affiliates	TCCPM and/or its affiliates	Rental, service charge, property service fee/building expenses and other related expenses payable on monthly basis by MMSB/MMSSB and/or its affiliates at Menara Maxis for:- (i) approximately 16,000 sq ft. at Levels 24 and 25 (ii) approximately 140,000 sq ft. at Levels 8, 11 & 15 to 23 (iii) approximately 8,000 sq ft. at Ground Floor (iv) storage space at the basement	2,900 40,000 3,500 26	1,520 17,147 2,203 16	2,950 42,000 3,000 32	Major Shareholders UTSB, PSIL, Excorp, PanOcean and TAK <u>Director</u> LGK	Please refer to Note 2 below

Company in the Maxis Group involved	Transacting Parties	Nature of transaction*	Estimated value as disclosed in the circular to shareholders dated 30 March 2015 (RM000)	Actual value transacted from 28 April 2015 up to the LPD the next AGM (RM000)	Estimated value from 20 April 2016 to the next AGM (RM000)	Interested Related Parties	Nature of Relationship
MMSB and/or its affiliates	TCCPM and/or its affiliates	Rental/Charge for space in Menara Maxis for the purpose of promotional/event etc	80	Nil	80	Major Shareholders UTSB, PSIL, Excorp, PanOcean and TAK <u>Director</u> LGK	Please refer to Note 2 below
MMSB and/or its affiliates	TGV	Purchase of movie tickets, hall bookings and concessions by MMSB and/or its affiliates – for rewards in MyMaxis App and Hotlink Red App targeting existing loyal Postpaid and Prepaid customers.	540	478	815	Major Shareholders UTSB, PSIL, Excorp, PanOcean and TAK <u>Director</u> LGK	Please refer to Note 2 below
(iii) The estimated aggregate value of transactions between Maxis Group and MGB Group and its affiliates from the date of our fourth coming EGM to the date of our next AGM amounts to RM72.954 million, consisting of the following transactions:							
MBSB	MSS	Transponder lease rentals payable on quarterly basis by MBSB	22,582	15,160	23,163	Major Shareholders TAK, THO and MSM <u>Director</u> LGK	Please refer to Note 3 below
MBSB	MSS	Rental payable on monthly basis by MBSB for BTS site	50	31	36	Major Shareholders TAK, THO and MSM <u>Director</u> LGK	Please refer to Note 3 below
MBSB	MSS	Teleport lease rentals payable on quarterly basis by MBSB	1,420	1,294	1,826	Major Shareholders TAK, THO and MSM <u>Director</u> LGK	Please refer to Note 3 below

	Company in the Maxis Group involved	Transacting Parties	Nature of transaction*	Estimated value as disclosed in the circular to shareholders dated 30 March 2015 (RM000)	Actual value transacted from 28 April 2015 up to the LPD the next AGM (RM000)	Estimated value from 20 April 2016 to the next AGM (RM000)	Interested Related Parties	Nature of Relationship
10.	MBSB	Measat Broadband (International) Ltd ("MBI"), an affiliate of MEASAT Network Limited	Transponder (IPstar) lease rentals payable on quarterly basis by MBSB	28,039	18,869	40,729	Major Shareholders TAK, THO and MSM Director LGK	Please refer to Note 3 below
11.	MBSB	MBI	Revenue share from MBI for the leasing of satellite bandwidth on the Measat-5 satellite to other customers	10,000	3,971	7,200	Major Shareholders TAK, THO and MSM Director LGK	Please refer to Note 3 below
(iv) The estimated aggregate value of transactions between Maxis Group and UT Group and its affiliates from the date of our forthcoming EGM to the date of our next AGM amounts to RM32.620 million, consisting of the following transactions:								
12.	MMSB and/or its affiliates	UTSBM and/or its affiliates	Engagement of UTSBM and/or its affiliates to provide corporate management services	30,917	22,305	30,917	Major Shareholders UTSB, PSIL, Excorp, PanOcean, TAK and MSM Director LGK	Please refer to Note 4 below
13.	MISB and/or its affiliates	Mobitel (Private) Limited ("Mobitel")	<ul style="list-style-type: none"> • Interconnect revenue to MISB and/or its affiliates • Interconnect expenses paid by MISB and/or its affiliates 	1 14	Nil 5	1 10	Major Shareholders UTSB, PSIL, Excorp, PanOcean and TAK	Please refer to Note 5 below

Company in the Maxis Group involved	Transacting Parties	Nature of transaction*	Estimated value as disclosed in the circular to shareholders dated 30 March 2015 (RM000)	Actual value transacted from 28 April 2015 up to the LPD the 2015 (RM000)	Estimated value from 20 April 2016 to the next AGM (RM000)	Interested Related Parties	Nature of Relationship
14. MMSSB and/or its affiliates	Mobitel	<ul style="list-style-type: none"> Roaming partner revenue to MMSSB and/or its affiliates Roaming partner expenses paid by MMSSB and/or its affiliates 	70	41	66	Major Shareholders UTSB, PSIL, Excorp, PanOcean and TAK	Please refer to Note 5 below
15. MISB and/or its affiliates	Sri Lanka Telecom PLC ("SLT")	<ul style="list-style-type: none"> Interconnect revenue to MISB and/or its affiliates Interconnect expenses paid by MISB and/or its affiliates 	1,120	36	60	Major Shareholders UTSB, PSIL, Excorp, PanOcean and TAK	Please refer to Note 5 below
(v) The estimated aggregate value of transactions between Maxis Group and UMTS, a 75%-owned subsidiary of Maxis, from the date of our forthcoming EGM to the date of our next AGM amounts to RM66.700 million, consisting of the following transactions:							
16. MMSSB and/or its affiliates	UMTS	Provision of corporate support services by MMSSB and/or its affiliates. Corporate support services include services such as support functions for accounting, regulatory, taxation, company secretarial and human resources matters, rental of office space, stationery & printing costs, repair & maintenance of office furniture & fittings, cleaning services for office buildings and rental of IT equipment	3,500	2,857	4,700	<u>Major Shareholders</u> UTSB, PSIL, Excorp, PanOcean, TAK, THO, Dato' Badri and MSM <u>Directors</u> Fraser Mark Curley ("FMC"), LGK, Nasution bin Mohamed ("NM") and Morten Lundal ("ML")	Please refer to Note 6 below

Company in the Maxis Group involved	Transacting Parties	Nature of transaction*	Estimated value as disclosed in the circular to shareholders dated 30 March 2015 (RM000)	Actual value transacted from 28 April 2015 up to the LPD the LPD (RM000)	Estimated value from 20 April 2016 to the next AGM (RM000)	Interested Related Parties	Nature of Relationship
MBSB	UMTS	Provision of designated 3G spectrum by UMTS for MBSB's authorised usage, provision of 3G wholesale services and the appointment of MBSB to rollout the 3G network as per the existing service level agreement between MBSB and UMTS	69,000	41,884	62,000	Major Shareholders UTSB, PSIL, Excorp, PanOcean, TAK, THO, Dato' Badri and MSM <u>Directors</u> FMC, LGK, NM and ML	Please refer to Note 6 below
(vi) The estimated aggregate value of transactions between Maxis Group and MCB group and its affiliates from the date of our forthcoming EGM to the date of our next AGM amounts to RM9.110 million, consisting of the following transactions:							
MMSB and/or its affiliates	MCB and/or its affiliates	Provision of corporate services by MMSB and/or its affiliates. Corporate support services include services such as support functions for accounting, regulatory, taxation and human resources matters, rental of office space, stationery & printing costs, repair & maintenance of office furniture & fittings, cleaning services for office buildings and rental of IT equipment	4,200	2,507	2,800	<u>Major Shareholders</u> All Major Shareholders as set out in Section (c) of Appendix III of this Circular <u>Directors</u> Mohammed Abdullah K. Alharbi ("MAH") and FMC	Please refer to Note 7 below
MISB and/or its affiliates	Dishnet Wireless Limited ("DWL") and/or Aircel Limited ("Aircel Group")	<ul style="list-style-type: none"> Interconnect revenue to MISB and/or its affiliates Interconnect expenses paid by MISB and/or its affiliates 	1,400	510	490	<u>Major Shareholders</u> All Major Shareholders as set out in Section (c) of Appendix III of this Circular <u>Directors</u> MAH and FMC	Please refer to Note 8 below

	Company in the Maxis Group involved	Transacting Parties	Nature of transaction*	Estimated value as disclosed in the circular to shareholders dated 30 March 2015 (RM000)	Actual value transacted from 28 April 2015 up to the LPD the next AGM (RM000)	Estimated value from 20 April 2016 to the next AGM (RM000)	Interested Related Parties	Nature of Relationship
20.	MMSSB and/or its affiliates	DWL	<ul style="list-style-type: none"> Roaming partner revenue to MMSSB and/or its affiliates Roaming partner expenses paid by MMSSB and/or its affiliates 	60	Nil	60	<p><u>Major Shareholders</u> All Major Shareholders as set out in Section (c) of Appendix III of this Circular</p> <p><u>Directors</u> MAH and FMC</p>	Please refer to Note 8 below
21.	MMSSB and/or its affiliates	Aircel Group and/or its affiliates	<ul style="list-style-type: none"> Roaming partner revenue to MMSSB and/or its affiliates Roaming partner expenses paid by MMSSB and/or its affiliates 	300	23	300	<p><u>Major Shareholders</u> All Major Shareholders as set out in Section (c) of Appendix III of this Circular</p> <p><u>Directors</u> MAH and FMC</p>	Please refer to Note 8 below
22.	MMSSB and/or its affiliates	Bridge Mobile Pte Ltd (" Bridge Mobile ")	<ul style="list-style-type: none"> Traffic steering services to MMSSB and/or its affiliates Membership fee Preferred roaming services to MMSSB and/or its affiliates 	500	366	500	<p><u>Major Shareholders</u> All Major Shareholders as set out in Section (c) of Appendix III of this Circular</p> <p><u>Directors</u> MAH and FMC</p>	Please refer to Note 9 below

Company in the Maxis Group involved	Transacting Parties	Nature of transaction*	Estimated value as disclosed in the circular to shareholders dated 30 March 2015 (RM000)	Actual value transacted from 28 April 2015 up to the LPD the next AGM (RM000)	Estimated value from 20 April 2016 to the next AGM (RM000)	Interested Related Parties	Nature of Relationship
(vii) The estimated aggregate value of transactions between Maxis Group and STC Group and its affiliates from the date of our forthcoming EGM to the date of our next AGM amounts to RM16.139 million, consisting of the following transactions:							
23. MMSSB and/or its affiliates	STC	<ul style="list-style-type: none"> Roaming partner income to MMSSB and/or its affiliates Roaming partner expenses paid by MMSSB and/or its affiliates 	7,000	8,796	10,000	Major Shareholder STC	Please refer to Note 10 below
24. MISB and/or its affiliates	STC and/or its affiliates	<ul style="list-style-type: none"> Interconnect revenue to MISB and/or its affiliates Interconnect expenses paid by MISB and/or its affiliates 	490	263	210	Major Shareholder STC Director MAH	Please refer to Note 10 below
25. MMSSB and/or its affiliates	Cell C (Pty) Ltd ("Cell C")	<ul style="list-style-type: none"> Roaming partner income to MMSSB and/or its affiliates Roaming partner expenses paid by MMSSB and/or its affiliates 	50	5	50	Major Shareholder STC Director MAH	Please refer to Note 11 below
26. MMSSB and/or its affiliates	Kuwait Telecom Company ("KTC")	<ul style="list-style-type: none"> Roaming partner income to MMSSB and/or its affiliates Roaming partner expenses paid by MMSSB and/or its affiliates 	101	87	101	Major Shareholder STC	Please refer to Note 12 below
			148	21	148		

	Company in the Maxis Group involved	Transacting Parties	Nature of transaction*	Estimated value as disclosed in the circular to shareholders dated 30 March 2015 (RM'000)	Actual value transacted from 28 April 2015 up to the LPD the next AGM (RM'000)	Estimated value from 20 April 2016 to the next AGM (RM'000)	Interested Related Parties	Nature of Relationship
27.	MMSSB and/or its affiliates	AVEA İletişim Hizmetleri A.Ş. ("AVEA")	<ul style="list-style-type: none"> Roaming partner income to MMSSB and/or its affiliates Roaming partner expenses paid by MMSSB and/or its affiliates 	140	1	140	Major Shareholder STC	Please refer to Note 13 below
28.	MMSSB and/or its affiliates	Viva Bahrain BSC (C) ("Viva")	<ul style="list-style-type: none"> Roaming partner income to MMSSB and/or its affiliates Roaming partner expenses paid by MMSSB and/or its affiliates 	150	27	150	Major Shareholder STC	Please refer to Note 14 below
(viii) The estimated aggregate value of transactions between Maxis Group and companies related to certain Major Shareholders, from the date of our forthcoming EGM to the date of our next AGM amounts to RM29.000 million, consisting of the following transaction:								
29.	MMSSB and/or its affiliates	SRGAP	Purchase of services – the provision of call handling and other telemarketing services to MMSSB and/or its affiliates	28,000	11,880	25,000	Major Shareholder TAK	Please refer to Note 15 below
30.	MMSSB and/or its affiliates	SRGAP	Supply of third party contract staff by SRGAP	4,000	Nil	4,000	Major Shareholder TAK	Please refer to Note 15 below

Company in the Maxis Group involved	Transacting Parties	Nature of transaction*	Estimated value as disclosed in the circular to shareholders dated 30 March 2015 (RM000)	Actual value transacted from 28 April 2015 up to the LPD the LPD (RM000)	Estimated value from 20 April 2016 to the next AGM (RM000)	Interested Related Parties	Nature of Relationship
(ix)	The estimated aggregate value of transactions between Maxis Group and companies related to certain Major Shareholders, from the date of our forthcoming EGM to the date of our next AGM amounts to RM0.054 million, consisting of the following transaction:						
31.	MBSB Malaysian Landed Property Sdn Bhd ("MLP")	BTS rental and electricity charges payable on monthly basis by MBSB	51	35	54	Major Shareholders TAK and MSM	Please refer to Note 16 below
Total estimated transaction value/actual value transacted			362,499	222,887	404,154		

(B) ADDITIONAL CATEGORIES OF RRPTS WHICH MAY OR WILL BE ENTERED INTO UNDER THE PROPOSED NEW MANDATE

	Company in the Maxis Group involved	Transacting Parties	Nature of transaction*	Estimated value from 20 April 2016 to the next AGM (RM000)	Interested Related Parties	Nature of Relationships
(i) The estimated aggregate value of transactions between Maxis Group and Tanjong Group and its affiliates from the date of our forthcoming EGM to the date of our next AGM amounts to RM2.185 million, consisting of the following transactions:						
1.	MBSB and/or its affiliates	TCCPM and/or its affiliates	Rental payable to MBSB and/or its affiliates for Maxis Living Room at Level 25, Menara Maxis	85	Major Shareholders UTSB, PSIL, Excorp, PanOcean and TAK Director LGK	Please refer to Note 2 below
2.	MBSB and/or its affiliates	TCCPM and/or its affiliates	Rental for Level 14, Menara Maxis payable on a monthly basis by MBSB and/or its affiliates	2,100	Major Shareholders UTSB, PSIL, Excorp, PanOcean and TAK Director LGK	Please refer to Note 2 below
(ii) The estimated aggregate value of transactions between Maxis Group and UT Group and its affiliates from the date of our forthcoming EGM to the date of our next AGM amounts to RM0.085 million, consisting of the following transactions:						
3.	MBSB and/or its affiliates	UTSB and/or its affiliates	Rental payable to MBSB and/or its affiliates for Maxis Living Room at Level 25, Menara Maxis	85	Major Shareholders UTSB, PSIL, Excorp, PanOcean, TAK and MSM Director LGK	Please refer to Note 4 below
Total estimated transaction value				2,270		

Notes:

⁽ⁱ⁾ All information in relation to equity interests as set out in this Appendix I are as at the LPD.

⁽ⁱⁱ⁾ The transacting parties within the Maxis Group as set out in the table above are merely an indication and the actual transacting parties may vary upon conclusion of these deals.

⁽ⁱⁱⁱ⁾ The tenancy period of each of the transactions described in Table B (i) (1) and (ii) of this Appendix I is not more than 3 years. The rentals in respect of the transactions described in Table B (i) (1) and B (ii) are payable as and when the areas are used.

* Certain acronyms or technical terms used herein are defined in the "Glossary of Technical Terms" appearing on page (vi) of this Circular.

Information as at 29 February 2016

(1) AMH Group

MBNS is a wholly-owned subsidiary of Astro Malaysia Holdings Berhad ("AMH").

Each of UTSB, PSIL, Excorp, PanOcean and TAK is a Major Shareholder with a deemed interest over 4,875,000,000 Shares representing 64.91% equity interest in Maxis ("Shares") by virtue of its deemed interest in Binariang GSM Sdn Bhd ("BGSM") which holds 100% equity interest in Maxis Communications Berhad ("MCB") which in turn holds 100% equity interest in BGSM Management Sdn Bhd ("BGSM Management"). BGSM Management holds 100% equity interest in BGSM Equity Holdings Sdn Bhd ("BGSM Equity") which in turn holds 64.91% equity interest in Maxis. UTSB's deemed interest in such Shares arises through its wholly-owned subsidiaries, namely, Wilayah Resources Sdn Bhd, Tegas Puri Sdn Bhd, Besitang Barat Sdn Bhd and Besitang Selatan Sdn Bhd, which hold in aggregate 37% equity interest in BGSM.

Each of UTSB, PSIL, Excorp and PanOcean has a deemed interest over 1,249,075,472 ordinary shares of RM0.10 each ("AMH Shares") representing 24% equity interest in AMH through the wholly-owned subsidiaries of UTSB, namely, Usaha Tegas Entertainment Systems Sdn Bhd and All Asia Media Equities Limited with each holding 235,778,182 AMH Shares and 1,013,297,290 AMH Shares directly representing 4.53% and 19.47% equity interest in AMH respectively.

PanOcean holds 100% equity interest in Excorp which in turn holds 100% equity interest in PSIL. PSIL holds 99.999% equity interest in UTSB. PanOcean is the trustee of a discretionary trust, the beneficiaries of which are members of the family of TAK and foundations, including those for charitable purposes.

TAK is also a major shareholder of AMH with a deemed interest over 2,133,139,626 AMH Shares representing 40.98% equity interest in AMH. In addition, TAK is a director of PanOcean, Excorp, PSIL and UTSB. Although TAK and PanOcean are deemed to have an interest in the Shares and AMH Shares as described in the foregoing, they do not have any economic or beneficial interest over such shares as such interest is held subject to the terms of such discretionary trust referred to in the paragraph above.

LGK who is a Director, is also an alternate director in AMH. He is also a director of MMSSB, MBSB, MMSB, MISB, PSIL, Excorp and PanOcean. LGK has a direct equity interest over 1,000,000 AMH Shares representing 0.02% equity interest in AMH. LGK does not have any equity interest in Maxis, MMSSB, MBSB, MISB, MMSB or AMH Group.

Each of THO, Dato' Badri and MSM is a Major Shareholder with a deemed interest over 4,875,000,000 Shares representing 64.91% equity interest in Maxis in which Harapan Nusantara Sdn Bhd ("HNSB") has an interest, by virtue of his 25% direct equity interest in HNSB. HNSB's deemed interest in such Shares arises through its wholly-owned subsidiaries, namely, Mujuj Anggun Sdn Bhd ("MASB"), Cabaran Mujuj Sdn Bhd ("CMSB"), Anak Samudra Sdn Bhd ("ASSB"), Dumai Maju Sdn Bhd ("DMSB"), Nusantara Makmur Sdn Bhd ("NMSB"), Usaha Kenanga Sdn Bhd ("UKSB") and Tegas Sari Sdn Bhd ("TSSB") (collectively, "HNSB Subsidiaries"), which hold in aggregate 30% equity interest in BGSM. The HNSB Subsidiaries hold their deemed interest in such Shares under discretionary trusts for Bumiputera objects. As such, THO, Dato' Badri and MSM do not have any economic interest over such Shares as such interest is held subject to the terms of such discretionary trusts.

Each of THO, Dato' Badri and MSM has a deemed interest over 462,124,447 AMH Shares representing 8.88% equity interest in AMH in which Harapan Terus Sdn Bhd ("HTSB") has an interest, by virtue of his 25% direct equity interest in HTSB. HTSB's deemed interest in such AMH Shares arises through its wholly-owned subsidiaries, namely, Berkat Nusantara Sdn Bhd ("BNSB"), Nusantara Cempaka Sdn Bhd ("NCSB"), Nusantara Delima Sdn Bhd ("NDSB"), Mujuj Nusantara Sdn Bhd ("MNSB"), Gerak Nusantara Sdn Bhd ("GNSB") and Sanjung Nusantara Sdn Bhd ("SNSB") (collectively, "HTSB Subsidiaries"). The HTSB Subsidiaries hold such AMH Shares under discretionary trusts for Bumiputera objects. As such, THO, Dato' Badri and MSM do not have any economic interests over such AMH Shares as such interest is held subject to the terms of such discretionary trusts.

Dato' Badri who is a director of MBNS is also has a deemed interest over 500,000 AMH Shares representing 0.01% equity interest in AMH held by Casa Saga Sdn Bhd ("CSSB") by virtue of his 99% direct equity interest in CSSB.

MSM has a direct equity interest over 11,000 Shares representing 0.00015% equity interest in Maxis, is also has a direct equity interest over 200,000 AMH Shares representing 0.004% equity interest in AMH.

Dato' Mohamed Khadar bin Merican ("DKM") who is a person connected to MSM, is also a director of AMH. DKM has a direct equity interest over 855,600 AMH Shares representing 0.02% equity interest in AMH.

(2) Tanjong Group

TCCPM and TGV are wholly-owned subsidiaries of Tanjong which in turn is wholly-owned by Tanjong Capital Sdn Bhd ("**TCSB**").

UTSB holds an aggregate of 124,688,000 ordinary shares of RM1.00 each in TCSB ("**TCSB Shares**") representing 65.84% equity interest in TCSB, of which 71,000,000 TCSB Shares representing 37.49% equity interest in TCSB is held directly by UTSSB, while 53,688,000 TCSB Shares representing 28.35% equity interest in TCSB is held indirectly, via its wholly-owned subsidiary, Usaha Tegas Resources Sdn Bhd ("**UTRSB**").

TAK has a deemed interest in the TCSB Shares in which UTSSB has an interest, by virtue of the deemed interest of PanOcean in the TCSB Shares. PanOcean is the trustee of a discretionary trust, the beneficiaries of which are members of the family of TAK and foundations, including those for charitable purposes. PanOcean holds 100% equity interest in Excorp which in turn holds 100% equity interest in PSIL. PSIL holds 99.999% equity interest in UTSSB.

Although TAK and PanOcean are deemed to have an interest in the TCSB Shares as described in the foregoing, they do not have any economic or beneficial interest over such TCSB Shares, as such interest is held subject to the terms of such discretionary trust referred to the above.

TAK is also deemed to have an interest over 47,792,803 TCSB Shares representing 25.23% equity interest in TCSB through the wholly-owned subsidiaries of MAI Sdn Berhad ("**MAIH**"), by virtue of his 99.999% direct equity interest in MAI.

TCCPM and TGV are persons connected to UTRSBS, UTSSB, PSIL, Excorp, PanOcean and TAK by virtue of their interest in TCSB as set out above. Please refer to Note 1 above for interests of UTSSB, PSIL, Excorp, PanOcean and TAK in Maxis.

LGK who is a Director, is also a director of TCSB, Tanjong and certain subsidiaries of Tanjong. LGK does not have any equity interest in TCSB, Tanjong, TCCPM and TGV. Please refer to Note 1 above for LGK's interest in Maxis.

(3) MGB Group

MSS and MBI are wholly-owned subsidiaries of MGB.

TAK is also a major shareholder of MGB with a deemed interest over 272,953,208 ordinary shares of RM0.78 each ("**MGB Shares**") representing 70% equity interest in MGB held via MEASAT Global Network Systems Sdn Bhd ("**MGNS**"), a wholly-owned subsidiary of MAI Holdings Sdn Bhd ("**MAIH**") in which he has a 99.999% direct equity interest. Hence, TAK also has deemed interest over MSS and MBI. Please refer to Note 1 above for TAK's deemed interest in Maxis.

THO is also a director of MGB and MSS. THO does not have any equity interest in the shares of MGB, MSS or MBI. Please refer to Note 1 above for THO's deemed interest in Maxis.

MSM is also a major shareholder of MGB with a deemed interest over 116,979,947 MGB Shares representing 30% equity interest in MGB in which Harapan Kota Sdn Bhd ("**HKSBB**") has an interest, by virtue of his 50% direct equity interest in HKSBB. HKSBB's deemed interest in such MGB Shares arises through its wholly-owned subsidiary, namely, Tujuan Wira Suria Sdn Bhd ("**TWSSB**"). TWSSB holds such MGB Shares under discretionary trust for Bumiputera objects. As such, MSM does not have any economic interest over such MGB Shares as such interest is held subject to the terms of such discretionary trust. Please refer to Note 1 above for MSM's interests in Maxis.

LGK who is a Director, is also a director of MGNS. LGK does not have any equity interest in the shares of MGB, MSS or MBI. Please refer to Note 1 above for LGK's interest in Maxis.

(4) UT Group

UTSBM is a wholly-owned subsidiary of UTSSB.

UTSSB, PSIL, Excorp, PanOcean and TAK who are Major Shareholders, are also major shareholders of UTSBM. Please refer to Note 1 above for their respective interests in Maxis.

LGK who is a Director, is also director of UTSSBM. LGK does not have any equity interest in UTSSB or UTSBM. Please refer to Note 1 above for LGK's interest in Maxis.

MSM is also a director of certain subsidiaries of UTSSB. MSM does not have any equity interest in UTSSB or UTSBM. Please refer to Note 1 above for MSM's interests in Maxis.

(5) SLT and Mobitel

Mobitel is a wholly-owned subsidiary of SLT which is a 44.98% owned associated company of UTSB.

UTSB, PSIL, Excorp, PanOcean and TAK who are Major Shareholders, are also major shareholders of SLT with each having a deemed interest of 44.98% in SLT. Please refer to Note 1 above for their respective interests in Maxis.

(6) UMTS

UMTS is a wholly-owned subsidiary of Advanced Wireless Technologies Sdn Bhd ("**AWT**") which in turn is a 75%-owned subsidiary of Maxis. The remaining 25% equity interest in AWT is held by MBNS Multimedia Technologies Sdn Bhd ("**MMT**"), which in turn is wholly-owned by AMH.

UTSB, PSIL, Excorp, PanOcean and TAK who are Major Shareholders, are also major shareholders of UMTS with each having a deemed interest of 100% in UMTS, whilst THO, Dato' Badri and MSM each having a deemed interest of 75% in UMTS. Please refer to Note 1 above for their respective interests in Maxis and AMH.

FMC, LGK and ML are Directors of Maxis. MBSB, MMSB and other several subsidiaries of Maxis. FMC and ML are also Directors of AWT and UMTS. FMC does not have any equity interest in Maxis. ML has an indirect equity interest over 1,002,390 Shares representing 0.01% equity interest in Maxis which is currently held by CIMB Commerce Trustee Berhad or its nominee pursuant to the terms and conditions of the incentive arrangement which forms part of the employment contract which ML has entered into with the Company. The cash incentives payable to the Director were used to acquire shares of the Company from the open market. Subject to fulfillment of the vesting conditions and the terms of the incentive arrangement, these shares will vest to ML on a deferred basis. In addition to his interest in these shares, the Director is also deemed interested in such additional number of shares in the Company which shall only be determinable in the future, to be acquired using future cash incentives payable to the Director, pursuant to the terms and conditions of such incentive arrangement. Please refer to Note 1 for LGK's interests in Maxis and AMH.

NM who is a director of AWT and UMTS, is also a director of MBSB, MMSB and several subsidiaries of Maxis. NM was granted 500,000 options over Maxis Shares at an issue price of RM6.53. Additionally, he was also granted 697,400 Maxis Shares under the Long Term Incentive Plan ("**LTIIP**") which Shares shall be vested pursuant to the By-Laws governing the Maxis' LTIIP. Saved as disclosed, NM does not have equity interest in Maxis, MBSB, MMSB, AWT or in UMTS.

(7) MCB

MCB is our penultimate holding company and a Major Shareholder of our Company.

All Major Shareholders as set out in Section (c) of Appendix III of this Circular are also major shareholders of MCB. Please refer to the notes as set out in Section (c) of Appendix III of this Circular for the interests of the interested Major Shareholders.

FMC and MAH are also directors of MCB. FMC and MAH do not have any equity interests in the Company and MCB.

(8) Aircel Group

MCB holds 74% effective equity interest in Aircel Group.

All Major Shareholders as set out in Section (c) of Appendix III of this Circular are also major shareholders of Aircel Group. Please refer to the notes as set out in Section (c) of Appendix III of this Circular for the interests of the interested Major Shareholders.

FMC and MAH are directors of MCB and the Company. FMC and MAH do not have any equity interest in MCB, Aircel Group and the Company.

(9) Bridge Mobile

MCB holds a 10% direct equity interest in Bridge Mobile.

All Major Shareholders as set out in Section (c) of Appendix III of this Circular are also major shareholders of Bridge Mobile. Please refer to the notes as set out in Section (c) of Appendix III of this Circular for the interests of the interested Major Shareholders.

NM who is a director of certain subsidiaries of Maxis is also a Director of Bridge Mobile and he does not have any equity interest in the shares of Bridge Mobile. Please refer to Note 6 above for NM's interests in Maxis.

FMC and MAH are directors of MCB and the Company and they do not have any equity interest in MCB and the Company.

(10) STC

STC is a Major Shareholder by virtue of its deemed interest of 25% in BGSM which in turn wholly-owns MCB. FMC is a director of MMSSB, MMSB, MISB and several other subsidiaries of Maxis. FMC do not have any equity interests in the shares of STC. FMC does not have any equity interest in Maxis.

(11) Cell C

STC is a Major Shareholder by virtue of its deemed interest of 25% in BGSM which in turn wholly-owns MCB. STC through STC Turkey Holding Ltd ("**STC Turkey**") holds 35% equity interest in Oger Telecom Limited ("**Oger**"). Oger holds 75% equity interest in 3C Telecommunications (Proprietary) Limited ("**3C**"), which in turn holds 100% equity interest in Cell C.

MAH who is a Director of Maxis, is a director of Cell C. MAH does not have any equity interest in Maxis.

(12) KTC

STC is a Major Shareholder by virtue of its deemed interest of 25% in BGSM which in turn wholly-owns MCB. STC holds 51.8% equity interest in KTC.

(13) AVEA

STC is a Major Shareholder by virtue of its deemed interest of 25% in BGSM which in turn wholly-owns MCB.

STC through STC Turkey holds 35% equity interest in Oger, which in turn holds 99% equity interest in Oger Telekomunikasyon A.S. ("**OTAS**"). OTAS holds 55% equity interest in Turk Telekomunikasyon A.S. ("**Turk Telekom**"), which in turn holds 100% equity interest in AVEA.

(14) Viva

Major Shareholder being STC owns 99% equity interest of Viva Bahrain BSC (C) and the remaining 1% equity interest of Viva is owned by STC Gulf Investment Holding 1 SPC. STC Gulf Investment Holding 1 SPC is wholly-owned by STC Gulf Investment Holding SPC, which in turn is wholly-owned by STC.

(15) SRGAP

TMK, a major shareholder of SRGAP, is a Person Connected to TAK. TMK is not a director of SRGAP. Please refer to Note 1 above for TAK's deemed interest in Maxis.

(16) MLP

TAK who is a Major Shareholder, is also a major shareholder of MLP with a deemed interest of 100% in MLP. Please refer to Note 1 above for TAK's deemed interest in Maxis.

MSM is a Director of MLP and does not have any equity interest in MLP. Please refer to Note 1 above for MSM's interests in Maxis.

DETAILS OF THE OUTSTANDING RRPT RECEIVABLES

APPENDIX II

No.	Company in the Maxis Group Involved	Transacting Party(ies)	Nature of Transaction	Outstanding RRPT Receivables as at 31 December 2015 (RM000)	Outstanding RRPT Receivables as at 31 December 2015 which exceed normal credit period of			
					1 year or less (RM000)	More than 1 to 3 years (RM000)	More than 3 to 5 years (RM000)	More than 5 years (RM000)
1.	MBSB	MBNS	Provision of 1300 inbound telephony solutions by MBSB	3 ⁽¹⁾	-	-	-	-
2.	MBSB	MBNS	Provision of managed communication services by MBSB	2,342 ⁽²⁾	21	-	-	-
3.	MBSB	MBNS	Strategic partnership on co-marketing and sales of Maxis fibre services, wireless services, broadband services and Astro IPTV services and On-The-Go Services.	7,886 ⁽¹⁾	-	-	-	-
4.	MBSB	MBNS, AD5SB, ARSB and AMH's affiliates	Provision of leased circuits/DIA/Metro-E by MBSB	50 ⁽³⁾	-	-	-	-
5.	MBSB	MSS	Provision of bandwidth solutions by MBSB	56 ⁽¹⁾	-	-	-	-
6.	MBSB	Tanjong and/or its affiliates	Provision of leased line services/DIA/Metro-E/MPLS by MBSB	51 ⁽⁴⁾	-	-	-	-
7.	Maxis and/or its affiliates	Bumi Armada Berhad	Provision by Maxis and/or its affiliates of 10 Mbps Metro-E	12	-	-	-	-
8.	MBSB and/or its affiliates	UTSB, UTBM, UT Projects Sdn Bhd, UT Energy Services Sdn Bhd and/or its affiliates	Provision of business voice/data services by MBSB	38 ⁽¹⁾	-	-	-	-
9.	MMSSB	AVEA	Roaming partner income to MMSSB	*	-	-	-	-
Total Outstanding RRPT Receivables				10,438	21	10,417	21	-

Notes:

* Less than RM1,000

⁽¹⁾ As at LPD, these outstanding amounts have been fully settled.

⁽²⁾ As at LPD, RM2,261,000 of the outstanding amount has been settled.

⁽³⁾ As at LPD, RM45,000 of the outstanding amount has been settled.

⁽⁴⁾ As at LPD, RM450 of the outstanding amount has been settled.

DETAILS OF THE SHAREHOLDINGS OF THE DIRECTORS AND MAJOR SHAREHOLDERS IN OUR COMPANY AND PERSONS CONNECTED TO THEM WHO ARE INTERESTED IN THE PROPOSED MANDATE

(a) Information on the interested Directors

Our Directors who are interested in the Proposed Mandate and their respective shareholding interests in our Company as at the LPD are set out below:

Interested Directors	Direct		Indirect	
	No. of Shares	%	No. of Shares	%
FMC	-	-	-	-
MAH	-	-	-	-
LGK	-	-	-	-
ML	-	-	1,002,390 ⁽¹⁾	0.01

Note:

⁽¹⁾ These shares are currently held by CIMB Commerce Trustee Berhad or its nominee pursuant to the terms and conditions of the incentive arrangement which forms part of the employment contract which the Director has entered into with the Company, the cash incentives payable to the Director were used to acquire shares of the Company from the open market. Subject to fulfilment of the vesting conditions and the terms of the incentive arrangement, these shares will vest on the Director on a deferred basis. In addition to his interest in these shares, the Director is also deemed interested in such additional number of shares in the Company which shall only be determinable in the future, to be acquired using future cash incentives payable to the Director, pursuant to the terms and conditions of such incentive arrangement.

(b) Information on the interested Directors of Maxis' subsidiaries

The Directors of Maxis' subsidiaries who are deemed interested in the Proposed Mandate and their respective shareholding interests in Maxis as at the LPD are set out below:

Interested Directors	Direct		Indirect	
	No. of Shares	%	No. of Shares	%
ML	-	-	1,002,390 ⁽¹⁾	0.01
FMC	-	-	-	-
NM ⁽²⁾	-	-	-	-

Notes:

⁽¹⁾ Please see Note (a) (1) above.

⁽²⁾ NM was granted 500,000 options over Maxis Shares at an issue price of RM6.53. Additionally, he was also granted 697,400 Maxis Shares under the LTIP which Shares shall be vested pursuant to the By-Laws governing the Maxis' LTIP.

(c) Information on the interested Major Shareholders of Maxis

Our Major Shareholders who are deemed interested in the Proposed Mandate and their respective shareholding interests in our Company as at the LPD are set out below:

Interested Major Shareholder	Direct		Indirect	
	No. of Shares	%	No. of Shares	%
MCB ⁽¹⁾	-	-	4,875,000,000	64.91
BGSM ⁽²⁾	-	-	4,875,000,000	64.91
UTES ⁽³⁾	-	-	4,875,000,000	64.91
UTSB ⁽⁴⁾	-	-	4,875,000,000	64.91
PSIL ⁽⁵⁾	-	-	4,875,000,000	64.91

Interested Major Shareholder	Direct		Indirect	
	No. of Shares	%	No. of Shares	%
Excorp ⁽⁶⁾	-	-	4,875,000,000	64.91
PanOcean ⁽⁶⁾	-	-	4,875,000,000	64.91
TAK ⁽⁷⁾	-	-	4,875,000,000	64.91
HNSB ⁽⁸⁾	-	-	4,875,000,000	64.91
THO ⁽⁹⁾	-	-	4,875,000,000	64.91
Dato' Badri ⁽⁹⁾	-	-	4,875,000,000	64.91
MSM ⁽⁹⁾	11,000	*	4,875,000,000	64.91
STC Malaysia Holding Ltd (" STCM ") ⁽¹⁰⁾	-	-	4,875,000,000	64.91
STC Asia Telecom Holding Ltd (" STCAT ") ⁽¹¹⁾	-	-	4,875,000,000	64.91
STC ⁽¹²⁾	-	-	4,875,000,000	64.91
Public Investment Fund (" PIF ") ⁽¹³⁾	-	-	4,875,000,000	64.91

Notes:

* Less than 0.01%.

(1) MCB's deemed interest in the Shares arises by virtue of MCB holding 100% equity interest in BGSM Management, which in turn holds 100% equity interest in BGSM Equity. BGSM Equity holds 64.91% equity interest in the Company.

(2) BGSM's deemed interest in the Shares arises by virtue of BGSM holding 100% equity interest in MCB. See Note (1) above for MCB's deemed interest in the Shares.

(3) UTES' deemed interest in the Shares arises through its wholly-owned subsidiaries, namely, Wilayah Resources Sdn Bhd ("**WRSB**"), Tegas Puri Sdn Bhd ("**TPSB**"), Besitang Barat Sdn Bhd ("**BBSB**") and Besitang Selatan Sdn Bhd ("**BSSB**") (collectively, "**UT Subsidiaries**") which hold in aggregate 37% direct equity interest in BGSM. See Note (2) above for BGSM's deemed interest in the Shares.

(4) UTSB's deemed interest in the Shares arises by virtue of UTSB holding 100% equity interest in UTES. See Note (3) above for UTES' deemed interest in the Shares.

(5) PSIL's deemed interest in the Shares arises by virtue of PSIL holding 99.999% equity interest in UTSB. See Note (4) above for UTSB's deemed interest in the Shares.

(6) PanOcean holds 100% equity interest in Excorp which in turn holds 100% equity interest in PSIL. See Note (5) above for PSIL's deemed interest in the Shares. PanOcean is the trustee of a discretionary trust, the beneficiaries of which are members of the family of TAK and foundations including those for charitable purposes. Although PanOcean is deemed to have an interest in such Shares, PanOcean does not have any economic or beneficial interest in such Shares, as such interest is held subject to the terms of such discretionary trust.

(7) TAK's deemed interest in the Shares arises by virtue of PanOcean's deemed interest in the Shares. See Note (6) above for PanOcean's deemed interest in the Shares. Although TAK is deemed to have an interest in such Shares, he does not have any economic or beneficial interest in such Shares, as such interest is held subject to the terms of a discretionary trust referred to in Note (6) above.

(8) HNSB's deemed interest in the Shares arises through its wholly-owned subsidiaries, namely, Mujur Anggun Sdn Bhd, Cabaran Mujur Sdn Bhd, Anak Samudra Sdn Bhd, Dumai Maju Sdn Bhd, Nusantara Makmur Sdn Bhd, Usaha Kenanga Sdn Bhd and Tegas Sari Sdn Bhd (collectively, "**HNSB Subsidiaries**"), which hold in aggregate 30% equity interest in BGSM. See Note (2) above for BGSM's deemed interest in the Shares.

The HNSB Subsidiaries hold their deemed interest in such Shares under discretionary trusts for Bumiputera objects. As such, HNSB does not have any economic interest in such Shares as such interest is held subject to the terms of such discretionary trusts.

(9) His deemed interest in the Shares arises by virtue of his 25% direct equity interest in HNSB. However, he does not have any economic interest in such Shares as such interest is held subject to the terms of the discretionary trusts referred to in Note (8) above.

(10) STCM's deemed interest in the Shares arises by virtue of STCM holding 25% equity interest in BGSM. See Note (2) above for BGSM's deemed interest in the Shares.

- (11) *STCAT's deemed interest in the Shares arises by virtue of STCAT holding 100% equity interest in STCM. See Note (10) above for STCM's deemed interest in the Shares.*
- (12) *STC's deemed interest in the Shares arises by virtue of STC holding 100% equity interest in STCAT. See Note (11) above for STCAT's deemed interest in the Shares.*
- (13) *PIF's deemed interest in the Shares arises by virtue of PIF holding 70% equity interest in STC. See Note (12) above for STC's deemed interest in the Shares.*

(d) Information on Persons Connected to the interested Directors

There is no Persons Connected to the interested Directors of our Group who have interests in the Shares, whether direct or indirect in our Company as at the LPD.

(e) Information on Persons Connected to our interested Major Shareholders

The Persons Connected to our interested Major Shareholders who have interests in the Shares, whether direct or indirect, and their respective shareholdings in our Company as at the LPD are set out below:

Persons Connected to the interested Major Shareholders	Direct		Indirect	
	No. of Shares	%	No. of Shares	%
Mohd Din bin Merican ⁽¹⁾	2,000	*	-	-
BGSM Equity	4,875,000,000	64.91	-	-
BGSM Management ⁽²⁾	-	-	4,875,000,000	64.91

Notes:

- * *Less than 0.01%.*
- ⁽¹⁾ *A person connected to MSM.*
- ⁽²⁾ *BGSM Management's deemed interest in the Shares arises by virtue of BGSM Management holding 100% equity interest in BGSM Equity.*

ABSTENTION FROM VOTING

Each of our Directors who is interested in any of the RRPTs covered under the Proposed Mandate has abstained and will continue to abstain from all Board deliberations and voting in relation to the Proposed Mandate concerning those RRPTs involving his interests and/or the interests of Persons Connected to him. Our interested Directors and interested Major Shareholders will abstain from voting at the forthcoming EGM in respect of their direct and/or indirect shareholdings on the relevant ordinary resolutions comprised in the Proposed Mandate in respect of the RRPTs with the transacting parties as set out in the table below. Our interested Directors and interested Major Shareholders have also undertaken to ensure that Persons Connected to them will abstain from voting on the relevant resolutions in respect of the Proposed Mandate at our forthcoming EGM in which they and/or Persons Connected to them have interests.

	Transacting Parties	Interested Directors	Interested Major Shareholders	Persons Connected*
1.	AMH Group including but without limitation to: (a) MBNS	<ul style="list-style-type: none"> LGK 	<ul style="list-style-type: none"> UTSB PSIL Excorp PanOcean TAK THO Dato' Badri MSM 	<ul style="list-style-type: none"> HNSB ^{(a), (b) & (c)} UKSB ^{(a), (b) & (c)} ASSB ^{(a), (b) & (c)} DMSB ^{(a), (b) & (c)} NMSB ^{(a), (b) & (c)} CMSB ^{(a), (b) & (c)} MASB ^{(a), (b) & (c)} TSSB ^{(a), (b) & (c)} Angsana Kukuh Sdn Bhd ("AKSB") ^{(a), (b) & (c)} Desa Bidara Sdn Bhd ("DBSB") ^{(a), (b) & (c)} Indomurni Sdn Bhd ("Indomurni") ^{(a), (b) & (c)} Beduk Selatan Sdn Bhd ("Beduk Selatan") ^{(a), (b) & (c)} Badai Maju Sdn Bhd ("Badai Maju") ^{(a), (b) & (c)} Badai Jaya Sdn Bhd ("BJSB") ^{(a), (b) & (c)} Tenaga Tegap Sdn Bhd ("TTSB") ^{(a), (b) & (c)} Bagan Budiman Sdn Bhd ("Bagan Budiman") ^{(a), (b) & (c)} Samudra Capital Sdn Bhd ("SCSB") ^{(a), (b) & (c)} Alam Nakhoda Sdn Bhd ("ANSB") ^{(a), (b) & (c)} Nusantara Saga Sdn Bhd ("NSSB") ^{(a), (b) & (c)} Nusantara Tegas Sdn Bhd ("NTSB") ^{(a), (b) & (c)} Citra Cekal Sdn Bhd ("CCSB") ^{(a), (b) & (c)} MAIH ^(d) Pacific Fortune Sdn Bhd ("PFSB") ^(d) Ria Utama Sdn Bhd ("RUSB") ^(d) Tetap Emas Sdn Bhd ("TESB") ^(d) MAI Sdn Bhd ("MAI") ^(d) Terang Equity Sdn Bhd ("TEQSB") ^(d) Wangi Terang Sdn Bhd ("WTSB") ^(d) UTES ^{(d) & (e)} BGSM ^{(a), (b), (c), (d) & (e)} MCB ^{(a), (b), (c), (d) & (e)} BGSM Management ^{(a), (b), (c), (d) & (e)} BGSM Equity ^{(a), (b), (c), (d) & (e)} WRSB ^{(d) & (e)} TPSB ^{(d) & (e)} BBSB ^{(d) & (e)} BSSB ^{(d) & (e)} WBSB ^{(d) & (e)} TMSB ^{(d) & (e)}

	Transacting Parties	Interested Directors	Interested Major Shareholders	Persons Connected*
				<ul style="list-style-type: none"> • BMSB ^{(d) & (e)} • BUSB ^{(d) & (e)} • Eridanes International N.V. (“EINV”) ^(d) • East Asia Telecommunications Ltd (“EAT”) ^(d) • Global Multimedia Technologies (BVI) Ltd (“GMT”) ^(d) • Worldwide Communications Technologies Ltd (“WCT”) ^(d) • Maxis Holdings Sdn Bhd (“MHSB”) ^(d) • Shield Estate N.V. (“SENV”) ^(d) • Mohd Din bin Merican ^(a)
2.	<p>Tanjong Group including but without limitation to:</p> <p>(a) TCCPM (b) TGV</p>	<ul style="list-style-type: none"> • LGK 	<ul style="list-style-type: none"> • UTSB • PSIL • Excorp • PanOcean • TAK 	<ul style="list-style-type: none"> • MAIH ^(d) • PFSB ^(d) • RUSB ^(d) • TESB ^(d) • MAI ^(d) • TEQSB ^(d) • WTSB ^(d) • UTES ^{(d) & (e)} • WRSB ^{(d) & (e)} • TPSB ^{(d) & (e)} • BBSB ^{(d) & (e)} • BSSB ^{(d) & (e)} • WBSB ^{(d) & (e)} • TMSB ^{(d) & (e)} • BMSB ^{(d) & (e)} • BUSB ^{(d) & (e)} • EINV ^(d) • EAT ^(d) • GMT ^(d) • WCT ^(d) • MHSB ^(d) • SENV ^(d) • BGSM ^{(d) & (e)} • MCB ^{(d) & (e)} • BGSM Management ^{(d) & (e)} • BGSM Equity ^{(d) & (e)}

	Transacting Parties	Interested Directors	Interested Major Shareholders	Persons Connected*
3.	<p>MGB Group including but without limitation to:</p> <p>(a) MSS (b) MBI</p>	<ul style="list-style-type: none"> • LGK 	<ul style="list-style-type: none"> • TAK • THO • MSM 	<ul style="list-style-type: none"> • HNSB ^{(a) & (b)} • UKSB ^{(a) & (b)} • ASSB ^{(a) & (b)} • DMSB ^{(a) & (b)} • NMSB ^{(a) & (b)} • CMSB ^{(a) & (b)} • MASB ^{(a) & (b)} • TSSB ^{(a) & (b)} • AKSB ^{(a) & (b)} • DBSB ^{(a) & (b)} • Indomurni ^{(a) & (b)} • Beduk Selatan ^{(a) & (b)} • Badai Maju ^{(a) & (b)} • BJSB ^{(a) & (b)} • TTSB ^{(a) & (b)} • Bagan Budiman ^{(a) & (b)} • SCSB ^{(a) & (b)} • ANSB ^{(a) & (b)} • NSSB ^{(a) & (b)} • NTSB ^{(a) & (b)} • CCSB ^{(a) & (b)} • MAIH ^(d) • PFSB ^(d) • RUSB ^(d) • TESB ^(d) • MAI ^(d) • TEQSB ^(d) • WTSB ^(d) • BGSM ^{(a), (b) & (d)} • MCB ^{(a), (b) & (d)} • BGSM Management ^{(a), (b) & (d)} • BGSM Equity ^{(a), (b) & (d)} • UTES ^(d) • UTSB ^(d) • PSIL ^(d) • Excorp ^(d) • PanOcean ^(d) • WRSB ^(d) • TPSB ^(d) • BBSB ^(d) • BSSB ^(d) • WBSB ^(d) • TMSB ^(d) • BMSB ^(d) • BUSB ^(d) • EINV ^(d) • EAT ^(d) • GMT ^(d) • WCT ^(d) • MHSB ^(d) • SENV ^(d) • Mohd Din bin Merican ^(a)

	Transacting Parties	Interested Directors	Interested Major Shareholders	Persons Connected*
4.	UT Group including but without limitation to: (a) UTSBM	<ul style="list-style-type: none"> • LGK 	<ul style="list-style-type: none"> • UTSB • PSIL • Excorp • PanOcean • TAK • MSM 	<ul style="list-style-type: none"> • HNSB ^(a) • UKSB ^(a) • ASSB ^(a) • DMSB ^(a) • NMSB ^(a) • CMSB ^(a) • MASB ^(a) • TSSB ^(a) • AKSB ^(a) • DBSB ^(a) • Indomurni ^(a) • Beduk Selatan ^(a) • Badai Maju ^(a) • BJSB ^(a) • TTSB ^(a) • Bagan Budiman ^(a) • SCSB ^(a) • ANSB ^(a) • NSSB ^(a) • NTSB ^(a) • CCSB ^(a) • MAIH ^(d) • PFSB ^(d) • RUSB ^(d) • TESB ^(d) • MAI ^(d) • TEQSB ^(d) • WTSB ^(d) • UTES ^{(d) & (e)} • BGSM ^{(a), (d) & (e)} • MCB ^{(a), (d) & (e)} • BGSM Management ^{(a), (d) & (e)} • BGSM Equity ^{(a), (d) & (e)} • WRSB ^{(d) & (e)} • TPSB ^{(d) & (e)} • BBSB ^{(d) & (e)} • BSSB ^{(d) & (e)} • WBSB ^{(d) & (e)} • TMSB ^{(d) & (e)} • BMSB ^{(d) & (e)} • BUSB ^{(d) & (e)} • EINV ^(d) • EAT ^(d) • GMT ^(d) • WCT ^(d) • MHSB ^(d) • SENV ^(d) • Mohd Din bin Merican ^(a)
	(b) SLT (c) Mobitel		<ul style="list-style-type: none"> • UTSB • PSIL • Excorp • PanOcean • TAK 	

	Transacting Parties	Interested Directors	Interested Major Shareholders	Persons Connected*
5.	UMTS	<ul style="list-style-type: none"> • LGK • FMC • NM • ML 	<ul style="list-style-type: none"> • UTSB • PSIL • Excorp • PanOcean • TAK • THO • Dato' Badri • MSM 	<ul style="list-style-type: none"> • HNSB ^{(a), (b) & (c)} • UKSB ^{(a), (b) & (c)} • ASSB ^{(a), (b) & (c)} • DMSB ^{(a), (b) & (c)} • NMSB ^{(a), (b) & (c)} • CMSB ^{(a), (b) & (c)} • MASB ^{(a), (b) & (c)} • TSSB ^{(a), (b) & (c)} • AKSB ^{(a), (b) & (c)} • DBSB ^{(a), (b) & (c)} • Indomurni ^{(a), (b) & (c)} • Beduk Selatan ^{(a), (b) & (c)} • Badai Maju ^{(a), (b) & (c)} • BJSB ^{(a), (b) & (c)} • TTSB ^{(a), (b) & (c)} • Bagan Budiman ^{(a), (b) & (c)} • SCSB ^{(a), (b) & (c)} • ANSB ^{(a), (b) & (c)} • NSSB ^{(a), (b) & (c)} • NTSB ^{(a), (b) & (c)} • CCSB ^{(a), (b) & (c)} • MAIH ^(d) • PFSB ^(d) • RUSB ^(d) • TESB ^(d) • MAI ^(d) • TEQSB ^(d) • WTSB ^(d) • BGSM ^{(a), (b), (c), (d) & (e)} • MCB ^{(a), (b), (c), (d) & (e)} • BGSM Management ^{(a), (b), (c), (d) & (e)} • BGSM Equity ^{(a), (b), (c), (d) & (e)} • UTES ^{(d) & (e)} • WRSB ^{(d) & (e)} • TPSB ^{(d) & (e)} • BBSB ^{(d) & (e)} • BSSB ^{(d) & (e)} • WBSB ^{(d) & (e)} • TMSB ^{(d) & (e)} • BMSB ^{(d) & (e)} • BUSB ^{(d) & (e)} • EINV ^(d) • EAT ^(d) • GMT ^(d) • WCT ^(d) • MHSB ^(d) • SENV ^(d) • Mohd Din bin Merican ^(a)

	Transacting Parties	Interested Directors	Interested Major Shareholders	Persons Connected*
6.	<p>MCB Group including but without limitation to:</p> <p>(a) Aircel Limited (b) DWL</p>	<ul style="list-style-type: none"> • FMC • MAH 	<ul style="list-style-type: none"> • MCB • BGSM • UTES • UTSB • PSIL • Excorp • PanOcean • TAK • HNSB • THO • Dato' Badri • MSM • STCM • STCAT • STC • PIF 	<ul style="list-style-type: none"> • UKSB ^{(a), (b), (c) & (h)} • ASSB ^{(a), (b), (c) & (h)} • DMSB ^{(a), (b), (c) & (h)} • NMSB ^{(a), (b), (c) & (h)} • CMSB ^{(a), (b), (c) & (h)} • MASB ^{(a), (b), (c) & (h)} • TSSB ^{(a), (b), (c) & (h)} • AKSB ^{(a), (b), (c) & (h)} • DBSB ^{(a), (b), (c) & (h)} • Indomurni ^{(a), (b), (c) & (h)} • Beduk Selatan ^{(a), (b), (c) & (h)} • Badai Maju ^{(a), (b), (c) & (h)} • BJSB ^{(a), (b), (c) & (h)} • TTSSB ^{(a), (b), (c) & (h)} • Bagan Budiman ^{(a), (b), (c) & (h)} • SCSB ^{(a), (b), (c) & (h)} • ANSB ^{(a), (b), (c) & (h)} • NSSB ^{(a), (b), (c) & (h)} • NTSB ^{(a), (b), (c) & (h)} • CCSB ^{(a), (b), (c) & (h)} • MAIH ^(d) • PFSB ^(d) • RUSB ^(d) • TESB ^(d) • MAI ^(d) • TEQSB ^(d) • WTSB ^(d) • WRSB ^{(d), (e) & (f)} • TPSB ^{(d), (e) & (f)} • BBSB ^{(d), (e) & (f)} • BSSB ^{(d), (e) & (f)} • WBSB ^{(d), (e) & (f)} • TMSB ^{(d), (e) & (f)} • BMSB ^{(d), (e) & (f)} • BUSB ^{(d), (e) & (f)} • EINV ^(d) • EAT ^(d) • GMT ^(d) • WCT ^(d) • MHSB ^(d) • SENV ^(d) • Mohd Din bin Merican ^(a) • BGSM Management ^{(a), (b), (c), (d), (e), (f), (g), (h) & (i)} • BGSM Equity ^{(a), (b), (c), (d), (e), (f), (g), (h) & (i)}
7.	<p>STC Group including but not without limitation to:</p> <p>(a) Cell C (b) KTC (c) AVEA (d) Viva</p>	<ul style="list-style-type: none"> • FMC • MAH 	<ul style="list-style-type: none"> • STC 	<ul style="list-style-type: none"> • STCM ^(g) • STCAT ^(g) • PIF ^(g) • BGSM ^(g) • MCB ^(g) • BGSM Management ^(g) • BGSM Equity ^(g)

	Transacting Parties	Interested Directors	Interested Major Shareholders	Persons Connected*
8.	SRGAP	-	TAK	<ul style="list-style-type: none"> • MAIH ^(d) • PFSB ^(d) • RUSB ^(d) • TESB ^(d) • MAI ^(d) • TEQSB ^(d) • WTSB ^(d) • WRSB ^(d) • TPSB ^(d) • BBSB ^(d) • BSSB ^(d) • WBSB ^(d) • TMSB ^(d) • BMSB ^(d) • BUSB ^(d) • EINV ^(d) • EAT ^(d) • GMT ^(d) • WCT ^(d) • MHSB ^(d) • SENV ^(d) • BGSM ^(d) • MCB ^(d) • BGSM Management ^(d) • BGSM Equity ^(d) • UTES ^(d) • UTSB ^(d) • PSIL ^(d) • Excorp ^(d) • PanOcean ^(d) • TMK ^(d)

	Transacting Parties	Interested Directors	Interested Major Shareholders	Persons Connected*
9.	MLP	-	<ul style="list-style-type: none"> • TAK • MSM 	<ul style="list-style-type: none"> • HNSB ^(a) • UKSB ^(a) • ASSB ^(a) • DMSB ^(a) • NMSB ^(a) • CMSB ^(a) • MASB ^(a) • TSSB ^(a) • AKSB ^(a) • DBSB ^(a) • Indomurni ^(a) • Beduk Selatan ^(a) • Badai Maju ^(a) • BJSB ^(a) • TTSB ^(a) • Bagan Budiman ^(a) • SCSB ^(a) • ANSB ^(a) • NSSB ^(a) • NTSB ^(a) • CCSB ^(a) • MAIH ^(d) • PFSB ^(d) • RUSB ^(d) • TESB ^(d) • MAI ^(d) • TEQSB ^(d) • WTSB ^(d) • BGSB ^{(a) & (d)} • MCB ^{(a) & (d)} • BGSB Management ^{(a) & (d)} • BGSB Equity ^{(a) & (d)} • UTSB ^(d) • UTES ^(d) • UTBS ^(d) • PSIL ^(d) • PanOcean ^(d) • Excorp ^(d) • WRSB ^(d) • TPSB ^(d) • BBSB ^(d) • BSSB ^(d) • WBSB ^(d) • TMSB ^(d) • BMSB ^(d) • BUSB ^(d) • EINV ^(d) • EAT ^(d) • GMT ^(d) • WCT ^(d) • MHSB ^(d) • SENV ^(d) • Mohd Din bin Merican ^(a)

Notes:

- * *The list may not be exhaustive. However as explained under Section 7 of this Circular, the interested Directors and interested Major Shareholders will undertake to ensure that Persons Connected to them will abstain from all deliberations and voting at the forthcoming EGM on the resolutions of the Proposed Mandate in which they have an interest.*
- (a) *A person connected to MSM.*
- (b) *A person connected to THO.*
- (c) *A person connected to Dato' Badri.*
- (d) *A person connected to TAK.*
- (e) *A person connected to UTSB, PSIL, Excorp and PanOcean.*
- (f) *A person connected to UTES.*
- (g) *A person connected to STC.*
- (h) *A person connected to HNSB.*
- (i) *A person connected to MCB, BGSM, STCM, STCAT and PIF.*

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ADDITIONAL INFORMATION**1. Responsibility Statement**

This Circular has been seen and approved by our Directors who collectively and individually accept full responsibility for the accuracy of the information contained herein. Our Directors confirm that, after making all enquiries as were reasonable in the circumstances and to the best of their knowledge and belief, there is no other fact, the omission of which would make any statement herein misleading.

2 Material Contracts

As at the LPD, neither our Company nor our subsidiaries have entered into any material contracts (not being contracts entered into in the ordinary course of business), within the 2 years immediately preceding the date of this Circular.

3. Material Litigation, Claims or Arbitration

As at the LPD, neither our Company nor our subsidiaries are involved in any material litigation, claims or arbitration, and our Company and our subsidiaries are not aware of any material litigation, claims or arbitration pending or threatened against our Company and our subsidiaries.

4. Documents Available for Inspection

Copies of the following documents are available for inspection at the registered office of our Company at Level 21, Menara Maxis, Kuala Lumpur City Centre, Off Jalan Ampang, 50088 Kuala Lumpur, Malaysia, between 9.00 a.m. to 5.30 p.m. on Monday to Friday (except public holidays) from the date of this Circular up to and including the date of Seventh AGM:

- (a) Memorandum and Articles of Association of our Company; and
- (b) Audited consolidated financial statements of our Company for the past 2 financial years ended 31 December 2014 and 31 December 2015.



(Company No.: 867573-A)
(Incorporated in Malaysia under the Companies Act, 1965)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting of Maxis Berhad (“Maxis” or “the Company”) will be held at the Grand Ballroom, 1st Floor, Sime Darby Convention Centre, 1A Jalan Bukit Kiara 1, 60000 Kuala Lumpur, Malaysia on Wednesday, 20 April 2016 at 11.30 a.m. or immediately after the conclusion or adjournment (as the case may be) of the Seventh Annual General Meeting of the Company which will be held at the same venue and on the same day at 10.00 a.m. or any adjournment of the Extraordinary General Meeting, whichever is later, for the purpose of considering and, if thought fit, passing with or without modifications the following resolutions:

ORDINARY RESOLUTION 1

Proposed shareholders’ mandate for the Company and/or its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature with Astro Malaysia Holdings Berhad and/or its affiliates, including but not limited to MEASAT Broadcast Network Systems Sdn Bhd

“**THAT** approval be and is hereby given pursuant to Paragraph 10.09 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad (“**Listing Requirements**”) for the Company and/or its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature with Astro Malaysia Holdings Berhad and/or its affiliates, including but not limited to MEASAT Broadcast Network Systems Sdn Bhd as specified in Part A(i) of Appendix I of the Company’s Circular to shareholders dated 23 March 2016 provided that such transactions are necessary for day-to-day operations of the Company and/or its subsidiaries and are carried out in the ordinary course of business on normal commercial terms and on terms which are not more favourable to the parties with which such recurrent transactions are to be entered into than those generally available to the public and which are not detrimental to the non-interested shareholders of the Company,

AND THAT the mandate conferred by this resolution shall continue to be in force until:

- (a) the conclusion of the next annual general meeting of the Company following the general meeting at which this resolution shall be passed, at which time it will lapse, unless by a resolution passed at such meeting, the authority conferred by this resolution is renewed; or
- (b) the expiration of the period within which the next annual general meeting is required to be held pursuant to Section 143(1) of the Companies Act, 1965 (but shall not extend to such extension as may be allowed pursuant to Section 143(2) of the Companies Act, 1965); or
- (c) this resolution is revoked or varied by resolution passed by shareholders in general meeting,

whichever is the earliest.

AND THAT the Directors of the Company be authorised to complete and do all such acts and things (including executing all such documents as may be required) as they may consider expedient or necessary to give effect to this resolution.”

ORDINARY RESOLUTION 2

Proposed shareholders' mandate for the Company and/or its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature with Tanjong Public Limited Company and/or its affiliates, including but not limited to Tanjong City Centre Property Management Sdn Bhd and TGV Cinemas Sdn Bhd

"THAT approval be and is hereby given pursuant to Paragraph 10.09 of the Listing Requirements for the Company and/or its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature with Tanjong Public Limited Company and/or its affiliates, including but not limited to Tanjong City Centre Property Management Sdn Bhd and TGV Cinemas Sdn Bhd as specified in Parts A(ii) and B(i) of Appendix I of the Company's Circular to shareholders dated 23 March 2016, provided that such transactions are necessary for day-to-day operations of the Company and/or its subsidiaries and are carried out in the ordinary course of business on normal commercial terms and on terms which are not more favourable to the parties with which such recurrent transactions are to be entered into than those generally available to the public and which are not detrimental to the non-interested shareholders of the Company,

AND THAT the mandate conferred by this resolution shall continue to be in force until:

- (a) the conclusion of the next annual general meeting of the Company following the general meeting at which this resolution shall be passed, at which time it will lapse, unless by a resolution passed at such meeting, the authority conferred by this resolution is renewed; or
- (b) the expiration of the period within which the next annual general meeting is required to be held pursuant to Section 143(1) of the Companies Act, 1965 (but shall not extend to such extension as may be allowed pursuant to Section 143(2) of the Companies Act, 1965); or
- (c) this resolution is revoked or varied by resolution passed by shareholders in general meeting,

whichever is the earliest.

AND THAT the Directors of the Company be authorised to complete and do all such acts and things (including executing all such documents as may be required) as they may consider expedient or necessary to give effect to this resolution."

ORDINARY RESOLUTION 3

Proposed shareholders' mandate for the Company and/or its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature with MEASAT Global Berhad and/or its affiliates, including but not limited to MEASAT Satellite Systems Sdn Bhd and Measat Broadband (International) Ltd

"THAT approval be and is hereby given pursuant to Paragraph 10.09 of the Listing Requirements for the Company and/or its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature with MEASAT Global Berhad and/or its affiliates, including but not limited to MEASAT Satellite Systems Sdn Bhd and Measat Broadband (International) Ltd as specified in Part A(iii) of Appendix I of the Company's Circular to shareholders dated 23 March 2016, provided that such transactions are necessary for day-to-day operations of the Company and/or its subsidiaries and are carried out in the ordinary course of business on normal commercial terms and on terms which are not more favourable to the parties with which such recurrent transactions are to be entered into than those generally available to the public and which are not detrimental to the non-interested shareholders of the Company,

AND THAT the mandate conferred by this resolution shall continue to be in force until:

- (a) the conclusion of the next annual general meeting of the Company following the general meeting at which this resolution shall be passed, at which time it will lapse, unless by a resolution passed at such meeting, the authority conferred by this resolution is renewed; or

- (b) the expiration of the period within which the next annual general meeting is required to be held pursuant to Section 143(1) of the Companies Act, 1965 (but shall not extend to such extension as may be allowed pursuant to Section 143(2) of the Companies Act, 1965); or
- (c) this resolution is revoked or varied by resolution passed by shareholders in general meeting,

whichever is the earliest.

AND THAT the Directors of the Company be authorised to complete and do all such acts and things (including executing all such documents as may be required) as they may consider expedient or necessary to give effect to this resolution.”

ORDINARY RESOLUTION 4

Proposed shareholders’ mandate for the Company and/or its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature with Usaha Tegas Sdn Bhd and/or its affiliates, including but not limited to UTSB Management Sdn Bhd, Mobitel (Private) Limited and Sri Lanka Telecom PLC

“**THAT** approval be and is hereby given pursuant to Paragraph 10.09 of the Listing Requirements for the Company and/or its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature with Usaha Tegas Sdn Bhd and/or its affiliates, including but not limited to UTSB Management Sdn Bhd, Mobitel (Private) Limited and Sri Lanka Telecom PLC as specified in Part A(iv) and Part B(ii) of Appendix I of the Company’s Circular to shareholders dated 23 March 2016, provided that such transactions are necessary for day-to-day operations of the Company and/or its subsidiaries and are carried out in the ordinary course of business on normal commercial terms and on terms which are not more favourable to the parties with which such recurrent transactions are to be entered into than those generally available to the public and which are not detrimental to the non-interested shareholders of the Company,

AND THAT the mandate conferred by this resolution shall continue to be in force until:

- (a) the conclusion of the next annual general meeting of the Company following the general meeting at which this resolution shall be passed, at which time it will lapse, unless by a resolution passed at such meeting, the authority conferred by this resolution is renewed; or
- (b) the expiration of the period within which the next annual general meeting is required to be held pursuant to Section 143(1) of the Companies Act, 1965 (but shall not extend to such extension as may be allowed pursuant to Section 143(2) of the Companies Act, 1965); or
- (c) this resolution is revoked or varied by resolution passed by shareholders in general meeting,

whichever is the earliest.

AND THAT the Directors of the Company be authorised to complete and do all such acts and things (including executing all such documents as may be required) as they may consider expedient or necessary to give effect to this resolution.”

ORDINARY RESOLUTION 5

Proposed shareholders’ mandate for the Company and/or its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature with UMTS (Malaysia) Sdn Bhd

“**THAT** approval be and is hereby given pursuant to Paragraph 10.09 of the Listing Requirements for the Company and/or its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature with UMTS (Malaysia) Sdn Bhd as specified in Part A(v) of Appendix I of the Company’s Circular to shareholders dated 23 March 2016, provided that such transactions are necessary for day-to-day operations of the Company and/or its subsidiaries and are carried out in the ordinary course of business on normal commercial terms and on terms which are not more favourable to the party with which such recurrent transactions are to be entered into than those generally available to the public and which are not detrimental to the non-interested shareholders of the Company,

AND THAT the mandate conferred by this resolution shall continue to be in force until:

- (a) the conclusion of the next annual general meeting of the Company following the general meeting at which this resolution shall be passed, at which time it will lapse, unless by a resolution passed at such meeting, the authority conferred by this resolution is renewed; or
- (b) the expiration of the period within which the next annual general meeting is required to be held pursuant to Section 143(1) of the Companies Act, 1965 (but shall not extend to such extension as may be allowed pursuant to Section 143(2) of the Companies Act, 1965); or
- (c) this resolution is revoked or varied by resolution passed by shareholders in general meeting,

whichever is the earliest.

AND THAT the Directors of the Company be authorised to complete and do all such acts and things (including executing all such documents as may be required) as they may consider expedient or necessary to give effect to this resolution."

ORDINARY RESOLUTION 6

Proposed shareholders' mandate for the Company and/or its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature with Maxis Communications Berhad and/or its affiliates, including but not limited to Dishnet Wireless Limited, Aircel Limited and Bridge Mobile Pte Ltd

"**THAT** approval be and is hereby given pursuant to Paragraph 10.09 of the Listing Requirements for the Company and/or its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature with Maxis Communications Berhad and/or its affiliates, including but not limited to Dishnet Wireless Limited, Aircel Limited and Bridge Mobile Pte Ltd as specified in Part A(vi) of Appendix I of the Company's Circular to shareholders dated 23 March 2016, provided that such transactions are necessary for day-to-day operations of the Company and/or its subsidiaries and are carried out in the ordinary course of business on normal commercial terms and on terms which are not more favourable to the parties with which such recurrent transactions are to be entered into than those generally available to the public and which are not detrimental to the non-interested shareholders of the Company,

AND THAT the mandate conferred by this resolution shall continue to be in force until:

- (a) the conclusion of the next annual general meeting of the Company following the general meeting at which this resolution shall be passed, at which time it will lapse, unless by a resolution passed at such meeting, the authority conferred by this resolution is renewed; or
- (b) the expiration of the period within which the next annual general meeting is required to be held pursuant to Section 143(1) of the Companies Act, 1965 (but shall not extend to such extension as may be allowed pursuant to Section 143(2) of the Companies Act, 1965); or
- (c) this resolution is revoked or varied by resolution passed by shareholders in general meeting,

whichever is the earliest.

AND THAT the Directors of the Company be authorised to complete and do all such acts and things (including executing all such documents as may be required) as they may consider expedient or necessary to give effect to this resolution."

ORDINARY RESOLUTION 7

Proposed shareholders' mandate for the Company and/or its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature with Saudi Telecom Company and/or its affiliates, including but not limited to Cell C (Pty) Ltd, Kuwait Telecom Company, AVEA İletişim Hizmetleri A.Ş. and Viva Bahrain BSC (C)

“THAT approval be and is hereby given pursuant to Paragraph 10.09 of the Listing Requirements for the Company and/or its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature with Saudi Telecom Company and/or its affiliates, including but not limited to Cell C (Pty) Ltd, Kuwait Telecom Company, AVEA İletişim Hizmetleri A.Ş. and Viva Bahrain BSC (C) as specified in Part A(vii) of Appendix I of the Company's Circular to shareholders dated 23 March 2016, provided that such transactions are necessary for day-to-day operations of the Company and/or its subsidiaries and are carried out in the ordinary course of business on normal commercial terms and on terms which are not more favourable to the parties with which such recurrent transactions are to be entered into than those generally available to the public and which are not detrimental to the non-interested shareholders of the Company,

AND THAT the mandate conferred by this resolution shall continue to be in force until:

- (a) the conclusion of the next annual general meeting of the Company following the general meeting at which this resolution shall be passed, at which time it will lapse, unless by a resolution passed at such meeting, the authority conferred by this resolution is renewed; or
- (b) the expiration of the period within which the next annual general meeting is required to be held pursuant to Section 143(1) of the Companies Act, 1965 (but shall not extend to such extension as may be allowed pursuant to Section 143(2) of the Companies Act, 1965); or
- (c) this resolution is revoked or varied by resolution passed by shareholders in general meeting,

whichever is the earliest.

AND THAT the Directors of the Company be authorised to complete and do all such acts and things (including executing all such documents as may be required) as they may consider expedient or necessary to give effect to this resolution.”

ORDINARY RESOLUTION 8

Proposed shareholders' mandate for the Company and/or its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature with SRG Asia Pacific Sdn Bhd

“THAT approval be and is hereby given pursuant to Paragraph 10.09 of the Listing Requirements for the Company and/or its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature with SRG Asia Pacific Sdn Bhd as specified in Part A(x) of Appendix I of the Company's Circular to shareholders dated 23 March 2016, provided that such transactions are necessary for day-to-day operations of the Company and/or its subsidiaries and are carried out in the ordinary course of business on normal commercial terms and on terms which are not more favourable to the party with which such recurrent transactions are to be entered into than those generally available to the public and which are not detrimental to the non-interested shareholders of the Company,

AND THAT the mandate conferred by this resolution shall continue to be in force until:

- (a) the conclusion of the next annual general meeting of the Company following the general meeting at which this resolution shall be passed, at which time it will lapse, unless by a resolution passed at such meeting, the authority conferred *by* this resolution *is* renewed; or
- (b) the expiration of the period within which the next annual general meeting is required to be held pursuant to Section 143(1) of the Companies Act, 1965 (but shall not extend to such extension as may be allowed pursuant to Section 143(2) of the Companies Act, 1965); or
- (c) this resolution is revoked or varied by resolution passed by shareholders in general meeting,

whichever is the earliest.

AND THAT the Directors of the Company be authorised to complete and do all such acts and things (including executing all such documents as may be required) as they may consider expedient or necessary to give effect to this resolution.”

ORDINARY RESOLUTION 9

Proposed shareholders’ mandate for the Company and/or its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature with Malaysian Landed Property Sdn Bhd

“**THAT** approval be and is hereby given pursuant to Paragraph 10.09 of the Listing Requirements for the Company and/or its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature with Malaysian Landed Property Sdn Bhd as specified in Part A(xi) of Appendix I of the Company’s Circular to shareholders dated 23 March 2016, provided that such transactions are necessary for day-to-day operations of the Company and/or its subsidiaries and are carried out in the ordinary course of business on normal commercial terms and on terms which are not more favourable to the party with which such recurrent transactions are to be entered into than those generally available to the public and which are not detrimental to the non-interested shareholders of the Company,

AND THAT the mandate conferred by this resolution shall continue to be in force until:

- (a) the conclusion of the next annual general meeting of the Company following the general meeting at which this resolution shall be passed, at which time it will lapse, unless by a resolution passed at such meeting, the authority conferred by this resolution is renewed; or
- (b) the expiration of the period within which the next annual general meeting is required to be held pursuant to Section 143(1) of the Companies Act, 1965 (but shall not extend to such extension as may be allowed pursuant to Section 143(2) of the Companies Act, 1965); or
- (c) this resolution is revoked or varied by resolution passed by shareholders in general meeting,

whichever is the earliest.

AND THAT the Directors of the Company be authorised to complete and do all such acts and things (including executing all such documents as may be required) as they may consider expedient or necessary to give effect to this resolution.”

BY ORDER OF THE BOARD

Dipak Kaur
Company Secretary
(LS5204)

23 March 2016

Notes:

1. *A member of the Company entitled to attend and vote at this meeting is entitled to appoint not more than two proxies to attend and vote for him/her except in the circumstances set out in Notes 2 and 3. A proxy may but need not be a member of the Company. There shall be no restriction as to the qualification of a proxy and the provision of Section 149(1)(b) of the Companies Act, 1965 shall not apply to the Company.*
2. *Where a member of the Company is also a substantial shareholder (within the meaning of the Companies Act, 1965) per the Record of Depositors, such member shall be entitled to appoint up to (but not more than) five proxies. For 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.*
3. *Where a member of the Company is an authorised nominee, it may appoint at least one proxy in respect of each securities account it holds to which ordinary shares in the Company are credited. Each appointment of proxy by an authorised nominee may be made separately or in one instrument of proxy and shall specify the securities account number and the name of the beneficial owner for whom the authorised nominee is acting.*
4. *The instrument appointing a proxy shall:*
 - (i) *in the case of an individual, be signed by the appointor or by his/her attorney; and*
 - (ii) *in the case of a corporation, be either under its common seal or under the hands of its duly authorised attorney or officer on behalf of the corporation.*

5. *Where a member appoints more than one proxy the appointment shall be invalid unless he/she specifies the proportions of his/her holdings to be represented by each proxy.*
6. ***The instrument appointing a proxy must be deposited at the office of our Company's Share Registrar, Symphony Share Registrars Sdn Bhd at Level 6, Symphony House, Block D13, Pusat Dagangan Dana 1, Jalan PJU 1A/46, 47301 Petaling Jaya, Selangor, Malaysia not less than 48 hours before the time appointed for holding the meeting or adjourned meeting or in the case of a poll, not less than 24 hours before the time appointed for the taking of the poll; otherwise the instrument of proxy shall not be treated as valid and the person so named shall not be entitled to vote in respect thereof. Copies of the duly executed form of proxy which are faxed and/ or e-mailed to us are not acceptable.***
7. *A proxy may vote on a show of hands and on a poll. If the form of proxy is returned without an indication as to how the proxy shall vote on any particular matter the proxy may exercise his discretion as to whether to vote on such matter and if so, how.*
8. *A proxy appointed to attend and vote at the meeting shall have the same rights as the member to speak at the meeting.*
9. *The lodging of a form of proxy does not preclude a member from attending and voting in person at the meeting should the member subsequently decide to do so.*

MEMBERS ENTITLED TO ATTEND

For purposes of determining the entitlement of a member to attend the Extraordinary General Meeting, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd, in accordance with Article 81(b) of the Company's Articles of Association and Section 34(1) of the Securities Industry (Central Depositories) Act 1991, to issue a General Meeting Record of Depositors as at 15 April 2016. Only a depositor whose name appears on the General Meeting Record of Depositors as at 15 April 2016 shall be entitled to attend the said meeting or appoint a proxy(ies) to attend and/or vote on such depositor's behalf.

EMAIL ADDRESS

An email account have been set-up to attend to all queries from shareholders pertaining to the Form of Proxy and all other matters relating to this forthcoming Extraordinary General Meeting. The email address is agm2016@maxis.com.my. This will be valid from 23 March 2016 to 20 April 2016.

PERSONAL DATA PRIVACY

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the Extraordinary General Meeting ("EGM") and/or any adjournment thereof, a member of the Company:- (i) consents to the processing of the member's personal data by the Company (or its agents): (a) for processing and administration of proxies and representatives appointed for the EGM; (b) preparation and compilation of the attendance lists, minutes and other documents relating to the EGM (which includes any adjournments thereto); and (c) for the Company's (or its agents') compliance with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "Purposes"), (ii) warrants that he or she has obtained such proxy(ies)' and/or representative(s)' prior consent for the Company's (or its agents') processing of such proxy(ies)' and/or representative's(s)' personal data for the Purposes, and (iii) agrees that the member will indemnify the Company for any penalties, liabilities, claims, demands, losses and damages as a result of the member's breach of warranty.

NOTE: the term "processing" and "personal data" shall have the meaning as defined in the Personal Data Protection Act 2010



MAXIS BERHAD

(Company No.: 867573-A)

(Incorporated in Malaysia under the Companies Act, 1965)

FORM OF PROXY

I/ We..... *NRIC (new and old)/*Passport /*Company No
(FULL NAME OF A MEMBER IN BLOCK LETTERS AS PER *IDENTITY CARD/*PASSPORT/*CERTIFICATE OF INCORPORATION)(COMPULSORY)

of.....
(ADDRESS)

telephone no. being a member of Maxis Berhad (the "Company"), hereby appoint

..... *NRIC No/*Passport No
(FULL NAME OF A PROXY IN BLOCK LETTERS AS PER *IDENTITY CARD/*PASSPORT) (COMPULSORY)

of.....
(ADDRESS)

and/or..... *NRIC No/*Passport No
(FULL NAME OF A PROXY IN BLOCK LETTERS AS PER *IDENTITY CARD/*PASSPORT) (COMPULSORY)

of.....
(ADDRESS)

Only in the case of a member who is a substantial shareholder / exempt authorised nominee

and/or..... *NRIC No/*Passport No
(FULL NAME OF A PROXY IN BLOCK LETTERS AS PER *IDENTITY CARD/*PASSPORT) (COMPULSORY)

of.....
(ADDRESS)

and/or..... *NRIC No/*Passport No
(FULL NAME OF A PROXY IN BLOCK LETTERS AS PER *IDENTITY CARD/*PASSPORT) (COMPULSORY)

of.....
(ADDRESS)

and/or..... *NRIC No/*Passport No
(FULL NAME OF A PROXY IN BLOCK LETTERS AS PER *IDENTITY CARD/*PASSPORT) (COMPULSORY)

of.....
(ADDRESS)

or failing *him/*her, THE CHAIRMAN OF THE MEETING as *my/*our *proxy/*proxies to vote for *me/*us and on *my/*our behalf at the Extraordinary General Meeting of the Company to be held at the Grand Ballroom, 1st Floor, Sime Darby Convention Centre, 1A Jalan Bukit Kiara 1, 60000 Kuala Lumpur, Malaysia on Wednesday, 20 April 2016 at 11.30 a.m. or at any adjournment thereof. *I/*We indicate with an "✓" or "✗" in the spaces below how *I/*we wish *my/*our vote to be cast:

Agenda	For	Against
Ordinary Resolution 1		
Ordinary Resolution 2		
Ordinary Resolution 3		
Ordinary Resolution 4		
Ordinary Resolution 5		
Ordinary Resolution 6		
Ordinary Resolution 7		
Ordinary Resolution 8		
Ordinary Resolution 9		

Subject to the above stated voting instructions, *my/*our proxy may vote or abstain from voting on any resolution as *he/*she/*they may think fit.



If appointment of proxy is under hand Signed by *individual member/ *officer or attorney of member/ *authorised nominee of (beneficial owner)	No of shares held : Securities Account No: (CDS Account No)(COMPULSORY) Date :	The proportions of *my/*our holding to be represented by *my/*our proxies are as follows:
If appointment of proxy is under seal The Common Seal of was hereto affixed in accordance with its Articles of Association in the presence of :- Director *Director/*Secretary in its capacity as *member/ *attorney of member/ *authorised nominee of (beneficial owner)	Seal No of shares held : Securities Account No: (CDS Account No) (COMPULSORY) Date :	First Proxy No. of Shares : Percentage : % Second Proxy No. of Shares : Percentage : %

Only in the case of a member who is a substantial shareholder/exempt authorised nominee

The proportions of *my/*our holding to be represented by *my/*our proxies are as follows:

Third Proxy
 No. of Shares :
 Percentage : %

Fourth Proxy
 No. of Shares :
 Percentage : %

Fifth Proxy
 No. of Shares :
 Percentage : %

MEMBERS ENTITLED TO ATTEND
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delete if inappropriate

Notes to form of proxy:

1. A member of the Company entitled to attend and vote at this meeting is entitled to appoint not more than two proxies to attend and vote for him/her except in the circumstances set out in Notes 2 and 3. A proxy may but need not be a member of the Company. There shall be no restriction as to the qualification of a proxy and the provision of Section 149(1)(b) of the Companies Act, 1965 shall not apply to the Company.
2. Where a member of the Company is also a substantial shareholder (within the meaning of the Companies Act, 1965) per the Record of Depositors, such member shall be entitled to appoint up to (but not more than) five proxies. For 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.
3. Where a member of the Company is an authorised nominee, it may appoint at least one proxy in respect of each securities account it holds to which ordinary shares in the Company are credited. Each appointment of proxy by an authorised nominee may be made separately or in one instrument of proxy and shall specify the securities account number and the name of the beneficial owner for whom the authorised nominee is acting.
4. The instrument appointing a proxy shall:
 - (i) in the case of an individual, be signed by the appointor or by his/her attorney; and
 - (ii) in the case of a corporation, be either under its common seal or under the hands of its duly authorised attorney or officer on behalf of the corporation.
5. Where a member appoints more than one proxy the appointment shall be invalid unless he/she specifies the proportions of his/her holdings to be represented by each proxy.
6. The instrument appointing a proxy must be deposited at the office of our Company's Share Registrar, **Symphony Share Registrars Sdn Bhd at Level 6, Symphony House, Block D13, Pusat Dagangan Dana 1, Jalan PJU 1A/46, 47301 Petaling Jaya, Selangor, Malaysia** not less than 48 hours before the time appointed for holding the meeting or adjourned meeting or in the case of a poll, not less than 24 hours before the time appointed for the taking of the poll; otherwise the instrument of proxy shall not be treated as valid and the person so named shall not be entitled to vote in respect thereof. **Copies of the duly executed form of proxy which are faxed and/ or e-mailed to us are not acceptable.**
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NOTE: the term "processing" and "personal data" shall have the meaning as defined in the Personal Data Protection Act 2010