

No. of Shares held	
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**ARRIS HOLDINGS BERHAD**  
(Registration No. 201501013383 (1138715-H))  
(Incorporated in Malaysia)

**PROXY FORM**

I/We, \_\_\_\_\_ (NRIC/Company No.) \_\_\_\_\_  
(Full Name in Block Letters)

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

being a Member of ARRIS HOLDINGS BERHAD hereby appoint

\_\_\_\_\_ (NRIC) \_\_\_\_\_  
(Full Name in Block Letters)

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

or failing him/her \_\_\_\_\_ (NRIC) \_\_\_\_\_  
(Full Name in Block Letters)

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

or failing whom, the Chairman of the meeting as my/our proxy to attend and vote for me/us and on my/our behalf at the Seventh Annual General Meeting of the Company to be held at No. 39C, 3rd Floor, Jalan Kenari 17C, Bandar Puchong Jaya, 47100 Puchong, Selangor, Malaysia on 20 October 2022 at 11.00 a.m. and at any adjournment thereof. on the following resolutions in the manner indicated below: -

		FOR	AGAINST	ABSTAIN
	To receive the Statutory Financial Statements for the year ended 30 June 2022 together with the Directors' and Auditors' Reports thereon.	N/A	N/A	N/A
	Ordinary Resolutions: -			
<b>Resolution 1</b>	To re-elect Chew Por Yan who retires in accordance with the Company's Constitution (Articles of Association).			
<b>Resolution 2</b>	To appoint Auditors and to authorise the Directors to fix their remuneration.  "THAT Messrs A.D. Chun be and are hereby re-appointed as Auditors of the Company and to hold office until the conclusion of the next Annual General Meeting at a remuneration to be determined by the Directors."			

		FOR	AGAINST	ABSTAIN
	<b>Special Resolution: -</b>			
<b>Resolution 3</b>	<p><b>PROPOSED SELECTIVE CAPITAL REPAYMENT EXERCISE OF ARRIS HOLDING BERHAD UNDER SECTION 117 OF THE COMPANIES ACT, 2016 (“ACT”) (“PROPOSED SCR”).</b></p> <p>Resolved That the consent of the Board of directors of the company be and is hereby accorded to proposed Selective Capital Repayment exercise of the company under Section 117 of the Companies Act, 2016 subject to the approval of members in General Meeting as follow:-</p> <p>“RESOLVED THAT, approval be and is hereby given for the Company to undertake and effect the Proposed Selective Capital Repayment (“Proposed SCR”) in the following manner:</p> <ul style="list-style-type: none"> <li>i) The share capital and issued number of shares of the Company shall be reduced from RM27,422,493.00 comprising 76,173,591 Ordinary Shares to RM27,413,542.00 comprising 76,148,728 Ordinary Shares. This reduction shall be effected by the cancellation of 24,863 Shares held by the shareholders of the Company (Save for Members in Annexure A) (“Entitled Shareholders); and</li> <li>ii) Thereafter, the said reduction of RM8,951.00 of the Company’s share capital in the manner as set out above shall be effected by the capital repayment of RM8,951.00, which represents a cash amount of RM0.36 for each Arris Holdings Berhad share held by the Entitled Shareholders.</li> </ul> <p>THAT, pursuant to the aforesaid reduction of share capital and capital repayment, the Board, be and are hereby authorized to take all such steps as they may deem necessary in connection with the Proposed SCR including:</p> <ul style="list-style-type: none"> <li>i) To determine the Entitlement Date on which the names of the Entitled Shareholders must be registered in the Register of members of Arris Holdings Berhad for the purpose of determining their entitlement under the Proposed SCR;</li> <li>ii) To effect the capital repayment of RM0.36 in cash for each Arris Holdings Berhad share held by Entitled Shareholders on the Entitlement Date;</li> <li>iii) To assent to any term(s), condition(s), stipulation(s), modification(s), variation(s) and/ or amendment(s) as the Board may deem fit, necessary and/or expedient in the best interest of the Company or as a consequence of any requirement(s) imposed by the relevant authorities and/or by the Registrar of Companies and/or as may be required to comply with any applicable laws, in relation to the Proposed SCR;</li> <li>iv) To lodge the required documents with the Registrar of Companies on such date as the Board may determine; and</li> <li>v) To do all such acts, deeds and/or things as the Board may consider fit, necessary and/or expedient</li> </ul>			

	in the best interest of the Company in order to implement, finalise, complete and to give full effect to the Proposed SCR, including to execute any documents, to enter into any arrangements and/or agreements with any party and to give any undertakings.”			
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(Please indicate with an ‘X’ in the appropriate box against each Resolution how you wish your proxy to vote. If no instruction is given, this form will be taken to authorise the proxy to vote at his/her discretion).

*The proposition of my holdings to be represented by my\* proxy/proxies are as follows:*

First Name Proxy \_\_\_\_\_ %  
Second Name Proxy \_\_\_\_\_ %  
100%  
=====

\*Strike out whichever is not desired.

*Signed this ..... day of .....2022*

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Signature of Shareholder and Common Seal

**NOTES:**

1. A member entitled to attend and vote at the General Meeting is entitled to appoint a proxy to attend and vote instead of him.
2. The instrument appointing a proxy must be in writing and signed by the appointor or the appointor's attorney duly authorised in writing, or, if the appointor is a body corporate, by its corporate representative or at least 2 of its officers.
3. The instrument appointing a proxy and the original power of attorney (if any) under which it is signed or a certified copy of the power of attorney must be received by the Company at least 48 hours before the meeting by delivery to the Company's office, by facsimile received at the Company's office or at any other place, fax number or electronic address specified for the purpose in the notice of meeting.
4. The meeting may be held via teleconferencing and or video conferencing and such other technology driven methods using any type of instantaneous telecommunications devices, pursuant to Article 79 of the Company's Constitution (Articles of Associations).