

THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.

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

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Shareholders should rely on their own evaluation to assess the merits and risks of the proposal set out herein.



AIRASIA GROUP BERHAD

(Registration No. 201701030323 (1244493-V))
(Incorporated in Malaysia)

**CIRCULAR TO SHAREHOLDERS IN RELATION TO THE
PROPOSED CHANGE OF NAME FROM AIRASIA GROUP BERHAD TO CAPITAL A BERHAD
("PROPOSED CHANGE OF NAME")**

The Proposed Change of Name will be tabled at AirAsia Group Berhad's Extraordinary General Meeting ("**EGM**") which will be conducted as a fully virtual meeting entirely through live streaming from the online meeting platform using the Remote Participation and Voting facilities provided by Tricor Investor & Issuing House Services Sdn. Bhd. via the TIH Online website at <https://tjih.online> on Thursday, 27 January 2022 at 3.00 p.m. The Notice of EGM together with the Form of Proxy are set out in this Circular.

You are entitled to attend and vote at our EGM or appoint proxy(ies) to vote for and on your behalf. In such event, the Form of Proxy should be completed and lodged at our registered office at RedQ, Jalan Pekeliling 5, Lapangan Terbang Antarabangsa Kuala Lumpur (klia2), 64000 KLIA, Selangor Darul Ehsan, Malaysia or electronically lodged with the poll administrator via TIH Online website at <https://tjih.online> not later than 48 hours before the date and time fixed for our EGM or any adjournment thereof. Please refer to the Administrative Note for the EGM on the procedures for electronic lodgement of the Form of Proxy. The lodging of the Form of Proxy will not preclude you from attending and voting in person at our EGM should you subsequently wish to do so but if you do so, your proxy shall be precluded from attending the EGM.

Last date and time for lodging the Form of Proxy : Tuesday, 25 January 2022 at 3.00 p.m.

Date and time of the EGM : Thursday, 27 January 2022 at 3.00 p.m.

This Circular is dated 5 January 2022

DEFINITIONS

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

AAGB or Company	: AirAsia Group Berhad
AAGB Group or Group	: Collectively, our Company and our subsidiaries
Board	: The Board of Directors of our Company
Circular	: This circular dated 5 January 2022
CCM	: Companies Commission of Malaysia
EGM	: Extraordinary general meeting
EPS	: Earnings per Share
NA	: Net assets
Proposed Change of Name	: Propose change of the Company's name from "AIRASIA GROUP BERHAD" to "CAPITAL A BERHAD"

References to "**our Company**", "**we**", "**us**", "**our**" and "**ourselves**" in this Circular are to our Company.

References to "**our Group**" are to our Company and our subsidiaries. All references to "**you**" and "**your**" in this Circular are to our shareholders.

Unless specifically referred to, words denoting the singular shall, where applicable, include the plural and vice versa and words denoting the masculine gender shall, where applicable, include the feminine and/or neuter genders and vice versa. References to persons shall include legal entities including corporations.

Any reference to time of day in this Circular is a reference to Malaysian time, unless otherwise stated.

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AIRASIA GROUP BERHAD
(Registration No. 201701030323 (1244493-V))
(Incorporated in Malaysia)

Registered Office

RedQ, Jalan Pekeliling 5
Lapangan Terbang Antarabangsa Kuala Lumpur (klia2)
64000 KLIA
Selangor Darul Ehsan
Malaysia

5 January 2022

Board of Directors

Datuk Kamarudin bin Meranun (*Non-Independent Executive Chairman*)
Tan Sri Anthony Francis Fernandes (*Non-Independent Executive Director and Chief Executive Officer*)
Dato' Abdel Aziz @ Abdul Aziz bin Abu Bakar (*Non-Independent Non-Executive Director*)
Dato' Fam Lee Ee (*Senior Independent Non-Executive Director*)
Dato' Mohamed Khadar bin Merican (*Independent Non-Executive Director*)

To: Our shareholders

Dear Sir / Madam,

PROPOSED CHANGE OF NAME FROM AIRASIA GROUP BERHAD TO CAPITAL A BERHAD

1. INTRODUCTION

On 3 January 2022, the Company announced that it proposes to change its name from "AIRASIA GROUP BERHAD" to "CAPITAL A BERHAD".

THE PURPOSE OF THIS CIRCULAR IS TO PROVIDE YOU WITH THE DETAILS OF THE PROPOSED CHANGE OF NAME AND TO SEEK YOUR APPROVAL ON THE SPECIAL RESOLUTION PERTAINING TO THE PROPOSED CHANGE OF NAME TO BE TABLED AT THE FORTHCOMING EGM. THE NOTICE OF EGM TOGETHER WITH THE ADMINISTRATIVE NOTE FOR THE EGM AND THE FORM OF PROXY ARE ENCLOSED IN THIS CIRCULAR.

YOU ARE ADVISED TO READ AND CONSIDER CAREFULLY THE CONTENTS OF THIS CIRCULAR BEFORE VOTING ON THE SPECIAL RESOLUTION PERTAINING TO THE PROPOSED CHANGE OF NAME TO BE TABLED AT THE FORTHCOMING EGM.

2. DETAILS OF THE PROPOSED CHANGE OF NAME

The proposed name "CAPITAL A BERHAD" was approved by the CCM on 28 December 2021, in which the reservation of name is valid for a period of thirty (30) days from the date of approval. The Proposed Change of Name, if approved by the shareholders, will be effective from the date of issuance of the Notice of Registration of New Name by the CCM.

3. RATIONALE AND JUSTIFICATION FOR THE PROPOSED CHANGE OF NAME

Our Board proposes to change the Company's name from "AIRASIA GROUP BERHAD" to "CAPITAL A BERHAD".

The Proposed Change of Name is to have a new corporate identity that offers a better reflection of the Group's core business and its future undertakings in tandem with its rapid transformation as it has gone beyond its beginnings as an airline into a digital travel and lifestyle services group which continues to gain strong momentum. This structural change would help facilitate strong projected growth in our portfolio businesses. We believe that the new company name will further enhance and be in line with our purpose to connect people and transform lives. It will also set the tone of the Group as it expands into new horizons and allay concerns of being a group that was intrinsically an airline.

4. EFFECTS OF THE PROPOSED CHANGE OF NAME

The Proposed Change of Name will not have any effect on the share capital of the Company and shall not have any material effect on the NA, gearing and EPS of the Group.

The Proposed Change of Name will also not affect the existing brands and subsidiaries within the Group such as AirAsia (the airline), airasia Super App and so forth. It only affects the name of the Company/the Group based on the justification and purpose as stated previously.

5. INTERESTS OF THE DIRECTORS, MAJOR SHAREHOLDERS, CHIEF EXECUTIVE AND/OR PERSONS CONNECTED WITH THEM

None of the Directors, major shareholders and/or chief executive of our Company and/or persons connected with them (as defined in the Listing Requirements) has any interests, direct or indirect, in the Proposed Change of Name.

6. APPROVAL REQUIRED

The Proposed Change of Name, to be tabled at the forthcoming EGM, is subject to the approval being obtained from the shareholders of AAGB.

7. DIRECTORS' STATEMENT AND RECOMMENDATION

Our Board, after having considered all aspects of the Proposed Change of Name, is of the opinion that the Proposed Change of Name is in the best interests of our Company. Accordingly, our Board recommends that you **VOTE IN FAVOUR** of the special resolution pertaining to the Proposed Change of Name to be tabled at the forthcoming EGM.

8. EGM

Our Company's forthcoming EGM, the notice of which is set out in this Circular, will be conducted as a fully virtual meeting entirely through live streaming from the online meeting platform using the Remote Participation and Voting ("RPV") facilities provided by Tricor Investor & Issuing House Services Sdn. Bhd. via the TIIH Online website at <https://tiih.online> on Thursday, 27 January 2022 at 3.00 p.m., for the purpose of considering and, if thought fit, passing with or without modifications, the special resolution to give effect to the Proposed Change of Name.

You are entitled to attend the fully virtual meeting via live streaming and participate via the RPV facilities at our forthcoming EGM or appoint proxy(ies) to vote for and on your behalf. In such event, the Form of Proxy, set out in this Circular, should be lodged at our registered office at RedQ, Jalan Pekeliling 5, Lapangan Terbang Antarabangsa Kuala Lumpur (klia2), 64000 KLIA, Selangor Darul Ehsan, Malaysia or electronically lodged with the poll administrator via TIIH Online website at <https://tiih.online> not later than 48 hours before the time fixed for our Company's forthcoming EGM or any adjournment thereof. Please refer to the Administrative Note for the EGM, set out in this Circular, on the procedures for electronic lodgement of the Form of Proxy. The last date and time for you to lodge the Form of Proxy is on Tuesday, 25 January 2022, at 3.00 p.m. The lodging of the Form of Proxy will not preclude you from attending and voting in person at our Company's forthcoming EGM should you subsequently wish to do so but if you do so, your proxy shall be precluded from attending the EGM.

Yours faithfully,
For and on behalf of our Board
AIRASIA GROUP BERHAD

DATUK KAMARUDIN BIN MERANUN
Non-Independent Executive Chairman



AIRASIA GROUP BERHAD
(Registration No. 201701030323 (1244493-V))
(Incorporated in Malaysia)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting (“**EGM**”) of AirAsia Group Berhad (“**AAGB**” or the “**Company**”) will be held as a fully virtual meeting entirely through live streaming from the online meeting platform using the Remote Participation and Voting facilities (“**RPV**”) provided by Tricor Investor & Issuing House Services Sdn. Bhd. via the TIH Online website at <https://tih.online> **on Thursday, 27 January 2022 at 3.00 p.m.** or at any adjournment thereof, for the purpose of considering and, if thought fit, passing with or without modifications, the following resolution:

SPECIAL RESOLUTION

PROPOSED CHANGE OF NAME FROM AIRASIA GROUP BERHAD TO CAPITAL A BERHAD (“PROPOSED CHANGE OF NAME”)

“THAT the name of the Company be changed from “AirAsia Group Berhad” to “Capital A Berhad” effective from the date of issuance of the Notice of Registration of New Name by the Companies Commission of Malaysia to the Company.

AND THAT the Directors and/or the Secretary of the Company be and are hereby authorised and empowered to carry out all the necessary steps and formalities in effecting the Proposed Change of Name.”

BY ORDER OF THE BOARD

HARMINDER SINGH A/L JAILA SINGH
(P.C. REG. NO. 201908001591) (LS0009855)
Company Secretary
Selangor Darul Ehsan, Malaysia
5 January 2022

FULLY VIRTUAL EGM

1. *As part of the measures taken by the Company to curb the spread of COVID-19 and taking into consideration the paramount safety and well-being of the members of the Company, the EGM will be conducted as a fully virtual meeting via live streaming and online RPV provided by Tricor Investor & Issuing House Services Sdn. Bhd. via its TIH Online website at <https://tih.online>. This is also in line with the revised Guidance Note on the Conduct of General Meetings for Listed Issuers issued by the Securities Commission Malaysia on 16 July 2021 (including any amendments that may be made from time to time) (“**Guidance Note**”). Please follow the procedures as set out in the Administrative Note which is available at the Company’s website at www.airasia.com/aagbir.*
2. *In accordance with the Guidance Note, an online meeting platform located in Malaysia can be recognised as the main meeting venue or place (“**Meeting Venue**”) to conduct a fully virtual general meeting, and as such fulfils the requirements under Section 327 of the Companies Act, 2016 which requires the Chairperson of the meeting to be present at the Meeting Venue.*

3. Members and/or proxy(ies) and/or corporate representative(s) and/or attorney(s) **WILL NOT BE ALLOWED** to be physically present at the Meeting Venue on the day of the EGM, instead are to attend, speak (including posing questions to the Board via real time submission of typed texts) and vote (collectively, “participate”) remotely at the EGM via the RPV provided by Tricor Investor & Issuing House Services Sdn. Bhd.

NOTES ON APPOINTMENT OF PROXY

1. Pursuant to the Securities Industry (Central Depositories) (Foreign Ownership) Regulations 1996 and Rule 41(a) of the Company’s Constitution, only those Foreigners (as defined in the Constitution) who hold shares up to the current prescribed foreign ownership limit of 45.0% of the total number of issued shares of the Company, on a first-in-time basis based on the Record of Depositors to be used for the forthcoming EGM shall be entitled to vote. A proxy appointed by a Foreigner not entitled to vote, will similarly not be entitled to vote. Consequently, all such disenfranchised voting rights shall be automatically vested in the Chairman of the EGM.
2. A member must be registered in the Record of Depositors at 5.00 p.m. on 20 January 2022 (“**General Meeting Record of Depositors**”) in order to attend and vote at the EGM. A depositor shall not be regarded as a member entitled to attend the EGM and to speak and vote thereat unless his name appears in the General Meeting Record of Depositors. Any changes in the entries on the Record of Depositors after the abovementioned date and time shall be disregarded in determining the rights of any person to attend and vote at the EGM.
3. A member entitled to attend and vote is entitled to appoint not more than two (2) proxies (or in the case of a corporation, to appoint a representative(s) in accordance with Section 333 of the Companies Act, 2016) to attend and vote in his stead. There shall be no restriction as to the qualification of the proxy(ies).
4. The Form of Proxy in the case of an individual shall be signed by the appointor or his attorney, and in the case of a corporation, either under its common seal or under the hand of an officer or attorney duly authorised.
5. Where a member appoints two (2) proxies, the appointment shall be invalid unless he specifies the proportion of his shareholdings to be represented by each proxy.
6. Where a member of the Company is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one securities account (“**omnibus account**”), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds.
7. The Form of Proxy or other instruments of appointment shall not be treated as valid unless deposited at the Registered Office of the Company at RedQ, Jalan Pekeliling 5, Lapangan Terbang Antarabangsa Kuala Lumpur (klia2), 64000 KLIA, Selangor Darul Ehsan, Malaysia or by electronic lodgement via the **TIIH Online website** at <https://tiih.online> not less than forty-eight (48) hours before the time set for holding the EGM, i.e. not later than Tuesday, 25 January 2022 at 3.00 p.m. **Faxed copies of the duly executed Form of Proxy are not acceptable.**
8. Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolution set out in this Notice will be put to vote by way of poll.
9. By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the EGM and/or any adjournment thereof, a member of the Company (i) consents to the collection, use and disclosure of the member’s personal data by the Company (or its agents) for the purpose of the processing and administration by the Company (or its agents) of proxies and representatives appointed for the EGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the EGM (including any adjournment thereof), and in order for the Company (or its agents) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the “**Purposes**”), (ii) warrants that where the member discloses the personal data of the member’s proxy(ies) and/or representative(s) to the Company (or its agents), the member has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, and (iii) agrees that the member will fully and wholly indemnify the Company on full indemnity basis (whether demanded or not) in respect of any penalty, liability, claim, demand, loss and damage as a result of the member’s breach of warranty.



AIRASIA GROUP BERHAD
(Registration No. 201701030323 (1244493-V))
(Incorporated in Malaysia)

ADMINISTRATIVE NOTE FOR THE EXTRAORDINARY GENERAL MEETING OF AIRASIA GROUP BERHAD (“AAGB” OR THE “COMPANY”) (“EGM”)

Day, Date : Thursday, 27 January 2022
Time : 3.00 p.m.
Online Meeting Platform : <https://tiih.online>

MODE OF MEETING

As part of the measures taken by the Company to curb the spread of COVID-19 and taking into consideration the paramount safety and well-being of the members of the Company, the EGM will be conducted as a **fully virtual meeting entirely through live streaming from the online meeting platform using the Remote Participation and Voting facilities provided by Tricor Investor & Issuing House Services Sdn. Bhd. (“Share Registrar” or “TIIH”) via the TIIH Online website at <https://tiih.online>**. This is also in line with the revised Guidance Note and FAQs on the Conduct of General Meetings for Listed Issuers issued by the Securities Commission Malaysia on 16 July 2021 (including any amendment that may be made from time to time) (**“Guidance Note and FAQ”**).

According to the Guidance Note and FAQ, an online meeting platform located in Malaysia can be recognised as the main meeting venue or place (**“Meeting Venue”**) to conduct a fully virtual general meeting, and as such fulfils the requirements under Section 327 of the Companies Act, 2016 which requires the Chairperson of the meeting to be present at the Meeting Venue.

In view of the recent evolving COVID-19 cases in Malaysia, the Company may be required to change the meeting arrangements of the EGM at short notice. As such, members are advised to regularly check the Company’s website or announcements for the latest updates on the status of the EGM. The Company will continue to observe the guidelines issued by the Ministry of Health and will take all relevant precautionary measures as advised.

REMOTE PARTICIPATION AND VOTING FACILITIES (“RPV”)

Members and/or proxy(ies) and/or corporate representative(s) and/or attorney(s) **WILL NOT BE ALLOWED** to be physically present at the meeting venue on the day of the EGM, instead are to attend, speak [including posing questions to the Board of Directors (**“Board”**) via real time submission of typed texts] and vote (collectively, **“participate”**) remotely at the EGM via the RPV provided by TIIH via its **TIIH Online** website at <https://tiih.online>.

Members who appoint proxies to participate at the EGM via RPV must ensure that the duly executed Form of Proxy is deposited in a hard copy form at the registered office of the Company at RedQ, Jalan Pekeliling 5, Lapangan Terbang Antarabangsa Kuala Lumpur (klia2), 64000 KLIA Selangor, Malaysia (**“Registered Office”**) or by electronic lodgement via **TIIH Online website at <https://tiih.online>** not later than Tuesday, 25 January 2022 at 3.00 p.m. **Faxed copies of the duly executed Form of Proxy are not acceptable.**

A member who has appointed a proxy or attorney or authorised representative to participate at the EGM via RPV must request his/her proxy or attorney or authorised representative to register himself/herself for RPV at TIIH Online website at <https://tiih.online>.

Kindly refer to Procedures for RPV as set out below for the requirements and procedures.

As the EGM will be conducted as a fully virtual meeting, members who are unable to participate in this EGM via RPV may appoint the Chairman of the meeting as his/her proxy and indicate the voting instructions in the Form of Proxy.

PROCEDURES FOR REMOTE PARTICIPATION AND VOTING VIA RPV

Member(s) or proxy(ies) or corporate representative(s) or attorney(s) who wish to participate remotely at the EGM using the RPV are advised to follow the requirements and procedures as indicated below:

Procedure	Action
BEFORE THE EGM DAY	
(a) Register as a user with TIIH Online	<ul style="list-style-type: none"> Using your computer, access the website at https://tiih.online and register as a user under “e-Services”. Select the “Sign Up” button and followed by “Create Account by Individual Holder”. Kindly refer to the tutorial guide posted on the homepage for assistance. Registration as a user will be approved within one (1) working day and you will be notified of the status of registration via email. If you are already a user with TIIH Online, you are not required to register again. You will receive an e-mail to notify you that the remote participation is available for registration at TIIH Online.
(b) Submit your request to attend EGM remotely	<ul style="list-style-type: none"> Registration is open from 10.00 a.m. on Wednesday, 5 January 2022 until the day of EGM on Thursday, 27 January 2022. Member(s) or proxy(ies) or corporate representative(s) or attorney(s) are required to pre-register their attendance for the EGM to ascertain their eligibility to participate at the EGM using the RPV. Login with your user ID (i.e. e-mail address) and password and select the corporate event: “(REGISTRATION) AIRASIA EGM 2022”. Read and agree to the Terms & Conditions and confirm the Declaration. Select “Register for Remote Participation and Voting”. Review your registration and proceed to register. The system will send an e-mail notification that your registration for remote participation is received and will be verified. After verification of your registration against the General Meeting Record of Depositors dated 20 January 2022, the system will send you an e-mail after 25 January 2022 to approve or reject your registration for remote participation. <p><i>(Note: Please allow sufficient time for the approval as a new user of TIIH Online as well as the registration for RPV in order for you to login to TIIH Online and to participate at the EGM remotely).</i></p>
ON THE DAY OF THE EGM	
(c) Login to TIIH Online	<ul style="list-style-type: none"> Login with your user ID and password for remote participation at the EGM at any time from 2.00 p.m. i.e. one (1) hour before the commencement of the EGM at 3.00 p.m. on Thursday, 27 January 2022.
(d) Participate through Live Streaming	<ul style="list-style-type: none"> Select the corporate event: “(LIVE STREAM MEETING) AIRASIA EGM 2022” to engage in the proceedings of the EGM remotely. If you have any question for the Chairman/ Board, you may use the query box to transmit your question. The Chairman/ Board will endeavour to respond to questions submitted by remote participants during the EGM. If there is time constraint, the responses will be e-mailed to you at the earliest possible, after the EGM.
(e) Online Remote Voting	<ul style="list-style-type: none"> Voting session commences from 3.00 p.m. on Thursday, 27 January 2022 until a time when the Chairman announces the end of the session. Select the corporate event: “(REMOTE VOTING) AIRASIA EGM 2022” or if you are on the live stream meeting page, you can select the “GO TO REMOTE VOTING PAGE” button below the Query Box. Read and agree to the Terms & Conditions and confirm the Declaration. Select the CDS account that represents your shareholdings. Indicate your votes for the resolution that is tabled for voting. Confirm and submit your votes.
(f) End of remote participation	<ul style="list-style-type: none"> Upon the announcement by the Chairman on the closure of the EGM, the live streaming will end.

Note to users of the RPV:

1. Should your registration for RPV be approved, we will make available to you the rights to join the live streamed meeting and to vote remotely. Your login to TIIH Online on the day of the EGM will indicate your presence at the virtual meeting.
2. The quality of your connection to the live broadcast is dependent on the bandwidth and stability of the internet connection at your location and the device you use.
3. In the event you encounter any issues with logging-in, connection to the live streamed meeting or online voting on the day of the EGM, kindly call the TIIH Help Line at 011-40805616/ 011-40803168/ 011-40803169/ 011-40803170 or e-mail to tiih.online@my.tricorglobal.com for assistance.

GENERAL MEETING RECORD OF DEPOSITORS (“ROD”)

Only a depositor whose name appears in the ROD at 5.00 p.m. on 20 January 2022 shall be entitled to attend, speak and vote remotely or appoint proxies to attend and/or vote remotely on his/her behalf at the EGM.

APPOINTMENT OF PROXY OR ATTORNEY OR CORPORATE REPRESENTATIVE

Members who appoint proxy(ies) to participate via RPV at the EGM must ensure that the duly executed Form of Proxy are deposited in a hard copy form at the Registered Office or by electronic means to TIIH no later than **Tuesday, 25 January 2022 at 3.00 p.m.**

The appointment of a proxy may be made in a hard copy form or by electronic means in the following manner:

(i) In hard copy form

In the case of an appointment made in hard copy form, the Form of Proxy must be completed and lodged at the registered office of the Company at RedQ, Jalan Pekeliling 5, Lapangan Terbang Antarabangsa Kuala Lumpur (klia2), 64000 KLIA, Selangor Darul Ehsan, Malaysia.

(ii) By electronic means

All members have the option to submit the Form of Proxy electronically via TIIH Online at <https://tiih.online> and the steps to submit the Form of Proxy are summarised below:

Procedure	Action
i. Steps for Individual Members	
(a) Register as a User with TIIH Online	<ul style="list-style-type: none">• Using your computer, please access the website at https://tiih.online. Register as a user under “e-Services”. Select the “Sign Up” button followed by “Create Account by Individual Holder”. Please refer to the tutorial guide posted on the homepage for assistance.• If you are already a user with TIIH Online, you are not required to register again.
(b) Proceed with submission of Form of Proxy	<ul style="list-style-type: none">• After the release of the Notice of EGM by the Company, login with your user name (i.e. email address) and password.• Select the corporate event: “AIRASIA EGM 2022 – Submission of Proxy Form”.• Read and agree to the Terms and Conditions and confirm the Declaration.• Insert your CDS account number and indicate the number of shares for your proxy(ies) to vote on your behalf.• Appoint your proxy(ies) and insert the required details of your proxy(ies) or appoint the Chairman of the meeting as your proxy.• Indicate your voting instructions for the resolution that is tabled for voting – FOR or AGAINST, otherwise your proxy will decide your vote(s) or abstain from voting at his/her discretion.• Review and confirm the appointment of your proxy(ies).• Print the Form of Proxy for your record.

ii. Steps for Corporation or Institutional Members		
(a)	Register as a User with TIIH Online	<ul style="list-style-type: none"> • Access TIIH Online at https://tiih.online. • Under e-Services, the authorised or nominated representative of the corporation or institutional member selects “Create Account by Representative of Corporate Holder”. • Complete the registration form and upload the required documents. • Registration will be verified, and you will be notified by e-mail within one (1) to two (2) working days. • Proceed to activate your account with the temporary password given in the e-mail and re-set your own password. <p><i>(Note: The representative of a corporation or institutional member must register as a user in accordance with the above steps before he/she can subscribe to this corporate holder electronic proxy submission. Please contact our Share Registrar if you need clarifications on the user registration.)</i></p>
(b)	Proceed with submission of Form of Proxy	<ul style="list-style-type: none"> • Login to TIIH Online at https://tiih.online. • Select the corporate exercise name: “AIRASIA EGM 2022 - Submission of Proxy Form”. • Agree to the Terms & Conditions and Declaration. • Proceed to download the file format for “Submission of Proxy Form” in accordance with the guidance note set therein. • Prepare the file for the appointment of proxy(ies) by inserting the required data. • Proceed to upload the duly completed proxy appointment file. • Select “Submit” to complete your submission. • Print the confirmation report of your submission for your record.

Please ensure **ALL** the particulars as required in the Form of Proxy are completed, signed and dated accordingly.

Any authority pursuant to which such an appointment is made by a power of attorney must be completed and lodged at the Registered Office not later than **3.00 p.m. on Tuesday, 25 January 2022** to participate via RPV at the EGM. A copy of the power of attorney may be accepted provided that it is certified by notary and/or in accordance with the applicable legal requirements in the relevant jurisdiction in which it is executed.

For a corporate member who has appointed a representative, please deposit the **ORIGINAL/ DULY CERTIFIED** certificate of appointment at the Registered Office not later than **3.00 p.m. on Tuesday, 25 January 2022** to participate via RPV at the EGM. The certificate of appointment should be executed in the following manner:

- (i) If the corporate member has a common seal, the certificate of appointment should be executed under seal in accordance with the constitution of the corporate member.
- (ii) If the corporate member does not have a common seal, the certificate of appointment should be affixed with the rubber stamp of the corporate member (if any) and executed by:
 - (a) at least two (2) authorised officers, of whom one shall be a director; or
 - (b) any director and/or authorised officers in accordance with the laws of the country under which the corporate member is incorporated.

POLL VOTING

The voting at the EGM will be conducted by poll in accordance with Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad.

Members or proxy(ies) or corporate representative(s) or attorney(s) can proceed to vote on the resolution at any time from **3.00 p.m. on Thursday, 27 January 2022** but before the end of the voting session which will be announced by the Chairman of the meeting. Kindly refer to item (e) of the note above on “Procedures for RPV” for guidance on how to vote remotely from the TIIH Online website at <https://tiih.online>.

Upon completion of the voting session for the EGM, the Scrutineers will verify and announce the poll results followed by the Chairman's declaration whether the resolution is duly passed.

DOCUMENTS OF THE COMPANY

The following documents of the Company are available at the Company's Investor Relations website at www.airasia.com/aagbir, for your preview:

1. Circular to Shareholders in relation to the Proposed Change of Name dated 5 January 2022;
2. Notice of EGM and Form of Proxy; and
3. Administrative Note for the EGM.

Should you require a printed copy of the Circular to Shareholders (item no. 1 above), please request for the same at our Share Registrar's website at <https://tjih.online> by selecting "Request for Annual Report/Circular" under the "Investor Services". Alternatively, you may make your request through telephone/ e-mail to our Share Registrar at the numbers/ e-mail addresses given below. Nevertheless, we hope that you would consider the environment before you decide to request for a printed copy.

PRE-MEETING SUBMISSION OF QUESTION(S) TO THE BOARD

Members may submit questions for the Board in advance of the EGM via the TIH Online website at <https://tjih.online> by selecting "e-Services" to login, pose questions and submit electronically no later than **Tuesday, 25 January 2022 at 3.00 p.m.** The Board will endeavour to answer the questions received at the EGM. If there is time constraint during the EGM, the responses will be e-mailed to you at the earliest possible, after the EGM.

NO RECORDING OR PHOTOGRAPHY

By participating at the EGM, you agree that no part of the EGM proceedings may be recorded, photographed, stored in any retrieval systems, reproduced, transmitted or uploaded in any form, platform or social media or by any means whether it is mechanical, electronical, photocopying, recording or otherwise without the prior written consent of the Company. The Company reserves the rights to take appropriate legal actions against anyone who violates this rule.

ENQUIRY

If you have any enquiries on the above, please contact the following persons during office hours on Mondays to Fridays from 9:00 a.m. to 5:30 p.m. (except on public holidays):

Tricor Investor & Issuing House Services Sdn. Bhd.

General Line : +603-2783 9299
Fax Number : +603-2783 9222
Email : is.enquiry@my.tricorglobal.com

Contact persons:

Mr. Alven Lai : +603-2783 9283
Email : Siew.Wai.Lai@my.tricorglobal.com

Ms. Vivien Khoh : +603-2783 9091
Email : Vivien.Khoh@my.tricorglobal.com

Mr. Jake Too : +603-2783 9285
Email : Chee.Onn.Too@my.tricorglobal.com

FORM OF PROXY



AIRASIA GROUP BERHAD
(Registration No. 201701030323 (1244493-V))
(Incorporated in Malaysia)

*I/We _____
[FULL NAME AS PER NRIC/ CERTIFICATE OF INCORPORATION IN BLOCK LETTERS]

*NRIC No./ Passport No./ Co. No.: _____
[COMPULSORY]

of _____
[FULL ADDRESS]

telephone no. _____, email address _____, being a *member/members of the Company,
[COMPULSORY]

hereby appoint _____
[FULL NAME IN BLOCK LETTERS]

*NRIC No./ Passport No.: _____ of _____
[COMPULSORY]

_____ telephone no. _____
[FULL ADDRESS] [COMPULSORY]

email address _____, and _____
[FULL NAME IN BLOCK LETTERS]

*NRIC No./ Passport No.: _____ of _____
[COMPULSORY] [FULL ADDRESS]

_____ telephone no. _____, email address _____
[COMPULSORY]

*or failing him/her, the Chairman of the Meeting as my/our proxy(ies) to attend and vote in my/our name and on my/our behalf at the Extraordinary General Meeting (“EGM” or “Meeting”) of the Company which will be held as a fully virtual meeting entirely through live streaming from the online meeting platform using the Remote Participation and Voting facilities (“RPV”) provided by Tricor Investor & Issuing House Services Sdn. Bhd. via the TIH Online website at <https://tiah.online> on Thursday, 27 January 2022 at 3.00 p.m. or at any adjournment thereof, in the manner as indicated below:

No.	Special Resolution	For	Against
1.	Proposed Change of Name		

(Please indicate with an “x” or “\” in the space provided above on how you wish your vote to be cast on the resolution specified. If no specific direction as to the voting is given, the proxy will vote or abstain at his/her discretion.)

No. of shares held:			
CDS Account No.:			
The proportion of my/our holding to be represented by my/our proxies are as follows:	First proxy	No. of shares	Percentage
	Second proxy		
Date:			

Signature(s) / Common Seal of Members(s)

FULLY VIRTUAL EGM

1. As part of the measures taken by the Company to curb the spread of COVID-19 and taking into consideration the paramount safety and well-being of the members of the Company, the EGM will be conducted as a fully virtual meeting via live streaming and online RPV provided by Tricor Investor & Issuing House Services Sdn. Bhd. **via its TIH Online website at <https://tiah.online>**. This is also in line with the revised Guidance Note on the Conduct of General Meetings for Listed Issuers issued by the Securities Commission Malaysia on 16 July 2021 (including any amendments that may be made from time to time) ("**Guidance Note**"). Please follow the procedures as set out in the Administrative Note which is available at the Company's website at www.airasia.com/aagbir.
2. In accordance with the Guidance Note, an online meeting platform located in Malaysia can be recognised as the main meeting venue or place ("**Meeting Venue**") to conduct a fully virtual general meeting, and as such fulfils the requirements under Section 327 of the Companies Act, 2016 which requires the Chairperson of the meeting to be present at the Meeting Venue.
3. Members and/or proxy(ies) and/or corporate representative(s) and/or attorney(s) **WILL NOT BE ALLOWED** to be physically present at the Meeting Venue on the day of the EGM, instead are to attend, speak (including posing questions to the Board of Directors of the Company via real time submission of typed texts) and vote (collectively, "**participate**") remotely at the EGM via the RPV provided by Tricor Investor & Issuing House Services Sdn. Bhd.

NOTES ON APPOINTMENT OF PROXY

1. Pursuant to the Securities Industry (Central Depositories) (Foreign Ownership) Regulations 1996 and Rule 41(a) of the Company's Constitution, only those Foreigners (as defined in the Constitution) who hold shares up to the current prescribed foreign ownership limit of 45.0% of the total number of issued shares of the Company, on a first-in-time basis based on the Record of Depositors to be used for the forthcoming EGM shall be entitled to vote. A proxy appointed by a Foreigner not entitled to vote, will similarly not be entitled to vote. Consequently, all such disenfranchised voting rights shall be automatically vested in the Chairman of the EGM.
2. A member must be registered in the Record of Depositors at 5.00 p.m. on 20 January 2022 ("**General Meeting Record of Depositors**") in order to attend and vote at the EGM. A depositor shall not be regarded as a member entitled to attend the EGM and to speak and vote thereat unless his name appears in the General Meeting Record of Depositors. Any changes in the entries on the Record of Depositors after the abovementioned date and time shall be disregarded in determining the rights of any person to attend and vote at the EGM.
3. A member entitled to attend and vote is entitled to appoint not more than two (2) proxies (or in the case of a corporation, to appoint a representative(s) in accordance with Section 333 of the Companies Act, 2016) to attend and vote in his stead. There shall be no restriction as to the qualification of the proxy(ies).
4. The Form of Proxy in the case of an individual shall be signed by the appointor or his attorney, and in the case of a corporation, either under its common seal or under the hand of an officer or attorney duly authorised.
5. Where a member appoints two (2) proxies, the appointment shall be invalid unless he specifies the proportion of his shareholdings to be represented by each proxy.
6. Where a member of the Company is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one securities account ("**omnibus account**"), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds.
7. The Form of Proxy or other instruments of appointment shall not be treated as valid unless deposited at the Registered Office of the Company at RedQ, Jalan Pekeliling 5 Lapangan Terbang Antarabangsa Kuala Lumpur (klia2) 64000 KLIA, Selangor Darul Ehsan, Malaysia or by electronic lodgement via the **TIH Online website** at <https://tiah.online> not less than forty-eight (48) hours before the time set for holding the EGM, i.e. not later than Tuesday, 25 January 2022 at 3.00 p.m. **Faxed copies of the duly executed Form of Proxy are not acceptable.**
8. Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolution set out in this Notice will be put to vote by way of poll.

Personal data privacy notice:

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the EGM and/or any adjournment thereof, a member of the Company (i) consents to the collection, use and disclosure of the member's personal data by the Company (or its agents) for the purpose of the processing and administration by the Company (or its agents) of proxies and representatives appointed for the EGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the EGM (including any adjournment thereof), and in order for the Company (or its agents) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "**Purposes**"); (ii) warrants that where the member discloses the personal data of the member's proxy(ies) and/or representative(s) to the Company (or its agents), the member has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, and (iii) agrees that the member will fully and wholly indemnify the Company on full indemnity basis (whether demanded or not) in respect of any penalty, liability, claim, demand, loss and damage as a result of the member's breach of warranty.

Fold this flap for sealing

Then fold here

AFFIX
STAMP

The Company Secretary
AirAsia Group Berhad
(Registration No. 201701030323 (1244493-V))

RedQ, Jalan Pekeliling 5
Lapangan Terbang Antarabangsa Kuala Lumpur (klia2)
64000 KLIA
Selangor Darul Ehsan
Malaysia

1st fold here
