

RHB BANK BERHAD
Registration No. 196501000373 (6171-M)

Minutes of the 56th Annual General Meeting (“AGM”) of RHB Bank Berhad (“RHB Bank” or “the Company” or “the Bank”) held virtually at Meeting Room 3, Level 16, Tower Three, RHB Centre, Jalan Tun Razak, 50400 Kuala Lumpur (“Broadcast Venue”) and via the Boardroom Smart Investor Portal at <https://investor.boardroomlimited.com/> on Wednesday, 27 April 2022 at 10.00 a.m.

- Present** : YBhg Tan Sri Ahmad Badri Mohd Zahir – Chairman
YBhg Tan Sri Dr Rebecca Fatima Sta Maria – Senior Independent Non-Executive Director (*vide video conferencing*)
YBhg Tan Sri Ong Leong Huat @ Wong Joo Hwa (*vide video conferencing*)
Ms Ong Ai Lin (*vide video conferencing*)
Mr Lim Cheng Teck (*vide video conferencing*)
Puan Sharifatu Laila Syed Ali (*vide video conferencing*)
YBhg Dato' Mohamad Nasir Ab Latif (*vide video conferencing*)
Mr Donald Joshua Jaganathan (*vide video conferencing*)
YBhg Datuk Iain John Lo (*vide video conferencing*)
Encik Mohd Rashid Mohamad – Group Managing Director
- In Attendance** : Encik Azman Shah Md Yaman
- Head of Group Legal, Secretariat & Governance/
Group Company Secretary
- External Auditors: Messrs PricewaterhouseCoopers PLT (*vide video conferencing*)
- Advocates & Solicitors: Messrs Zaid Ibrahim & Co and Messrs Kadir Andri & Partners (*vide video conferencing*)
- Share Registrar/Poll Administrator: Boardroom Share Registrars Sdn Bhd
- Scrutineers: Messrs KPMG PLT
- By Invitation** : As per Attendance List
- Shareholders, Proxies and Corporate Representatives** (collectively be referred to as “Members” hereinafter) : A total of 1,005 Members (comprising shareholders, proxies and corporate representatives) for a total of 2,732,373,033 shares representing approximately 65.95% of the total shareholdings have registered for the Company’s 56th AGM (“the Meeting”) through Remote Participation and Electronic Voting (“RPEV”) facilities as per the Attendance Record.

- Chairman** : YBhg Tan Sri Ahmad Badri Mohd Zahir took his seat as the Chairman of the Meeting.
- Quorum** : The requisite quorum was present pursuant to Clause 56 of the Company's Constitution. The Meeting was duly convened.
- Notice of Meeting** : The Notice of Meeting dated 30 March 2022 as included in the Integrated Report having been served on all Members was taken as read.

Preliminary

The Meeting was called to order and the Chairman welcomed the Members to the 56th AGM of the Company.

The Chairman informed the Members that this was the Company's 3rd virtual AGM held live from the Broadcast Venue. The Meeting was convened in a virtual manner to safeguard the wellbeing of Members, directors and employees of the Company due to the COVID-19 pandemic.

The Chairman further informed the Members that the convening of the Meeting is in compliance with Section 327 of the Companies Act 2016 which stipulate that the Chairman shall be at the main venue of the AGM, and also in accordance with Clause 50 of the Company's Constitution which allowed the AGM to be held at more than one venue using any instantaneous telecommunication device that allows Members to participate in the meeting. The Meeting was also convened in accordance with the Securities Commission Malaysia's Guidance and Frequently Asked Questions on the Conduct of General Meetings for Listed Issuers.

The Chairman then introduced the members of the Board of Directors ("the Board") (most of whom participated remotely), the Group Company Secretary as well as the representative(s) from the external auditors, share registrar/poll administrator and scrutineers of the Company who were present at the Broadcast Venue (except for the external auditors).

On behalf of the Board, the Chairman recorded his appreciation to YBhg Dato' Khairussaleh Ramli, the previous Group Managing Director of the Company who had left RHB Banking Group ("the Group") effective 25 March 2022 following 8 years of service since he joined the Group in 2013. He informed the Meeting that YBhg Dato' Khairussaleh Ramli had steered the Group with discipline and commitment, and over the course of his tenure, the Group had achieved many significant milestones while generating solid returns for the Company's shareholders. The Board recognised YBhg Dato' Khairussaleh Ramli's significant contribution to the Company over the past years and wished him all the best in his journey ahead.

Pursuant to Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in the Notice of Meeting were to be voted by poll.

In this regard, the Chairman put the Meeting on notice of the exercise of his right as the Chairman of the Meeting to demand for a poll in accordance with Clause 60 of the Company's Constitution, in respect of all resolutions which were to be put to vote at the Meeting.

The Members were informed that Boardroom Share Registrars Sdn Bhd was appointed as the Poll Administrator to conduct the poll by way of electronic polling, and Messrs KPMG PLT were appointed as independent Scrutineers to validate the poll results.

A short video presentation by Boardroom Share Registrars Sdn Bhd was screened to demonstrate to the Members who were present at the Meeting on the process for online voting via the Boardroom Smart Investor Portal.

The Chairman further declared the voting session opened and informed that the Members may start registering their votes electronically for all resolutions set out in the Notice of Meeting until the conclusion of such session which will be then announced.

1. **Highlights of The Group's Financial Performance By The Group Managing Director ("GMD")**

1.1 The Chairman invited the GMD to present the Group's financial performance highlights and the proposed DRP, as summarised below:

(i) Key Highlights of Financial Year 2021 ("FY2021")

- (a) The Group achieved a net profit of RM2.62 billion, a 28.8% growth based Year-on-Year ("Y-o-Y") which enabled the Bank to create value for its stakeholders.
- (b) The Group's return on equity ("ROE") stood at 9.6%.
- (c) The Group maintained sound fundamentals with strong capital and liquidity levels; asset quality on an improving trend with lower Gross Impaired Loans ("GIL") and credit charge ratios.
- (d) FY2021 dividend amounts to 40 sen per share with highest ever payout ratio of 62.9%.
- (e) The Group continued to strengthen its Environmental, Social and Governance ("ESG") practices into the business and operations through:
 - Enhanced the risk management policies; and
 - Establishment of the Group Climate Action Programme to align to the Bank Negara Malaysia ("BNM") Climate Change and Principle-based Taxonomy Guidance Document.
- (f) The Employee Engagement Survey score of the Group stood at 90%, at par with Industry (2020: RHB 92%; Industry 89%).

- (g) The Group recorded higher Net Promoter Scores at +15 in 2021 from +13 in 2020.

(ii) FY2020 Performance Review

- (a) The Group delivered a resilient FY2021 performance supported by higher net fund based income and lower Modification Loss (“ML”) and Expected Credit Losses (“ECL”).
- (b) The Group’s higher net fund based income was supported by proactive funding cost management; where its Net Interest Margin (“NIM”) strengthened by 8 basis points to 2.14% in FY2021.
- (c) The Group’s overall non-fund based income dipped 7.6% mainly due to lower net trading and investment income. However, customers’ fee related income grew 3.7% Y-o-Y.
- (d) The Group continued to manage cost tightly and maintained positive JAWS ratio, as reflected through the improvement of Group’s Cost to Income Ratio to 45.2% (2020: 47.1%).
- (e) The Group’s loans grew 6.7% Y-o-Y led by mortgage, auto finance, small and medium sized enterprise (“SME”), Commercial and Singapore. Portfolio rebalancing improved with higher Retail & SME composition (from 59% in FY2017 to 63% in FY2021).
- (f) The Group’s total deposits grew by 7.5% Y-o-Y led by Fixed Deposit (“FD”) and Current Account and Saving Account (“CASA”) growth of 8.8% and 4.5% respectively The CASA ratio remained healthy at 30.0%.
- (g) The Group’s credit cost improved to 0.29% attributed to lower ECL on loans and higher bad debts recovered. The GIL strengthened further to 1.49% while Loan Loss Coverage (“LLC”) ratio remained well above 100%.
- (h) The Group’s fundamentals have improved steadily, albeit impact of COVID-19 on profitability.
- (i) The Board has proposed a final cash dividend of 25.00 sen per share with 15.00 sen cash and 10.00 sen subject to the proposed Dividend Reinvestment Plan (“DRP”). Together with an interim dividend of 15.00 sen per share which was paid on 3 November 2021, the total dividend of 40.00 sen per share for FY2021 represented 62.9% payout, the Group’s highest ever payout.

(iii) Strategy Update

Key highlights of FIT22 in FY2021 include, amongst others, growth of affluent by leveraging on SME customer base, continuous effort to win in the SME space, increase share of wallet for large caps, increase penetration into mid-caps, boost retail deposits, digital and analytics, and implement AGILE@Scale.

(iv) Sustainability Update

(a) The Group has identified 3 key pillars of the Group Sustainability Framework with the vision of 'Building A Sustainable Future' as follows:

- Sustainable & Responsible Banking;
- Embedding Good Practices; and
- Enriching & Empowering Communities.

(b) The Group has received various ESG accolades and recognition including FTSE4Good Index Series constituent, MSCI ESG Rating and S&P Global ESG Scores.

(v) CSR and Humanitarian Initiatives Update

(a) Community engagement initiatives for those impacted by COVID-19 and the flood.

(b) Nurturing the future generations through various academic excellence programmes for the youth.

(c) Other notable community enrichment programmes:

- RHB X-Cel Academic Excellence programme has benefited more than 4,000 underprivileged students from the B40 income segment across 40 schools since 2018.
- Contributed RM5.0 million for the CERDIK programme, where the Group contributed digital devices to B40 students to support their online lessons and e-learning during the pandemic.
- Launched the 'goWave by RHB' online platform to promote financial awareness among young adults in Cambodia.

(vi) DRP

RHB Bank proposed a final dividend of 25.00 sen per share, consisting of cash payout of 15.00 sen per share and an electable portion under the DRP of 10.00 sen per share.

(vii) Concluding Remarks

- (a) The Group exhibited resilience as it navigated through challenges amidst continued uncertainty in the operating environment.
- (b) Notwithstanding the expectation of economic recovery, the Group will remain prudent and continue to monitor market development closely.
- (c) Focus remains on further embedding digital experience into consumers' lifestyle and business needs through the enhancement of holistic digital ecosystems.
- (d) The Group will remain prudent in managing the Group's asset quality while continuing to enhance our governance and risk management practices.

2. Responses To Issues By Minority Shareholders Watch Group ("MSWG")

- 2.1 The GMD continued to brief the Members on the issues raised by MSWG which were received by the Company via their letter dated 19 April 2022. The GMD informed the Meeting that the Company had responded to MSWG vide letter dated 25 April 2022.
- 2.2 The complete list of questions raised by MSWG together with the answers for the same was attached as Attachment 1.
- 2.3 The Chairman thanked the GMD for sharing the responses to MSWG with the Meeting.

3. Question and Answer ("Q&A") Session With Members (Including Pre-AGM Questions)

- 3.1 The Chairman highlighted that the Company had received questions from the Members through various medium and invited the GMD to address the said questions.
- 3.2 The GMD briefed the Members by reading out the questions submitted by the Members prior to the Meeting and the Management's responses for the same.
- 3.3 The complete list of questions received prior to the 56th AGM together with the answers for the same is attached as Attachment 2.
- 3.4 The GMD further responded to the questions received from the Members during the Meeting, and provided the responses for the same, accordingly.

- 3.5 The complete list of questions received during the 56th AGM together with the answers for the same is attached as Attachment 3.
- 3.6 Tan Sri Chairman concluded the Q&A session and proceeded with the Agenda.

4. Agenda 1: Audited Financial Statements Of The Company For The Financial Year Ended 31 December 2021 (“The Audited Financial Statements”) And The Directors’ And Auditors’ Reports Thereon

- 4.1 The Audited Financial Statements together with Directors’ and Auditors’ Reports thereon, which have been earlier circulated to the shareholders within the prescribed period, were taken as read.
- 4.2 In accordance with Section 340(1) of the Companies Act 2016, the Audited Financial Statements together with Directors’ and Auditors’ Reports were laid before the Meeting for discussion. As the formal approval of the Members was not required for this agenda item, the matter was not put forward for voting.
- 4.3 It was recorded that the Audited Financial Statements of the Company had been duly received and adopted by the Members.

5. Agenda 2: Payment Of A Single-Tier Final Dividend Of 25.00 Sen Per Share In Respect Of The Financial Year Ended 31 December 2021 (Ordinary Resolution 1)

- 5.1 The Chairman informed the Meeting that a single-tier final dividend of 25.00 sen per share in respect of the financial year ended 31 December 2021, as recommended by the Board of Directors, was presented before the Members for approval, under the Ordinary Resolution 1:

“THAT, a single-tier final dividend of 25.00 sen per share in respect of the financial year ended 31 December 2021 as recommended by the Board, be and is hereby approved”.

6. Agenda 3(1): Re-Election of YBhg Tan Sri Dr Rebecca Fatima Sta Maria As A Director Pursuant To Clause 94 Of The Company’s Constitution (Ordinary Resolution 2)

- 6.1 The Chairman informed the Meeting that in accordance with Clause 94 of the Company’s Constitution, one-third (1/3) of the Directors shall retire every year and are eligible for re-election. Accordingly, YBhg Tan Sri Dr Rebecca Fatima Sta Maria shall retire pursuant to Clause 94 and, being eligible, has offered herself for re-election, under the following Ordinary Resolution 2:

“THAT YBhg Tan Sri Dr Rebecca Fatima Sta Maria, who retired pursuant to Clause 94 of the Company’s Constitution, be and is hereby re-elected as a Director of the Company.”

7. Agenda 3(2): Re-Election Of Mr Lim Cheng Teck As A Director Pursuant To Clause 94 Of The Company's Constitution (Ordinary Resolution 3)

7.1 The Chairman highlighted that Mr Lim Cheng Teck shall also retire pursuant to Clause 94 of the Company's Constitution [i.e. one-third (1/3) of the Directors shall retire every year and are eligible for re-election]. Accordingly, Mr Lim Cheng Teck shall retire and, being eligible, has offered himself for re-election, under the following Ordinary Resolution 3:

"THAT Mr Lim Cheng Teck, who retired pursuant to Clause 94 of the Company's Constitution, be and is hereby re-elected as a Director of the Company."

8. Agenda 3(3): Re-Election Of Puan Sharifatu Laila Syed Ali As A Director Pursuant To Clause 94 Of The Company's Constitution (Ordinary Resolution 4)

8.1 The Chairman highlighted that Puan Sharifatu Laila Syed Ali shall also retire pursuant to Clause 94 of the Company's Constitution [i.e. one-third (1/3) of the Directors shall retire every year and are eligible for re-election]. Accordingly, Puan Sharifatu Laila Syed Ali shall retire and, being eligible, has offered herself for re-election, under the following Ordinary Resolution 4:

"THAT Puan Sharifatu Laila Syed Ali, who retired pursuant to Clause 94 of the Company's Constitution, be and is hereby re-elected as a Director of the Company."

9. Agenda 4: Increase Of Directors' Fees And Board Committees' Allowances From The 56th AGM Of The Company And The Payment Of The Same To The Non-Executive Directors For The Period From The 56th AGM To The 57th AGM Of The Company (Ordinary Resolution 5)

9.1 The Chairman informed the Members that the Directors' Remuneration for the Non-Executive Directors was last reviewed and approved at the 52nd AGM of the Company held on 25 April 2018.

9.2 The Chairman further informed that as part of a periodical review to ensure that the Company remains competitive against its peers and with the heightened responsibility and accountability required for Directors per the prevailing requirements under the Companies Act 2016, the Financial Services Act 2013, the Capital Markets & Services Act 2007, the Main Market Listing Requirements and the Malaysian Code on Corporate Governance; an external consultant, Willis Towers Watson was engaged in late 2021 to undertake the benchmarking analysis and recommend the appropriate remuneration for the Non-Executive Directors taking into account the demands, complexities and performance of the Company as well as the skills and experience required.

- 9.3 The Chairman further highlighted that the proposed remuneration review was comprehensively deliberated by the Board Nominating & Remuneration Committee and was duly approved by the Board of the Company in December 2021 for tabling at the 56th AGM for the shareholders to approve.
- 9.4 Accordingly, the following Ordinary Resolution 5 was presented before the Members for approval:

“THAT the increase of Directors’ Fees and Board Committees’ allowances from the 56th AGM of the Company and the payment of the same to the Non-Executive Directors for the period from the 56th AGM to the 57th AGM of the Company be and is hereby approved.”

10. Agenda 5: Payment Of Directors’ Remuneration (Excluding Directors’ Fees And Board Committees’ Allowances) Of An Amount Up To RM2,000,000 To The Non-Executive Directors For The Period From The 56th AGM Of The Company To The 57th AGM Of The Company (Ordinary Resolution 6)

- 10.1 The Chairman apprised the Members that the abovementioned Directors’ remuneration consists Meeting Attendance Allowances, Farewell Pot Scheme, the Directors’ Liability Insurance Coverage, Electronic Devices and Technology Peripherals for use during Meetings.

The current remuneration structure was as set out on pages 129 and 130 of the Corporate Governance Report of the Company.

- 10.2 In determining the estimated total amount of remuneration (excluding Directors’ fees and Board Committees’ allowances) for the Non-Executive Directors, the Board considered various factors particularly the number of meetings (scheduled and unscheduled) for the Board and Board Committees as well as the number of Non-Executive Directors involved in these meetings, which formed a major part thereof.

- 10.3 Accordingly, the Ordinary Resolution 6 was presented before the Members for approval:

“THAT the payment of Directors’ Remuneration (excluding Directors’ Fees and Board Committees’ allowances) of an amount up to RM2,000,000 to the Non-Executive Directors for the period from the 56th AGM of the Company to the 57th AGM of the Company be and is hereby approved.”

11. Agenda 6: Re-Appointment Of Messrs PricewaterhouseCoopers PLT As Auditors (Ordinary Resolution 7)

11.1 The Chairman highlighted that the retiring Auditors, Messrs PricewaterhouseCoopers PLT, have offered to continue to serve as Auditors of the Company. The Board recommended to the Members for approval of the re-appointment of Messrs PricewaterhouseCoopers PLT as Auditors of the Company based on the Group Board Audit Committee's review of the performance and independence in performing their obligation as Auditors for the financial year 2021.

11.2 Accordingly, the following Ordinary Resolution 7 was presented before the Members for approval:

"THAT Messrs PricewaterhouseCoopers PLT be and is hereby re-appointed as Auditors of the Company to hold office until the conclusion of the 57th AGM of the Company, at a remuneration to be determined by the Directors."

12. Agenda 7: Authority For Directors To Issue And Allot Shares (Ordinary Resolution 8)

12.1 The Chairman apprised the Meeting that the following Ordinary Resolution 8 in relation to renew the general mandate to the Directors of the Company to issue ordinary shares of the Company from time to time pursuant to Sections 75 and 76 of the Companies Act 2016 was presented before the Members for approval:

"THAT subject always to the Companies Act 2016, the Company's Constitution and approval of the relevant government/regulatory authorities, the Directors be and are hereby authorised pursuant to Sections 75 and 76 of the Companies Act 2016, to issue and allot shares in the Company at any time and upon such terms and conditions and for such purposes as the Directors may, in their absolute discretion deem fit, provided that the aggregate number of shares to be issued does not exceed 10% 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 to be in force until the conclusion of the next AGM of the Company."

12.2 The Chairman highlighted that the resolution, if passed, will give powers to the Directors of the Company to issue ordinary shares in the capital of the Company provided that the aggregate number of shares issued pursuant to this resolution does not exceed 10% of the total number of issued shares of the Company for the time being (General Mandate), without having to convene a general meeting. The General Mandate, unless revoked or varied at a general meeting, will expire at the conclusion of the next AGM of the Company. The General Mandate will enable the Directors to take swift action in case of, inter alia, a need for corporate exercises or in the event business opportunities or other circumstances arise which involve the issue of new shares and to avoid delay and cost in convening general meetings to approve such issue of shares. In any event, the exercise of the mandate is only to be undertaken if the Board considers it to be in the best interest of the Company.

13. Agenda 8: Allotment And Issuance Of New Ordinary Shares In The Company (“RHB Bank Shares”) Pursuant To The DRP Shares (Ordinary Resolution 9)

- 13.1 The Chairman apprised the Meeting that the following Ordinary Resolution 9 is pursuant to the DRP as approved at the 55th AGM of the Company held on 25 May 2021 in respect of dividends declared after the Meeting, and such authority shall continue to be in force until the conclusion of the Company’s next AGM.

Accordingly, the following Ordinary Resolution 9 was presented before the Members for approval:

“THAT pursuant to the DRP as approved at the 55th AGM of the Company held on 25 May 2021 and subject to the approvals of all relevant authorities being obtained, approval be and is hereby given to the board of directors of the Company (“Board”) to allot and issue such number of DRP Shares from time to time as may be required to be allotted and issued, upon the terms and conditions and to such persons as the Board may, in its absolute discretion, deem fit or expedient, and in the best interest of the Company PROVIDED THAT the issue price of the DRP Shares, which will be determined by the Board on the price-fixing date to be determined and announced (“Price Fixing Date”), shall be fixed by the Board at a price of not more than a 10% discount to the 5-day volume weighted average market price (“VWAP”) of RHB Bank Shares immediately before the Price Fixing Date. The 5-day VWAP of RHB Bank Shares shall be adjusted ex-dividend before applying the aforementioned discount in fixing the issue price of the DRP Shares and that such authority to allot and issue the DRP Shares shall continue to be in force until the conclusion of the Company’s next AGM;

THAT the DRP Shares shall, upon allotment and issuance, rank equally in all respects with the then existing issued shares in RHB Bank, save and except that the DRP Shares shall not be entitled to any dividends, rights, benefits, entitlements and/or other distributions that may be effected before the date of allotment of the DRP Shares;

AND THAT the Board be and is hereby authorised to do all such acts and enter into all such transactions, arrangements, deeds and undertakings and to execute, sign and deliver for and on behalf of the Company, all such documents and impose such terms and conditions or delegate all or any part of its powers as may be necessary or expedient in order to implement, finalise and give full effect to the allotment and issuance of DRP Shares, with full powers to assent to any conditions, variations, modifications and/or amendments, including amendment, modification, suspension and termination of the DRP, as the Board may, in its absolute discretion, deem fit or expedient, and in the best interest of the Company and/or as may be imposed or agreed to by any relevant authorities.”

14. Agenda 9: Re-Election Of Encik Mohd Rashid Mohamad As A Director Pursuant To Clause 98 Of The Company's Constitution (Ordinary Resolution 10)

14.1 The Chairman informed the Meeting that an Addendum to the Notice of AGM was issued on 5 April 2022 in respect of Ordinary Resolution 10.

14.2 The Chairman highlighted that Encik Mohd Rashid Mohamad, who was appointed to the Board on 1 April 2022, shall also retire in accordance with Clause 98 of the Company's Constitution. Accordingly, Encik Mohd Rashid Mohamad shall retire and, being eligible, has offered himself for re-election, under the following Ordinary Resolution 10:

"THAT Encik Mohd Rashid Mohamad, who retired pursuant to Clause 98 of the Company's Constitution, be and is hereby re-elected as a Director of the Company."

15. Any Other Business

The Chairman sought confirmation from the Group Company Secretary whether the Company had received any notice for transaction of other business which had been given in accordance with the Companies Act 2016 and the Company's Constitution. The Group Company Secretary confirmed that the Company had not received any notice for transaction of any other business at the Meeting.

16. E-Polling Process

16.1 At 10.11 a.m., the Chairman reminded the Members to vote via the Boardroom Smart Investor Portal as the voting session would be concluded with the closing of the polling after 10 minutes.

16.2 The Chairman informed that he had been appointed to act as proxy for a number of shareholders and shall vote in accordance with the instructions given.

16.3 At 12.03 p.m., the Chairman apprised the Meeting that the e-polling session has ended and the Scrutineers would proceed to verify the poll results and validate their report.

17. Announcement Of Poll Results

At 12.20 p.m., the Chairman informed the Meeting that he had received the poll results from the Scrutineers and Poll Administrator. Based on the poll results, the Chairman declared that the following resolutions were carried:

17.1 Ordinary Resolution 1: Payment Of A Single-Tier Final Dividend Of 25.00 Sen Per Share In Respect Of The Financial Year Ended 31 December 2021

Ordinary Resolution 1	FOR		AGAINST	
	Number of Shares	%	Number of Shares	%
	3,403,257,204	99.9990	32,497	0.0010

It was resolved THAT the payment of single-tier final dividend of 25.00 sen per share in respect of the financial year ended 31 December 2021 be approved.

17.2 Ordinary Resolution 2: Re-Election Of YBhg Tan Sri Dr Rebecca Fatima Sta Maria As A Director Pursuant To Clause 94 Of The Company's Constitution

Ordinary Resolution 2	FOR		AGAINST	
	Number of Shares	%	Number of Shares	%
	3,387,928,478	99.5521	15,241,523	0.4479

It was resolved THAT YBhg Tan Sri Dr Rebecca Fatima Sta Maria, who retired pursuant to Clause 94 of the Company's Constitution, be and is hereby re-elected as a Director of the Company.

17.3 Ordinary Resolution 3: Re-Election Of Mr Lim Cheng Teck As A Director Pursuant To Clause 94 Of The Company's Constitution

Ordinary Resolution 3	FOR		AGAINST	
	Number of Shares	%	Number of Shares	%
	3,399,125,071	99.8811	4,044,799	0.1189

It was resolved THAT Mr Lim Cheng Teck, who retired pursuant to Clause 94 of the Company's Constitution, be and is hereby re-elected as a Director of the Company.

17.4 Ordinary Resolution 4: Re-Election Of Puan Sharifatu Laila Syed Ali As A Director Pursuant To Clause 94 Of The Company's Constitution

Ordinary Resolution 4	FOR		AGAINST	
	Number of Shares	%	Number of Shares	%
	3,399,002,516	99.8776	4,166,880	0.1224

It was resolved THAT Puan Sharifatu Laila Syed Ali, who retired pursuant to Clause 94 of the Company's Constitution, be and is hereby re-elected as a Director of the Company.

17.5 Ordinary Resolution 5: Increase Of Directors' Fees And Board Committees' Allowances From The 56th AGM Of The Company And The Payment Of The Same To The Non-Executive Directors For The Period From The 56th AGM To The 57th AGM Of The Company

Ordinary Resolution 5	FOR		AGAINST	
	Number of Shares	%	Number of Shares	%
	3,401,639,481	99.9581	1,425,212	0.0419

It was resolved THAT the increase of Directors' Fees and Board Committees' allowances from the 56th AGM of the Company and the payment of the same to the Non-Executive Directors for the period from the 56th AGM to the 57th AGM of the Company be and is hereby approved.

17.6 Ordinary Resolution 6: Payment Of Directors' Remuneration (Excluding Directors' Fees And Board Committees' Allowances) Of An Amount Up To RM2,000,000 To The Non-Executive Directors For The Period From The 56th AGM Of The Company To The 57th AGM Of The Company

Ordinary Resolution 6	FOR		AGAINST	
	Number of Shares	%	Number of Shares	%
	3,401,482,414	99.9535	1,582,030	0.0465

It was resolved THAT the payment of Directors' Remuneration (excluding Directors' Fees and Board Committees' allowances) of an amount up to RM2,000,000 to the Non-Executive Directors for the period from the 56th AGM of the Company to the 57th AGM of the Company be and is hereby approved.

17.7 Ordinary Resolution 7: Re-Appointment Of Messrs PricewaterhouseCoopers PLT As Auditors

Ordinary Resolution 7	FOR		AGAINST	
	Number of Shares	%	Number of Shares	%
	3,393,840,156	99.7256	9,338,383	0.2744

It was resolved THAT Messrs PricewaterhouseCoopers PLT be and is hereby re-appointed as Auditors of the Company to hold office until the conclusion of the 57th AGM of the Company, at a remuneration to be determined by the Directors.

17.8 Ordinary Resolution 8: Authority For Directors To Issue And Allot Shares

Ordinary Resolution 8	FOR		AGAINST	
	Number of Shares	%	Number of Shares	%
	2,991,104,189	87.8889	412,176,118	12.1111

It was resolved THAT subject always to the Companies Act 2016, the Company's Constitution and approval of the relevant government/regulatory authorities, the Directors be and are hereby authorised pursuant to Sections 75 and 76 of the Companies Act 2016, to issue and allot shares in the Company at any time and upon such terms and conditions and for such purposes as the Directors may, in their absolute discretion deem fit, provided that the aggregate number of shares to be issued does not exceed 10% 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 to be in force until the conclusion of the next AGM of the Company.

17.9 Ordinary Resolution 9: Allotment And Issuance Of New Ordinary Shares In The Company ("RHB Bank Shares") Pursuant To The DRP Shares (Ordinary Resolution 9)

Ordinary Resolution 9	FOR		AGAINST	
	Number of Shares	%	Number of Shares	%
	3,400,855,049	99.9287	2,427,512	0.0713

It was resolved THAT pursuant to the DRP as approved at the 55th AGM of the Company held on 25 May 2021 and subject to the approvals of all relevant authorities being obtained, approval be and is hereby given to the board of directors of the Company ("Board") to allot and issue such number of DRP Shares from time to time as may be required to be allotted and issued, upon the terms and conditions and to such persons as the Board may, in its absolute discretion, deem fit or expedient, and in the best interest of the Company PROVIDED THAT the issue price of the DRP Shares, which will be determined by the Board on the price-fixing date to be determined and announced ("Price Fixing Date"), shall be fixed by the Board at a price of not more than a 10% discount to the 5-day volume weighted average market price ("VWAP") of RHB Bank Shares immediately before the Price Fixing Date. The 5-day VWAP of RHB Bank Shares shall be adjusted ex-dividend before applying the aforementioned discount in fixing the issue price of the DRP Shares and that such authority to allot and issue the DRP Shares shall continue to be in force until the conclusion of the Company's next AGM;

THAT the DRP Shares shall, upon allotment and issuance, rank equally in all respects with the then existing issued shares in RHB Bank, save and except that the DRP Shares shall not be entitled to any dividends, rights, benefits, entitlements and/or other distributions that may be effected before the date of allotment of the DRP Shares;

AND THAT the Board be and is hereby authorised to do all such acts and enter into all such transactions, arrangements, deeds and undertakings and to execute, sign and deliver for and on behalf of the Company, all such documents and impose such terms and conditions or delegate all or any part of its powers as may be necessary or expedient in order to implement, finalise and give full effect to the allotment and issuance of DRP Shares, with full powers to assent to any conditions, variations, modifications and/or amendments, including amendment, modification, suspension and termination of the DRP, as the Board may, in its absolute discretion, deem fit or expedient, and in the best interest of the Company and/or as may be imposed or agreed to by any relevant authorities.”

17.10 Ordinary Resolution 10: Re-Election Of Encik Mohd Rashid Mohamad As A Director Pursuant To Clause 98 of the Company's Constitution

Ordinary Resolution 10	FOR		AGAINST	
	Number of Shares	%	Number of Shares	%
	3,397,079,570	99.8223	6,047,685	0.1777

It was resolved THAT Encik Mohd Rashid Mohamad, who retired pursuant to Clause 98 of the Company's Constitution, be and is hereby re-elected as a Director of the Company.

18. Close Of Meeting

There being no other business to be transacted, the Meeting ended at 12.30 p.m. with a vote of thanks to the Chairman. The Chairman also thanked the Members for their support and attendance via RPEV facilities.

CONFIRMED AS CORRECT

TAN SRI AHMAD BADRI MOHD ZAHIR

Attachment 1 of the Minutes of the 56th Annual General Meeting (“AGM”) of RHB Bank Berhad (“RHB Bank” or “the Company” or “the Bank”) held virtually at Meeting Room 3, Level 16, Tower Three, RHB Centre, Jalan Tun Razak, 50400 Kuala Lumpur (“Broadcast Venue”) and via the Boardroom Smart Investor Portal at <https://investor.boardroomlimited.com/> on Wednesday, 27 April 2022 at 10.00 a.m.

**Questions By Minority Shareholders Watch Group (“MSWG”)
Via Letter Dated 19 April 2022**

No.	Question by MSWG	Response by the Company
Operational & Financial Matters		
1.	The FIT22 five-year strategic roadmap is due in FY2022. What would be the key focus areas of RHB’s next strategic roadmap?	<p>We are currently in the process of developing an updated corporate strategy which will take into account the latest market conditions and trends observed as well as maintaining alignment to our refreshed purpose statement “Making Progress Happen for Everyone”.</p> <p>Looking ahead, we expect the financial services sector to continue to evolve rapidly, in part due to the acceleration of market trends as a result of COVID-19, for examples:</p> <ul style="list-style-type: none"> • Growth in affluent population that seek hyper-personalised experiences. • Increased demand for Islamic Banking services, particularly for end-to-end Islamic offerings. • ASEAN regionalisation with greater integration, signalling potential overseas opportunities. • Heavy competition and disruptive technology. • High digital expectations driven by changes in consumer behaviour. • Evolving workforce with different preferences and needs. <p>These market trends as well as our commitment to continuously drive progress for the Group will guide our focus areas for the new corporate strategy. We will provide an update in due course once the new corporate strategy has been finalised.</p>

No.	Question by MSWG	Response by the Company
2.	<p>Under Budget 2022, the Malaysian government had announced the one-off Prosperity Tax on companies with chargeable income over RM100 million for the year of assessment 2022.</p> <p>Under this tax regime, companies would be levied at a tax rate of 33%, instead of the blanket 24% rate previously, for chargeable income over RM100 million.</p> <p>i. To what extent will RHB's earnings and return on equity ("ROE") be dampened by this one-off windfall tax in FY2022?</p> <p>ii. Having factored in this one-off tax, will the Group be able to achieve the FY2022 ROE target of 11.5% (page 21 of Integrated Report 2021)?</p>	<p>Despite the expected impact of Prosperity Tax on profitability, the Group strives to deliver growth in 2022 albeit possibility of continued headwinds in the operating environment. Target ROE for FY2022 is 8.5%, or 10.0% after normalising for the one-off impact of the Prosperity Tax.</p> <p>Our key focus areas for FY2022 are:</p> <ul style="list-style-type: none"> • Continuing to be vigilant and grow asset responsibly as well as maintaining credit discipline. We still expect our key growth drivers to be mortgage, auto finance, SME and Singapore operations • Remaining prudent by continuing to manage asset quality and monitor cost closely • Maintaining robust capital and liquidly position <p>ROE of 11.5% refers to the original FIT22 target when we first announced our 5-year Strategy, FIT22 in 2018. However, the Group's performance was largely impacted by the pandemic over the last 2 years (FY2020: 7.7%, FY2021: 9.6%).</p> <p>For FY2022, our ROE target is 8.5% or 10.0% after normalising for the Prosperity Tax impact.</p>
3.	<p>After a subdued year 2020, RHB achieved a gross loan and financing growth of 6.7% in FY2021, mainly driven by growth in mortgage, auto finance, SME, Commercial and Singapore market. Despite the robust growth, RHB sets a loan growth target of 4% to 5% for FY2022.</p> <p>i. As the year of FY2022 is dubbed as a year of recovery with stronger economic growth, has the loan growth target erred on the side of caution?</p>	<p>The asset growth in FY2021 was attributed partly by Pemulih RA which had resulted in lower portfolio loan repayment. This has indirectly contributed to the asset growth in FY2021.</p> <p>Based on our in-house view, Malaysia's GDP is projected to grow by 5.5% with loans forecasted to grow by 5.2% in 2022. Despite the expectation of economic recovery in 2022, the Group remains cautious given the potential downside risks arising from geopolitical crisis, global inflationary pressures and potential emergence of Covid-19 variants.</p>

No.	Question by MSWG	Response by the Company
		<p>While the Group's loan growth target of between 4% and 5% seems conservative, we will continue to monitor and assess market developments closely as the year progresses and will revise the loans target if necessary.</p>
	<p>ii. Overseas gross loans increased by 22.1% in FY2021, mainly attributed to growth in Singapore and Cambodia. Does the Group expect the foreign markets to register similar loan growth momentum in FY2022?</p>	<p>Our key foreign market growth drivers for FY2022 are still Singapore and Cambodia. We are optimistic about our loans growth potential in both of the countries following a healthy performance in FY2021.</p> <p>For Singapore, we expect loans to continue to expand although the pace of growth is expected to moderate, given the challenging global economic environment and coupled with the gradual reduction of government support for the Enterprise Singapore loans for SME program which looks set to end in September 2022. We'll continue to focus on secured lending as exhibited in our FY2021 Singapore loans portfolio where 64% of outstanding loans were secured.</p> <p>For Cambodia, we also expect growth momentum to continue into FY2022. We are focused on ensuring our asset quality remain robust given the pandemic challenges that still remain and will pursue growth responsibly.</p>
4.	<p>The lower gross impaired loans ("GIL") ratio of 1.49% in FY2021 (FY2020: 1.71%) was due to moderate formation of new impaired loans arising from the moratorium and ensuing repayment assistance ("RA") programmes.</p> <p>i. As loans under RA are not classified as impaired, does RHB expect to see an uptick in GIL upon the expiry of various pandemic related RA programmes this year?</p>	<p>The payment moratorium and RA programmes helped in keeping impaired position at bay in FY2020 and FY2021. However, the lower GIL recorded in FY2021 was also mainly attributed to higher recoveries and write-offs during the year.</p> <p>With the expiry of the deferment repayment assistance ("RA") under the PEMULIH package, the domestic outstanding RA reduced from 12% as at 31st Jan 2022 to 6% as at 31st March 2022.</p>

No.	Question by MSWG	Response by the Company
		<p>We expect to see an uptick in GIL upon expiry of the RA programme, gradually towards a more normalised, pre-pandemic level. For example, around 95% of the borrowers who exited RA have resumed their repayments while only a small proportion of the borrowers have missed their payments.</p> <p>As RA programme has ended in December 2021, to manage and mitigate impact on the loan servicing capability of our customers, we will continue to provide assistance to borrowers via internal repayment plan / R&R and referral to AKPK. RHB Bank is actively helping borrowers who are still facing financial constraints to reduce loan repayment amount and extend loan tenure. We expect GIL to normalized towards pre pandemic levels, with a slight but manageable uptick for 2022. In view of this, we expect GIL ratio to increase in FY2022 but not more than 1.70%.</p> <p>Nevertheless, the Group will continue to focus on maintaining credit discipline and intensify efforts in recovery and collection. We will maintain regular engagements with our customers and offer R&R tailored to their specific requirements to minimise defaults and migration to Stage 3.</p>
	<p>ii. What is RHB's credit cost guidance for FY2022?</p>	<p>FY2021 credit cost stood at 0.29% compared with 0.58% in FY2020 due to lower ECL on loans and higher bad debts recovered during the year.</p> <p>For FY2022, the Group will remain vigilant and continue to exercise conservatism where provisions are concerned. We will continue to assess the situation and are willing to increase our management overlay should the need arise. We expect credit cost to remain elevated but lower than the FY2020 level, hovering between 0.30% and 0.35% for FY2022.</p>

No.	Question by MSWG	Response by the Company
5.	<p>Despite higher total income of RM905.1 million in FY2021 (FY2020: RM839.3 million), RHB's Group Corporate Banking (GCB) business (under the Group Wholesale Banking segment) saw a 79.4% decline in pre-tax profit to RM103.2 million due to higher allowances for credit losses (page 76 of IR2021).</p> <p>What is the GIL ratio for GCB business? To which industries and countries do these provisions relate to? How does the asset quality of RHB's corporate clients look like in FY2022?</p>	<p>GIL ratio for GCB is around 2.3% and we were affected by the Tourism & Leisure sector which was directly impacted by the Covid-19 outbreak and multiple lockdowns. We expect the GIL ratio to maintain or improve for 2022 and are proactively managing GCB asset quality by continuing deployment of corporate task force.</p>
6.	<p>Under the Group's Community Banking, the mortgage segment's overall sales contribution from branches grew from RM37 million in 2020 to RM937 million in 2021 (page 68 of IR2021).</p> <p>What were the reasons for the year-on-year sharp increase in mortgage sales contribution from branches?</p>	<p>The increase in sales was attributed to the Bank's strategy to drive incremental growth in mortgage by expanding geographical through our branches nationwide. This is to complement our prevailing strategy of focusing on market centres.</p> <p>In addition to this, the increase was also supported by the Government's Home Ownership Campaign which ran until Dec 2021. We have also benefited from our digital transformation where 55% of sales was through our RHB MyHome app.</p>
7.	<p>In line with RHB's digitalisation agenda, RHB had onboarded over 300,000 new customers in FY2021 on its RHB Mobile Banking application, which takes the total onboarded customers to over one million since the new mobile app was launched in 2019 (page 53 of IR2021).</p> <p>Based on our channel check, the RHB Mobile Banking application received low ratings among mobile users with just 2.6 stars out of 5 stars on Google Play and 1.8 stars out of 5 stars on App Store. Users mostly complained about the user experience of the app e.g., account login, unable to perform fund transfers.</p>	<p>We place great importance on customer feedback and we build it into the end-to-end process of designing and developing our digital channels and features.</p> <p>In line with that, the RHB Mobile Banking app and RHB Online Banking provides a rating feature to capture customers' feedback during the utilization of our new online channels. Based on the ratings received throughout 2021, 94% of our customers are happy with the Mobile Banking experience (564k users rating 4 or more out of 5). Additionally, based on the recent Annual Customer Survey through IPSOS, our Mobile Banking App customer</p>

No.	Question by MSWG	Response by the Company
	<p>What were the reasons of unsatisfactory user experience towards this app despite RHB's significant investment in pursuing the digitalisation agenda?</p>	<p>satisfaction score is at 82% on par with industry satisfaction score (83%). This follows the IPSOS survey released by BNM in 2020 that showed our then new Mobile Banking app Net Promoter Score (NPS) of +45 (+20 ahead of industry).</p> <p>The ratings on Apple AppStore and Google Playstore are based on algorithms that takes into account number of downloads, duration on store, etc. on top of user rating, and therefore may not reflect the actual/real time customer feedback.</p> <p>In 2022, we will continue to improve the features of both our Mobile Banking and Internet Banking by providing improved digital experience for our customers and reducing friction (i.e. transaction failures, system downtime).</p>
8.	<p>RHB has partnered with Boost Holdings Sdn Bhd to vie for a digital banking licence from Bank Negara Malaysia ("BNM").</p> <p>Should the digital bank joint venture be granted license by BNM, how would the JV complement and create synergy with RHB's existing business?</p>	<p>The application for a joint venture digital bank should be viewed as an extension of RHB's Digital Transformation Plan. RHB plans to accelerate the deployment of innovative capabilities developed in the joint venture digital bank (e.g. credit risk management model, servicing model etc.) into RHB to further enhance our competitiveness.</p> <p>From a customer standpoint, we aim for synergies by nurturing underserved and unserved customers who might eventually become RHB's customers in the future. Similarly, we expect the joint venture digital bank to complement our existing businesses through cross-referrals across both banks with customers seeking more complex products being referred to RHB (e.g. mortgage, auto finance, asset management).</p> <p>We look to leverage the joint strengths and ecosystems of RHB and Boost Holdings to deliver innovative digital solutions to the underserved and unserved. We feel that the joint venture digital bank provides a unique</p>

No.	Question by MSWG	Response by the Company
		<p>proposition which combines the best of both worlds:</p> <p>RHB Banking Group:</p> <ul style="list-style-type: none"> • Many years of established trust with customers and regulators • Extensive experience in running a bank with proven expertise across core banking services, risk management and compliance, liquidity, capital, operational and credit management, product management and responsible financing <p>Boost Holdings:</p> <ul style="list-style-type: none"> • Extensive fintech experience developed through Boost Credit, a digital micro-financing and micro-insurance brand by Axiata Digital • Strong capabilities in learning about customers via analytics and artificial intelligence to provide better customer solutions, product personalisation and risk-based pricing
Sustainability Matters		
9.	<p>As of end-December 2021, RHB had extended RM4.32 billion out of its RM5 billion Green Financing Commitment by 2025 in support of green activities, of which 20.7% of the financing provided was related to renewable energy projects (page 98 of IR2021).</p> <p>What are the other industries/projects that RHB extended the green financing to? What is the breakdown of RHB's green financing exposure according to industry and country?</p>	<p>RHB had committed RM 5 Billion in Green Financing through core activities of lending, capital markets advisory and fundraising, together with investment for the period of 2020 to 2025. The objective was to have tangible impact directly and indirectly on projects and developments that would counter or address climate change.</p> <p>Below is the summary of the types and industries that was covered under this commitment:</p>

No.	Question by MSWG	Response by the Company																								
		<table border="1" data-bbox="862 296 1425 768"> <thead> <tr> <th data-bbox="870 296 1138 394">Eligible Green Activities under RHB's Green Financing Commitment as at 31 Dec 2021</th> <th data-bbox="1138 296 1295 394">Total RM (Million)</th> <th data-bbox="1295 296 1425 394">%</th> </tr> </thead> <tbody> <tr> <td data-bbox="870 405 1138 436">Renewable Energy</td> <td data-bbox="1138 405 1295 436">894.6</td> <td data-bbox="1295 405 1425 436">20.7%</td> </tr> <tr> <td data-bbox="870 436 1138 489">Pollution Prevention and Control</td> <td data-bbox="1138 436 1295 489">8.64</td> <td data-bbox="1295 436 1425 489">0.2%</td> </tr> <tr> <td data-bbox="870 489 1138 520">Clean Transportation</td> <td data-bbox="1138 489 1295 520">2.5</td> <td data-bbox="1295 489 1425 520">0.1%</td> </tr> <tr> <td data-bbox="870 520 1138 573">Sustainable Water and Wastewater Management</td> <td data-bbox="1138 520 1295 573">1,735</td> <td data-bbox="1295 520 1425 573">40.2%</td> </tr> <tr> <td data-bbox="870 573 1138 699">Eco-efficient and/or Circular Economy Adapted Products, Production Technologies and Processes</td> <td data-bbox="1138 573 1295 699">20.5</td> <td data-bbox="1295 573 1425 699">0.5%</td> </tr> <tr> <td data-bbox="870 699 1138 730">Green Buildings</td> <td data-bbox="1138 699 1295 730">1,654.7</td> <td data-bbox="1295 699 1425 730">38.3%</td> </tr> <tr> <td data-bbox="870 730 1138 768">Total</td> <td data-bbox="1138 730 1295 768">4,316</td> <td data-bbox="1295 730 1425 768">100.0%</td> </tr> </tbody> </table> <p data-bbox="862 804 1443 873">The financing exposure was largely in Malaysia.</p>	Eligible Green Activities under RHB's Green Financing Commitment as at 31 Dec 2021	Total RM (Million)	%	Renewable Energy	894.6	20.7%	Pollution Prevention and Control	8.64	0.2%	Clean Transportation	2.5	0.1%	Sustainable Water and Wastewater Management	1,735	40.2%	Eco-efficient and/or Circular Economy Adapted Products, Production Technologies and Processes	20.5	0.5%	Green Buildings	1,654.7	38.3%	Total	4,316	100.0%
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10.	<p data-bbox="277 940 837 1140">The Group also launched the RHB Sustainability Finance Programme which provides various green financing solutions to retail and SME customers. The scheme targets to grant RM1 billion in new financing by 2025.</p> <p data-bbox="277 1178 837 1308">As of end-December 2021, a total of RM44.36 million has been provided to customers, or equivalent to about 4.44% of the committed amount.</p> <p data-bbox="277 1346 837 1440">Was the scheme well-received by customers? If not, what are the reasons of the lukewarm reception?</p>	<p data-bbox="862 940 1443 1339">The Group's Sustainable Financing Programme focusing on Green financing solutions – Green Energy, Green Buildings, Green Process and Green Products for Retail and SME customers was launched in 2021. Within a period of 4 months of its launch, the Group had extended a total of RM 44.36 million of facilities to customers. This include the Hybrid / EV financing package offered under Auto Finance specifically designed for green vehicles which is well received by the customers.</p> <p data-bbox="862 1377 1443 1843">As of Q1 2022, SME banking has a total pipeline of RM360 million in Sustainable Financing programme, at various stages of approval process. This represent 72% of the RM1billion target and is classified as environmental and social aspects of ESG programmes ranging from renewable energy, recycling and manufacturing. There will be concentrated effort for SME Banking to create, develop, enhance and implement Sustainability financing opportunities for the SME business community over the next 5-years as part of RHB's Sustainability journey.</p>																								

No.	Question by MSWG	Response by the Company
Corporate Governance Matters		
11.	<p>Referring to Resolution 5 of Notice of Meeting dated 30 March 2022, RHB is seeking shareholders' approval for a proposed increase in directors' fees and board committees' allowance, as well as the payment of directors' fee, board committees' allowances and directors' remuneration to non-executive directors.</p> <p>The proposed increase in fees and allowance was upon a benchmarking analysis conducted by an external consultant in 2021, taking into account the demands, complexities and performance of the Company as well as skills and experience required.</p> <p>What was the outcomes of the review done by the independent external consultant? What were the banks or financial institutions that RHB benchmarked against in considering the appropriate revision?</p>	<p>RHB Banking Group's Non-Executive Directors ("NEDs") fees were last reviewed more than 3 years ago. Willis Tower Watson ("WTW"), the appointed independent external consultant, conducted a benchmarking exercise at the end of 2021 on the directors' remuneration against comparator major local banks, which included Maybank, Public Bank, CIMB, AmBank, Affin Bank and Alliance Bank.</p> <p>Below are the Key Principles taken into consideration by the independent consultant behind the latest proposed revision of RHB Bank's NEDs remuneration structure:</p> <ul style="list-style-type: none"> <li data-bbox="857 890 1450 1157">i. Reflective of RHB's Outlook Macro-economic events and COVID-19 have caused significant market volatility and uncertainty in the foreseeable future. Board of Directors now must frame the post crisis strategy and deliberate about where they focus their attention. <li data-bbox="857 1192 1450 1493">ii. Recognise unique complexity, requirement and responsibility Remuneration should commensurate with time, effort and complexity where additional fee should be established for lead role positions such as Board chairperson, Board committee chairperson and senior independent non-executive director. <li data-bbox="857 1562 1450 1759">iii. Must be justified, appropriately valued and suitably disclosed Compensation must pass the strict test of being in the shareholders and relevant stakeholders' interest and periodically reviewed to avoid obscurity.

No.	Question by MSWG	Response by the Company
		<p>iv. Benchmark against comparable peers Periodic review against suitable and relevant peers based on comparable nature of business operations and size of organization.</p> <p>The benchmarking exercise revealed that the current fee levels for the directors are below market median based on the latest data available. In line with the expected role of the Board, time commitment and complexity, the proposed fee structure has been updated to align with the market and sustain over the near future.</p>

Attachment 2 of the Minutes of the 56th Annual General Meeting (“AGM”) of RHB Bank Berhad (“RHB Bank” or “the Company” or “the Bank”) held virtually at Meeting Room 3, Level 16, Tower Three, RHB Centre, Jalan Tun Razak, 50400 Kuala Lumpur (“Broadcast Venue”) and via the Boardroom Smart Investor Portal at <https://investor.boardroomlimited.com/> on Wednesday, 27 April 2022 at 10.00 a.m.

**Questions Received From The Members Of The Company
Prior To The 56th AGM**

No.	Name and Question of Member(s)	Response by the Company
AGM Door Gift		
1.	<p><u>Lee Choon Tuck</u></p> <p><i>“Sincerely hope for e-cash voucher for those who participate in this AGM. We never demand to reduce on director remuneration & further endorse / concur all resolutions to show our utmost support to the boards on the past and future.”</i></p>	<p>No, the Bank will not be providing any door gifts including e-vouchers to shareholders/proxies who participate remotely in the virtual 56th AGM this year.</p> <p>This approach is also taken by other conglomerates which are moving towards rewarding the shareholders more substantively, for example via declaration of better dividends.</p>
2.	<p><u>Foong Siew Chui</u></p> <p><i>“Absolutely saddened by the board decision taken on no door gift distribution. We as minor shareholder just want a form of appreciation with nominal sum of gift. Those who does not attend this AGM also can enjoy dividend. We are not like major shareholder who able to enjoy huge stream of dividend. Do good get good return. Every charitable act is a stepping stone toward heaven. We will treasure your kindness. Long Life. Stay safe to all board members. Kindly reconsider the decision on door gift distribution.”</i></p>	<p><i>As per the response to Question 1</i></p>
3.	<p><u>Chew Chin Chin</u></p> <p><i>“Since it is virtual meeting, how to claim door gift? Please advise. Thank you.”</i></p>	<p><i>As per the response to Question 1</i></p>

No.	Name and Question of Member(s)	Response by the Company
4.	<u>Lye Boon Kin</u> “Door gift?”	As per the response to Question 1
5.	<u>Lam Chiu Bin</u> “Any door gift?”	As per the response to Question 1
6.	<u>Lee Chew Foong</u> “Dear Directors, our company has saved hundreds of thousand ringgit from the 3 pandemic years on AGM costs and expenses as they were held virtually. We, as shareholders, have been working hard to attend the highly important AGMs online but were not given due acknowledgment and appreciation in the form of a door gift. We hope you could kindly consider showing some care and concern by giving us a good & generous door gift. Thank you.”	As per the response to Question 1
7.	<u>Ngoh Yoke Chin</u> “Dear Directors, our company has saved hundreds of thousand ringgit from the 3 pandemic years on AGM costs and expenses as they were held virtually. We, as shareholders, have been working hard to attend the highly important AGMs online but were not given due acknowledgment and appreciation in the form of a door gift. We hope you could kindly consider showing some care and concern by giving us a good & generous door gift. Thank you.”	As per the response to Question 1
8.	<u>Tee Woan Fen</u> “Dear Directors, our company has saved hundreds of thousand ringgit from the 3 pandemic years on AGM costs and expenses as they were held virtually. We,	As per the response to Question 1

No.	Name and Question of Member(s)	Response by the Company
	<p><i>as shareholders, have been working hard to attend the highly important AGMs online but were not given due acknowledgment and appreciation in the form of a door gift. We hope you could kindly consider showing some care and concern by giving us a good & generous door gift. Thank you."</i></p>	
9.	<p><u>Tan Wei Siang</u></p> <p><i>"Why RHB does not provide any door gift?"</i></p>	<p><i>As per the response to Question 1</i></p>
10.	<p><u>Chew Chin Chin</u></p> <p><i>"Since it is virtual meeting, how to claim door gift? Please advise. Thank you."</i></p>	<p><i>As per the response to Question 1</i></p>
11.	<p><u>Yew Nyuk Yoon</u></p> <p><i>"We, the humble shareholders, would truly appreciate if our highly respectable Board could kindly consider giving shareholders a very generous door gift for attending this highly important AGM as it is not easy to attend this meeting online due to a lot of line interruptions, platform problems, inconveniences, wi-fi expenses, COVID-19 stress.</i></p> <p><i>We also have to set aside precious time, efforts and commitment similar to that displayed by Board members and company staff.</i></p> <p><i>Many thanks for your kind understanding and support."</i></p>	<p><i>As per the response to Question 1</i></p>
12.	<p><u>Teh Hwei Ling</u></p> <p><i>"Why there is no door gift? RHB share price has been stagnant for quite a long time and there is no door gift? What is the value to shareholders?"</i></p>	<p><i>As per the response to Question 1</i></p>

No.	Name and Question of Member(s)	Response by the Company
13.	<p><u>Chee Teng Ho</u></p> <p><i>“Why is the company not giving any door gifts/e vouchers to all its shareholders/proxies attending this virtual AGM as well EGM and yet deem fit to request for an increase in directors’ fees, allowances and remuneration. Why few years back when the company was not doing well and yet shareholders/proxies attending AGM/EGM were given food and door gifts. FYI attending this RPV is very expensive for us, therefore I hope the company will appreciate and compensate us for our attendance. Tq.”</i></p>	<p><i>As per the response to Question 1</i></p>
14.	<p><u>Lim Ba Tai @ Lim Eng Kim</u></p> <p><i>“Why is the company not giving any door gifts/e vouchers to all its shareholders/proxies attending this virtual AGM as well EGM and yet deem fit to request for an increase in directors’ fees, allowances and remuneration. Why few years back when the company was not doing well and yet shareholders/proxies attending AGM/EGM were given food and door gifts. FYI attending this RPV is very expensive for us, therefore I hope the company will appreciate and compensate us for our attendance. Tq.”</i></p>	<p><i>As per the response to Question 1</i></p>
15.	<p><u>Tee Beng Ngo</u></p> <p><i>“Why is the company not giving any door gifts/e vouchers to all its shareholders/proxies attending this virtual AGM as well EGM and yet deem fit to request for an increase in directors’ fees, allowances and remuneration. Why few years back when the company was not doing well and yet shareholders/proxies attending AGM/EGM were given food and door gifts. FYI attending this RPV is very expensive for us, therefore I hope the company will appreciate and compensate us for our attendance. Tq.”</i></p>	<p><i>As per the response to Question 1</i></p>

No.	Name and Question of Member(s)	Response by the Company
16.	<p><u>Tee Beng Hee</u></p> <p><i>“Why is the company not giving any door gifts/e vouchers to all its shareholders/proxies attending this virtual AGM as well EGM and yet deem fit to request for an increase in directors’ fees, allowances and remuneration. Why few years back when the company was not doing well and yet shareholders/proxies attending AGM/EGM were given food and door gifts. FYI attending this RPV is very expensive for us, therefore I hope the company will appreciate and compensate us for our attendance. Tq.”</i></p>	<p><i>As per the response to Question 1</i></p>
17.	<p><u>Tee Beng Choo</u></p> <p><i>“Why is the company not giving any door gifts/e vouchers to all its shareholders/proxies attending this virtual AGM as well EGM and yet deem fit to request for an increase in directors’ fees, allowances and remuneration. Why few years back when the company was not doing well and yet shareholders/proxies attending AGM/EGM were given food and door gifts. FYI attending this RPV is very expensive for us, therefore I hope the company will appreciate and compensate us for our attendance. Tq.”</i></p>	<p><i>As per the response to Question 1</i></p>
18.	<p><u>Lee Mun Hoe</u></p> <p><i>“Totally dismayed to know that no door gift distribution. Life is short. Do kindly review the decision which highly anticipated / demand by minor shareholder.”</i></p>	<p><i>As per the response to Question 1</i></p>
19.	<p><u>Lee Choon Meng</u></p> <p><i>“Kindly provide e voucher to those who participate in this virtual AGM, We as a shareholder will do our part to promote company products by word of mouth. The</i></p>	<p><i>As per the response to Question 1</i></p>

No.	Name and Question of Member(s)	Response by the Company
	<i>marketing campaign will be as success as our former premier PR slogan i.e. Malu Apa Bossku.”</i>	
20.	<p><u>Stephen Lye Tuck Meng</u></p> <p><i>“Dear BOD - Kindly give us some e-vouchers, food vouchers or e-wallet (no discount vouchers please) for being loyal shareholders and attending this meeting. Times are bad now. Please be considerate to us shareholders during these trying times. TQ.”</i></p>	As per the response to Question 1
21.	<p><u>Law Wei Yang</u></p> <p><i>“Any doorgift provided?”</i></p>	As per the response to Question 1
22.	<p><u>Loh Mun Seong</u></p> <p><i>“Since AGM organizes in virtual form, why the cost-saving for AGM not to reward door gifts to shareholders as appreciation?”</i></p>	As per the response to Question 1
AGM – Directors’ Meeting Allowances		
23.	<p><u>Loh Mun Seong</u></p> <p><i>“Why did board members’ remuneration/meeting fees revise and increase drastically?”</i></p>	The recent benchmarking exercise was conducted by an independent third-party HR consultant against comparator banks and it revealed that the fee levels for RHB are below market median. In line with the expected role of the Board, time commitment and complexity of role and responsibility, the fee structure has been updated to align with the market and sustain for the next few years.
24.	<p><u>Lee Mun Hoe</u></p> <p><i>“Kindly find ways to manage prosperity tax such as provide door gift to shareholders</i></p>	As per the response to Questions 1 and 23

No.	Name and Question of Member(s)	Response by the Company
	<i>and increase director fees in order to attract best talent.”</i>	
25.	<p><u>Lee Mun Hoe</u></p> <p><i>“Kindly find ways to manage prosperity tax such as provide door gift to shareholders who attend this prestigious AGM and increase director fees in order to attract best talent.”</i></p>	As per the response to Questions 1 and 23
Governance		
26.	<p><u>Lee Mun Hoe</u></p> <p><i>“Kindly publish all shareholder queries for transparency and learning purpose.”</i></p>	The questions raised by shareholders and stakeholders prior and during the AGM/EGM will be published on RHB’s website after the meeting.
27.	<p><u>Wong See Kai</u></p> <p><i>“Dividend reinvestment form must be sent early to shareholder. It is no use if the shareholder receives the form on the closing date. The previous dividend reinvestment form I received after the closing date.”</i></p>	Share Registrar had dispatched the DRP documents on 8 October 2021 which is at least 14 days before the expiry date on 25 October 2021. This is in accordance with Paragraph 6.45C(2) of the Main Market Listing Requirements.
28.	<p><u>Lim Tan Yeow Kuan</u></p> <p><i>“This question is to the registrar, Boardroom, give proper training to the newbies, when keying the information, make sure the paying company name is properly inserted and not Boardroom is paying. We sometimes could not know this dividend is from? We may receive TWO or more dividends from Boardroom on the same day. Thanks.”</i></p>	The query is escalated to Boardroom Share Registrars for further action.
29.	<p><u>Loo Yeo Ming</u></p> <p><i>“Please send annual report to [Redacted].”</i></p>	Dispatched out to the shareholder on 13 April 2022.

No.	Name and Question of Member(s)	Response by the Company
Financial Results / Outlook		
30.	<p><u>Loh Mun Seong</u></p> <p><i>“No bonus issues and rights issues since 2015. Any plan to exercise such issues?”</i></p>	<p>We don't have an immediate plan for bonus issue nor rights issue at this juncture and committed to provide returns to shareholders through dividends, via establishment of the Dividend Reinvestment Plan (“DRP”).</p> <p>Based on our current capital management, we are also committed to optimize our existing capital to provide the best returns to shareholders. We do not foresee any immediate need for additional capital injection from rights issue or other capital raising mechanism.</p>
31.	<p><u>Ho Yook Chin @ Ho Yoke Chin</u></p> <p><i>“Revenue Stamp RM10 should be paid by the company for Dividend Reinvestment.”</i></p>	<p>Under Section 4(1) of the Stamp Act 1949 (Stamp Act), the DRF or e-DRF is deemed to be an agreement and an instrument chargeable with stamp duty.</p> <p>The DRF/e-DRF is subjected to a stamp duty of RM10, being an agreement/Notice of Election (instrument) for the shareholders to elect to participate in the Reinvestment Option.</p> <p>The stamp duty shall be payable by the shareholders, being the person whom first sign (execute) the agreement/notice of election.</p>
32.	<p><u>Liew Chin Yip</u></p> <p><i>“Will RHB maintain payout ratio in 2022?”</i></p>	<p>The Board believes in balancing returns to shareholders with investment to support future growth. In FY2019, the Group revised the dividend payout guidance to a minimum of 30% (from between 20% and 30% previously).</p>

No.	Name and Question of Member(s)	Response by the Company
		<p>For FY2021, the Group has proposed to reward our shareholders with a final dividend of 25 sen per share. Together with interim dividend of 15 sen per share, total dividend for FY2021 amounts to 40 sen per share or equivalent to a payout ratio of 62.9%. The final dividend will be made under the Dividend Reinvestment Plan, consisting of cash payout of 15 sen per share, and an electable portion of 10 sen per share.</p> <p>In the future, the Group intends to continue paying dividend of at least 30%. Nevertheless, we strive to achieve payout of approximately 50% which was the highest pre-pandemic payout.</p>
33.	<p><u>Chiam Kim Hock</u></p> <p><i>“Hopefully keep and same give the dividend yield more than 7% every year.”</i></p>	<p><i>As per the response to Question 32</i></p>
34.	<p><u>Loh Mun Seong</u></p> <p><i>“The Federal government hiked the federal fund rate (“FFR”) in March 2022. Do you see any possibility OPR will increase as well?”</i></p>	<p>Bank Negara Malaysia (“BNM”) has always pursued an appropriate and accommodative interest rate policy directed at promoting economic growth. We expect Malaysia’s economic conditions to strengthen in 2022 which may lead BNM to raise the OPR by 25 basis points in second half of 2022 to keep inflation in check.</p>
35.	<p><u>Lee Chee Chiang</u></p> <p><i>“How’s the outcome for next quarter performance despite Ukraine’s crisis?”</i></p>	<p>We are finalising our Q1 2022 results and the results will be announced by end-May 2022.</p> <p>At the moment, it is still too early to measure the impact of Ukraine’s crisis on the Group’s performance. However, on an overall basis, the Group will remain vigilant on the outlook for the rest of the year but committed to deliver growth in 2022.</p>

No.	Name and Question of Member(s)	Response by the Company
		<p>Key target for FY2022 as follows:</p> <ul style="list-style-type: none"> • ROE of 8.5% (10.0% if normalised for Prosperity Tax impact) • Loans growth between 4% and 5% • CASA composition of 30% • Gross impaired loans ratio of not more than 1.70% • Cost-to-income ratio of not more than 45.0%
36.	<p><u>Kou Chan Kai @ Kow Chee Foo</u></p> <p><i>“How was Bank sector in overall after recovery?”</i></p>	<p>Economic recovery continues its positive momentum as Malaysia progressively transitions into the endemic phase following the reopening of international borders. However, geopolitical crisis, supply chain disruption, global inflationary pressures and potential emergence of new variants continue to pose downside risks to the overall growth outlook.</p> <p>Overall, the banking sector is projected to remain resilient with healthy capital and liquidity positions, supported by the adequate level of provisioning made since the beginning of the pandemic. Loans growth is expected to expand this year led by demand from businesses and consumers. On the monetary front, the OPR is expected to increase gradually beginning second half 2022.</p>
37.	<p><u>Kou Chan Kai @ Kow Chee Foo</u></p> <p><i>“How was block chain. And also NFT relating business?”</i></p>	<p>Block chain (and products built on top of block chain technology such as NFT) continue to be emerging technology areas that the industry and market participants continue to observe.</p>

No.	Name and Question of Member(s)	Response by the Company
AGM Cost		
38.	<p><u>Loh Mun Seong</u></p> <p><i>“The Federal government hiked the federal fund rate (“FFR”) in March 2022. Do you see any possibility OPR will increase as well?”</i></p>	<p>The cost incurred for 55th AGM was RM95,169.63 to cater for amongst others, fees paid to consultants and service providers (i.e. Boardroom Share Registrars Sdn Bhd, KPMG), events and catering.</p> <p>The cost to conduct this year’s virtual AGM and EGM is within the same range/ approximate as both meetings will be held on the same day, based on the quotations received from the various vendors. The actual cost incurred will only be confirmed once the finalised bills are received from all vendors.</p>
Ordinary Resolution 6		
39.	<p><u>Permodalan Nasional Berhad (“PNB”)</u></p> <p>Payment of Directors’ Remuneration (excluding Directors’ Fees and Board Committee’s Allowance)</p> <p><i>“What are the benefits entitled under this payment of remuneration?”</i></p>	<p>For clarity, the RM2.0 million allocation are intended among others, for the following :-</p> <ul style="list-style-type: none"> • Tech refresh; • D&O increase; • FIDE training programme for new female director; • increase in meeting frequency; and • establishment of new Board Committee (ESG).
Ordinary Resolution 7		
40.	<p><u>Permodalan Nasional Berhad (“PNB”)</u></p> <p>Appointment of Auditor</p> <p><i>“We note that auditor’s remuneration in FY21 declined by 5% yoy for audit work and by 70% yoy for non-audit work. What would be the changes in audit and non-audit scope that led to such decline?”</i></p>	<p>The decline in auditor’s remuneration is mainly from cessation of operations in Hong Kong, change of auditors in Hong Kong as well as change in scope for PIDM validation.</p> <p>The decline in non-audit fee is attributed to cessation of audit for RHB Hong Kong Limited (fka RHB Holdings Hong Kong Limited) and one-off investigation related services in FY2020.</p>

41.	<p><u>Permodalan Nasional Berhad (“PNB”)</u></p> <p>Appointment of Auditor</p> <p><i>“Who is RHB current audit partner?”</i></p>	<p>The current audit partner is Mr Ong Ching Chuan of PwC. The previous audit partner was Mr Kelvin of PwC and has completed his 5-year rotation of audit services.</p>
Ordinary Resolution 8		
42.	<p><u>Permodalan Nasional Berhad (“PNB”)</u></p> <p>Authority for Directors to Issue Shares</p> <p><i>“Our voting guidelines requires further disclosure on the rationale and utilisation of proceeds from the share issuance. Does the potential need for such issuance include to satisfy the capital requirement as imposed by BNM on financial institutions?”</i></p>	<p>The general mandate will enable the Directors to take swift action, in case of, inter alia, there are business opportunities which involves the issue of new shares and to avoid the delay and cost in convening shareholders’ general meetings to approve such issuance. The exercise of the above general mandate will only be undertaken if the Board considers it to be in the best interest of the Company.</p> <p>For FYE2021, the capital position of RHB remains strong with the Group’s Common Equity Tier-1 (CET-1) and total capital stood at 17.2% and 19.8 % respectively. RHB does not foresee any potential need to issue shares in order to satisfy the capital requirement by BNM unless there is a regulatory change of the same.</p> <p>For clarity, there is no plan to issue new shares in the near future.</p>
FIT22 Strategy		
43.	<p><u>Permodalan Nasional Berhad (“PNB”)</u></p> <p>Market Positioning for 2021.</p>	<p>Market conditions for retail banking has been particularly challenging in 2020 and 2021. Despite the challenges faced, our FIT22 strategy has led us to achieve strong</p>

	<p>During the early introduction of FIT22 in 2018, RHB had indicated its targets which includes to achieve the Top 4, Top 3 and Top5 in Retail banking, SME and Insurance, in terms of market share, respectively.</p> <p>Retail Banking</p> <p>[Page 15 of Annual Report]</p> <p><i>“It was noted that RHB achieved the top 5 position in terms of retail loans and deposits. With only less than a year remaining, is RHB on track to achieve the target? If yes, what are the strategies to get to the number?”</i></p>	<p>growth of +7.0% CAGR in Retail Loans (2021: RM 99.7 Billion, 2017: RM 76.2 Billion) and +11.0% CAGR in Retail Deposits (2021: RM 72.1 Billion, 2017: RM 47.5 Billion).</p> <p>We plan to continue working towards our FIT22 aspirations to be a top 4 retail bank in Malaysia by 2022. Key strategies for 2022 include:</p> <ul style="list-style-type: none"> • Continuously leverage technology and digitalization to improve internal processes and find more effective ways to serve our customers (e.g. introduction of e-KYC) • Enhance our product propositions and service levels with a clear segment-focused view as we look to personalize our offerings to each customer segment <p>We will also be introducing new strategies for longer term growth as part of RHB Group’s new corporate strategy which will be launched later in the year.</p>
44.	<p><u>Permodalan Nasional Berhad (“PNB”)</u></p> <p>Market Positioning for 2021.</p> <p>During the early introduction of FIT22 in 2018, RHB had indicated its targets which includes to achieve the Top 4, Top 3 and Top5 in Retail banking, SME and Insurance, in terms of market share, respectively.</p> <p>SME</p> <p>[Page 15 of Annual Report]</p> <p><i>“Similarly, RHB had achieved the top 4 position for SME. With only less than a year remaining, is RHB on track to achieve the target to be the top 3 in the industry? If yes, what are the strategies to get to the number?”</i></p>	<p>Large strides have been made in SME banking since the launch of FIT22. Our FIT22 strategy has led us to achieve faster-than-industry growth of +8.3% CAGR in SME Loans (2021: RM 24.5 Billion, 2017: RM 17.8 Billion) and +10.1% CAGR in SME Deposits (2021: RM 28.7 Billion, 2017: RM 19.5 Billion). This puts us in a strong position for future growth as we leverage our SME ecosystem as a key differentiator.</p> <p>We intend to build on our momentum and continue working towards being a top 3 SME bank in Malaysia by 2022. Key strategies for 2022 include:</p> <ul style="list-style-type: none"> • Build sectorial specialization to better serve middle market customers • Enhance our digitized product solutions • Intensify effort to improve asset quality while maintaining loan growth

		Similar to retail banking, we will introduce new strategies for longer term growth as part of RHB Group's new corporate strategy which will be launched later in the year.
45.	<p><u>Permodalan Nasional Berhad ("PNB")</u></p> <p>Market Positioning for 2021.</p> <p>During the early introduction of FIT22 in 2018, RHB had indicated its targets which includes to achieve the Top 4, Top 3 and Top5 in Retail banking, SME and Insurance, in terms of market share, respectively.</p> <p>Insurance</p> <p>[Page 15 of Annual Report]</p> <p><i>"It was mentioned that RHB Insurance was the 11th largest insurer in Malaysia. Is the target to be the top 5 still relevant? If yes, how do you plan to meet this target, if no, can you share the challenges?"</i></p>	<p>Group Insurance has faced several challenges since 2017 which includes:</p> <ul style="list-style-type: none"> • Growing a sustainable business with a healthier portfolio mix under the phased liberalisation of Motor and Fire tariffs which has led to the current market increasing in competitiveness • The plan to leverage on digital technology and the digital ecosystem has not brought in significant premium. Nevertheless, this is a step in the right direction <p>Our target is to be a top 7 general insurer in Malaysia by 2026 in terms of gross written premiums. We have set out to achieve this by focusing our effort in 3 areas:</p> <ul style="list-style-type: none"> • Widening the agency distribution network and equipping agents with the right digital tools • Deepening our effort to cross-sell through bancassurance, leveraging our retail and SME base • Innovating to enhance our products with a focus on segment needs through agile leap.
Sustainability & ESG		
46.	<p><u>Permodalan Nasional Berhad ("PNB")</u></p> <p>"New Sustainability Strategy and Roadmap</p> <p>[Page 97 of Annual Report]</p> <p><i>It was noted that in the 3rd Quarter of 2021, RHB had reviewed and refreshed its Sustainability Framework and established a new Sustainability Strategy and</i></p>	<p>The Group's 5 Year Sustainability Strategy was developed based on a review of Malaysia's commitment towards transitioning to a low carbon economy and</p>

	<p><i>Roadmap which spans over 5 years between 2022 –2026.</i></p> <p><i>What was the benchmarking used by RHB to arrive to the new initiatives and targets under the new strategy?"</i></p>	<p>in consultation with regulatory authorities as well as taking into considerations Investors increased focus on ESG investing.</p> <p>Benchmarking that supported this new 2022-2026 Roadmap was the Group's sustainability journey and key achievements as at December 2021, local and regional peers as well as several international FIs.</p>
47.	<p><u>Permodalan Nasional Berhad ("PNB")</u></p> <p>"Aspirations under the new strategy</p> <p>[Page 97 of Annual Report]</p> <p><i>Empower more than two million people across ASEAN by 2026</i></p> <p>a. <i>What are the key countries that would fall under this initiative?</i></p> <p>b. <i>What are the indicative amount of investment towards this initiative throughout the period?"</i></p>	<p>a. The Group will work with stakeholders across Asean where RHB has a presence. The key countries targeted for the time being will be Malaysia, Singapore, Laos and Cambodia.</p> <p>b. The targeted investment amount for this aspiration is RM4.6 million annually.</p>
48.	<p><u>Permodalan Nasional Berhad ("PNB")</u></p> <p>"Aspirations under the new strategy</p> <p>[Page 97 of Annual Report]</p> <p><i>Achieve Carbon Neutral operations by 2030</i></p> <p>a. <i>It was noted that the current GHG emissions by RHB amounted to 25,580 tCO₂eq. Can you share the strategy or measures that RHB plans to execute to achieve the carbon neutral operations by 2030?</i></p> <p>b. <i>Does the strategy include purchasing carbon offsets? If yes, how much reduction is expected to be contributed by this approach, and what would be the estimated cost?"</i></p>	<p>The plans and measures that RHB have put in place to achieve carbon neutral operations consists of upgrades and installation of new technology such as higher efficiency chillers and the corresponding VSD Pumps, capacitor banks, LED Lightings and Renewable energy solution-Solar Panels.</p> <p>RHB is currently exploring carbon off sets options. However, the Group will strive to deliver substantive reduction through optimisation and improvement of our internal operations and practices.</p>

49.	<p><u>Permodalan Nasional Berhad (“PNB”)</u></p> <p>”Aspirations under the new strategy</p> <p>[Page 98 of Annual Report]</p> <p><i>RHB had developed ESG Risk Assessment Tool to guide lending decisions to non-retail clients in the high ESG risk sectors. For FY21, RHB had expanded the tool to 8 ESG-Sensitive Sectors from five in 2020. Apart from new loans, the tool will also be applicable to existing loans that require enhancements and review.</i></p> <p><i>For existing loans, can you share on the current amount of loans for respective ESG-Sensitive Sectors that have not complied with the criteria outlined in the tool, in terms of % and RM amount?”</i></p>	<p>The ESG-sensitive sectors that have not complied with the ESG criteria outline in our ERA risk assessment tool stood at RM75 million as at 31 March 2021 which is 0.5% of the Group’s total ESG Sensitive sectors portfolio.</p>
Financial Performance		
50.	<p><u>Permodalan Nasional Berhad (“PNB”)</u></p> <p>“Credit Cost</p> <p>a. Guidance: <i>Given the current issue related to one of the domestic Oil and Gas players, would there be any change to your credit cost guidance in FY22?</i></p>	<p>Question a. Guidance</p> <p>FY2021 credit cost stood at 0.29% compared with 0.58% in FY2020 mainly from lower ECL on loans and higher bad debts recovered during the year.</p> <p>While we are unable to provide comments on any specific borrowers, the Group will remain vigilant and continue to exercise conservatism where provisions are concerned. We will continue to assess the situation and are willing to increase our management overlay should the need arise. Credit cost is expected to remain elevated, between 0.30% and 0.35% for FY2022.</p>

	<p>b. Singapore operations: <i>It was noted that since the bad year in FY16, Singapore had gradually reduced its exposure to Oil & Gas Sector to improve on asset quality. Currently, how does the risk profile for this portfolio differ from its position in FY16?</i></p>	<p>Question b. Singapore Operations</p> <p>Singapore's exposure to O&G sector was around 10.2% of total outstanding loans in FY2016. In FY2021, the exposure to this sector has reduced to about 3.3% of total outstanding loans.</p> <p>Currently, the focus for Singapore is mainly on secured lending. This is exhibited in our FY2021 Singapore loans portfolio:</p> <ul style="list-style-type: none"> • 64% of outstanding loans were secured (71% of newly disbursed loans in FY2021 were secured) • 31% of outstanding loans were from real estate sector (44% of newly disbursed loans in FY2021 were from real estate sector) <p>Overall, the Group's exposure to O&G sector has reduced from 3.9% in FY2016 to 1.9% in FY2021. Moving forward, the Group will focus on growing assets responsibly and minimize the exposure to high-risk sectors, including O&G.</p>
51.	<p><u>Permodalan Nasional Berhad ("PNB")</u></p> <p>"Non-Fund Based Income"</p> <p><i>It was noted that Non-Fund Based Income in FY21 was impacted by the drop in mark-to-market gain. Given the potential rate hike in the future (which may put downward pressure on mark-to-market gain), how does management foresee on the non-fund based income projection for the rest of the year?</i></p>	<p>In FY2021, non-fund based income declined 7.6% Y-o-Y from lower net trading and investment income despite higher insurance underwriting surplus, fee income growth from capital market, asset management and commercial banking.</p> <p>In general, we are still cautious about the outlook of non-fund based income in FY2022:</p> <ul style="list-style-type: none"> • For Treasury Income, we expect volatility in investment and trading income to persist. However, we are also taking the opportunity of the higher interest rates to rebuild the securities portfolio and support our future interest income.

		<ul style="list-style-type: none"> • With the re-opening of the economy, IB related income is expected to remain healthy as there will be higher demand for corporate transactions, M&A, IPOs, etc. • Continue to focus on wealth management fee income • Brokerage income and other non-fund based income (commercial banking fee income, forex) are also demand driven and rely on the pace of economic recovery.
Succession Planning		
52.	<u>Permodalan Nasional Berhad (“PNB”)</u> <i>“Has RHB identified the candidate to replace Encik Mohd Rashid as the MD of Group Wholesale Banking and what is the progress to date?”</i>	The hiring of Head of Group Wholesale Banking is in progress. An announcement will be made soon.

Attachment 3 of the Minutes of the 55th Annual General Meeting (“AGM”) of RHB Bank Berhad (“RHB Bank” or “the Company” or “the Bank”) held virtually at Meeting Room 3, Level 16, Tower Three, RHB Centre, Jalan Tun Razak, 50400 Kuala Lumpur (“Broadcast Venue”) and via the Boardroom Smart Investor Portal at <https://investor.boardroomlimited.com/> on Wednesday, 27 April 2022 at 10.00 a.m.

**Questions Received From The Members Of The Company
During The 56th AGM**

No.	Name and Question of Member(s)	Response by the Company
AGM / Door Gift		
1.	<p><u>Stephen Lye Tuck Meng</u></p> <p><i>“Dear BOD - Kindly give us some e-vouchers, food vouchers or e-wallet (no discount vouchers please) for being loyal shareholders and attending this meeting. Times are bad now. Please be considerate to us shareholders during these trying times. TQ”</i></p>	<p>The Bank will not be providing any door gifts including e-vouchers or e-wallet to shareholders/proxies who participate remotely in the virtual 56th AGM this year.</p> <p>This approach is also taken by other conglomerates which are moving towards rewarding the shareholders more substantively, for example via declaration of better dividends.</p>
2.	<p><u>Tan Teng Chee</u></p> <p><i>“Good morning Maybank CIMB all give e-wallet. Appreciate you too can give us e-wallet please.”</i></p>	<p><i>As per the response to Question 1</i></p>
3.	<p><u>See Yoot Wah</u></p> <p><i>“Good morning chairman. Appreciate you consider giving us e-wallet like Maybank and CIMB. Thank you.”</i></p>	<p><i>As per the response to Question 1</i></p>
4.	<p><u>Stephen Lye Tuck Meng</u></p> <p><i>“Maybank and CIMB can give door gifts to their shareholders even though it is held virtually. RHB should follow their good example and not give lame excuses.”</i></p>	<p>This approach is taken by other conglomerates which are moving towards rewarding the shareholders more substantively, for example via declaration of better dividends.</p>

No.	Name and Question of Member(s)	Response by the Company
5.	<p><u>Tan Eng Waun</u></p> <p><i>"Mr Chairman Good morning. Appreciate you consider e-wallet this morning like CIMB and Maybank."</i></p>	<p><i>As per the response to Question 1</i></p>
6.	<p><u>Tan Eng Theng</u></p> <p><i>"Good morning Chairman. Appreciate e-wallet like Maybank and CIMB. Thank you."</i></p>	<p><i>As per the response to Question 1</i></p>
7.	<p><u>Oon Joo Lee</u></p> <p><i>"Good morning, Chairman. TNG-ewallet pls. Tq."</i></p>	<p><i>As per the response to Question 1</i></p>
8.	<p><u>Tan Shok Har</u></p> <p><i>"E-wallet please. Appreciate your token, I like Maybank and CIMB."</i></p>	<p><i>As per the response to Question 1</i></p>
9.	<p><u>Lim Kim Yew</u></p> <p><i>"Good morning, Chairman. TNG-ewallet pls. Tq."</i></p>	<p><i>As per the response to Question 1</i></p>
10.	<p><u>Lim Chzeng John</u></p> <p><i>"Good morning, Chairman. TNG-ewallet pls. Tq."</i></p>	<p><i>As per the response to Question 1</i></p>
11.	<p><u>Te Seng Whatt @ Tay Seng Whatt</u></p> <p><i>"May we request for some doorgifts/ e vouchers please. Tq."</i></p>	<p><i>As per the response to Question 1</i></p>
12.	<p><u>Tan Wei Siang</u></p> <p><i>"Will management consider give share holder door gift?"</i></p>	<p><i>As per the response to Question 1</i></p>

No.	Name and Question of Member(s)	Response by the Company
13.	<p><u>Lim Chzeng Sir</u></p> <p><i>"Good morning, Chairman. TNG-ewallet pls. Tq."</i></p>	<p><i>As per the response to Question 1</i></p>
14.	<p><u>Lau Yong En</u></p> <p><i>"Please consider giving e voucher to participating shareholder. Thank you."</i></p>	<p><i>As per the response to Question 1</i></p>
15.	<p><u>Foong Siew Chui</u></p> <p><i>"Some of the director / board members are aged 60 years and above. Is time for them to retire peacefully since board does not consider minority shareholder request for door gifts. Stay safe and long life."</i></p>	<p><i>We note your concern. Thank you.</i></p>
16.	<p><u>Lee Choon Meng</u></p> <p><i>"My deeply sympathy goes to the board members for failing to provide door gift to those who attend this virtual AGM. Despite our difference opinion, my thought and prayers are with you."</i></p>	<p><i>We note your concern. Thank you.</i></p>
17.	<p><u>Sia Cheng Loong</u></p> <p><i>"Why no token of appreciation/door gift to shareholder?"</i></p>	<p><i>As per the response to Question 1</i></p>
18.	<p><u>Sia Cheng Loong</u></p> <p><i>"Okay, but MAYBANK is also giving higher dividend and door gift."</i></p>	<p><i>Many thanks for your feedback. We strive to do better in the coming years.</i></p>
19.	<p><u>Cheah Yew Boon</u></p> <p><i>"I humbly request BOD to give e-Wallet or e-Voucher to minority shareholders as a token of appreciation. I believe the token sum is small, manageable & within annual budgeted expenses."</i></p>	<p><i>As per the response to Question 1</i></p>

No.	Name and Question of Member(s)	Response by the Company
20.	<p><u>Lee Mun Hoe</u></p> <p><i>"Absolutely saddened by the board decision taken on no door gift distribution. We as minor shareholder just want a form of appreciation with nominal sum of gift. Those who does not attend this AGM also can enjoy dividend. We are not like major shareholder who able to enjoy huge stream of dividend. Do good get good return. Every charitable act is a stepping stone toward heaven. Kindly reconsider the decision on DG distribution."</i></p>	<p><i>We note your comments. Thank you.</i></p>
21.	<p><u>Toh See Quan</u></p> <p><i>"Why no e-voucher as door gift?"</i></p>	<p><i>As per the response to Question 1</i></p>
22.	<p><u>Chong Yun Tong</u></p> <p><i>"Any door gift for attending this virtual AGM?"</i></p>	<p><i>As per the response to Question 1</i></p>
23.	<p><u>Tan Kong Ang</u></p> <p><i>"Mr. Chairman, please give virtual voucher to all who attend today AGM. TQVM."</i></p>	<p><i>As per the response to Question 1</i></p>
24.	<p><u>Yeoh Yun Wei</u></p> <p><i>"May I know why the directors requested for a raise in director fees but refused to provide door gifts for the shareholders? Is it because the company does not appreciate the time and effort spent by shareholders to attend this meeting?"</i></p>	<p><i>As per the response to Question 1</i></p>
25.	<p><u>Lee Lai Fong</u></p> <p><i>"Why no door gift provided since the company is making good profit but the directors know how to ask for their own gift (rising director fees)?"</i></p>	<p><i>As per the response to Question 1</i></p>

No.	Name and Question of Member(s)	Response by the Company
26.	<p><u>Khoo Yew Yik</u></p> <p><i>"Good Morning, Any rewards for shareholders who attended this AGM and EGM?"</i></p>	<p><i>As per the response to Question 1</i></p>
27.	<p><u>Warren Tay Kim Leng</u></p> <p><i>"Hope the company will consider giving some e vouchers/e wallet as this is the third year we are attending the RPV and we hope we wouldn't leave empty handed. Tq."</i></p>	<p><i>As per the response to Question 1</i></p>
28.	<p><u>Ronald Danker</u></p> <p><i>"Any door gifts for shareholders?"</i></p>	<p><i>As per the response to Question 1</i></p>
29.	<p><u>Lee Kwai Yoong</u></p> <p><i>"Hi Good morning, Kindly reward the participants who attended this virtual AGM. TQ."</i></p>	<p><i>As per the response to Question 1</i></p>
30.	<p><u>Loo Yeo Ming</u></p> <p><i>"Kindly reconsider door gift as e-wallet as appreciation for our vote to increase Director fees and benefits!!"</i></p>	<p><i>As per the response to Question 1</i></p>
31.	<p><u>Goh Pek Hong</u></p> <p><i>"Good morning. Can the Board give a token, such as e-vouchers to shareholders who are attending this AGM virtually. Tq"</i></p>	<p><i>As per the response to Question 1</i></p>
32.	<p><u>Goh Teng Ching</u></p> <p><i>"A door gift for those attending would be much appreciated. Thanks."</i></p>	<p><i>As per the response to Question 1</i></p>

No.	Name and Question of Member(s)	Response by the Company
33.	<p><u>Lee Tuck Feong</u></p> <p><i>"Thank you for the door gifts."</i></p>	<p><i>As per the response to Question 1</i></p>
34.	<p><u>Poravi A/L S P Sithambaram Pillay</u></p> <p><i>"Full support for all the resolutions. Hope for some food vouchers for all loyal shareholders participating in this RPV today."</i></p>	<p><i>As per the response to Question 1</i></p>
35.	<p><u>Cheah Lean See</u></p> <p><i>"Do please consider a door gift for those attending the AGM."</i></p>	<p><i>As per the response to Question 1</i></p>
36.	<p><u>Reemarachna A/P Poravi</u></p> <p><i>"Please reconsider the voucher matter. Maybank took care of loyal shareholders at their AGM. I am sure you can do better. Please do not tell us RHB is not as good as Maybank."</i></p>	<p><i>We note your comments. Thank you.</i></p>
37.	<p><u>Lee Sze Faye</u></p> <p><i>"Keep up the good work. Don't forget our door gifts. TQ."</i></p>	<p><i>As per the response to Question 1</i></p>
38.	<p><u>Kok Sak Lin</u></p> <p>CM, it is indeed very disappointing that Directors are getting Millions in fees BUT shareholders participating in the RPV AGM for more than 2 years are not getting some refreshment allowances or E-Vouchers which would only cost a few thousand RM for the small number attending this virtual AGM. Please do some CSR for us Minority Shareholders. Thank you.</p>	<p><i>We note your comments. Thank you.</i></p>

39.	<p><u>Mono Kari A/P Sokkalingam</u></p> <p><i>“Good morning. Please reconsider on the voucher matter. RHB is doing well and I think it should reward participating loyal shareholders today with some vouchers. Maybank did well at its AGM as they took care of its shareholders. I am certain RHB can do better than them. Shareholders are spending their valuable time attending and voting. Please take care of them. Directors are being paid allowances to attend meetings and we are approving it too. Do reconsider this humble request.”</i></p>	<p><i>We note your comments. Thank you.</i></p>
40.	<p><u>Lum Choong Ying</u></p> <p><i>“BOD kindly consider to reward shareholders with e-wallet reload, e-vouchers etc. Celebrate a fantastic year. Thanks.”</i></p>	<p><i>As per the response to Question 1</i></p>
41.	<p><u>Ngee Geok Choo</u></p> <p><i>“Please give today’s attendees some e vouchers or e wallets to cheer the Hari Raya. Thank You.”</i></p>	<p><i>As per the response to Question 1</i></p>
42.	<p><u>Pang Heng Cheong</u></p> <p>a. Is there any door gifts provided in this AGM?</p> <p>b. Will the virtual meeting to be continue even the physical meeting is allowed?</p>	<p><u>Question a</u> <i>As per the response to Question 1</i></p> <p><u>Question b</u> <i>That would be largely dependent on the development of the move to endemic phase.</i></p>
43.	<p><u>Teh Hwei Ling</u></p> <p><i>“Why there is no door gift for RHB AGM? Maybank and Bursa offer good door gift to their shareholders for attending their AGM.”</i></p>	<p><i>As per the response to Question 1</i></p>

44.	<p><u>Lim Chee Wieh</u></p> <p>"Hi, got door gift or not?"</p>	<p><i>As per the response to Question 1</i></p>
45.	<p><u>Kong Choy Kwai</u></p> <p><i>"Would appreciate if the BoD reconsider giving e-vouchers. Apart for creating shareholder value, many conglomerates such as Bursa, Maybank and CIMB are given e-vouchers and e-wallet credits."</i></p>	<p><i>We note your comments. Thank you.</i></p>
46.	<p><u>Lai Kok Sing</u></p> <p><i>"Dear Mr Chairman, Any Door Gift given out for those attend this meeting?"</i></p>	<p><i>As per the response to Question 1</i></p>
47.	<p><u>Ngoh Yoke Chin</u></p> <p><i>"Dear Directors, during the past 2 years pandemic, shareholders have not been given any door gifts for attending AGMs online. We need to cope with a lot of line interruptions, high wifi costs, platform problems, inconveniences, covid stress, etc. while Directors and staff are adequately paid working online. Can our respected Boards please help to give care and concern, value the great shareholders' contributions and existence in AGMs by giving good door gifts as appreciation? Thank you."</i></p>	<p><i>As per the response to Question 1</i></p>
48.	<p><u>Tee Woan Fen</u></p> <p><i>"We, the humble shareholders, would truly appreciate if our highly respectable Board could kindly consider giving shareholders a very generous door gift for attending this highly important AGM as it is not easy to attend this meeting online due to a lot of line interruptions, platform problems, inconveniences, wi-fi expenses, covid stress. We also have to set aside precious time, efforts & commitment similar to that displayed by Board members & company staff. Many thanks for your kind understanding & support."</i></p>	<p><i>The Bank will not be providing any door gifts including e-vouchers or e-wallet to shareholders/proxies who participate remotely in the virtual 56th AGM this year.</i></p> <p><i>This approach is also taken by other conglomerates which are moving towards rewarding the shareholders more substantively, for example via declaration of better dividends.</i></p> <p><i>We note your comments. Thank you.</i></p>

49.	<p><u>Kok Sak Lin</u></p> <p><i>“Disappointing year again for RHB not giving EVRS for participating in AGMs. Attending company meetings by shareholders is an extra effort & loyalty from shareholders & should not be lumped with the excuse of delivering shareholder value via dividends. It should also be considered as CSR to shareholders. Please reconsider. Regards.”</i></p>	<p><i>We note your comments and support given to us. Thank you.</i></p>
50.	<p><u>Lee Chew Foong</u></p> <p><i>“We, the humble shareholders, would truly appreciate if our highly respectable Board could kindly consider giving shareholders a very generous door gift for attending this highly important AGM as it is not easy to attend this meeting online due to a lot of line interruptions, platform problems, inconveniences, wi-fi expenses, covid stress. We also have to set aside precious time, efforts & commitment similar to that displayed by Board members & company staff. Many thanks for your kind understanding & support.”</i></p>	<p><i>We note your comments and support given to us. Thank you.</i></p>
51.	<p><u>Tee Woan Fen</u></p> <p><i>“Dear Directors, our company has saved hundreds of thousand ringgit from the 3 pandemic years on AGM costs & expenses as they were held virtually. We, as shareholders, have been working hard to attend the highly important AGMs online but were not given due acknowledgment and appreciation in the form of a door gift. We hope you could kindly consider showing some care & concern by giving us a good & generous door gift. Thank you.”</i></p>	<p><i>We note your comments and support given to us. Thank you.</i></p>
52.	<p><u>Ngoh Yoke Chin</u></p> <p><i>“Dear Directors, our company has saved hundreds of thousand ringgit from the 3 pandemic years on AGM costs & expenses</i></p>	<p><i>We note your comments and support given to us. Thank you.</i></p>

	<p><i>as they were held virtually. We, as shareholders, have been working hard to attend the highly important AGMs online but were not given due acknowledgment and appreciation in the form of a door gift. We hope you could kindly consider showing some care & concern by giving us a good & generous door gift. Thank you.</i></p>	
53.	<p><u>Lee Tuck Feong</u></p> <p><i>"Hello. Don't forget your door gifts for attendees of this virtual AGM. You get emoluments and salary which is akin to the dividends paid. But you are taking allowances for attending meetings which is similar to our door gifts to attend AGM. Please be clear on this issue. TQ."</i></p>	<p><i>We note your comments and support given to us. Thank you.</i></p>
54.	<p><u>Lee Kwai Yoong</u></p> <p><i>"Hello. Don't forget your door gifts for attendees of this virtual AGM. You get emoluments and salary which is akin to the dividends paid. But you are taking allowances for attending meetings which is similar to our door gifts to attend AGM. Please be clear on this issue. TQ."</i></p>	<p><i>We note your comments and support given to us. Thank you.</i></p>
55.	<p><u>Lim Soh Wah</u></p> <p><i>"Your peers, Maybank gave RM50 Lotus's voucher, CIMB gave RM35 TnG reload, and they gave very good dividends. Please consider e-voucher to all participated shareholders, if you would like to do comparison."</i></p>	<p><i>We note your concerns and will strive to do better.</i></p>
56.	<p><u>Ng Swee Kheng</u></p> <p><i>"Please consider giving e-voucher/e-wallet to those shareholders who are present. TQ."</i></p>	<p><i>As per the response to Question 1</i></p>

57.	<p><u>Lee Sze Teng</u></p> <p>"Hi Good morning.</p> <p><i>Hello BOD. You need to lead and take RHB to greater heights. Follow the ESG diligently and rewards participants of this virtual AGM generously. Time is of essence and valuable to everybody. TQ."</i></p>	<p><i>Thank you for your comments and continued support.</i></p>
58.	<p><u>Tan Boon Lye</u></p> <p>"No vouchers?"</p>	<p><i>As per the response to Question 1</i></p>
59.	<p><u>Stephen Lye Tuck Meng</u></p> <p><i>"Dear Chairman/BOD, Kindly do not use Boardroom for future Virtual Meetings.</i></p> <p><i>Their system is not integrated and their service is very lousy.</i></p> <p><i>Have to hunt for their email just to get the login details and cannot vote when the meeting starts.</i></p> <p><i>There are only 2 Integrated Service Providers for RPV i.e. Tricor and SSSB.</i></p> <p><i>So far Tricor screwed up in YTLCORP/YTLPOWR AGM 2020 and MAYBANK AGM 2021 but it is still the better among the two.</i></p> <p><i>Note: I have no vested interest in any Service Providers. I just want the best experience for the Shareholders."</i></p>	<p><i>Thank you for your feedback. We will take it into consideration.</i></p>
60.	<p><u>Teh Peng Tin</u></p> <p><i>"How much does the company spend on this virtual AGM?"</i></p> <p><i>Would the BOD kindly consider giving shareholder with Touch n Go e- wallet as a token of appreciation for attending today's RPV. Thank you</i></p>	<p>Cost for virtual AGM is approximately RM100,000. The Bank will not be providing any door gifts including e-vouchers to shareholders/proxies who participate remotely in the virtual 56th AGM this year.</p>

	<i>I would like to request a printed hard copy of the company annual report. Thank you."</i>	<p>This approach is also taken by other conglomerates which are moving towards rewarding the shareholders more substantively, for example via declaration of better dividends.</p> <p>On the annual report, we will escalate your request to Boardroom Shares Registrar Sdn Bhd.</p>
61.	<p><u>Kou Chan Kai @ Kow Chee Foo</u></p> <p><i>"Can RHB group doing hybrid AGM/EGM? Virtual and physical. For worldwide or Malaysia participate?</i></p> <p><i>Thank you."</i></p>	<p>Thank you for your proposal. We will discuss and assess this matter accordingly depending on the progress of the movement to the endemic stage.</p>
62.	<p><u>Lee Mun Hoe</u></p> <p><i>"When physical AGM will resume?"</i></p>	<p><i>As per the response to Question 61</i></p>
63.	<p><u>Lim Siew Kep</u></p> <p><i>"For Boardroom Ltd., It is time for your company to simplify the voting system. Such as TIIH's or SSSHB. Thank you."</i></p>	<p>Thank you for your feedback. We will escalate this matter to Boardroom for their improvements.</p>
64.	<p><u>Ho Yook Chin @ Ho Yoke Chin</u></p> <p><i>"Why cannot vote?"</i></p>	<p><i>Hi Shareholder,</i></p> <p><i>We regret to inform you that the voting has closed around 10 minutes ago (12.03 p.m.). Currently, we are counting the votes. Thank you.</i></p>
65.	<p><u>Ho Yook Chin @ Ho Yoke Chin</u></p> <p><i>"Why no voting word shown? What is this"</i></p>	<p><i>As per the response to Question 64</i></p>

66.	<p><u>Lee Pooi Yean</u></p> <p><i>"Hello.</i></p> <p><i>Hi. Please practise ESG. Our time to attend this virtual AGM is important.</i></p> <p><i>How committed are you in attending meetings vis a vis the shareholders attending this Virtual AGM? Please value our time and contribution for this AGM. TQ."</i></p>	<p><i>Hello. Welcome to the 56th AGM of RHB Bank.</i></p> <p><i>Dear Shareholder, the Q&A session has closed. Your time and support are valuable to us. Thank you.</i></p>
67.	<p><u>Chan Kim Joo @ Tay Kim Joo</u></p> <p><i>"Please send me a hard copy of the Annual Report 2021, tq!"</i></p>	<p><i>We will arrange for Boardroom Share Registrars to send a copy to you. Thank you for your support.</i></p>
68.	<p><u>Ngee Geok Choo</u></p> <p><i>"I am Madam Ngee Geok Choo. Kindly send me a copy of the annual report. Thank you."</i></p>	<p><i>Good Morning Madam. We will arrange for Boardroom Share Registrars to send a copy to you. Many thanks for your support, stay safe and healthy.</i></p>
69.	<p><u>Chua Song Yun</u></p> <p><i>"I am not able to find any past meeting minutes on RHB investor relationship website. Can board please consider to upload the AGM presentation and meeting minutes on to your website, so shareholders can have better access to information. Thank you."</i></p>	<p>Dear Shareholder,</p> <p>Please click this link : https://www.rhbgroup.com/investor-relations/overview/index.html</p> <p>It will be under "Corporate Announcement". Please further click on "General Meetings".</p> <p>Hope this helps.</p>
Strategy		
70.	<p><u>Kow Lih Shi</u></p> <p><i>"How was the digital license and virtual leasing project?"</i></p>	<p><i>We are awaiting BNM announcement of the Digital Bank License winners. The DB that RHB plan to JV with Axiata aims to</i></p>

	<p><i>Does RHB able doing corporate loan as this theory technically similar?</i></p>	<p><i>focus on serving the Micro-SME and B40 retail customers. It will not offer corporate loans.</i></p>
71.	<p><u>Sharifah Farah Hanim Mahmud</u></p> <p><i>“Please explain the impact of the digital bank permit with Axiata? Thank you.”</i></p>	<p>We are awaiting BNM announcement of the winners of the Digital Bank License. The DB that RHB plan to JV with Axiata plans to primarily focus on serving Micro-SME and B40 retails customers which is a market that RHB has little presence at the moment. This group of so-called underserved customers will complement the RHB current customer base. The DB will refer higher value products/services to RHB e.g. Mortgages, Auto Finance, etc. if there is a need for the customers of the DB for these products. RHB also aim to deploy new way of working, product development approaches, technologies that have been proven in the DB to the core RHB businesses to speed up our internal transformation.</p>
72.	<p><u>Kow Lih Shi</u></p> <p><i>“In past few years and financial years are closing pull out Hong Kong as overseas investing business, does upcoming reduce overseas investing business in planning?”</i></p>	<p>RHB Investment Bank Hong Kong didn't have the scale nor the size to be relevant in a very crowded and competitive Hong Kong market. Hence the closure of Hong Kong reduced the bleed to the Group. ASEAN is the focus for RHB and we are committed to our operations in the region and growth of the business in ASEAN.</p>
73.	<p><u>Beh Siang Yin</u></p> <p><i>“In terms of foreign branches, what are the plans on adding more branches or expansion, if so, who are the specific countries will be in focus?”</i></p>	<p>We do not have any immediate plans to increase the number of branches in our overseas operations. We are however actively looking into investing in and enhancing our IT architecture and digital platforms so that we can better serve our customers and enhance our reach to the target segments.</p>

<p>74.</p>	<p><u>Kow Lih Shi</u></p> <p><i>“Local banking business are getting better off after pandemic stages of recovery stages, how has RHB benefits from overall? Any mega project or SME and also new planning for new leading borrowing financial as small fund bellow 1 million or above 1 trillion big corporate loans?”</i></p> <p><i>Does RHB will release debt and bad debt data from overall financial years, does more than 5% of overall write off accounting base?</i></p> <p><i>Government has imposed no bankruptcy action during the pandemic period. Does auction cases increase in RHB loan and leasing customer getting more ratio compare past few years?</i></p> <p><i>Does mortgage loan doing refinancing or longer period of payback time to avoid good payment customer in that bad debt situation?</i></p> <p><i>(except the COVID defer payback period)”</i></p>	<p>For Question (1), based on our in-house view, Malaysia’s GDP is projected to grow by 5.5% with loans forecasted to grow by 5.2% in 2022. Despite the expectation of economic recovery in 2022, the Group remains cautious given the potential downside risks arising from geopolitical crisis, global inflationary pressures and potential emergence of Covid-19 variants. The Group expects loans to grow between 4% and 5% in 2022 but we will continue to monitor and assess market developments closely as the year progresses and will revise the loans target if necessary. With the government announcing the revival of major infrastructure projects, we expect the Group to benefit which includes the SME and Corporate segments.</p> <p>For questions (2) and (3) (same answer as they are asset quality related) In FY2021, we recorded GIL of 1.49%, lower mainly attributed to higher recoveries and write-offs during the year. With the expiry of the deferment repayment assistance (RA) under the PEMULIH package, the domestic outstanding RA reduced from 12% as at 31st Jan 2022 to 6% as at 31st March 2022.</p> <p>For FY2022 our focus is on maintaining credit discipline and intensify efforts in recovery and collection. We will maintain regular engagements with our customers and offer R&R tailored to their specific requirements to minimise defaults and migration to Stage 3. We expect GIL ratio to increase in FY2022 but not more than 1.70%</p>
<p>75.</p>	<p><u>Kow Lih Shi</u></p> <p><i>“How was the business partner planning with government project support like loan or financing to company or corporate doing sub contract in mega project of Malaysia</i></p>	<p>Depends if there is a binding contract from a reputable and sound Awarder. In addition, tight conditions can be structured to ring fence the contract</p>

	<p><i>infrastructure business or the new setup company less than 5 years history?</i></p> <p><i>Rate they doing cloud funding are indirectly crowd funding are competitive with Bank business?"</i></p>	<p>proceeds, hence if on this basis, we can consider</p>
<p>76.</p>	<p><u>Beh Siang Yin</u></p> <p><i>"How do you rate the company's performance of is meeting plans set out in FIT22 strategy? What are the areas of improvement that you seek to focus on, or adjustments to be made since you have taken helm?"</i></p>	<p>The FIT22 strategy has driven consistent improvements particularly to market share, CIR and ROE despite the significant challenges of Covid over the last 2 years.</p> <ul style="list-style-type: none"> • Improvement in 2021 ROE (normalised)* of 10.3% vs. 8.7% in 2017 • Consistent CIR reduction with 2021 CIR at 45.2% against 49.9% in 2017 • PBT increased by 37.9% (RM3,529m in 2021 vs. RM2,558m in 2017) • "Highest returns to shareholders over 3 years" under the Financial Services Sector category at The Edge Billion Ringgit Club & Corporate Awards 2021 <p>We are in the process refining our mid-long term corporate strategy. The new Corporate Strategy will respond to market trends so that RHB can accelerate our income and profit growth more efficiently and effectively. Examples of these market trends:</p> <ol style="list-style-type: none"> 1. Growth in affluent population that seek hyper-personalised experiences. 2. Increased demand for Islamic Banking services, particularly for end-to-end Islamic offerings. 3. ASEAN regionalisation with greater integration, signalling potential overseas opportunities. 4. High digital expectations driven by changes in consumer behaviour.

		5. Evolving workforce with different preferences and needs.
Outlook		
77.	<p><u>Lee Chee Chiang</u></p> <p><i>“Hi, Good morning Mr Chairman,</i></p> <p><i>Just wondering how is the forecast for next quarter profits despite the Ukrainian crisis?</i></p> <p><i>Thanks.”</i></p>	<p>We are finalising our Q1 2022 results and the results will be announced by end-May 2022.</p> <p>At the moment, it is still too early to measure the impact of Ukraine’s crisis on the Group’s performance. However, on an overall basis, the Group will remain vigilant on the outlook for the rest of the year but committed to deliver growth in 2022.</p> <p>Key target for FY2022 as follows:</p> <ol style="list-style-type: none"> 1. ROE of 8.5% (10.0% if normalised for Prosperity Tax impact) 2. Loans growth between 4% and 5% 3. CASA composition of 30% 4. Gross impaired loans ratio of not more than 1.70% 5. Cost-to-income ratio of not more than 45.0%
78.	<p><u>Ng Lam Khoon</u></p> <p><i>“What is the outlook of RHB for the next 3 years?”</i></p>	<p>After 2 years of going through the pandemic, we expect economic recovery in the next 3 years. Taking cognisance of this, we are currently in the process of developing an updated corporate strategy which will take into account the latest market conditions and trends observed.</p> <p>Looking ahead, we expect the financial services sector to continue to evolve rapidly, in part due to the acceleration of market trends as a result of COVID-19, for examples:</p>

		<ul style="list-style-type: none"> • Growth in affluent population that seek hyper-personalised experiences. • Increased demand for Islamic Banking services, particularly for end-to-end Islamic offerings. • ASEAN regionalisation with greater integration, signalling potential overseas opportunities. • Heavy competition and disruptive technology. • High digital expectations driven by changes in consumer behaviour. • Evolving workforce with different preferences and needs. <p>These market trends as well as our commitment to continuously drive progress for the Group will guide our focus areas for the new corporate strategy in the next few years.</p>
Financial Performance		
79.	<p><u>Kow Lih Shi</u></p> <p><i>“The overall financial years business in banking is growth. What is ratio of personal banking and business banking?</i></p> <p><i>How the government loan or bond business income was are contribute much more to overall revenue In profit?”</i></p>	<ol style="list-style-type: none"> 1. Assuming this is related to Retail/ SME ratio to overall loans, the ratio is 63% in FY2021 vs 59% in FY2017. 2. Percentage of Gain and MTM on securities contributed 5.8% to total income in FY2021 (FY2020: 9.6%).
80.	<p><u>Chua Song Yun</u></p> <p>“</p> <ol style="list-style-type: none"> a. <i>What is the total proactive provision that has been provided and still remains that can provide a buffer for future bad loans?</i> 	<ol style="list-style-type: none"> a. The management overlay that we have set aside in the last 2 financial years is RM819 mil. For FY2022, the Group will remain vigilant and continue to exercise conservatism where provisions are concerned. We will continue to assess the situation and are willing to increase our management overlay should the need arise. As such, credit cost is

	<p><i>b. What are the total outstanding loans that are still under any type of assistance as of today?</i></p> <p><i>Thank you.</i></p>	<p>expected to be between 0.30% and 0.35% for FY2022 from 0.29% in FY2021.</p> <p><i>b. With the expiry of the deferment repayment assistance (RA) under the PEMULIH package, the domestic outstanding RA reduced from 12% as at 31st Jan 2022 to 6% as at 31st March 2022.</i></p>
<p>81.</p>	<p><u>Chua Song Yun</u></p> <p><i>"This question Is missed/ skipped?"</i></p> <p><i>a. What is the total proactive provision that has been provided and still remains that can provide a buffer for future bad loans?</i></p> <p><i>b. What are the total outstanding loans that are still under any type of assistance as of today?</i></p> <p><i>Thank you.</i></p>	<p><i>As per the response to Question 80</i></p>
<p>82.</p>	<p><u>Chua Song Yun</u></p> <p><i>"Our bank has reported a net modification loss of RM418 million in FY2021 (page 33). Why are this amount seems to be significantly higher than other banks?"</i></p>	<p>The Group has been accommodative in helping our customers with Moratorium and R&R which had resulted in higher modification losses.</p>
<p>83.</p>	<p><u>Lim Jit Thin</u></p> <p><i>"Morning to the board, recently the finance minister had announced the rescue plan for Sapura Energy by 5 banks, may i know how much was our bank RHB allocate for the rescue plan and would this affect the profitability of our bank and the dividends to be paid to shareholders?"</i></p>	<p>We are unable to disclose customer profile as we are bound by customer confidentiality provision.</p>

Business		
84.	<p><u>Kou Chan Kai @ Kow Chee Foo</u></p> <p><i>“Can RHB bank doing more benefit to warga emas?</i></p> <p><i>Or more user friendly access for counter banking or else less hassles process?</i></p> <p><i>Thanks.”</i></p>	<p>Our branches do give priority to senior citizens. We also have our eQMS system that allows appointment to be pre-arranged so that customers can be attended to immediately.</p>
85.	<p><u>Chua Song Yun</u></p> <p><i>“Management should improve the customer service at its branches. Some of the good ideas have backfired due to bad executions and rigid staff. For examples:</i></p> <p><i>a. The appointment system although mean good, however, the execution is terrible. I witness quite a number of cases where the walk-in customers who were unaware of the appointment system were rudely turned away, despite the branch being empty at that time, and these include new customers and senior citizens.</i></p> <p><i>b. While RHB Bank has adopted digital registration to open new accounts for customers, the execution is terrible and systems seem to be problematic, causing big hassles to customers.”</i></p>	<p>Firstly we apologise for any inconvenience. Today, we practice a hybrid model. We will entertain both walk-ins and also those on digital appointments. Priority will of course be for those on digital appointment but those on walk-ins will still be served and time to serve advised to them.</p>
86.	<p><u>Teh Hwei Ling</u></p> <p><i>“I would like to feedback that RHB has done a very poor job in calculating the interest amount on retail housing loan during moratorium period. Many of my acquaintances has complaint that the housing loan interest amount was erroneous calculated despite opting-out from moratorium. When they reached out to customer service, the customer service had</i></p>	<p>We apologies for the inconvenience. We would have to handle this on a case by case basis. Please do reach out to us at customer.advocacy@rhbgrou.com. We will strive to amicably resolve any issues.</p>

	<i>a hard time explaining the errors to customers which lead to more confusion. In order to gain confidence from your customers and shareholders, please improve your team's capability (both mortgage team and customer service team) in the accuracy of interest calculation and explanation of the errors and remedy to customers."</i>	
87.	<u>Teh Hwei Ling</u> <i>"Why are there so many types of trading platforms in RHB investment Bank? Can you consolidate into one? There is RHB Invest, RHB Trade Smart etc.? May I know the reasons of these overlapping platforms? All these overlapping platforms are eating into the cost of operation."</i>	There are 2 main share trading equity trading platforms post the merger with OSK. We plan to consolidate the platform in in the next 2 to 3 years. The other trading platforms are for futures, derivatives and commodities.
88.	<u>Kow Lih Shi</u> <i>"Can RHB increase of revenue but reduce costing in overall business operation?"</i> <i>How was reduce branch in next quarter since pandemic are not high demand in counter services is dependent Auto machine?"</i>	We are continuously looking for opportunities to improve our revenue and optimise our cost base via various avenues e.g. process re-engineering via RPA, restructuring of our org. structure through our Agile programme, improve procurement process, etc. As for our branch network, we think our customers still need branch services but the nature of the branch will need to be changed from transaction focus to sales and services focus. We continue to optimise our branch footprint and remodel our branches to meet the customer demand.
Dividend/ Bonus/ Rights Issue		
89.	<u>Teh Peng Tin</u> <i>"May I know when the company going to reward shareholder with bonus issue?"</i>	We do not have immediate plan for bonus issue at this moment. We are still committed to provide returns to shareholders via the dividend route,

		<p>whereby we have established the Dividend Reinvestment Plan (DRP).</p> <p>Based on our current capital management, we are also committed to optimize our existing capital to provide the best returns to shareholders. Furthermore, our capital ratios are among the highest in the industry and well above minimum regulatory requirements and our internal capital targets.</p>
<p>90.</p>	<p><u>Lee Suan Bee</u></p> <p><i>“Would the BOD kindly consider to waive off or absorb the affixed revenue stamp for DRP, especially to minority shareholder. Please reply. Thank you.”</i></p>	<p>Under Section 4(1) of the Stamp Act 1949 (Stamp Act), the DRF or e-DRF is deemed to be an agreement and an instrument chargeable with stamp duty.</p> <p>The DRF/e-DRF is subject to a stamp duty of RM10, being an agreement/Notice of Election (instrument) for the shareholders to elect to participate in the Reinvestment Option.</p> <p>The stamp duty shall be payable by the shareholders, being the person whom first sign (execute) the agreement/notice of election.</p>
<p>Remuneration</p>		
<p>91.</p>	<p><u>Chew Hem Poo @ Choy Nean Chin</u></p> <p><i>“I note that our company currently has in place a Cash Deferred Scheme to reward those employees who have met the relevant performance targets as laid down by our company. The scheme is excellent. The proposed SGS as outlined in the Circular to shareholders will incur a lot of costs for establishing such Scheme & also to a certain extent in diluting our company capital structure. In order to reward our company directors who have met the criteria as mentioned in the Proposed SGS can be included in the remuneration. Such entitlements as usual will be tabled in our company AGM Ordinary Resolution for</i></p>	<p>We believe the proposed Share Grant Scheme will better align senior management's performance and reward with shareholder returns. This will in turn better serve the shareholders' longer term objectives. Any dilution impact to shareholding of other shareholders is expected to be marginal.</p> <p>For clarity, Non-Executive Directors do not receive the Share Grant Scheme</p>

	<i>approval at AGM each year. I hope that the matters can be deliberated. Thank you.”</i>	
92.	<p><u>Loo Yeo Ming</u></p> <p><i>“In response to increased Director fees and benefits, can shareholders expect double profit and dividends plus increased frequency.”</i></p>	<p>RHB Banking Group’s Non-Executive Directors (“NEDs”) fees were last reviewed more than 3 years ago. Based on the benchmarking exercise conducted by the independent consultant, it was revealed that the current fee levels for the directors are below market median based on the latest data available. In line with the expected role of the Board, time commitment and complexity, the proposed fee structure has been updated to align with the market and sustain over the near future.</p> <p>The Board will continue to exercise its duty diligently and responsibly to steer the Group’s operation forward amidst volatility, uncertainty and complex operating environment.</p>
93.	<p><u>Tan Siak Far</u></p> <p><i>“Please tell us, what makes you deserved the allowance increase? How you benchmark yourself with Maybank which Maybank didn’t ask for it.”</i></p>	<p>The allowance increase is to align to the market and reflect the complexities and responsibilities of the directors in line with market challenges and expectations.</p> <p>The benchmarking process conducted by Willis Tower Watson took into consideration the comparative remuneration structure of major local banks, which included Maybank, Public Bank, CIMB, AmBank, Affin Bank and Alliance Bank. The results indicated that RHB Bank’s current fee levels for the directors are below market median.</p>
Human Resources		
94.	<p><u>Kow Lih Shi</u></p> <p>ESG, work life balance, quality life of employment bring progress and more</p>	<p>RHB put a lot of emphasis on employee well-being through various initiatives such</p>

	<p>efficiency from worker perform.</p> <p>Does RHB group apply to the statement make by others country as Japan and western country?</p> <p>The social media are viral of banking employment no longer 8am 5pm work time in overall no Overtime pay but annual bonus or company benefit, the longer working time and mentally physiological issue more occur to health in long term, does banking medical claim are yearly increase? That was become company burden of operation cost increase by yearly 0.5-1% from the wages?</p> <p>Does company will more focus on KPI of time frame equal to output not the time increase but output was same, Eg. Annual or monthly inbound housekeeping of data or report compound or else daily closing by manual not as simplifies as paperless or simplified of steps?</p> <p>The multi task apply in company does the departmental overlap duty of the customer follow up? e.g. marketing, but customer are corporate as well?</p>	<p>as RHB Wellness Programme, Hybrid and Flexible working arrangement, various employee engagement programs to ensure our employee wellbeing is being taken care of.</p>
95.	<p><u>Kow Lih Shi</u></p> <p><i>"How was the RHB group doing in-house training, does after in house training will bring back beneficial to Investment?"</i></p> <p><i>The knowledge will adjusted for indirectly knowledge to conduct more webinar e.g. in investment customer for further knowledge in banking sector overall new knowledge update.</i></p> <p><i>The knowledge are. Most important for life, some customer are more interesting on bank in learning and education, RHB are doing CSR programme too, and approach young Investor, company more doing more program indirectly customer will know not base marketing promote good point of company of banks services, because some</i></p>	<p>RHB delivers in house training through RHB Academy. We also send our staff for external training. Our program facilitators work with subject matter experts both internal and external to ensure relevant training delivered. During pandemic, most programs were delivered through on line platforms. CSR based program was also carried out to school students and the underprivileged community.</p>

	<p><i>corporate will received email alert. Of new enhanced and service, therefore the customer will get to know banks services better of not base on telemarketing of waiting resources of fund to able distribute more Dividends, telemarketing come back rewards not as good as expecting, the effort more the output performance will occur.</i></p> <p><i>Thank you, boards and members answering questions.”</i></p>	
Compliance		
96.	<p><u>Lee Mun Hoe</u></p> <p><i>“As a responsible banking, may i know whether bank will lodge police report if found out that customer involve in illegal business or any irregularity business conduct when bank carry out sustainability due diligence on all customer during on boarding process.”</i></p>	<p>If upon conducting due diligence at the point of on-boarding the bank finds that a potential customer is involved in illegal business or the bank has concerns on the potential customer's conduct of its business, the bank will not proceed to onboard such customers and as required by the regulators, report to the relevant regulator of the application by the potential customer.</p>
97.	<p><u>Kow Lih Shi</u></p> <p><i>“The marketing are doing new target customer does they sorting customer base not just base AI or the overall e.g. customer in corporate are investment, loan, and business banking, but promoting are monthly overall received 10 promotion or sales call from. Banking?</i></p> <p><i>Are customer sign the no disclose to promotion or personal data promotion is still in promo list in bank?</i></p> <p><i>How the banking not focus on single customer or just pool customer data base to getting loan interest earning as targeting business to achieve success marketing campaign success as focus?</i></p> <p><i>Or else RHB should doing more seminar or conference for the professional or the</i></p>	<p>RHB practices strict guidelines in line with the Personal Data Protection Act to ensure customer confidentiality and preferences are adhered to. We consistently carry out training, seminars and our popular Money Chat webinars for our customers to ensure we share the latest practices and market conditions. This will allow our customers to make informed decisions.</p>

	<p><i>customer really need to self-explore the services should needed, not for hard selling or time more consume to each other's side.</i></p> <p><i>Or else bank are should weekly doing some professional webinar for the interested customer in banks servicing like investment doing."</i></p>	
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