

(Company No.: 867573-A) (Incorporated in Malaysia)

TENTH ANNUAL GENERAL MEETING ("TENTH AGM") OF MAXIS BERHAD ("MAXIS" OR "THE COMPANY") HELD AT 10.00 AM ON 25 APRIL 2019 AT CONNEXION & EVENT CENTRE, GRAND NEXUS (LEVEL 3A), NO. 7, BANGSAR SOUTH CITY, JALAN KERINCHI, 59200 KUALA LUMPUR, MALAYSIA.

The Audited Financial Statements of the Company and of the Group for the financial year ended 31 December 2018 and the Reports of the Directors and Auditors thereon were received and duly tabled at the Tenth AGM under Agenda 1.

The following resolutions as set out in the Notice of Tenth AGM dated 27 March 2019 and Appendix VI of the Circular to Shareholders dated 27 March 2019 duly passed at the Tenth AGM.

Ordinary Business

Ordinary Resolution 1	Re-election of Raja Tan Sri Dato' Seri Arshad Bin Raja Tun Uda as Director of the Company pursuant to Rule 131.1 of the Company's Constitution.
Ordinary Resolution 2	Re-election of Tan Sri Mokhzani Bin Mahathir as Director of the Company pursuant to Rule 131.1 of the Company's Constitution.
Ordinary Resolution 3	Re-election of Mazen Ahmed M. AlJubeir as Director of the Company pursuant to Rule 131.1 of the Company's Constitution.
Ordinary Resolution 4	Re-election of Abdulaziz Abdullah M. Alghamdi as Director of the Company pursuant to Rule 116 of the Company's Constitution.
Ordinary Resolution 5	Approval for Raja Tan Sri Dato' Seri Arshad bin Raja Tun Uda to continue to act as Independent Director from 18 October 2019 to 17 October 2020.
Ordinary Resolution 6	Approval for Tan Sri Mokhzani bin Mahathir to continue to act as Independent Director from 18 October 2019 to 17 October 2020.

Ordinary Resolution 7

Payment of Directors' fees and benefits from the conclusion of the Tenth AGM up till the conclusion of the next Annual General Meeting of the Company to be held in 2020.

This aforesaid payment will be made in accordance with the remuneration structure set out below.

	<u>Monthly</u>
Remuneration Structure:-	Fees/BIK (RM)
Chairman's Fees	33,334
Director's Fees	20,834
Chairman of Audit Committee	8,334
Chairman of Remuneration Committee	4,167
Chairman of Nomination Committee	4,167
Chairman of Business & IT Transformation Committee	4,167
Member of Audit Committee	1,667
Member of Remuneration Committee	1,667
Member of Nomination Committee	1,667
Member of Business & IT Transformation Committee	1,667
Chairman BIK	4,834

Ordinary Resolution 8

Appointment of Messrs PricewaterhouseCoopers PLT (LLP0014401-LCA & AF 1146) ("PwC") as Auditors of the Company to hold office from the conclusion of the Tenth AGM until the conclusion of the next Annual General Meeting and to authorise the Directors to fix their remuneration.

Special Business

Ordinary Resolution 9

Authority to Allot and Issue Shares Pursuant to Sections 75 and 76 of the Companies Act 2016.

"THAT, the Directors be and are hereby empowered, pursuant to Sections 75 and 76 of the Companies Act 2016, to issue and allot shares in the Company, at any time, to such persons and upon such terms and conditions and for such purposes as the Directors may, in their absolute discretion, deem fit including in pursuance of offers, agreements or options to be made or granted by the Directors while this approval is in force and that the Directors be and are hereby further authorised to make or grant offers, agreements or options in respect of shares in the Company including those which would or might require shares in the Company to be issued after the expiration of the approval hereof provided that the aggregate number of shares to be issued pursuant to

this approval does not exceed ten (10) percent of the total number of issued shares of the Company for the time being and that the Directors be and are also empowered to obtain the approval for the listing of and quotation for the additional shares so issued on Bursa Malaysia Securities Berhad and that such authority shall continue in force until the conclusion of the next Annual General Meeting of the Company, subject always to the Companies Act 2016, the Constitution of the Company, the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("MMLR") and the approvals of all relevant regulatory bodies being obtained (if required)."

Ordinary Resolutions 10 to 17

Shareholders' mandate for the Company and/or its subsidiaries to enter into recurrent related party transactions ("RRPTs") of a revenue or trading nature with:

- a) Astro Malaysia Holdings Berhad and/or its affiliates;
- b) Tanjong Public Limited Company and/or its affiliates;
- c) MEASAT Global Berhad and/or its affiliates;
- d) Usaha Tegas Sdn Bhd and/or its affiliates;
- e) Maxis Communications Berhad and/or its affiliates:
- f) Saudi Telecom Company and/or its affiliates;
- g) SRG Asia Pacific Sdn Bhd; and
- h) Malaysian Landed Property Sdn Bhd.

The full text of Ordinary Resolution 10 to Ordinary Resolution 17 are set out in Appendix I

All the resolutions were voted on a poll at the Tenth AGM of the Company in accordance with Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad. The results were validated by Boardroom Corporate Services Sdn Bhd, the Independent Scrutineer appointed by Maxis. The detailed results are attached in Appendix 2.

APPENDIX 1

THE FULL TEXT OF ORDINARY RESOLUTION 10 TO ORDINARY RESOLUTION 17 REFERRED TO IN THE COMPANY'S ANNOUNCEMENT TO BURSA MALAYSIA SECURITIES BERHAD ON 25 APRIL 2019

ORDINARY RESOLUTION 10

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 27 March 2019 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 340(2) of the Companies Act 2016 (but shall not extend to such extension as may be allowed pursuant to Section 340(4) of the Companies Act 2016); or
- (c) this resolution is revoked or varied by resolution passed by shareholders in general meeting,

whichever is the earliest.

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 27 March 2019, 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 340(2) of the Companies Act 2016 (but shall not extend to such extension as may be allowed pursuant to Section 340(4) of the Companies Act 2016); or
- (c) this resolution is revoked or varied by resolution passed by shareholders in general meeting,

whichever is the earliest.

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 27 March 2019, 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 340(2) of the Companies Act 2016 (but shall not extend to such extension as may be allowed pursuant to Section 340(4) of the Companies Act 2016); or
- (c) this resolution is revoked or varied by resolution passed by shareholders in general meeting,

whichever is the earliest.

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) of Appendix I of the Company's Circular to shareholders dated 27 March 2019, 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 340(2) of the Companies Act 2016 (but shall not extend to such extension as may be allowed pursuant to Section 340(4) of the Companies Act 2016); or
- (c) this resolution is revoked or varied by resolution passed by shareholders in general meeting,

whichever is the earliest.

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

"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 as specified in Part A(v) of Appendix I of the Company's Circular to shareholders dated 27 March 2019, 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 340(2) of the Companies Act 2016 (but shall not extend to such extension as may be allowed pursuant to Section 340(4) of the Companies Act 2016); or
- (c) this resolution is revoked or varied by resolution passed by shareholders in general meeting,

whichever is the earliest.

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, Kuwait Telecom Company, 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 Kuwait Telecom Company and Viva Bahrain BSC (C) as specified in Part A(vi) of Appendix I of the Company's Circular to shareholders dated 27 March 2019, 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 340(2) of the Companies Act 2016 (but shall not extend to such extension as may be allowed pursuant to Section 340(4) of the Companies Act 2016); or
- (c) this resolution is revoked or varied by resolution passed by shareholders in general meeting,

whichever is the earliest.

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(vii) of Appendix I of the Company's Circular to shareholders dated 27 March 2019, 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 340(2) of the Companies Act 2016 (but shall not extend to such extension as may be allowed pursuant to Section 340(4) of the Companies Act 2016); or
- (c) this resolution is revoked or varied by resolution passed by shareholders in general meeting,

whichever is the earliest.

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(viii) of Appendix I of the Company's Circular to shareholders dated 27 March 2019, 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 340(2) of the Companies Act 2016 (but shall not extend to such extension as may be allowed pursuant to Section 340(4) of the Companies Act 2016); or
- (c) this resolution is revoked or varied by resolution passed by shareholders in general meeting,

whichever is the earliest.

MAXIS BERHAD

Tenth Annual General Meeting

Date/Time: 25/04/2019 10:00:00 AM

Connexion Conference & Event Centre, Grand Nexus (Level 3A), Nexus, Bangsar South City, No. 7, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia

	FOR		AGAINST		TOTAL	
	NO. OF		NO. OF		NO. OF	
Ordinary Resolution	SHARES	%	SHARES	%	SHARES	%
Resolution 1 : To-elect Raja Tan Sri Dato' Seri Arshad bin Raja Tun Uda as Director pursuant to Rule 131.1 of the company consititution.	6,277,070,216	98.935721	67,524,159	1.064279	6,344,594,375	100
Resolution 2: To-elect Tan Sri Mokhzani bin Mahathir as Director pursuant to Rule 131.1 of the company consititution.	6,296,583,500	99.233978	48,605,575	0.766022	6,345,189,075	100
Resolution 3 : To-elect Mazen Ahmed M. AlJubeir as Director pursuant to Rule 131.1 of the company consititution.	6,996,336,082	97.356785	189,948,968	2.643215	7,186,285,050	100
Resolution 4: To-elect Raja Abdulaziz Abdullah M. Alghamdi as Director pursuant to Rule 116 of the company consititution.	7,154,542,470	99.550037	32,338,280	0.449963	7,186,880,750	100
Resolution 5 : Approval for the extension of the tenure to continue to act as Independent Non-Executive Director from 18 October 2019 to 17 October 2020 : (a) Raja Tan Sri Dato' Seri Arshad bin Raja Tun Uda	6,296,446,200	99.231798	48,743,875	0.768202	6,345,190,075	100
Resolution 6: Approval for the extension of the tenure to continue to act as Independent Non-Executive Director from 18 October 2019 to 17 October 2020: (b) Tan Sri Mokhzani bin Mahathir	6,296,645,600	99.234941	48,544,475	0.765059	6,345,190,075	100
Resolution 7 : Approval for Directors' Remuneration	7,139,859,675	99.345737	47,021,075	0.654263	7,186,880,750	100
Resolution 8 : Re-Appointment of Messrs PricewaterhouseCoopers PLT (LLP0014401-LCA & AF 1146) ("PwC") as Auditors of the Company	7,150,295,830	99.511118	35,128,220	0.488882	7,185,424,050	100
Resolution 9: Renewal of Authority to allot and issue Shares pursuant to Sections 75 and 76 of the Companies Act 2016	7,137,290,237	99.309986	49,590,513	0.690014	7,186,880,750	100

MAXIS BERHAD

Tenth Annual General Meeting

Date/Time: 25/04/2019 10:00:00 AM

Connexion Conference & Event Centre, Grand Nexus (Level 3A), Nexus, Bangsar South City, No. 7, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia

	FOR NO. OF		AGAINST NO. OF		TOTAL NO. OF	
Ordinary Resolution	SHARES	%	SHARES	%	SHARES	%
Resolution 10: To obtain shareholders' mandate for the Company and/or subsidiaries to enter into recurrent related party transactions ("RRPTs") of a revenue or trading nature with Astro Malaysia Holdings Berhad and/or its affiliates	2,300,402,075	99.503492	11,478,675	0.496508	2,311,880,750	100
Resolution 11: To obtain shareholders' mandate for the Company and/or subsidiaries to enter into recurrent related party transactions ("RRPTs") of a revenue or trading nature with Tanjong Public Limited Company and/or its affiliates	2,300,402,075	99.503492	11,478,675	0.496508	2,311,880,750	100
Resolution 12: To obtain shareholders' mandate for the Company and/or subsidiaries to enter into recurrent related party transactions ("RRPTs") of a revenue or trading nature with MEASAT Global Berhad and/or its affiliates	2,300,403,075	99.503535	11,477,675	0.496465	2,311,880,750	100
Resolution 13: To obtain shareholders' mandate for the Company and/or subsidiaries to enter into recurrent related party transactions ("RRPTs") of a revenue or trading nature with Usaha Tegas Sdn Bhd and/or its affiliates	2,300,402,075	99.503535	11,477,675	0.496465	2,311,879,750	100
Resolution 14: To obtain shareholders' mandate for the Company and/or subsidiaries to enter into recurrent related party transactions ("RRPTs") of a revenue or trading nature with Maxis Communications Berhad and/or its affiliates	2,300,404,075	99.503578	11,476,675	0.496422	2,311,880,750	100
Resolution 15: To obtain shareholders' mandate for the Company and/or subsidiaries to enter into recurrent related party transactions ("RRPTs") of a revenue or trading nature with Saudi Telecom Company and/or its affiliates	2,300,399,075	99.503405	11,480,675	0.496595	2,311,879,750	100

MAXIS BERHAD

Tenth Annual General Meeting

Date/Time: 25/04/2019 10:00:00 AM

Connexion Conference & Event Centre, Grand Nexus (Level 3A), Nexus, Bangsar South City, No. 7, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia

	FOR		AGAINST		TOTAL	
	NO. OF		NO. OF		NO. OF	
Ordinary Resolution	SHARES	%	SHARES	%	SHARES	%
Resolution 16: To obtain shareholders' mandate for the Company and/or subsidiaries to enter into recurrent related party transactions ("RRPTs") of a revenue or trading nature with SRG Asia Pacific Sdn Bhd	2,300,403,075	99.503535	11,477,675	0.496465	2,311,880,750	100
Resolution 17: To obtain shareholders' mandate for the Company and/or subsidiaries to enter into recurrent related party transactions ("RRPTs") of a revenue or trading nature with Malaysian Landed Property Sdn Bhd	2,300,402,975	99.503574	11,476,775	0.496426	2,311,879,750	100