

NOTICE OF ANNUAL GENERAL MEETING

[Registration No. 199401024059 (309740-D)]

Company Limited By Guarantee

Incorporated in Malaysia

THE INSTITUTE OF INTERNAL AUDITORS MALAYSIA

Notice is hereby given that the Twenty-Seventh (27th) Annual General Meeting of The Institute of Internal Auditors Malaysia will be conducted fully virtual through an Online Meeting Platform at Level 26, Menara Maxis, Kuala Lumpur City Centre, 50088 Kuala Lumpur, Malaysia hosted virtually at <https://conveneagm.com/my/iiamagm2022> provided by Azeus Convene Malaysia Sdn Bhd [Registration No. 201601013112 (1184043-M)] in Malaysia on Saturday, 25 June 2022 at 10:00 a.m. to transact the following business:-

ORDINARY BUSINESS:-

1. To receive the Audited Financial Statements for the financial year ended 31 December 2021 of the Institute together with the Governors' and Auditors' Report thereon.
2. To elect members to the Board of Governors:-
 - a. The Governors who retire and are eligible for re-election pursuant to Clause 34 the Institute's Constitution are:-
 - Mohd Khaidzir Bin Shahari
 - Tay Boon Hock
 - Nasrein Binti Fazal Sultan

Nasrein Binti Fazal Sultan does not wish to seek for re-election while Mohd Khaidzir Bin Shahari and Tay Boon Hock have offered themselves for re-election.
 - b. Elect new members to the Board of Governors for the year 2022/2023 subject to the approval of the Registrar of Companies.
3. To re-appoint Messrs UHY as Auditors of the Institute and to authorise the Board of Governors to fix their remuneration.
4. To transact any other business for which due notice has been given in accordance with the Companies Act 2016 and the Institute's Constitution.

By Order of the Board

WONG WAI FOONG (MAICSA 7001358)

(SSM PC NO. 202008001472)

WONG PEIR CHYUN (MAICSA 7018710)

(SSM PC NO. 202008001742)

Company Secretaries

Kuala Lumpur

3 June 2022

NOTES:-

1. IMPORTANT NOTICE

Members are to attend, pose questions to the Board via submission of typed texts and vote (collectively, “participate”) remotely at this Annual General Meeting (“AGM”) virtually by facilities provided by Azeus Convene Malaysia Sdn Bhd [Registration No. 201601013112 (1184043-M)] via a link to be provided to the members.

Please read these Notes carefully and follow the procedures in the Administrative Guide for the AGM in order to participate remotely.

2. *Only Fellow Members and Professional Members of the Institute are entitled to vote at the Annual General Meeting. Associate Members, Audit Committee Members, Honorary Members, Student Members and Nominees of Corporate Members may attend the meeting but shall not have voting rights.*

3. *Any member/members wishing to bring before the Annual General Meeting of the Institute any business other than the ordinary shall give notice in writing thereof in accordance with Section 323 of the Companies Act 2016.*

4. Audited Financial Statements for the financial year ended 31 December 2021

The Audited Financial Statements in Agenda 1 is meant for discussion only as the approval of the members is not required pursuant to the provisions of Sections 248(2) and 340(1) of the Companies Act 2016. Hence, this Agenda is not put forward for voting by members.

5. Retirement of Zainal Akbar Bin S.K. MD. Abdul Kader

Zainal Akbar Bin S.K. MD. Abdul Kader who retires and has served a maximum of three (3) consecutive terms and is not eligible for re-election pursuant to the Institute’s Constitution. Hence, he will retire at the conclusion of this 27th AGM.