

PROXY FORM

JCBNEXT BERHAD
[200401002875 (641378-W)]
(Incorporated in Malaysia)

No. of Shares Held	
CDS Account No.	

I/We, NRIC/Passport/Company No. of
(NAME IN FULL AND IN BLOCK LETTERS)

..... and Telephone
(FULL ADDRESS)

no./Email address being a member/members of **JCBNEXT BERHAD ("Company")**,
 hereby appoint NRIC/Passport No. of
(NAME IN FULL AND BLOCK LETTERS)

.....
(FULL ADDRESS)

and/or failing him/her, NRIC/Passport No. of
(NAME IN FULL AND BLOCK LETTERS)

.....
(FULL 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 Sixteenth ("16th") Annual General Meeting ("AGM") of the Company, to be conducted fully virtual via Remote Participation Electronic Voting ("RPEV") facilities at broadcast venue at 12th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia on **Friday, 17 July 2020 at 10.30 a.m.** and at any adjournment thereof.

* Please delete the words "THE CHAIRMAN OF THE MEETING" if you wish to appoint some other person to be your proxy.

My/our proxy is to vote as indicated below:-

No.	Resolution	For	Against
Ordinary Resolution 1	Approval of the payment of Final Dividend of 4.0 sen per ordinary share under single-tier system in respect of the financial year ended 31 December 2019.		
Ordinary Resolution 2	Approval of Directors' Fees for the financial year ending 31 December 2020 and Benefits Payable to the Non-Executive Directors for the period from the date of AGM until the next AGM of the Company in year 2021 and the payment thereof.		
Ordinary Resolution 3	Re-election of Datuk Ali bin Abdul Kadir as Director pursuant to Clause 96 of the Constitution of the Company.		
Ordinary Resolution 4	Re-election of Ms Cindy Eunbyol Ko as Director pursuant to Clause 103 of the Constitution of the Company.		
Ordinary Resolution 5	Re-appointment of Messrs. KPMG PLT as Auditors.		
Ordinary Resolution 6	Proposed Renewal of Authority for the Directors to allot and issue shares pursuant to Section 76 of the Companies Act 2016.		
Ordinary Resolution 7	Proposed Renewal of Authority for the Company to Purchase its Own Ordinary Shares.		

(Please indicate with an "X" in the spaces provided whether you wish your votes to be cast for or against the resolutions. In the absence of specific directions, your proxy will vote or abstain as he/she thinks fit.)

Signed this day of 2020

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

1st proxy %
 2nd proxy %
 TOTAL 100 %

.....
 Signature of Shareholder or
 Common Seal of Shareholder

NOTES:

1. Precautionary measures against COVID-19 pandemic

- In light of the current COVID-19 pandemic and having regard to the well-being and safety of our Shareholders, the 16th AGM shall be held as a fully virtual meeting where shareholders are only allowed to participate remotely via live streaming and online voting using RPEV facilities which are available on Boardroom Smart Investor Portal at <https://web.lumiagm.com/>. Please follow the procedures provided in the Administrative Details of the 16th AGM in order to register, participate and vote remotely via RPEV facilities.
- With RPEV facilities, a Shareholder may exercise his/her right to participate (including to pose questions to the Board/Management of the Company) and vote at the 16th AGM, in the comfort of your home. Shareholders may use the query box facility to submit questions real time during the AGM or e-mail questions to ir@icbnext.com no later than 5.00 p.m., Friday, 10 July 2020.
- The venue of the 16th AGM is strictly for the purpose of complying with Section 327(2) of the Companies Act 2016 which requires the Chairman of the Meeting to be at the main venue (Broadcast Venue) and to facilitate the conduct of the fully virtual meeting. **No Shareholders/Proxy(ies) from the public shall be physically present at the Broadcast Venue.**

2. Proxy

- Since the 16th AGM will be conducted via a fully virtual meeting, all Shareholders are advised to participate in the 16th AGM remotely by registering yourself at <https://boardroomlimited.my> so that you would be able to participate in the virtual 16th AGM at <https://web.lumiagm.com/>.
- A member entitled to attend and vote is entitled to appoint not more than two (2) proxies. Where a member appoints two (2) proxies, he/she shall specify the proportion of his/her shareholding to be represented by each proxy, failing which the appointment shall be invalid. There shall be no restriction as to the qualification of the proxy.
- If a Shareholder of the Company entitled to attend and vote at a meeting of the Company is not able to participate in the 16th AGM via RPEV facilities on Friday, 17 July 2020, in line with the Guidance and Frequently Asked Questions on the Conduct of General Meetings for Listed Issuers, released by Securities Commission Malaysia on 18 April 2020 and revised on 11 June 2020 ("**SC Guidance Note**"), we strongly encourage all Shareholders to appoint the Chairman of the Meeting as his/her Proxy and indicate the voting instructions in the instrument appointing a Proxy (Proxy Form).
- Where a member is an exempt authorised nominee which holds shares in the Company for multiple beneficial owners in one securities account ("**omnibus account**") as defined under the Securities Industry (Central Depositories) Act, 1991, there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds.



- e) The appointment of Proxy may be made in a hardcopy form or by electronic means as follows:

In Hardcopy Form

The Hardcopy Proxy Form shall be in writing under the hands of the appointor or of his/her attorney duly authorised in writing or if the appointor is a corporation either under its common seal, or the hand of its officer or its duly authorised attorney. An instrument appointing a Proxy to vote at a meeting shall be deemed to include the power to demand or join in demanding a poll on behalf of the appointor.

The Proxy Form shall be deposited at the Share Registrar's Office of the Company, Boardroom Share Registrar Sdn. Bhd. at 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia not less than forty-eight (48) hours before the time set for holding the AGM or any adjournment thereof.

By Electronic Means

The Proxy Form may be submitted:

- a) to the Share Registrar of the Company, Boardroom Share Registrar Sdn. Bhd. via e-mail to bsr_helpdesk@boardroomlimited.com, not less than forty-eight (48) hours before the time set for holding the AGM or any adjournment thereof; or
- b) via electronic means ("e-Proxy") through the Boardroom Share Registrar's smart investor portal at <https://boardroomlimited.my> by logging in and selecting "E-PROXY LODGEMENT" not less than forty-eight (48) hours before the time set for holding the AGM or any adjournment thereof (please refer to the Annexure to the Proxy Form for further information on submission via e-Proxy).

3) **Shareholders entitled to participate and vote**

In respect of deposited securities, only members whose names appear on the Record of Depositors on 10 July 2020 (General Meeting Record of Depositors) shall be eligible to attend the meeting or appoint proxy(ies) to attend, speak and/or vote on his/her behalf.

4) **Voting**

- a) Pursuant to Paragraph 8.29A(1) of the MMLR of Bursa Securities, all the resolutions set out in the Notice of the 16th AGM will be put to vote by way of poll.
- b) If no name is inserted in the space provided for the name of your proxy, the Chairman of the Meeting will act as your proxy.
- c) The lodging of a form of proxy does not preclude a member from attending and voting at the meeting should the member subsequently decide to do so.
- d) Please refer to the voting procedure as specified in the Administrative Details of the 16th AGM.
- e) Upon completion of the voting session for the 16th AGM, the Independent Scrutineers will verify and announce the poll results followed by the Chairman of the Meeting's declaration whether the resolutions are duly passed.

Personal Data Privacy:

By submitting an instrument appointing a proxy(ies) and /or representative(s), the member accepts and agrees to the personal data privacy terms set out in the Notice of Annual General Meeting dated 19 June 2020.

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AFFIX
STAMP

BOARDROOM SHARE REGISTRARS SDN. BHD.

[Registration No. 199601006647 (378993-D)]

11TH FLOOR, MENARA SYMPHONY

NO. 5, JALAN PROF. KHOO KAY KIM

SEKSYEN 13

46200 PETALING JAYA

SELANGOR DARUL EHSAN

MALAYSIA

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ANNEXURE TO THE PROXY FORM

Dear Shareholders,

We are pleased to inform you that as a Shareholder, you have the option to submit your Proxy Form via electronic means (e-Proxy) in paperless form. Once you have successfully submitted your e-Proxy form, you are no longer required to complete and submit the physical Proxy Form to the office of the Share Registrar of the Company.

To assist you on how to engage with e-Proxy, kindly read and follow the guidance notes which are detailed below:

ELECTRONIC LODGEMENT OF PROXY FORM OF THE 16TH AGM (E-PROXY LODGEMENT)

Step 1 – Register online with Boardroom Smart Investor Portal (for first time registration only)

[Note: If you have already signed up with Boardroom Smart Investor Portal, you are not required to register again. You may proceed to Step 2 below for e-Proxy lodgement.]

- a. Access Boardroom's website at <https://boardroomlimited.my>
- b. Click <<Login>> and click <<Register>> to sign up as a user. Registration is free.
- c. Complete registration and upload a softcopy of your MYKAD (for Malaysian) front and back or your Passport (for non-Malaysian).
- d. Please enter a valid e-mail address and wait for Boardroom's e-mail verification.
- e. Your registration will be verified and approved within one (1) business day and an e-mail notification will be provided.

Step 2 – e-Proxy lodgement

- a. Access Boardroom's website at <https://boardroomlimited.my>
- b. Login with your user ID (i.e. e-mail address) and password.
- c. Go to "E-PROXY LODGEMENT" and browse the Meeting List for "JCB 16TH AGM" and click "APPLY".
- d. Read the terms and conditions and confirm the declaration.
- e. Enter the CDS account number and indicate the number of securities for your Proxy to vote on your behalf.
- f. Appoint the Chairman of the Meeting as your Proxy and enter the required particulars.
- g. Indicate your voting instructions – FOR or AGAINST, otherwise your Proxy will decide your vote.
- h. Review and confirm your Proxy appointment.
- i. Click submit.
- j. Download or print the e-Proxy form acknowledgement.