## THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.

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

Bursa Malaysia Securities Berhad ("Bursa Securities") has perused this Circular on limited review basis pursuant to Practice Note 18 of the Main Market Listing Requirements of Bursa Securities. Bursa Securities takes no responsibility for the contents of this Circular, makes no representation as to its accuracy or completeness and expressly disclaims any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this Circular.



# CIRCULAR TO SHAREHOLDERS IN RELATION TO THE

PROPOSED BONUS ISSUE OF UP TO 1,047,650,716 NEW ORDINARY SHARES IN OSK HOLDINGS BERHAD ("OSK" OR THE "COMPANY") ("OSK SHARE(S)" OR "SHARE(S)") ("BONUS SHARE(S)") ON THE BASIS OF 1 BONUS SHARE FOR EVERY 2 EXISTING OSK SHARES HELD ON AN ENTITLEMENT DATE TO BE DETERMINED AND ANNOUNCED LATER ("PROPOSED BONUS ISSUE OF SHARES")

# AND

# NOTICE OF EXTRAORDINARY GENERAL MEETING

Principal Adviser



# **RHB Investment Bank Berhad**

(Registration No. 197401002639 (19663-P)) (A Participating Organisation of Bursa Malaysia Securities Berhad)

The Proposed Bonus Issue of Shares will be tabled at the Extraordinary General Meeting ("EGM") of OSK to be held at the Grand Ballroom, Sime Darby Convention Centre, 1A, Jalan Bukit Kiara 1, Bukit Kiara, 60000 Kuala Lumpur on Wednesday, 14 May 2025 at 12:30 p.m. or immediately after the conclusion of the 35th Annual General Meeting ("AGM") of OSK scheduled to be held at the same venue and on the same day at 10:00 a.m., whichever is later, or at any adjournment thereof.

The Notice of EGM and Form of Proxy are enclosed in this Circular and can be downloaded from the Company's website at www.oskgroup.com/investor-relations/egm or Bursa Securities' website at www.bursamalaysia.com/.

If you wish to appoint a proxy to attend, participate, speak and vote on your behalf at the EGM, you may complete, sign and deposit the Form of Proxy at the office of the Company's Share Registrar, Securities Services (Holdings) Sdn. Bhd. ("Securities Services") at Level 7, Menara Milenium, Jalan Damaniela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, or you may submit the Form of Proxy electronically via Securities Services e-Portal at <a href="https://sshsb.net.my">https://sshsb.net.my</a> not less than 48 hours before the time set for holding the EGM. The lodging of the Form of Proxy does not preclude you from attending, participating, speaking and voting in person at the EGM should you subsequently decide to do so. For further information on the electronic submission of the Form of Proxy, kindly refer to the Administrative Notes.

Last date and time for lodging the Form of Proxy Monday, 12 May 2025 at 12:30 p.m.

Date and time of the EGM Wednesday, 14 May 2025 at 12:30 p.m. or immediately after the

conclusion of the 35th AGM of OSK scheduled to be held at the same

venue and on the same day at 10:00 a.m., whichever is later

# **DEFINITIONS**

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

"Act" : Companies Act, 2016

"AGM" : Annual General Meeting

"Board" : Board of Directors of OSK

"Bonus Shares" : Up to 1,047,650,716 new OSK Shares to be issued pursuant to the

Proposed Bonus Issue of Shares

"Bursa Depository" : Bursa Malaysia Depository Sdn Bhd

"Bursa Securities" : Bursa Malaysia Securities Berhad

"Circular" : This circular dated 15 April 2025 comprising letter to shareholders of

OSK and appendix in relation to the Proposed Bonus Issue of Shares,

Notice of EGM and Form of Proxy

"Directors" : The director(s) of OSK based on the meaning under Section 2(1) of the

Act and Section 2(1) of the Capital Markets and Services Act, 2007

"EGM" : Extraordinary general meeting

"Entitled Shareholders" : The shareholders of OSK who are registered as a member and whose

names appear in the Register of Members and Record of Depositors of the Company on the Entitlement Date in order to participate in the

Proposed Bonus Issue of Shares

"Entitlement Date" : The date as at the close of business at 5:00 p.m. to be determined by

the Board and announced by the Company at a later date, on which names of shareholders of OSK must appear in the Register of Members and Record of Depositors of the Company in order to be entitled to the

**Bonus Shares** 

"EPS" : Earnings per Share

"FYE" : Financial year ended/ending, as the case may be

"Listing Requirements" : Main Market Listing Requirements of Bursa Securities

"LPD" : 17 March 2025, being the latest practicable date prior to the printing and

despatch of this Circular

"Market Day" : A day on which the stock market of Bursa Securities is open for trading

in securities, which may include a Surprise Holiday

"NA" : Net assets

"OSK" or the "Company" : OSK Holdings Berhad

"OSK Group" or the

"Group"

OSK and its subsidiaries as defined in Section 4 of the Act, collectively

"OSK Shares" or the : O

"Shares"

Ordinary shares in OSK

# **DEFINITIONS (CONT'D)**

"Proposed Bonus Issue:

of Shares"

Proposed bonus issue of up to 1,047,650,716 Bonus Shares on the

basis of 1 Bonus Share for every 2 existing OSK Shares held by the

Entitled Shareholders on the Entitlement Date

"Record of Depositors" : A record of securities holders established and maintained by Bursa

Depository under the rules of Bursa Depository as issued pursuant to

the Securities Industry (Central Depositories) Act, 1991

"RHB Investment Bank" : or the "Principal

or the Adviser"

RHB Investment Bank Berhad

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

"Surprise Holiday" : A day that is declared as a public holiday in the Federal Territory of Kuala

Lumpur that has not been gazetted as a public holiday at the beginning

of the calendar year

"TEBP" : Theoretical ex-bonus price

"VWAP" : Volume weighted average share price

References to "our Company" in this Circular are to OSK and references to "our Group" are to OSK and its subsidiaries. References to "we", "us", "our" and "ourselves" in this Circular are to OSK and where the context otherwise requires, shall include its subsidiaries. All references to "you" in this Circular are to the shareholders of OSK.

Unless specifically referred to, words denoting the singular shall, where applicable, 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, unless otherwise specified.

Any reference in this Circular to the provisions of any statute, rules, regulation or rules of stock exchange shall (where the context admits) be construed as a reference to the provisions of such statute, rules, regulation or rules of stock exchange (as the case may be) as modified by any written law or (if applicable) amendments to the statute, rules, regulation or rules of stock exchange for the time being in force.

Any reference to a time of day and date in this Circular shall be a reference to Malaysian time and date respectively, unless otherwise specified.

Certain amounts and percentage figures included herein have been subject to rounding adjustments. Any discrepancy between the figures shown herein and figures published by the Company, such as in its annual reports or quarterly results, is due to rounding.

# **TABLE OF CONTENTS**

		PAGE
EXEC	UTIVE SUMMARY	iv
	ER TO OUR SHAREHOLDERS IN RELATION TO THE PROPOSED BONUS OF SHARES CONTAINING:	
1.	INTRODUCTION	1
2.	DETAILS OF THE PROPOSED BONUS ISSUE OF SHARES	2
3.	RATIONALE FOR THE PROPOSED BONUS ISSUE OF SHARES	4
4.	EFFECTS OF THE PROPOSED BONUS ISSUE OF SHARES	5
5.	HISTORICAL SHARE PRICES	8
6.	APPROVALS REQUIRED/OBTAINED FOR THE PROPOSED BONUS ISSUE OF SHARES	8
7.	INTERESTS OF DIRECTORS, MAJOR SHAREHOLDERS, CHIEF EXECUTIVE AND/OR PERSONS CONNECTED TO THEM	9
8.	ESTIMATED TIME FRAME FOR COMPLETION	9
9.	CORPORATE EXERCISE ANNOUNCED BUT PENDING COMPLETION	9
10.	DIRECTORS' STATEMENT AND RECOMMENDATION	9
11.	EGM	10
12.	ADDITIONAL INFORMATION	10
APPE	NDIX	
l.	ADDITIONAL INFORMATION	11
NOTIO	CE OF EGM	ENCLOSED
FORM OF PROXY ENG		

# **EXECUTIVE SUMMARY**

This Executive Summary highlights only the salient information of the Proposed Bonus Issue of Shares in this Circular. You are advised to read and carefully consider the contents of this Circular and the appendix contained herein in its entirety for further details and not to rely solely on this Executive Summary in forming a decision on the Proposed Bonus Issue of Shares before voting at the forthcoming EGM.

LOIVI.			
Salient information	Des	scription	Reference to Circular
Basis and number of Bonus Shares to be issued	per of Bonus up to 1,047,650,716 Bonus Shares on the basis of 1 Bonus es to be Share for every 2 existing OSK Shares held by the Entitled		Section 2.1 of this Circular
Rationale for the Proposed Bonus Issue of Shares	sha	e Proposed Bonus Issue of Shares is intended to reward the reholders of the Company for their continuous support as the posed Bonus Issue of Shares will:	Section 3 of this Circular
	(i)	increase their equity participation in the Company in terms of the number of Shares held and maintaining their percentage equity shareholding without incurring any cost;	
	(ii)	encourage the trading liquidity of the Shares on the Main Market of Bursa Securities at a lower adjusted trading price and increased number of Shares in issue without affecting the size of the market capitalisation of the Company; and	
	(iii)	maintain the Company's reserves as the Proposed Bonus Issue of Shares will be implemented via the adoption of the enhanced bonus issue framework without capitalisation of its reserves.	
Effects of the Proposed Bonus Issue of Shares	The follo	e effects of the Proposed Bonus Issue of Shares are as ows:	Section 4 of this Circular
issue of Silares	(i)	will increase the number of OSK Shares in issue but will not increase the value of the issued share capital of OSK;	
	(ii)	the NA per Share is expected to be diluted as a result of the increase in the number of OSK Shares pursuant to the issuance of the Bonus Shares. The Proposed Bonus Issue of Shares is not expected to have any material impact on the Group's gearing;	
	(iii)	will not have any effects on the shareholdings of the substantial shareholders of OSK as the Bonus Shares will be allotted on a pro rata basis to all the Entitled Shareholders. However, the number of OSK Shares held by the substantial shareholders will increase proportionately as a result of the Proposed Bonus Issue of Shares; and	
	(iv)	will not have any material effect on the consolidated	

Shares.

earnings of the Group for the FYE 31 December 2025. However, the consolidated EPS of the Group may be diluted as a result of the increase in the number of OSK Shares in issue pursuant to the Proposed Bonus Issue of

# **EXECUTIVE SUMMARY (CONT'D)**

Salient information	Description	Reference to Circular
Approvals required/obtained for the Proposed	The Proposed Bonus Issue of Shares is subject to the following approvals being obtained:	Section 6 of this Circular
Bonus Issue of Shares	(i) Bursa Securities, had, vide its letter dated 2 April 2025 approved the listing and quotation of up to 1,047,650,716 Bonus Shares to be issued pursuant to the Proposed Bonus Issue of Shares on the Main Market of Bursa Securities, subject to the conditions as set out in Section 6 of this Circular;	
	(ii) the shareholders of OSK, for the Proposed Bonus Issue of Shares at the forthcoming EGM of the Company. The voting on the resolution pertaining to the Proposed Bonus Issue of Shares at the EGM will be taken by way of poll; and	
	(iii) any other relevant authorities and/or parties, if required.	
Interests of Directors, major shareholders, chief executive and/or persons connected to them	major OSK and/or persons connected to them have any interest, whether direct or indirect, in the Proposed Bonus Issue of Shares, save for their respective entitlement under the Proposed Bonus Issue of Shares which is available to all Entitled	
Directors' statement and recommendation  The Board, having considered all aspects of the Propose Bonus Issue of Shares, is of the opinion that the Propose Bonus Issue of Shares is in the best interest of the Company.		Section 10 of this Circular
	Accordingly, the Board recommends that you <b>VOTE IN FAVOUR</b> of the resolution pertaining to the Proposed Bonus Issue of Shares to be tabled at the forthcoming EGM.	

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# **Registered Office**

21st Floor, Plaza OSK Jalan Ampang 50450 Kuala Lumpur

15 April 2025

# **Board of Directors**

Tan Sri Ong Leong Huat @ Wong Joo Hwa (Executive Chairman)
Ong Ju Yan (Group Managing Director)
Ong Ju Xing (Deputy Group Managing Director)
Dato' Saiful Bahri bin Zainuddin (Executive Director)
Dato' Thanarajasingam Subramaniam (Senior Independent Non-Executive Director)
Leong Keng Yuen (Independent Non-Executive Director)
Wong Wen Miin (Independent Non-Executive Director)
Farah Deba binti Mohamed Sofian (Independent Non-Executive Director)
Mazidah binti Abdul Malik (Independent Non-Executive Director)

To: Our shareholders

Dear Sir/Madam,

# PROPOSED BONUS ISSUE OF SHARES

# 1. INTRODUCTION

On 27 February 2025, RHB Investment Bank had, on behalf of the Board, announced that the Company proposes to undertake an issuance of up to 1,047,650,716 Bonus Shares on the basis of 1 Bonus Share for every 2 existing OSK Shares held by the Entitled Shareholders on the Entitlement Date.

On 3 April 2025, RHB Investment Bank had, on behalf of the Board, announced that Bursa Securities had vide its letter dated 2 April 2025, approved the listing and quotation of up to 1,047,650,716 Bonus Shares to be issued pursuant to the Proposed Bonus Issue of Shares on the Main Market of Bursa Securities, subject to the conditions as set out in Section 6 of this Circular.

THE PURPOSE OF THIS CIRCULAR IS TO PROVIDE YOU WITH THE DETAILS OF THE PROPOSED BONUS ISSUE OF SHARES AND TO SEEK YOUR APPROVAL FOR THE RESOLUTION PERTAINING TO THE PROPOSED BONUS ISSUE OF SHARES TO BE TABLED AT THE FORTHCOMING EGM.

YOU ARE ADVISED TO READ AND CAREFULLY CONSIDER THE CONTENTS OF THIS CIRCULAR AND THE APPENDIX CONTAINED HEREIN BEFORE VOTING ON THE RESOLUTION PERTAINING TO THE PROPOSED BONUS ISSUE OF SHARES TO BE TABLED AT THE FORTHCOMING EGM.

# 2. DETAILS OF THE PROPOSED BONUS ISSUE OF SHARES

# 2.1 Basis and number of Bonus Shares to be issued

The Proposed Bonus Issue of Shares will entail the issuance of up to 1,047,650,716 Bonus Shares on the basis of 1 Bonus Share for every 2 existing OSK Shares held by the Entitled Shareholders on the Entitlement Date.

As at the LPD, the Company has an issued share capital of RM2,095,311,510.80 comprising 2,095,301,433 OSK Shares (including 33,197,453 treasury shares). For shareholders' information, the Company does not have any outstanding convertible securities as at the LPD.

For the avoidance of doubt, any treasury shares held by the Company on the Entitlement Date will be entitled to the Bonus Shares as permitted under Section 127 of the Act and such allotted Bonus Shares will be treated as treasury shares held by the Company. Accordingly, assuming none of the treasury shares are cancelled or resold prior to the implementation of the Proposed Bonus Issue of Shares, a total of up to 1,047,650,716 Bonus Shares (including treasury shares) may be issued pursuant to the Proposed Bonus Issue of Shares, which will increase the total number of issued shares of the Company from 2,095,301,433 OSK Shares (including 33,197,453 treasury shares) to 3,142,952,149 OSK Shares (including 49,796,179 treasury shares). The actual number of Bonus Shares to be issued pursuant to the Proposed Bonus Issue of Shares will depend on the total issued Shares of OSK on the Entitlement Date.

For shareholders' information, the Board had on 27 February 2025 proposed a single-tier final dividend of 5.0 sen per OSK Share for the FYE 31 December 2024 ("**Final Dividend**") which is subject to the shareholders' approval at the forthcoming 35th AGM of the Company to be convened. Subsequently on 14 March 2025, the Company announced that the entitlement date and payment date for the Final Dividend shall be on 20 May 2025 and 6 June 2025, respectively.

The Entitlement Date will be determined by the Board and announced by the Company at a later date upon receipt of all relevant approvals for the Proposed Bonus Issue of Shares. For the avoidance of doubt, it is the Company's intention to fix the Entitlement Date after the payment date for the Final Dividend.

Fractional entitlements of the Bonus Shares arising from the Proposed Bonus Issue of Shares, if any, will be disregarded and dealt with in such manner as the Board in its absolute discretion deems fit, expedient and in the best interest of the Company.

The entitlement basis for the Proposed Bonus Issue of Shares was determined after taking into consideration the following:

- (i) dilutive effects arising from the issuance of the Bonus Shares on the consolidated EPS and NA per Share of the Company; and
- (ii) compliance with Paragraph 6.30(1A) of the Listing Requirements of which states that the Company must ensure that its share price adjusted for the Proposed Bonus Issue of Shares is not less than RM0.50 based on the daily VWAP during the 3-month period before the date of the listing application submitted to Bursa Securities for the Proposed Bonus Issue of Shares.

For shareholders' information, OSK's share price will be adjusted pursuant to the Proposed Bonus Issue of Shares. For illustration purposes, based on the 5-day VWAP of OSK Shares up to and including the LPD as well as the lowest daily VWAP of OSK Shares during the 3-month period before 24 March 2025, being the date of submission of the listing application to Bursa Securities for the Proposed Bonus Issue of Shares, the TEBP of OSK Shares after the Proposed Bonus Issue of Shares is set out below:

	VWAP before the Proposed Bonus Issue of Shares <sup>(i)</sup> RM	TEBP after the Proposed Bonus Issue of Shares <sup>(ii)</sup> RM
5-day VWAP up to and including the LPD	1.7384	1.1589
Lowest daily VWAP during the 3-month period before 24 March 2025	1.6636	1.1091

# Notes:

(i) Source from Bloomberg.

(ii) The illustrative TEBP is arrived at based on the following formula:

$$TEBP = \frac{P \times Y}{Y + X}$$

Where:

P = Existing price per OSK Share before the adjustments (RM)

X = Number of Bonus Share (unit)

Y = Number of existing Share held (unit)

Based on the above, the Board confirms that the share price adjusted for the Proposed Bonus Issue of Shares is not less than RM0.50 based on the lowest daily VWAP of OSK Shares during the 3-month period before 24 March 2025, being the date of submission of the listing application to Bursa Securities for the Proposed Bonus Issue of Shares in accordance with Paragraph 6.30(1A) of the Listing Requirements.

The Proposed Bonus Issue of Shares will be implemented in a single issuance and not on a staggered basis over a period of time.

# 2.2 No capitalisation of reserves

The Bonus Shares will be issued as fully paid, at no consideration and without capitalisation of the Company's reserves. For the avoidance of doubt, the Proposed Bonus Issue of Shares will increase the number of OSK Shares in issue but will not increase the value of the share capital of the Company.

For illustrative purposes, based on the entitlement basis of 1 Bonus Share for every 2 existing OSK Shares, assuming an Entitled Shareholder is holding 1,000 OSK Shares on the Entitlement Date, the number and value of the OSK Shares held by the Entitled Shareholder before and after the Proposed Bonus Issue of Shares are set out below:

	Before the Proposed Bonus Issue of Shares	After the Proposed Bonus Issue of Shares
Number of OSK Shares held	1,000	1,500 <sup>(a)</sup>
Value of OSK Shares	RM1.738.40 <sup>(b)</sup>	RM1.738.40 <sup>(c)</sup>

## Notes:

- (a) Based on the entitlement basis of 1 Bonus Share for every 2 existing OSK Shares.
- (b) Based on the 5-day VWAP of OSK Shares up to and including the LPD of RM1.7384.
- (c) Based on the illustrative TEBP of OSK Shares after the Proposed Bonus Issue of Shares of RM1.1589.

# 2.3 Ranking of the Bonus Shares

The Bonus Shares shall, upon issuance and allotment, rank equally in all respects with the then existing OSK Shares.

# 2.4 Listing and quotation of the Bonus Shares

Bursa Securities had, vide its letter dated 2 April 2025, approved the listing and quotation of up to 1,047,650,716 Bonus Shares on the Main Market of Bursa Securities, subject to the conditions as set out in Section 6 of this Circular.

The Bonus Shares shall be listed and quoted on the Main Market of Bursa Securities on the next Market Day after the Entitlement Date.

# 2.5 Equity fundraising exercises in the past 12 months

The Company has not undertaken any equity fundraising exercises in the past 12 months before the announcement of the Proposed Bonus Issue of Shares.

# 3. RATIONALE FOR THE PROPOSED BONUS ISSUE OF SHARES

After taking into consideration the various options available, the Board is of the view that the Proposed Bonus Issue of Shares is the most appropriate avenue to reward the shareholders of the Company for their continuous support as the Proposed Bonus Issue of Shares will:

- (i) increase their equity participation in the Company in terms of the number of Shares held and maintaining their percentage equity shareholding without incurring any cost;
- (ii) encourage the trading liquidity of the Shares on the Main Market of Bursa Securities at a lower adjusted trading price and increased number of Shares in issue without affecting the size of the market capitalisation of the Company; and
- (iii) maintain the Company's reserves as the Proposed Bonus Issue of Shares will be implemented via the adoption of the enhanced bonus issue framework without capitalisation of its reserves.

# 4. EFFECTS OF THE PROPOSED BONUS ISSUE OF SHARES

# 4.1 Issued share capital

The pro forma effects of the Proposed Bonus Issue of Shares on the issued share capital of OSK are set out below:

	No. of Shares	RM
Issued share capital as at the LPD	2,095,301,433 <sup>(a)</sup>	2,095,311,511
Bonus Shares to be issued pursuant to the Proposed Bonus Issue of Shares	1,047,650,716	_(b)
Enlarged issued share capital	3,142,952,149	2,095,311,511

# Notes:

- (a) Including 33,197,453 treasury shares held by the Company as at the LPD.
- (b) The Bonus Shares will be issued as fully paid, at no consideration and without capitalisation of the Company's reserves.

# 4.2 Consolidated NA, NA per Share and gearing

For illustrative purposes, based on the latest audited consolidated financial statements of OSK as at 31 December 2024, the pro forma effects of the Proposed Bonus Issue of Shares on the consolidated NA, NA per Share and gearing of OSK are set out below:

	Audited as at 31 December 2024 RM'000	After adjustments for subsequent events <sup>(a)</sup> RM'000	After I and the Proposed Bonus Issue of Shares RM'000
Share capital Treasury shares Retained profits Reserves	2,095,311 (43,226) 4,337,412 39,234	2,095,311 (43,226) 4,234,307 39,234	2,095,311 (43,226) 4,234,147 <sup>(b)</sup> 39,234
Shareholders' funds/NA Non-controlling interests Total equity	<b>6,428,731</b> 72,804 <b>6,501,535</b>	<b>6,325,626</b> 72,804 <b>6,398,430</b>	<b>6,325,466</b> 72,804 <b>6,398,270</b>
No. of Shares in issue (excluding treasury shares) ('000)	2,062,104 <sup>(c)</sup>	2,062,104 <sup>(d)</sup>	3,093,156 <sup>(e)</sup>
NA per Share (RM) <sup>(f)</sup>	3.12	3.07	2.04
Total interest-bearing borrowings (RM'000)	3,864,080	3,864,080	3,864,080
Gearing ratio (times) <sup>(g)</sup>	0.59	0.60	0.60

# Notes:

- (a) After adjusting for the Final Dividend, subject to the shareholders' approval at the forthcoming 35th AGM of the Company to be convened, amounting to RM103.10 million in respect of the FYE 31 December 2024, which is payable on 6 June 2025.
- (b) After deducting the estimated expenses of approximately RM160,000 in relation to the Proposed Bonus Issue of Shares.
- (c) Excluding 33,197,453 treasury shares as at 31 December 2024.
- (d) Excluding 33,197,453 treasury shares as at the LPD.
- (e) Excluding 49,796,179 treasury shares after the Proposed Bonus Issue of Shares.
- (f) Calculated based on shareholders' funds/NA over the number of Shares in issue.
- (g) Calculated based on total interest-bearing borrowings over total equity.

# 4.3 Substantial shareholders' shareholdings

The Proposed Bonus Issue of Shares will not have any effects on the shareholdings of the substantial shareholders of OSK as the Bonus Shares will be allotted on a pro rata basis to all the Entitled Shareholders. However, the number of OSK Shares held by the substantial shareholders will increase proportionately as a result of the Proposed Bonus Issue of Shares. For illustrative purposes, the pro forma effects of the Proposed Bonus Issue of Shares on the substantial shareholders' shareholdings of OSK are set out below:

	Share	holdings	Shareholdings as at the LPD		After the Pro	bosed B	After the Proposed Bonus Issue of Shares	es
Substantial shareholders	No. of Shares	%(a)	% <sup>(a)</sup> No. of Shares	%(a)	% <sup>(a)</sup> No. of Shares	( <sub>(a)</sub> %	No. of Shares %(a) No. of Shares %(b) No. of Shares %(b) No. of Shares %(b)	<b>(</b> p) <b>%</b>
Tan Sri Ong Leong Huat @ Wong Joo Hwa	54,175,861	2.63	2.63 1,033,114,094 <sup>(c)</sup> 50.10	50.10	81,263,791	2.63	81,263,791 2.63 1,549,671,141 <sup>(c)</sup>	50.10
Yellow Rock (L) Foundation	1,033,114,094 50.10	50.10	•	ı	1,549,671,141 50.10	50.10	•	•

# Notes:

- Based on the total of 2,062,103,980 Shares in issue (excluding 33,197,453 treasury shares) as at the LPD. (a)
- Based on the enlarged issued share capital of 3,093,155,970 Shares (excluding 49,796,179 treasury shares) after the Proposed Bonus Issue of Shares. (q)
- Deemed interested pursuant to Section 8 of the Act by virtue of his controlling interests in Yellow Rock (L) Foundation. (0)

# 4.4 Earnings and EPS

The Proposed Bonus Issue of Shares is expected to be completed by the 2nd quarter of 2025 and is not expected to have any material effect on the consolidated earnings of the Group for the FYE 31 December 2025. However, the consolidated EPS of the Group may be diluted as a result of the increase in the number of OSK Shares in issue pursuant to Proposed Bonus Issue of Shares.

For illustrative purposes, based on the latest audited consolidated financial statements of OSK for the FYE 31 December 2024, the pro forma effects of the Proposed Bonus Issue of Shares on the consolidated EPS of the Group assuming the Proposed Bonus Issue of Shares had been completed at the beginning of the FYE 31 December 2024 are set out below:

	Audited for the FYE 31 December 2024	After the Proposed Bonus Issue of Shares
Profit after tax attributable to the owners of the Company (RM'000)	536,472	536,312 <sup>(a)</sup>
No. of ordinary Shares in issue ('000)	2,062,104 <sup>(b)</sup>	3,093,156 <sup>(c)</sup>
Basic EPS (sen)	26.02	17.34

# Notes:

- (a) After deducting the estimated expenses of approximately RM160,000 in relation to the Proposed Bonus Issue of Shares.
- (b) Excluding 33,197,453 treasury shares held by the Company as at 31 December 2024.
- (c) Excluding 49,796,179 treasury shares held by the Company after the Proposed Bonus Issue of Shares.

# 4.5 Convertible securities

As at the LPD, OSK does not have any convertible securities in issue.

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# 5. HISTORICAL SHARE PRICES

The monthly highest and lowest market prices of OSK Shares as traded on Bursa Securities for the past 12 months are set out below:

	High RM	Low RM
April May June July August September October November December	1.470 1.688 1.599 1.589 1.589 1.630 1.660 1.640 1.830	1.384 1.413 1.482 1.531 1.364 1.482 1.550 1.560 1.610
2025 January February March	1.820 1.900 1.900	1.640 1.660 1.690
Last transacted market price on 26 February 2025 (being the last trading day prior to the announcement of the Proposition of Shares on 27 February 2025)	sed Bonus	1.76
Last transacted market price on the LPD		1.78

(Source: Bloomberg)

# 6. APPROVALS REQUIRED/OBTAINED FOR THE PROPOSED BONUS ISSUE OF SHARES

The Proposed Bonus Issue of Shares is subject to the following approvals being obtained:

(i) Bursa Securites, for the listing and quotation of up to 1,047,650,716 Bonus Shares to be issued pursuant to the Proposed Bonus Issue of Shares on the Main Market of Bursa Securities, which was obtained vide its letter dated 2 April 2025 ("Approval Letter"), subject to the following conditions:

No.	Condition	Status of compliance
(a)	OSK and RHB Investment Bank must fully comply with the relevant provisions under the Listing Requirements pertaining to the implementation of the Proposed Bonus Issue of Shares;	Noted
(b)	OSK and RHB Investment Bank to inform Bursa Securities upon the completion of the Proposed Bonus Issue of Shares;	To be complied
(c)	OSK or RHB Investment Bank to furnish Bursa Securities with a certified true copy of the resolution passed by shareholders at the forthcoming general meeting for the Proposed Bonus Issue of Shares;	To be complied
(d)	OSK and RHB Investment Bank to furnish Bursa Securities with a written confirmation of its compliance with the terms and conditions of Bursa Securities' approval once the Proposed Bonus Issue of Shares is completed;	To be complied
(e)	OSK and RHB Investment Bank are required to make the relevant announcements pursuant to paragraphs 6.35(2) and 6.35(4) of the Listing Requirements; and	To be complied

# No. Condition

# Status of compliance

- (f) to incorporate Bursa Securities' comments as provided in the Complied Approval Letter in respect of draft circular to shareholders.
- (ii) the shareholders of OSK, for the Proposed Bonus Issue of Shares at the forthcoming EGM of the Company. The voting on the resolution pertaining to the Proposed Bonus Issue of Shares at the EGM will be taken by way of poll; and
- (iii) any other relevant authorities and/or parties, if required.

The Proposed Bonus Issue of Shares is not conditional upon any other proposals undertaken or to be undertaken by the Company.

# 7. INTERESTS OF DIRECTORS, MAJOR SHAREHOLDERS, CHIEF EXECUTIVE AND/OR PERSONS CONNECTED TO THEM

None of the Directors, major shareholders, chief executive of OSK and/or persons connected to them have any interest, whether direct or indirect, in the Proposed Bonus Issue of Shares, save for their respective entitlement under the Proposed Bonus Issue of Shares which is available to all Entitled Shareholders on a pro-rata basis.

# 8. ESTIMATED TIME FRAME FOR COMPLETION

Barring any unforeseen circumstances and subject to receipt of all required approvals from the relevant authorities and parties, the Board expects the Proposed Bonus Issue of Shares to be completed by the 2nd guarter of 2025.

The tentative timetable for the Proposed Bonus Issue of Shares are set out below:

Date/Month	Events
14 May 2025	<ul> <li>Convening of the EGM to obtain the approval from the shareholders of OSK for the Proposed Bonus Issue of Shares</li> </ul>
Mid June 2025	Announcement of the Entitlement Date for the Bonus Shares
End June 2025	<ul> <li>Entitlement Date for the Bonus Shares</li> <li>Listing of the Bonus Shares on the Main Market of Bursa Securities</li> </ul>

# 9. CORPORATE EXERCISE ANNOUNCED BUT PENDING COMPLETION

Save for the Proposed Bonus Issue of Shares, there is no other corporate exercise which has been announced by the Company but not yet completed as at the date of this Circular.

# 10. DIRECTORS' STATEMENT AND RECOMMENDATION

The Board, having considered all aspects of the Proposed Bonus Issue of Shares, is of the opinion that the Proposed Bonus Issue of Shares is in the best interest of the Company.

Accordingly, the Board recommends that you **VOTE IN FAVOUR** of the resolution pertaining to the Proposed Bonus Issue of Shares to be tabled at the forthcoming EGM.

# 11. EGM

The EGM of OSK is scheduled to be held at the Grand Ballroom, Sime Darby Convention Centre, 1A, Jalan Bukit Kiara 1, Bukit Kiara, 60000 Kuala Lumpur on Wednesday, 14 May 2025 at 12:30 p.m. or immediately after the conclusion of the 35th AGM of OSK scheduled to be held at the same venue and on the same day at 10:00 a.m., whichever is later, or at any adjournment thereof. The Notice of EGM and Form of Proxy are enclosed in this Circular and can be downloaded from the Company's website at <a href="https://www.oskgroup.com/investor-relations/egm">www.oskgroup.com/investor-relations/egm</a> or Bursa Securities' website at <a href="https://www.bursamalaysia.com">www.bursamalaysia.com</a>.

If you wish to appoint a proxy to attend, participate, speak and vote on your behalf at the EGM, you may complete, sign and deposit the Form of Proxy at the office of the Company's Share Registrar, Securities Services (Holdings) Sdn Bhd ("Securities Services") at Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, or you may submit the Form of Proxy electronically via Securities Services e-Portal at <a href="https://sshsb.net.my/">https://sshsb.net.my/</a> not later than 48 hours before the time set for holding the EGM. The lodging of the Form of Proxy does not preclude you from attending, participating, speaking and voting in person at the EGM should you subsequently decide to do so. For further information on the electronic submission of the Form of Proxy, kindly refer to the Administrative Notes.

# 12. ADDITIONAL INFORMATION

You are advised to refer to the attached appendix for additional information.

Yours faithfully, For and on behalf of the Board OSK HOLDINGS BERHAD

TAN SRI ONG LEONG HUAT @ WONG JOO HWA Executive Chairman

# ADDITIONAL INFORMATION

# 1. DIRECTORS' RESPONSIBILITY STATEMENT

This Circular has been seen and approved by the Board who collectively and individually accepts full responsibility for the accuracy of the information given herein. The Board hereby confirms that, after making all reasonable enquiries to the best of their knowledge and belief, there are no other facts, the omission of which would make any statement herein false or misleading.

# 2. CONSENT AND CONFLICT OF INTEREST

RHB Investment Bank, being the Principal Adviser to OSK for the Proposed Bonus Issue of Shares, has given and has not subsequently withdrawn its written consent to the inclusion of its name and all references thereto in the form and context in which they appear in this Circular.

RHB Investment Bank, its subsidiaries and associated companies, as well as its holding company, RHB Bank Berhad ("RHB Bank"), and the subsidiaries and associated companies of RHB Bank ("RHB Banking Group") form a diversified financial group. RHB Banking Group may extend credit facilities or engage in private banking, commercial banking and investment banking transactions including, among others, brokerage, securities trading, asset and fund management and credit transaction service businesses. RHB Banking Group has engaged and may in the future, engage in transactions with and perform services for the Company and/or its affiliates, in addition to the role as set out in this Circular. RHB Banking Group, its directors and major shareholders may from time to time hold or deal in the securities of the Company and/or its affiliates for their own accounts or their proprietary accounts.

Furthermore, in the ordinary course of business, RHB Banking Group may at any time offer or provide its services or engage in any transactions (whether on its own account or otherwise) with the Company and/or its affiliates and/or any other entity or person, hold long or short positions in the securities offered by the Company and/or its affiliates, make investments recommendations and/or publish or express independent research views on such securities and may trade or otherwise effect transactions for its own account or the account of its customers in debt or equity securities or senior loans of the Company and/or its affiliates.

The business of RHB Banking Group generally act independently of each other, and accordingly, there may be situations where parts of RHB Banking Group and/or its customers now have or in the future, may have interest or take actions that may conflict with the said regulations issued by the relevant authorities governing its advisory business, which require, among others, segregation between dealing and advisory activities and Chinese Wall between different business divisions.

Save as disclosed below, as at the LPD, RHB Investment Bank confirms that there is no equity and/or financial relation with OSK other than the following:

- (i) OSK is a substantial shareholder of RHB Bank;
- (ii) RHB Banking Group has extended credit facilities amounting to approximately RM491.77 million ("**Credit Facilities**") (with an outstanding amount of approximately RM274.63 million) to OSK Group. The Credit Facilities represent approximately 1.51% of the audited consolidated NA of RHB Bank of approximately RM32.49 billion as at 31 December 2024.
- (iii) Tan Sri Ong Leong Huat @ Wong Joo Hwa ("Tan Sri Ong"), being the substantial shareholder of OSK, is also an indirect substantial shareholder of RHB Bank, which is the holding company of RHB Investment Bank, by virtue of his substantial shareholdings in OSK. As at the LPD, Tan Sri Ong holds 2.63% and 50.10% direct and indirect interest in OSK, respectively. In addition, Tan Sri Ong also holds 10.27% indirect interest in RHB Bank through OSK; and

# ADDITIONAL INFORMATION (CONT'D)

(iv) Tan Sri Ong is an Executive Chairman of OSK and he also holds directorship in RHB Banking Group.

In addition, as at the LPD, RHB Investment Bank is the Principal Adviser, Lead Arranger, Lead Manager and Facility Agent in relation to the islamic medium term note programme ("Sukuk Murabahah Programme") and the multi-currency medium term note programme ("MCMTN Programme") with a combined limit of up to RM3.5 billion (or its equivalent in other currencies) in aggregate nominal value. The above transaction is in the ordinary course of RHB Investment Bank's investment banking and related financial services.

Notwithstanding the above, RHB Investment Bank is of the opinion that concerns of any potential conflict of interest that exists or is likely to exist in relation to its capacity as the Principal Adviser to OSK for the Proposed Bonus Issue of Shares is mitigated by the following:

- (i) RHB Investment Bank is a licensed investment bank and its appointment as the Principal Adviser to OSK for the Proposed Bonus Issue of Shares is in the ordinary course of its business and RHB Investment Bank does not receive or derive any financial interest or benefits save for the professional fees received in relation to its appointment as the Principal Adviser to OSK for the Proposed Bonus Issue of Shares;
- (ii) the Credit Facilities were approved by RHB Banking Group's relevant credit committee and granted on an arm's length basis and is not material when compared to the audited consolidated NA of RHB Bank of approximately RM32.49 billion as at 31 December 2024;
- (iii) Tan Sri Ong is not involved in the day-to-day operations of RHB Investment Bank;
- (iv) the Corporate Finance division of RHB Investment Bank is required under its investment banking license to comply with strict policies and guidelines issued by the Securities Commission Malaysia, Bursa Securities and Bank Negara Malaysia governing its advisory operations. These guidelines require, among others, the establishment of Chinese Wall policies, clear segregation between dealing and advisory activities and the formation of an independent committee to review its business operations; and
- (v) the conduct of RHB Banking Group in its banking business is strictly regulated by the Financial Services Act, 2013, the Capital Markets and Services Act, 2007 and RHB Banking Group's own internal controls which includes, segregation of reporting structures, in that its activities are monitored and reviewed by independent parties and committees.

As at the LPD, save as disclosed above, RHB Investment Bank confirms that it is not aware of any other conflict of interest that exists or is likely to exist in relation to its capacity as the Principal Adviser to OSK for the Proposed Bonus Issue of Shares.

# **ADDITIONAL INFORMATION (CONT'D)**

# 3. MATERIAL COMMITMENTS AND CONTINGENT LIABILITIES

## 3.1 Material commitments

Save as disclosed below, as at the LPD, there is no other material commitment incurred or known to be incurred by the Group, which upon becoming enforceable, may have a material and adverse impact on the financial results/position of the Group:

As	at	the	LPD
		RN	1'000

# Contracted but not provided for:

Acquisition of:

# 3.2 Contingent liabilities

Save as disclosed below, as at the LPD, there is no other contingent liabilities incurred or known to be incurred by the Group, which upon becoming enforceable, may have a material and adverse impact on the financial results/position of the Group:

	As at the LPD RM'000
Corporate guarantees given to licensed financial institutions for credit facilities granted to a joint venture	12,193
Total	12,193

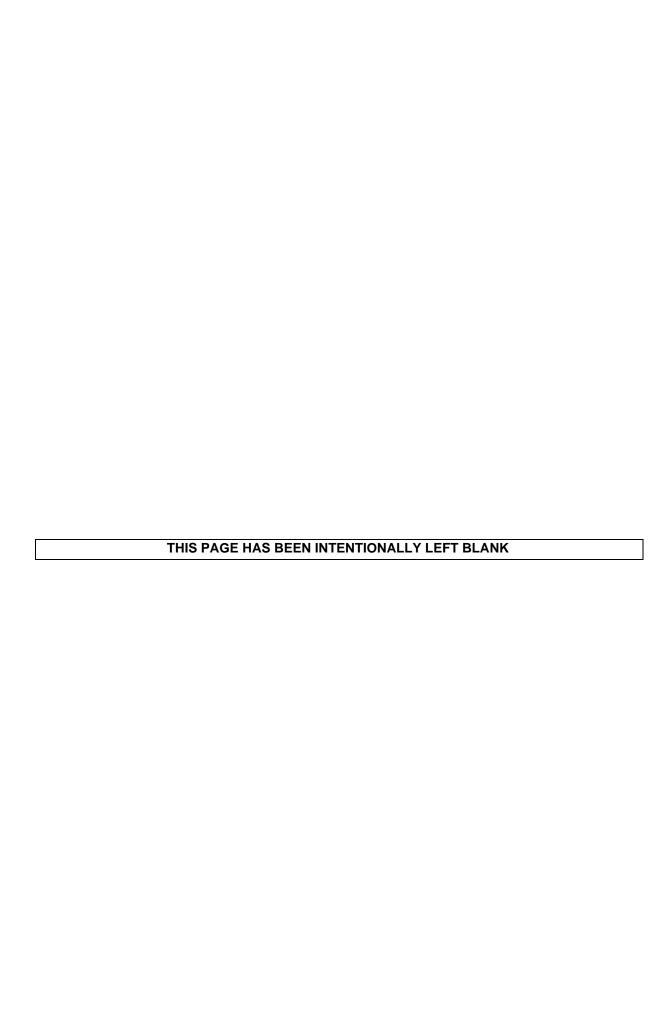
# 4. MATERIAL LITIGATION, CLAIM OR ARBITRATION

As at the LPD, the Group is not involved in any material litigation, claims or arbitration, either as plaintiff or defendant, and the Board is not aware and does not have any knowledge of any proceedings pending or threatened against the Group, or of any facts likely to give rise to any proceedings, which might materially or adversely affect the financial position or business of the Group.

# 5. DOCUMENTS AVAILABLE FOR INSPECTION

Copies of the following documents are available for inspection at the Company's registered office at 21st Floor, Plaza OSK, Jalan Ampang, 50450 Kuala Lumpur during normal business hours from Mondays to Fridays (except public holidays) from the date of this Circular up to and including the date of the forthcoming EGM:

- (i) Constitution of OSK;
- (ii) audited consolidated financial statements of OSK for past 2 financial years, i.e. FYE 31 December 2023 and FYE 31 December 2024; and
- (iii) letter of consent and declaration of conflict of interest referred to in Section 2 of this Appendix I.





# NOTICE OF EXTRAORDINARY GENERAL MEETING

**NOTICE IS HEREBY GIVEN THAT** an Extraordinary General Meeting ("EGM") of OSK Holdings Berhad ("OSK" or the "Company") will be held at the Grand Ballroom, Sime Darby Convention Centre, 1A, Jalan Bukit Kiara 1, Bukit Kiara, 60000 Kuala Lumpur on Wednesday, 14 May 2025 at 12:30 p.m. or immediately after the conclusion of the 35th Annual General Meeting of OSK scheduled to be held at the same venue and on the same day at 10:00 a.m., whichever is later, or at any adjournment thereof, for the purpose of considering and, if thought fit, passing the following ordinary resolution with or without modifications:

# **ORDINARY RESOLUTION**

PROPOSED BONUS ISSUE OF UP TO 1,047,650,716 NEW ORDINARY SHARES IN OSK ("OSK SHARE(S)" OR "SHARE(S)") ("BONUS SHARE(S)") ON THE BASIS OF 1 BONUS SHARE FOR EVERY 2 EXISTING OSK SHARES HELD ON AN ENTITLEMENT DATE TO BE DETERMINED AND ANNOUNCED LATER ("ENTITLEMENT DATE") ("PROPOSED BONUS ISSUE OF SHARES")

"THAT subject to the approvals of all relevant authorities and/or parties being obtained, approval be and is hereby given to the Board of Directors of the Company ("Board") to issue and allot up to 1,047,650,716 Bonus Shares, issued as fully paid, at no consideration and without capitalisation of the Company's reserves, on the basis of 1 Bonus Share for every 2 existing OSK Shares held, to the shareholders of the Company whose names appear in the Register of Members and Record of Depositors of the Company as at 5:00 p.m. on the Entitlement Date to be determined by the Board and announced by the Company at a later date;

THAT the Board be and is hereby authorised to deal with any fractional entitlements arising from the Proposed Bonus Issue of Shares, if any, including disregarding the fractional entitlements, in such manner at its absolute discretion as the Board may deem fit and expedient and in the best interest of the Company:

THAT the Bonus Shares shall, upon issuance and allotment, rank equally in all respects with the then existing OSK Shares:

AND THAT the Board be and is hereby authorised to take all such necessary steps to give effect to the Proposed Bonus Issue of Shares with full power to assent to any conditions, variations, modifications and/or amendments in any manner as may be required or imposed by any relevant authorities and to deal with all matters relating thereto and to take all such steps and do all such acts and things in any manner as the Board may consider necessary or expedient to implement, finalise and give full effect to the Proposed Bonus Issue of Shares."

# By Order of the Board

CHUA SIEW CHUAN (MAICSA 0777689) (SSM PC NO.: 201908002648) LIM LIH CHAU (LS0010105) (SSM PC NO.: 201908001454) Company Secretaries

Kuala Lumpur 15 April 2025

## Notes:

# 1. General Meeting Records of Depositors and Register of Members

In respect of deposited securities, only members whose names appear in the Register of Members and Record of Depositors as at 5 May 2025 shall be eligible to attend, participate, speak and vote at the EGM.

# 2. Appointment of Proxy

- (a) A member entitled to attend, participate, speak and vote at the EGM is entitled to appoint more than one proxy to attend, participate, speak and vote in his stead. Where a member appoints more than one proxy, the appointments shall be invalid unless he specifies the proportions of his shareholdings to be represented by each proxy.
- (b) A proxy may, but need not, be a member of the Company. There shall be no restriction as to the qualification of the proxy. A proxy appointed to attend, participate, speak and vote at the EGM shall have the same rights as the member to attend, participate, speak and vote at the EGM.
- (c) The instrument appointing a proxy shall be in writing under the hands of the appointor or of his attorney duly authorised in writing or if the appointor is a corporation, either under the corporation's seal or under the hand of an officer or attorney duly authorised.
- (d) 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 with ordinary shares standing in credit of the said securities account. Where a member of the Company is an Exempt Authorised Nominee which holds ordinary shares in the Company for multiple beneficial owners in one securities account ("omnibus account"), there is no limit to the number of proxies which the Exempt Authorised Nominee may appoint in respect of each omnibus account it holds.

# 3. Lodgement of Form of Proxy

The instrument appointing a proxy and the power of attorney or other authority (if any), under which it is signed or a duly notarised certified copy of that power or authority, must be deposited not less than 48 hours before the time for holding the EGM or any adjournment thereof through either one of the following avenues:

- (a) In Hardcopy Form of Proxy
  - The Form of Proxy shall be deposited at the Share Registrar's office, Securities Services (Holdings) Sdn Bhd at Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur.
- (b) By Electronic Form of Proxy
  - The Form of Proxy shall be submitted via fax at +603 2094 9940 or +603 2095 0292 or emailed to <u>eservices@sshsb.com.my</u>; or
  - The Form of Proxy shall be submitted electronically via Securities Services e-Portal at https://sshsb.net.mv/. Please refer to the Administrative Notes for further details.

No. of Ordinary Shares Held	
CDS Account No.	
Telephone No.	
Email Address	

# **FORM OF PROXY**

# **OSK HOLDINGS BERHAD**

Signature of Shareholder(s)^

		015406 (207075-U) porated in Malaysia)
	,	ooratoa iir maiayola)
f OSK Holdings Berhad (R reby appoint:	egistration No. 19900101	5406 (207075-U))
	·	
NRIC No./Passport No.	Proportion of Shareholdings Represent	
	No. of Shares	%
	1	
NRIC No./Passport No.	Proportion of Shareholdings Represented	
	No. of Shares	%
		100.00
I on *my/our behalf at the Exit the Grand Ballroom, Sime tala Lumpur on Wednesday th Annual General Meeting 10:00 a.m., whichever is late space below how you wish for	ctraordinary General Meet e Darby Convention Central, 14 May 2025 at 12:30 p of OSK scheduled to be ter, or at any adjournment or your vote to be casted. If r	ring ("EGM") of the re, 1A, Jalan Bukit .m. or immediately held at the same thereof.
	O./Registration No.  f OSK Holdings Berhad (Reby appoint:  NRIC No./Passport No.  NRIC No./Passport No.  RMAN OF THE MEETING, on *my/our behalf at the Ext the Grand Ballroom, Sime ala Lumpur on Wednesday th Annual General Meeting 10:00 a.m., whichever is late space below how you wish for the control of the space below how you wish for the space below how you wish the	o./Registration No.  f OSK Holdings Berhad (Registration No. 19900101 reby appoint:  NRIC No./Passport No.  Proportion of Sharehold No. of Shares  NRIC No./Passport No.  Proportion of Sharehold No. of Sharehold Proportion of Sharehold No. of Sharehold Proportion of Sharehold Proportion of Sharehold No. Propor

Ordinary Resolution	For	Against
Proposed Bonus Issue of Shares		

Manner of execution:

If you are an individual shareholder, please sign where indicated.

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2025

- If you are a corporate shareholder which has a common seal, this Form of Proxy should be executed under seal in accordance with the constitution of your corporation.

  If you are a corporate shareholder which does not have a common seal, this Form of Proxy should be affixed with the
- rubber stamp of your corporation (if any) and executed by:
  - (i) at least two authorised officers, of whom one shall be a director; or
  - (ii) any director and/or authorised officers in accordance with the laws of the country under which your corporation is incorporated.

# Notes:

# 1. General Meeting Records of Depositors and Register of Members

In respect of deposited securities, only members whose names appear in the Register of Members and Record of Depositors as at 5 May 2025 shall be eligible to attend, participate, speak and vote at the EGM.

# 2. Appointment of Proxy

- (a) A member entitled to attend, participate, speak and vote at the EGM is entitled to appoint more than one proxy to attend, participate, speak and vote in his stead. Where a member appoints more than one proxy, the appointments shall be invalid unless he specifies the proportions of his shareholdings to be represented by each proxy.
- (b) A proxy may, but need not, be a member of the Company. There shall be no restriction as to the qualification of the proxy. A proxy appointed to attend, participate, speak and vote at the EGM shall have the same rights as the member to attend, participate, speak and vote at the EGM.
- (c) The instrument appointing a proxy shall be in writing under the hands of the appointor or of his attorney duly authorised in writing or if the appointor is a corporation, either under the corporation's seal or under the hand of an officer or attorney duly authorised.
- (d) 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 with ordinary shares standing in credit of the said securities account. Where a member of the Company is an Exempt Authorised Nominee which holds ordinary shares in the Company for multiple beneficial owners in one securities account ("omnibus account"), there is no limit to the number of proxies which the Exempt Authorised Nominee may appoint in respect of each omnibus account it holds.

# 3. Lodgement of Form of Proxy

The instrument appointing a proxy and the power of attorney or other authority (if any), under which it is signed or a duly notarised certified copy of that power or authority, must be deposited not less than 48 hours before the time for holding the EGM or any adjournment thereof through either one of the following avenues:

- (a) In Hardcopy Form of Proxy
  - The Form of Proxy shall be deposited at the Share Registrar's office, Securities Services (Holdings) Sdn Bhd at Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur.
- (b) By Electronic Form of Proxy
  - The Form of Proxy shall be submitted via fax at +603 2094 9940 or +603 2095 0292 or emailed to <u>eservices@sshsb.com.my</u>; or
  - The Form of Proxy shall be submitted electronically via Securities Services e-Portal at <a href="https://sshsb.net.my/">https://sshsb.net.my/</a>. Please refer to the Administrative Notes for further details.

# PERSONAL DATA PROTECTION POLICY

By submitting this form of proxy herein, the member of the Company gives his/her consent to the Company and its service providers to collect, record, store/hold and process his/her personal data described above solely for the purposes of preparation and compilation of documents relating to the Extraordinary General Meeting (including any adjournment thereof) ("the Purpose") and confirm that he/she has obtained the consent of the proxy for the Company and its service providers to collect, record, store/hold and process his/her personal data described above solely for the Purpose. (For more information on the full Personal Data Protection Policy, please visit the Company's webpage at <a href="https://www.oskgroup.com/personal-data-protection-policy">www.oskgroup.com/personal-data-protection-policy</a>.)

AFFIX STAMP

The Share Registrar of OSK Holdings Berhad Securities Services (Holdings) Sdn. Bhd. 197701005827 (36869-T)
Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara,
Damansara Heights,
50490 Kuala Lumpur.

FOLD HERE





