



**BERJAYA**  
**BERJAYA CORPORATION BERHAD**

(Registration No. 200101019033 (554790-X))  
(Incorporated in Malaysia)

4 June 2020

Dear Shareholders of Berjaya Corporation Berhad (“BCorporation” or the “Company”) (“Shareholders”),

Issuance of documents by electronic means by a listed issuer to its securities holders

Pursuant to Paragraph 2.19B of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad and Clause 191 of the Company’s Constitution, we wish to notify you by this letter that we have discontinued the delivery of any document to Shareholders in printed copies.

The following documents can be viewed and downloaded from the websites of the Company and Bursa Malaysia Securities Berhad at [www.berjaya.com](http://www.berjaya.com) and [www.bursamalaysia.com](http://www.bursamalaysia.com) respectively:

1. Circular to Shareholders in relation to the ratification of the disposal of the hotel component of Four Seasons Hotel & Hotel Residences Kyoto in Japan (“Hotel”) for a total cash consideration of JPY50.79 billion (equivalent to approximately RM2.06 billion), being the sale consideration of JPY49.00 billion (equivalent to approximately RM1.99 billion) plus the building consumption tax of JPY1.79 billion (equivalent to approximately RM72.52 million) due to the tax authority of Japan and the subsequent leaseback of the Hotel (“Circular”);
2. Notice of Extraordinary General Meeting (“EGM”);
3. Form of Proxy; and
4. Administrative Guide.

Invitation to the Company’s EGM

BCorporation will be conducting its EGM via a **FULLY VIRTUAL MEETING**. It is our pleasure to invite you to the EGM of the Company, details of which are set out below:

**Date and time** : Wednesday, 1 July 2020, 10.00 a.m.

**Broadcast venue** : Manhattan V, Level 14, Berjaya Times Square Hotel Kuala Lumpur,  
No. 1 Jalan Imbi,  
55100 Kuala Lumpur.

The EGM of the Company will be carried out in the manner as guided by the Securities Commission Malaysia’s Guidance on the Conduct of General Meetings for Listed Issuers dated 14 May 2020 (“SC Guidance”). Pursuant to the SC Guidance and Section 327 (2) of the Companies Act, 2016, the Chairman shall be present at the main venue of the EGM to chair the EGM of the Company. Shareholders will **NOT** be physically present at the broadcast venue on the day of the EGM of the Company. However, Shareholders shall register their attendance to the EGM of the Company remotely by using the Remote Participation and Voting facilities (“RPV Facilities”) provided by Tricor Investor & Issuing House Services Sdn Bhd (“Tricor”) via its online website (“TIH Online”) at <https://tiih.online>.

A Shareholder who has appointed a proxy or an authorised representative to attend, participate, speak and vote at the EGM of the Company via RPV Facilities must request his/her proxy to register himself/herself for RPV Facilities with TIH Online website at <https://tiih.online> in accordance with the procedures as set out in the Administrative Guide latest by Monday, 29 June 2020 at 10.00 a.m.

If you wish to appoint a proxy to attend and vote on your behalf at the EGM of the Company, you may deposit your Form of Proxy in accordance with the instructions printed thereon as soon as possible, so as to arrive at the Registered Office of the Company at Lot 13-01A, Level 13 (East Wing), Berjaya Times Square, No. 1 Jalan Imbi, 55100 Kuala Lumpur not less than forty-eight (48) hours before the time fixed for the EGM of the Company or any adjournment thereof.

As the EGM of the Company is a fully virtual EGM, members who are unable to participate in the EGM of the Company may appoint the Chairperson of the EGM of the Company as his/her proxy and indicate the voting instructions in the Form of Proxy.

Yours faithfully,  
For and on behalf of the Board of Directors of  
BERJAYA CORPORATION BERHAD

Tan Sri Dato' Seri Vincent Tan Chee Yioun  
Executive Chairman

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## ADMINISTRATIVE GUIDE

### PROCEDURES FOR RPV FACILITIES

Shareholders/proxies/corporate representatives/attorneys who wish to participate the EGM of the Company remotely using the RPV Facilities are required to follow the requirements and procedures as summarised below:

	Procedure	Action
<b>BEFORE THE DAY OF THE EGM OF THE COMPANY</b>		
(a)	Register as a user with TIIH Online	<ul style="list-style-type: none"> <li>Using your computer, access the website at <a href="https://tiih.online">https://tiih.online</a>.</li> <li>Register as a user under the “e-Services”. Refer to the tutorial guide posted on the homepage for assistance.</li> <li>If you are already a user with TIIH Online, you are not required to register again. You will receive an e-mail to notify you that the remote participation is available for registration at TIIH Online.</li> </ul>
(b)	Submit your request	<ul style="list-style-type: none"> <li><b>Registration is open from 10.00 a.m. Thursday, 4 June 2020 up to 10.00 a.m. Monday, 29 June 2020.</b></li> <li>Login with your user ID and password and select the corporate event: <b>“(REGISTRATION) BCORP EGM”</b>.</li> <li>Read and agree to the “Terms &amp; Conditions” and confirm the “Declaration”.</li> <li>Select “Register for Remote Participation and Voting”</li> <li>Review your registration and proceed to register.</li> <li>System will send an e-mail to notify that your registration for remote participation is received and will be verified.</li> <li>After verification of your registration against the Record of Depositors of the Company as at 24 June 2020, the system will send you an e-mail to approve or reject your registration for remote participation.</li> </ul>
<b>ON THE DAY OF THE EGM OF THE COMPANY</b>		
(c)	Login to TIIH Online	<ul style="list-style-type: none"> <li>Login with your user ID and password for remote participation at the EGM of the Company at any time from <b>9.40 a.m.</b> i.e. 20 minutes before the commencement of the EGM of the Company on <b>Wednesday, 1 July 2020 at 10.00 a.m.</b></li> </ul>
(d)	Participate through live streaming	<ul style="list-style-type: none"> <li>Select the corporate event: <b>“(LIVE STREAM MEETING) BCORP EGM”</b> to engage in the proceedings of the EGM of the Company remotely.</li> <li>If you have any question for the Chairperson/ Board of Directors of the Company (<b>“Board”</b>), you may use the query box to transmit your question. The Chairperson/ Board will endeavor to respond to questions submitted by remote participants during the EGM of the Company. If there is time constraint, the responses will be e-mailed to you at the earliest possible, after the meeting.</li> <li>Take note that the quality of the live streaming is dependent on the bandwidth and stability of the internet connection at the location of the remote participants.</li> </ul>
(e)	Online remote voting	<ul style="list-style-type: none"> <li>Voting session commences <b>from 10.00 a.m. on Wednesday, 1 July 2020</b> until a time when the Chairperson announces the completion of the voting session of the EGM of the Company.</li> <li>Select the corporate event: <b>“(REMOTE VOTING) BCORP EGM”</b>.</li> <li>Read and agree to the “Terms &amp; Conditions” and confirm the “Declaration”.</li> <li>Select the Central Depository System (“CDS”) account that represents your shareholdings.</li> <li>Indicate your votes for the resolutions that are tabled for voting.</li> <li>Confirm and submit your votes.</li> </ul>

	<b>Procedure</b>	<b>Action</b>
(f)	End of remote participation	<ul style="list-style-type: none"> <li>Upon the announcement by the Chairperson on the closure of the EGM of the Company, the live streaming will end.</li> </ul>

#### **Notes to users of the RPV Facilities:**

- Should your application to join the meeting be approved, we will make available to you the rights to join the live streamed meeting and to vote remotely. Your login to TIIH Online on the day of the EGM of the Company will indicate your presence at the virtual meeting.
- The quality of your connection to the live broadcast is dependent on the bandwidth and stability of the internet at your location and the device you use.
- In the event you encounter any issue with logging-in, connection to the live streamed meeting or online voting, kindly call Tricor's helpline at 011-40805616 / 011-40803168 / 011-40803169 / 011-40803170 or e-mail to [tiih.online@my.tricorglobal.com](mailto:tiih.online@my.tricorglobal.com) for assistance.

#### **PRE-MEETING SUBMISSION OF QUESTION TO THE BOARD**

Shareholders/proxies may submit questions for the Board in advance of the EGM of the Company via Tricor's TIIH Online website at <https://tiih.online> by selecting "e-Services" to login, pose questions and submit electronically no later than **Monday, 29 June 2020 at 10.00 a.m.**. The Board will endeavor to answer the questions received at the EGM of the Company.

#### **NO DOOR GIFT/FOOD VOUCHER**

There will be **no distribution** of door gifts or food vouchers for the EGM of the Company since the meeting is being conducted on a fully virtual basis.

Berjaya Corporation Berhad would like to thank all Shareholders for their kind co-operation and understanding in these challenging times.

#### **ENQUIRY**

If you have any enquiries on the above, please contact the following persons during office hours on Mondays to Fridays from 9.00 a.m. to 6.00 p.m. (except on public holidays):

##### The Share Registrar

##### **Berjaya Registration Services Sdn Bhd**

General Line : 03-2145 0533  
 Fax Number : 03-2145 9702  
 Email : [shareg@berjayareg.com.my](mailto:shareg@berjayareg.com.my)

Or

##### The Poll Administrator

##### **Tricor Investor & Issuing House Services Sdn Bhd**

General Line : 03-2783 9299  
 Fax Number : 03-2783 9222  
 Contact Person : En. Zulhafri /En. Ahmad Syafiq  
 Email : [is.enquiry@my.tricorglobal.com](mailto:is.enquiry@my.tricorglobal.com)



**BERJAYA**  
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(Registration No. 200101019033 (554790-X))  
(Incorporated in Malaysia)

Should you require a printed copy of the Circular, please request from our Share Registrar, details of which are set out below:-

Berjaya Registration Services Sdn Bhd  
Lot 10-04A & 10-04B, Level 10, West Wing  
Berjaya Times Square  
No. 1 Jalan Imbi, 55100 Kuala Lumpur

Contact person : Cik Suryani Binti Miswan  
Tel : 03-2145 0533  
Fax : 03-2145 9702  
Email : [shareg@berjayareg.com.my](mailto:shareg@berjayareg.com.my)

**REQUEST FORM FOR A PRINTED COPY OF THE CIRCULAR OF BERJAYA CORPORATION BERHAD**

Name of Shareholder : \_\_\_\_\_

NRIC No./Company No. : \_\_\_\_\_

CDS Account No. : \_\_\_\_\_

Address : \_\_\_\_\_

Contact No. : \_\_\_\_\_

Signature of Shareholder : \_\_\_\_\_



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**BERJAYA REGISTRATION SERVICES SDN BHD**

LOT 10-04A & 10-04B, LEVEL 10, WEST WING  
BERJAYA TIMES SQUARE  
NO. 1 JALAN IMBI  
55100 KUALA LUMPUR

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**BERJAYA**  
**BERJAYA CORPORATION BERHAD**

(Registration No. 200101019033 (554790-X))  
(Incorporated in Malaysia)

**NOTICE OF EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN THAT** an Extraordinary General Meeting (“**EGM**”) of Berjaya Corporation Berhad (“**BCorporation**” or “**Company**”) will be conducted entirely through live streaming from the broadcast venue at Manhattan V, Level 14, Berjaya Times Square Hotel Kuala Lumpur, No. 1 Jalan Imbi, 55100 Kuala Lumpur (“**Broadcast Venue**”) on Wednesday, 1 July 2020 at 10.00 a.m. or any adjournment thereof, for the purpose of considering and if thought fit, passing with or without modification, the following:

**ORDINARY RESOLUTION**

**RATIFICATION OF THE DISPOSAL OF THE HOTEL COMPONENT OF FOUR SEASONS HOTEL & HOTEL RESIDENCES KYOTO IN JAPAN (“HOTEL”) FOR A TOTAL CASH CONSIDERATION OF JPY50.79 BILLION (EQUIVALENT TO APPROXIMATELY RM2.06 BILLION), BEING THE SALE CONSIDERATION OF JPY49.00 BILLION (EQUIVALENT TO APPROXIMATELY RM1.99 BILLION) PLUS THE BUILDING CONSUMPTION TAX OF JPY1.79 BILLION (EQUIVALENT TO APPROXIMATELY RM72.52 MILLION) DUE TO THE TAX AUTHORITY OF JAPAN AND THE SUBSEQUENT LEASEBACK OF THE HOTEL (“TRANSACTION”) (“RATIFICATION”)**

THAT all previous actions taken by the Board of Directors of the Company (“**Board**”) in connection with the Transaction, including the execution of the Real Property Trust Beneficial Interest Purchase and Sale Agreement dated 28 February 2020 (“**SPA**”) pertaining to the disposal of the Hotel, the Amended and Restated Fixed Term Building Lease Agreement dated 10 March 2020 (“**Lease Agreement**”) for the leaseback of the Hotel, and other relevant agreements in relation to the Transaction, details of which are set out in the circular to the shareholders of the Company dated 4 June 2020, be and are hereby approved, ratified and confirmed.

THAT all acts, deeds and things carried out by the Company and/or by its Directors and/or such other persons as authorised by its Directors, as the Board has considered necessary under or pursuant to the terms of the SPA and the Lease Agreement, be and are hereby approved, ratified and confirmed.

AND THAT the Board be and is hereby authorised to do all acts, deeds and things as they may consider necessary or expedient in the best interests of the Company with full power to assent to any condition, modification, variation and/or amendment as may be required or imposed by the relevant authorities, and to take all steps and to execute all such documents as may be required to implement, finalise and give full effect to the Ratification.

**By Order of the Board**

**THAM LAI HENG MICHELLE**  
(SSM PC No.: 202008001622) (MAICSA 7013702)  
Secretary

Kuala Lumpur  
4 June 2020

Notes:

1. As part of the measures to stem the spread of Coronavirus Disease 2019 (COVID-19), the EGM of the Company will be conducted on a fully virtual basis through live streaming and online remote voting via the Remote Participation and Voting facilities ("RPV Facilities") provided by Tricor Investor & Issuing House Services Sdn Bhd ("Tricor") via its online website at <https://tjih.online>. Please follow the procedures provided in the Administrative Guide for the EGM of the Company in order to register, participate and vote remotely via the RPV Facilities.
2. The Broadcast Venue is strictly for the purpose of complying with Section 327(2) of the Companies Act 2016 which requires the Chairman of the EGM of the Company to be present at the main venue of the EGM of the Company in Malaysia.
3. Shareholders/proxy(ies) from the public WILL NOT BE ALLOWED TO BE PHYSICALLY PRESENT at the Broadcast Venue on the day of the EGM of the Company.
4. A member of the Company who is entitled to attend, speak (including posing questions to the Board via real time submission of typed texts) and vote remotely at the EGM of the Company via RPV Facilities is entitled to appoint proxy to exercise all or any of his/her rights to attend, participate, speak and vote in his/her stead. A proxy may but need not be a member of the Company.
5. A member, other than an authorised nominee or an exempt authorised nominee may appoint only one (1) proxy.
6. An authorised nominee, as defined under the Securities Industry (Central Depositories) Act 1991 ("SICDA"), may appoint one (1) proxy in respect of each securities account.
7. An exempt authorised nominee, as defined under SICDA, and holding ordinary shares in the Company for multiple beneficial owners in one securities account ("omnibus account"), may appoint multiple proxies in respect of each of its omnibus account.
8. An individual member who appoints a proxy must sign the Form of Proxy personally or by his attorney duly authorised in writing. A corporate member who appoints a proxy must execute the Form of Proxy under seal or under the hand of its officer or attorney duly authorised.
9. A member who has appointed a proxy or attorney or authorised representative to attend, participate, speak and vote remotely at the EGM of the Company via RPV Facilities must request his/her proxy to register himself/herself for RPV Facilities at Tricor's online website at <https://tjih.online> latest by Monday, 29 June 2020 at 10.00 a.m.. Please follow the procedures provided in the Administrative Guide for the EGM of the Company.
10. The duly executed Form of Proxy must be deposited at the Company's Registered Office at Lot 13-01A, Level 13 (East Wing), Berjaya Times Square, No. 1 Jalan Imbi, 55100 Kuala Lumpur not less than forty-eight (48) hours before the time appointed for holding the EGM of the Company.
11. Only members whose names appear in the Record of Depositors as at 24 June 2020 shall be entitled to attend and vote at the EGM of the Company.



# BERJAYA CORPORATION BERHAD

Registration No. 200101019033 (554790-X)

## FORM OF PROXY

I/We \_\_\_\_\_  
(Name in full)

I.C. or Company Registration No. \_\_\_\_\_ CDS Account No. \_\_\_\_\_  
(New or Old I.C. Nos.)

of \_\_\_\_\_  
(Address)

being a member/members of BERJAYA CORPORATION BERHAD

hereby appoint: \_\_\_\_\_ I.C.No. \_\_\_\_\_  
(Name in full) (New or Old I.C. Nos.)

\_\_\_\_\_ (Address)

of failing him/her, \_\_\_\_\_ I.C.No. \_\_\_\_\_  
(Name in full) (New or Old I.C. Nos.)

\_\_\_\_\_ (Address)

or failing him/her, the CHAIRMAN OF THE MEETING as my/our proxy to vote for me/us on my/our behalf at the Extraordinary General Meeting ("EGM") of the Company to be conducted entirely through live streaming from the broadcast venue at Manhattan V, Level 14, Berjaya Times Square Hotel Kuala Lumpur, No. 1 Jalan Imbi, 55100 Kuala Lumpur ("**Broadcast Venue**") on Wednesday, 1 July 2020 at 10.00 a.m. or any adjournment thereof.

This proxy is to vote on the Resolution set out in the Notice of EGM as indicated with an "X" in the appropriate spaces. If no specific direction as to voting is given, the proxy will vote or abstain from voting at his/her discretion.

RESOLUTION	FOR	AGAINST
RATIFICATION		

No. of Shares Held

\_\_\_\_\_  
Signature(s) / Common Seal of Member(s)

Dated this \_\_\_\_\_ day of \_\_\_\_\_, 2020

### Notes:

- As part of the measures to stem the spread of Coronavirus Disease 2019 (COVID-19), the EGM of the Company will be conducted on a fully virtual basis through live streaming and online remote voting via the Remote Participation and Voting facilities ("RPV Facilities") provided by Tricor Investor & Issuing House Services Sdn Bhd ("Tricor") via its online website at <https://tiih.online>. Please follow the procedures provided in the Administrative Guide for the EGM of the Company in order to register, participate and vote remotely via the RPV Facilities.
- The Broadcast Venue is strictly for the purpose of complying with Section 327(2) of the Companies Act 2016 which requires the Chairman of the EGM of the Company to be present at the main venue of the EGM of the Company in Malaysia.
- Shareholders/proxy(ies) from the public WILL NOT BE ALLOWED TO BE PHYSICALLY PRESENT at the Broadcast Venue on the day of the EGM of the Company.



4. A member of the Company who is entitled to attend, speak (including posing questions to the Board via real time submission of typed texts) and vote remotely at the EGM of the company via RPV Facilities is entitled to appoint proxy to exercise all or any of his/her rights to attend, participate, speak and vote in his/her stead. A proxy may but need not be a member of the Company.
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7. An exempt authorised nominee, as defined under SICDA, and holding ordinary shares in the Company for multiple beneficial owners in one securities account ("omnibus account"), may appoint multiple proxies in respect of each of its omnibus account.
8. An individual member who appoints a proxy must sign the Form of Proxy personally or by his attorney duly authorised in writing. A corporate member who appoints a proxy must execute the Form of Proxy under seal or under the hand of its officer or attorney duly authorised.
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11. Only members whose names appear in the Record of Depositors as at 24 June 2020 shall be entitled to attend and vote at the EGM of the Company.

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**THE COMPANY SECRETARY**  
**BERJAYA CORPORATION BERHAD**  
LOT 13-01A, LEVEL 13 (EAST WING)  
BERJAYA TIMES SQUARE  
NO. 1 JALAN IMBI  
55100 KUALA LUMPUR

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