

Notice of 32nd Annual General Meeting

BURSA MALAYSIA BERHAD 30632-P
(Incorporated in Malaysia under the Companies Act, 1965)

NOTICE IS HEREBY GIVEN THAT the 32nd Annual General Meeting (AGM) of Bursa Malaysia Berhad (the Company) will be held at Ballroom 1, 1st Floor, Sime Darby Convention Centre, 1A, Jalan Bukit Kiara 1, Bukit Kiara, 60000 Kuala Lumpur on Thursday, 2 April 2009 at 10.00 a.m. for the transaction of the following business:

Ordinary Business

- 1 To receive and adopt the Audited Financial Statements for the year ended 31 December 2008 and Reports of the Directors and Auditors thereon. **Resolution 1**
- 2 To re-elect the following Directors who retire by rotation in accordance with Article 69 of the Company's Articles of Association and who being eligible offer themselves for re-election:
 - (1) Dato' Dr. Thillainathan a/l Ramasamy **Resolution 2**
 - (2) Encik Cheah Tek Kuang **Resolution 3**
 - (3) Datin Paduka Siti Sa'diah binti Sheikh Bakir **Resolution 4**
 - (4) Encik Izham bin Yusoff **Resolution 5**
- 3 To re-elect the following Directors who retire in accordance with Article 76 of the Company's Articles of Association and who being eligible offer themselves for re-election:
 - (1) Dato' Saiful Bahri bin Zainuddin **Resolution 6**
 - (2) Encik Ong Leong Huat @ Wong Joo Hwa **Resolution 7**
- 4 To approve payment of final dividend of 7.8 sen per share less 25% income tax in respect of the financial year ended 31 December 2008. **Resolution 8**
- 5 To approve the payment of Directors' fees amounting to RM60,000 per annum for the Non-Executive Chairman and RM40,000 per annum for each of the Non-Executive Directors in respect of the financial year ended 31 December 2008. **Resolution 9**
- 6 To appoint Messrs. Ernst & Young as Auditors of the Company and to authorise the Board of Directors to determine their remuneration. **Resolution 10**

Special Business

- 7 To consider and if thought fit, to pass the following Ordinary Resolution:

"**THAT** pursuant to Section 132D of the Companies Act 1965, the Articles of Association of the Company and subject to the approvals of the relevant governmental and/or regulatory authorities, the Directors be and are hereby empowered to issue shares of the Company, from time to time, upon such terms and conditions, for such purposes and to such person or persons whomsoever as the Directors may, in their absolute discretion, deem fit, provided that the aggregate number of shares issued pursuant to this resolution does not exceed 10% of the total issued share capital of the Company for the time being in any one financial year and that such authority shall continue in force until the conclusion of the next annual general meeting of the Company."
Resolution 11

Notice of 32nd Annual General Meeting

8 To consider and if thought fit, to pass the following Ordinary Resolution:

“THAT subject to Section 67A of the Companies Act 1965 (“the Act”) and Part IIIA of the Companies Regulations 1966, provisions of the Company’s Memorandum and Articles of Association, the Listing Requirements of Bursa Malaysia Securities Berhad (“Bursa Malaysia Securities”) and any other applicable laws, rules, regulations and guidelines for the time being in force, the Directors of the Company be and are hereby authorised to make purchase(s) of ordinary shares of RM0.50 each in the Company’s issued and paid-up share capital on Bursa Malaysia Securities subject to the following:

- (1) the maximum number of shares which may be purchased and/or held by the Company shall be equivalent to 10% of the issued and paid-up share capital of the Company (“Shares”) for the time being;
- (2) the maximum fund to be allocated by the Company for the purpose of purchasing the Shares shall not exceed the aggregate of the retained profits and share premium account of the Company. As of 31 December 2008, the audited retained profits and share premium account of the Company were RM302,615,000 and RM70,736,000 respectively;
- (3) the authority conferred by this resolution will commence immediately upon passing of this ordinary resolution and, unless renewed by an ordinary resolution passed by the shareholders of the Company in general meeting, will expire:
 - (a) at the conclusion of the next Annual General Meeting (“AGM”) of the Company, unless earlier revoked or varied by ordinary resolution of the shareholders of the Company in a general meeting; or
 - (b) upon the expiration of the period within which the next AGM after that date is required by the law to be held,
whichever occurs first, but not so as to prejudice the completion of purchase(s) by the Company before the aforesaid expiry date and in any event, in accordance with the provisions of the Listing Requirements of Bursa Malaysia Securities or any other relevant authority; and
- (4) upon completion of the purchase(s) of the Shares by the Company, the Directors of the Company be and are hereby authorised to deal with the Shares in the following manner:
 - (a) cancel the Shares so purchased; or
 - (b) retain the Shares so purchased as treasury shares; or
 - (c) retain part of the Shares so purchased as treasury shares and cancel the remainder; or
 - (d) distribute the treasury shares as share dividends to shareholders and/or resell on Bursa Malaysia Securities and/or cancel all or part of them; orin any other manner as prescribed by the Act, rules, regulations and guidelines pursuant to the Act and the requirements of Bursa Malaysia Securities and any other relevant authority for the time being in force;

AND THAT the Directors of the Company be and are hereby authorised to take all steps as are necessary or expedient to implement or to effect the purchase(s) of the Shares with full power to assent to any condition, modification, variation and/or amendment as may be imposed by the relevant authorities and to take all such steps as they may deem necessary or expedient in order to implement, finalise and give full effect in relation thereto.”

Resolution 12

9 To consider and if thought fit, to pass the following Special Resolution in accordance with Section 129(6) of the Companies Act 1965:

“THAT Tun Mohamed Dzaiddin bin Haji Abdullah, a Public Interest Director who retires pursuant to Section 129(2) of the Companies Act 1965 be and is hereby re-appointed as Director of the Company to hold office until the conclusion of the next annual general meeting of the Company.”

Resolution 13

10 To transact any other business of which due notice shall have been given in accordance with the Companies Act 1965 and the Company’s Articles of Association.

FURTHER NOTICE IS HEREBY GIVEN THAT for the purpose of determining a member who shall be entitled to attend this 32nd AGM, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd in accordance with Article 49A(2) of the Company's Articles of Association and Section 34(1) of the Securities Industry (Central Depositories) Act 1991 to issue a General Meeting Record of Depositors as at 26 March 2009. Only a depositor whose name appears on the Record of Depositors as at 26 March 2009 shall be entitled to attend the said meeting or appoint proxies to attend and/or vote on his/her behalf.

BY ORDER OF THE BOARD

Yong Hazadurah binti Md. Hashim, LS 006674
 Hong Soo Yong, MAICSA 7026744
 Company Secretaries

Kuala Lumpur
 11 March 2009

Notes

Proxy

- 1 A proxy may but need not be a member of the Company and the provisions of Section 149(1)(b) of the Companies Act, 1965 shall not apply to the Company.
- 2 In the case of a corporate member, the instrument appointing a proxy shall be (a) under its Common Seal or (b) under the hand of a duly authorised officer or attorney and in the case of (b), be supported by a certified true copy of the resolution appointing such officer or certified true copy of the power of attorney.
- 3 A member shall not, subject to Paragraph (4) below, be entitled to appoint more than two (2) proxies to attend and vote at the same meeting. Where a member appoints more than one (1) proxy to attend and vote at the same meeting, each proxy appointed shall represent a minimum of 100 shares and such appointment shall be invalid unless the member specifies the proportion of his shareholding to be represented by each proxy.
- 4 Where a member of the Company is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991, it may appoint at least one (1) proxy but not more than two (2) proxies in respect of each securities account it holds which is credited with ordinary shares of the Company.
- 5 Any alteration to the instrument appointing a proxy must be initialised. The instrument appointing a proxy must be deposited at the office of the Share Registrar, Tenaga Koperat Sdn Bhd at Level 17, The Gardens North Tower, Mid Valley City, Lingkaran Syed Putra, 59200 Kuala Lumpur not less than 48 hours before the time appointed for holding the meeting.

Abstention from Voting

- 6 All the Non-Executive Directors of the Company who are shareholders of the Company will abstain from voting on **Resolution 9** concerning remuneration to Non-Executive Directors at the 32nd AGM.

Special Business

- 7 Ordinary Resolution pursuant to Section 132D of the Companies Act, 1965

The proposed **Resolution 11**, if passed, will give the Directors of the Company, the authority to allot and issue ordinary shares from unissued capital of the Company up to an amount not exceeding 10% of the Company's total issued share capital for such purposes as the Directors consider would be in the interest of the Company. This authority, unless revoked or varied by the Company at a general meeting, will expire at the conclusion of the next AGM of the Company.

- 8 Ordinary Resolution pursuant to Section 67A of the Companies Act, 1965

The proposed **Resolution 12**, if passed, will give the Company the authority to purchase its own ordinary shares of up to 10% of the issued and paid-up share capital of the Company for the time being. This authority, unless renewed or revoked or varied by the Company at a general meeting, will expire at the conclusion of the next AGM of the Company or the expiration of the period within which the next AGM after that date is required by the law to be held, whichever occurs first.

The details and rationale on the proposed authority for the Company to purchase its own shares are provided in the Circular to Shareholders as per Appendix I, which is circulated together with the Notice of 32nd AGM dated 11 March 2009.

- 9 Special Resolution pursuant to Section 129(6) of the Companies Act, 1965

The re-appointment of Tun Mohamed Dzaiddin bin Haji Abdullah, a person over the age of seventy (70) years as Public Interest Director of the Company to hold office until the conclusion of the next AGM of the Company shall take effect if the proposed **Resolution 13** has been passed by a majority of not less than three-fourth (3/4) of such members as being entitled to vote in person or, where proxies are allowed, by proxy, at a general meeting of which not less than 21 days' notice specifying the intention to propose the resolution as a special resolution has been duly given.

Statement Accompanying

Notice of 32nd Annual General Meeting

A. Further details of Directors who are standing for re-election or re-appointment as per Agenda 2, 3 and 7 of the Notice of 32nd AGM respectively:

1 Dato' Dr. Thillainathan a/l Ramasamy

Resolution 2

Independent Non-Executive Director

Dato' Dr. Thillainathan a/l Ramasamy, aged 64, a Malaysian, graduated with a Bachelor of Arts in Economics from the University of Malaya in 1968 and obtained a Master and Doctorate of Economics from the London School of Economics, United Kingdom in 1970 and 1976 respectively.

Dato' Dr. Thillainathan was an Associate Professor of University Malaya from 1977 to 1979 and subsequently worked in the banking industry for 10 years. He served on the National Economic Panel from 1982 to 1987, the Anti-Recession Task Force from 1986 to 1987, the Task Force on Capital Market Development from 1988 to 1991, the Investment Panel of Employees Provident Fund (EPF) from 1988 to 2001, the National Economic Consultative Council in 1990 and Majlis Perundangan Ekonomi Negara Kedua from 1999 to 2000. Dato' Dr. Thillainathan was also the President of the Malaysian Economic Association from 1996 to 2002. He was the COO of Genting Berhad from November 2002 to September 2006 and its Executive Director from January 2003 to July 2007. He is currently a member of the Tax Review Panel of the Ministry of Finance as well as a member of the government-appointed Economic Council and its Working Group. He also currently holds directorship in Petronas Dagangan Berhad and Genting Berhad.

2 Cheah Tek Kuang

Resolution 3

Independent Non-Executive Director

Cheah Tek Kuang, aged 61, a Malaysian, graduated with a Bachelor of Economics from the University of Malaya in 1970. He is a Fellow of the Institute of Bankers Malaysia.

Cheah began his career with the Malaysian Industrial Development Authority from October 1970 to October 1978 and has more than 25 years of experience in the securities and derivatives markets. He has been with AmMerchant Bank Berhad since 1978 and was appointed its CEO and Managing Director in 1994, before becoming its Group Managing Director in 2002. He has been the Group Managing Director of AMMB Holdings Berhad since January 2005. He currently sits on the Boards of Directors of AMMB Holdings Berhad and its group of companies as well as Cagamas Berhad. He is also the Alternate Chairman of Malaysian Investment Banking Association and a Council Member of the Association of Banks in Malaysia.

3 Datin Paduka Siti Sa'diah binti Sheikh Bakir

Resolution 4

Independent Non-Executive Director

Datin Paduka Siti Sa'diah binti Sheikh Bakir, aged 56, a Malaysian, graduated with a Bachelor of Economics from the University of Malaya in 1974 and a Master of Business Administration from Henley Management College of London in 2007.

Datin Paduka Siti Sa'diah began her career with Johor Corporation (JCorp) in 1974 and is directly involved with JCorp's Healthcare Division since 1978. She held the post of the Chief Executive of KPJ Sdn Bhd, the holding company of KPJ, from 1989 until the listing of KPJ Healthcare Berhad. She has been the Managing Director of KPJ Healthcare Berhad since March 1993. She currently sits as the Chairman of various hospitals in KPJ Healthcare Berhad group. She also sits as Chairman of Willis (Malaysia) Sdn Bhd, a Director of Kulim (Malaysia) Berhad, Puteri Hotels Sdn Bhd and Damansara REIT Managers Sdn Bhd, all of which are companies within the JCorp group. She is also a Director of Kumpulan Waqaf An-Nur Berhad, a non-governmental organisation dedicated to the provision of healthcare services to the less fortunate.

Datin Paduka Siti Sa'diah is the President of the Malaysian Society of Quality in Health, elected since its inception in 1997 until today. She has been a Board member of Malaysia External Trade Development Corporation (MATRADE) since 1999, a member of the Malaysia Productivity Corporation Consultative Panel on Healthcare since 2001 and a member of the National Patient Safety Council, Ministry of Health since 2003.

4 Izham bin Yusoff

Resolution 5

Independent Non-Executive Director

Izham bin Yusoff, aged 41, a Malaysian, graduated with a Bachelor of Accounting in 1990 and a Master of Business Administration (Accounting & International Business) in 1991, both from the University of Miami, US.

Izham began his career with Citibank NA in Miami as Assistant Business Planning & Analysis Manager from January 1992 to June 1992 before joining Procter & Gamble in Singapore as Financial Analysis Manager, Corporate from July 1992 to September 1995. He then joined Citibank Berhad in Malaysia as Financial Controller from October 1995 to November 1996. He was the Corporate Strategy Manager with Maxis Berhad from December 1996 to December 1997, Special Assistant to the Managing Director of EON Berhad from January 1998 to July 2002 and Managing Director of Amanah Raya Berhad from August 2002 to June 2004. He was the CEO of KUB Malaysia Berhad from July 2004 to March 2007. He is currently the COO and Executive Director of Ninebio Sdn Bhd, and Independent Non-Executive Director of Satang Holdings Berhad and Axis Incorporation Berhad.

5 Dato' Saiful Bahri bin Zainuddin

Resolution 6

Independent Non-Executive Director

Dato' Saiful Bahri bin Zainuddin, aged 47, a Malaysian, graduated with a Bachelor of Science in Economics & Finance from Western Michigan University, US in 1985. He attended the Global Leadership Development Programme organised by the International Centre for Leadership in Finance (ICLIF) which was set up as a non-profit organisation by Bank Negara Malaysia in 2005 at Stanford University.

Dato' Saiful Bahri is currently the Managing Director, Stockbroking Division of Affin Investment Bank Berhad and the Executive Director of Affin Holdings Berhad. He is a member of the SC's Securities Law Consultative Committee, the present Chairman of the ASCM, the Financial Adviser to the State Government of Negeri Sembilan and Member of Negeri Sembilan State Government Think Tank chaired by the Menteri Besar.

Dato' Saiful Bahri was previously the Executive Director and Executive Director Dealing of Rashid Hussain Securities, CEO/Executive Director Dealing of Fima Securities Sdn Bhd, and attached at Corporate Planning Division, Heavy Industries Corp. of Malaysia (HICOM). He was also a member of Bursa Malaysia's Securities Market Consultative Panel.

6 Ong Leong Huat @ Wong Joo Hwa

Resolution 7

Independent Non-Executive Director

Ong Leong Huat @ Wong Joo Hwa, aged 64, a Malaysian, holds a Capital Markets Services Representative's Licence.

Ong was a Director of MESDAQ from July 1999 to March 2002 and a member of the Capital Market Advisory Council appointed by the SC in 2004 to advise on issues relating to the implementation of the Capital Market Master Plan. He was also a member of the Securities Market Consultative Panel of Bursa Malaysia. For over 17 years since 1969, he was attached to a leading financial institution where he last held the position of a Senior General Manager. Ong was the Managing Director/CEO of OSK Investment Bank Berhad from July 1985 to January 2007 and is currently the Group Managing Director/CEO since January 2007. He currently sits on the Board of Directors of OSK Investment Bank Berhad, OSK Holdings Berhad, OSK Ventures International Berhad and OSK Asia Holdings Limited.

Statement Accompanying

Notice of 32nd Annual General Meeting

7 Tun Mohamed Dzaiddin bin Haji Abdullah Public Interest and Non-Executive Director

Resolution 13

Tun Mohamed Dzaiddin bin Haji Abdullah, aged 71, a Malaysian, is a former Chief Justice of Malaysia. He is a Barrister of the Middle Temple, England, an advocate and solicitor of the High Court of Malaya and Fellow of the Singapore Institute of Arbitrators. He is a former Vice President of the Malaysian Bar and President of ASEAN Law Association. Tun Mohamed Dzaiddin had a distinguished career in the Malaysian Judiciary, as a High Court Judge from 1982 to 1992, Supreme Court Judge from 1992 to 1993 and Federal Court Judge in 1993 until his elevation in 2000 as the 9th Chief Justice of Malaysia. He retired in March 2003. He is a former Chairman of the Royal Commission to Enhance the Operation and Management of the Royal Malaysia Police.

Currently, he is a legal consultant at Skrine, a panel member of the Singapore International Arbitration Centre, Chairman of Deutsche Bank (Malaysia) Berhad and Chairman of the Tun Mohamed Suffian Foundation.

Note

Save as disclosed, the above Directors have no family relationship with any Director and/or major shareholder of the Company, have no conflict of interest with the Company and have not been convicted for any offence within the past 10 years.

B The above Directors' direct and deemed interests in the securities of the Company as at 30 January 2009:

Name of Directors	Direct Interest		Deemed Interest		
	No. of Issued Shares	% of Issued Shares	Spouse No. of Issued Shares	Child No. of Issued Shares	% of Issued Shares
Tun Mohamed Dzaiddin bin Haji Abdullah	100,000	0.02	-	6,000	0.001
Dato' Abdul Latif bin Abdullah	40,000	0.008	-	-	-
Datuk Haji Faisyal bin Datuk Yusof Hamdain Diego	25,000	0.005	50,000	-	0.01
Dato' Tajuddin bin Atan	0	0.00	-	-	-
Datin Paduka Siti Sa'diah binti Sheikh Bakir	52,000	0.01	-	-	-
Dato' Dr. Thillainathan a/l Ramasamy	50,000	0.01	50,000	-	0.01
Dato' Sri Abdul Wahid bin Omar	10,000	0.002	-	-	-
Izham bin Yusoff	10,000	0.002	-	-	-
Dato' Wong Puan Wah @ Wong Sulong	0	0.00	-	-	-
Cheah Tek Kuang	50,000	0.01	-	14,000	0.003
Dato' Saiful Bahri bin Zainuddin	0	0.00	-	-	-
Ong Leong Huat @ Wong Joo Hwa	0	0.00	-	-	-
Dato' Yusli bin Mohamed Yusoff ¹	1,049,500	0.20	105,000	-	0.02
Total	1,386,500	0.26			

¹ Dato' Yusli who is entitled to subscribe up to 6,000,000 ordinary shares of RM0.50 each in Bursa Malaysia by virtue of the options granted to him pursuant to the ESOS over the five year duration of the ESOS (Option Period) had subscribed for 2,034,500 ordinary shares of RM0.50 each in 2005, 2006, 2007 and 2008. The remaining 3,965,500 options have not been vested and will be vested based on performance.

Administrative Detail

Date Thursday, 2 April 2009
Time 10.00 a.m.
Venue Ballroom 1, 1st Floor, Sime Darby Convention Centre
1A, Jalan Bukit Kiara 1, Bukit Kiara, 60000 Kuala Lumpur

Parking

- 1 Parking is free and you are advised to park your vehicle at the Sime Darby Convention Centre (SDCC) car park.

Registration

- 2 Registration will start at 8.00 a.m. at the entrance of Ballroom 1 on the 1st Floor of SDCC and will end at a time as directed by the Chairman of the meeting.
- 3 Please read the signage to ascertain where you should register yourself for the meeting and join the queue accordingly.
- 4 Please produce your original Identity Card (IC) to the registration clerk for verification. Please make sure you collect your IC thereafter.
- 5 After the verification, you are required to write your name and sign on the Attendance List placed on the registration table.
- 6 You will also be given an identification tag. No person will be allowed to enter the meeting room without the identification tag. There will be no replacement in the event that you lose or misplace the identification tag.
- 7 Once you have collected your identification tag and signed the Attendance List, please leave the registration area immediately and proceed for refreshment served at the foyer of the Ballroom 2 and 3 on the 1st Floor of SDCC.
- 8 No person will be allowed to register on behalf of another person even with the original IC of that other person.
- 9 The registration counter will handle only verification of identity and registration. If you have any clarification or enquiry, please proceed to the Help Desk.

Help Desk

- 10 Please proceed to the Help Desk for any clarification or enquiry.
- 11 The Help Desk will also handle revocation of proxy's appointment.
- 12 If you are still holding the share certificate issued to you pursuant to the demutualisation of the Company, you may return your share certificate at the Help Desk. Acknowledgement of returned certificate will be issued thereat.
- 13 You may submit the Dividend Payment via GIRO Service Application Form to the Share Registrar, Tenaga Koperat Sdn Bhd at the Help Desk where its authorised officer(s) will be available to attest your signature.

Food and Beverage

- 14 Food will be served at the foyer of the Ballroom 2 and 3 on the 1st Floor of SDCC:
 - Light refreshment will be served before the commencement of the 32nd AGM; and
 - Lunch will be served after the conclusion of the 32nd AGM.

General Meeting Record of Depositors

- 15 For the purpose of determining a member who shall be entitled to attend the 32nd AGM, the Company shall be requesting Bursa Malaysia Depository Sdn. Bhd. in accordance with Article 49A(2) of the Company's Articles of Association and Section 34(1) of the Securities Industry (Central Depositories) Act, 1991 to issue a General Meeting Record of Depositors as at 26 March 2009. Only a depositor whose name appears on the Record of Depositors as at 26 March 2009 shall be entitled to attend the said meeting or appoint proxies to attend and/or vote on his/her behalf.

Proxy

- 16 A member entitled to attend and vote is entitled to appoint proxy/proxies, to attend and vote instead of him. If you are unable to attend the meeting and wish to appoint a proxy to vote on your behalf, please submit your Form of Proxy in accordance with the notes and instructions printed therein.
- 17 If you wish to attend the meeting yourself, please do not submit any Form of Proxy for the meeting that you wish to attend. You will not be allowed to attend the meeting together with a proxy appointed by you.
- 18 If you have submitted your Form of Proxy prior to the meeting and subsequently decided to attend the meeting yourself, please proceed to the Help Desk to revoke the appointment of your proxy.
- 19 If you wish to submit your Form of Proxy by fax, please fax to the office of the Share Registrar, Tenaga Koperat Sdn Bhd. at Fax No. 03-2282 1886. Please also ensure that the original Form of Proxy is deposited at the office of the Share Registrar, Tenaga Koperat Sdn. Bhd. not less than 48 hours before the time appointed for holding the meeting.

Annual Report 2008

- 20 The Annual Report 2008 is available on Bursa Malaysia's website at www.bursamalaysia.com under Company Announcements. If you wish to request for printed copy of the Annual Report 2008, please forward your request by completing the Request Form provided by us. We will send to you by ordinary post within four market days from the date of receipt of verbal or written request.

Enquiry

- 21 If you have any enquiry prior to the meeting, please contact the following persons during office hours:

(a) Bursa Malaysia Berhad ^(30632-P)
15th Floor, Exchange Square
Bukit Kewangan
50200 Kuala Lumpur

Telephone Number	03-2034 7000
(1) Puan Salmi Dali	03-2034 7055
(2) Puan Fazillah Hanipah	03-2034 7606
Fax Number	03-2732 6437

(b) Tenaga Koperat Sdn. Bhd. ^(118401-V)
Level 17, The Gardens North Tower
Mid Valley City, Lingkaran Syed Putra
59200 Kuala Lumpur

Telephone Number	03-2264 3883
(1) Puan Suzana Abdul Rahim	03-2264 3887
(2) Puan Afifah Abu Bakar	03-2264 3894
Fax Number	03-2282 1886

Form of Proxy

BURSA MALAYSIA BERHAD 30632-P
(Incorporated in Malaysia under the Companies Act, 1965)

CDS account no. of authorised nominee (i)

I/We
(Full Name as per NRIC/Certificate of Incorporation in capital letters)
Company No. / NRIC No. (new) (old)
of
(Full address)
being a member of BURSA MALAYSIA BERHAD hereby appoint
NRIC No. (new) (old) or failing him/her
..... NRIC No. (new) (old)
or failing him/her the Chairman of the Meeting as my/our proxy to vote for me/us and on my/our behalf at the 32nd Annual General Meeting (AGM) of Bursa Malaysia Berhad to be held at Ballroom 1, 1st Floor, Sime Darby Convention Centre, 1A, Jalan Bukit Kiara 1, Bukit Kiara, 60000 Kuala Lumpur on Thursday, 2 April 2009 at 10.00a.m. and at any adjournment thereof, on the following resolutions referred to in the Notice of 32nd AGM. My/our proxy is to vote as indicated below:

No.	Resolutions	For	Against
1.	To receive and adopt the Audited Financial Statements for the year ended 31 December 2008 and Reports of the Directors and Auditors thereon		
		Resolution 1	
2.	To re-elect Dato' Dr. Thillainathan a/l Ramasamy as Director of the Company		
		Resolution 2	
3.	To re-elect Encik Cheah Tek Kuang as Director of the Company		
		Resolution 3	
4.	To re-elect Datin Paduka Siti Sa'diah binti Sheikh Bakir as Director of the Company		
		Resolution 4	
5.	To re-elect Encik Izham bin Yusoff as Director of the Company		
		Resolution 5	
6.	To re-elect Dato' Saiful Bahri bin Zainuddin as Director of the Company		
		Resolution 6	
7.	To re-elect Encik Ong Leong Huat @ Wong Joo Hwa as Director of the Company		
		Resolution 7	
8.	To approve the payment of final dividend of 7.8 sen per share less 25% income tax in respect of the financial year ended 31 December 2008		
		Resolution 8	
9.	To approve the payment of Directors' fees amounting to RM60,000 per annum for the Non-Executive Chairman and RM40,000 per annum for each of the Non-Executive Directors in respect of financial year ended 31 December 2008		
		Resolution 9	
10.	To appoint Messrs. Ernst & Young as Auditors of the Company and to authorise the Board of Directors to determine their remuneration		
		Resolution 10	
11.	To authorise the Directors to issue shares		
		Resolution 11	
12.	To authorise the Company to purchase its own shares		
		Resolution 12	
13.	To re-elect Tun Mohamed Dzaiddin bin Haji Abdullah as Director of the Company to hold office until the conclusion of the next annual general meeting of the Company		
		Resolution 13	

Please indicate with an "X" in the appropriate space how you wish your vote to be cast. If you do not indicate how you wish your proxy to vote on any resolution, the proxy shall vote as he thinks fit, or at his discretion, abstain from voting.

Dated this day of 2009

For appointment of two proxies, percentage of shareholdings to be represented by the proxies:		
	No. of shares	Percentage
Proxy 1		
Proxy 2		
Total		100%

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

Number of shares held

Notes:

- Applicable to shares held through a nominee account.
- A proxy may but need not be a member of the Company and the provisions of Section 149(1)(b) of the Companies Act, 1965 shall not apply to the Company.
- In the case of a corporate member, the instrument appointing a proxy shall be (a) under its Common Seal or (b) under the hand of a duly authorised officer or attorney and in the case of (b), be supported by a certified true copy of the resolution appointing such officer or certified true copy of the power of attorney.
- A member shall not, subject to Paragraph (v) below, be entitled to appoint more than two (2) proxies to attend and vote at the same meeting. Where a member appoints more than one (1) proxy to attend and vote at the same meeting, each proxy appointed shall represent a minimum of 100 shares and such appointment shall be invalid unless the member specifies the proportion of his shareholding to be represented by each proxy.
- Where a member of the Company is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991, it may appoint at least one (1) proxy but not more than two (2) proxies in respect of each securities account it holds which is credited with ordinary shares of the Company.
- Any alteration to the instrument appointing a proxy must be initialled. The instrument appointing a proxy must be deposited at the office of the Share Registrar, Tenaga Koperat Sdn Bhd at Level 17, The Gardens North Tower, Mid Valley City, Lingkaran Syed Putra, 59200 Kuala Lumpur not less than 48 hours before the time appointed for holding the meeting.
- For the purpose of determining a member who shall be entitled to attend this 32nd AGM, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd in accordance with Article 49A(2) of the Company's Articles of Association and Section 34(1) of the Securities Industry (Central Depositories) Act, 1991 to issue a General Meeting Record of Depositors as at 26 March 2009. Only a depositor whose name appears on the Record of Depositors as at 26 March 2009 shall be entitled to attend the said meeting or appoint proxies to attend and/or vote on his/her behalf.

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AFFIX
STAMP
HERE

The Share Registrar
TENAGA KOPERAT SDN. BHD. (118401-V)
Level 17, The Gardens North Tower
Mid Valley City
Lingkaran Syed Putra
59200 Kuala Lumpur

fold here

Dear Shareholders of Bursa Malaysia Berhad (30632-P),

We are pleased to provide our Annual Report 2008 in CD-ROM, which will enable you to download, print any relevant page or e-mail the file as an attachment to your intended recipient.

We forward herewith copies of the following documents together with the CD-ROM Annual Report 2008 for your kind attention:

- 1 Notice of the 32nd Annual General Meeting (AGM);
- 2 Statement Accompanying Notice of the 32nd AGM;
- 3 Appendix I for Agenda 8 of the Notice of 32nd AGM;
- 4 Administrative Detail for the 32nd AGM;
- 5 Form of Proxy for the 32nd AGM; and
- 6 Financial Highlights.

Should you require a printed copy of the Annual Report 2008, please forward your request by completing the Request Form provided below. We will despatch the Annual Report to you by ordinary post within four market days from the date of receipt of your verbal or written request.

We would like to thank you for your support of Bursa Malaysia Berhad. Should you have any queries, please do not hesitate to contact us at the numbers given below.

Best Regards

DATO' YUSLI BIN MOHAMED YUSOFF
Director and Chief Executive Officer

REQUEST FORM FOR PRINTED COPY OF ANNUAL REPORT 2008 OF BURSA MALAYSIA BERHAD

Bursa Malaysia Berhad (30632-P)
15th Floor, Exchange Square
Bukit Kewangan
50200 Kuala Lumpur, Malaysia

Tenaga Koperat Sdn Bhd (118401-V)
Level 17, The Gardens North Tower
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603-2034 7055 (Salmi Dali)
603-2034 7606 (Fazillah Hanipah)
Fax 603-2732 6437
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Tel 603-2264 3883
603-2264 3887 (Suzana Abdul Rahim)
603-2264 3894 (Afifah Abu Bakar)
Fax 603-2282 1886
E-mail tk@my.tricorglobal.com

Please send to me/us a printed copy of Annual Report 2008 in English.

PARTICULARS OF SHAREHOLDER

Name

Identity Card No./Passport No./Company No.

CDS Account No.

Mailing Address

Tel

Dated this _____ day of _____ 2009

fold here

AFFIX
STAMP
HERE

The Share Registrar
TENAGA KOPERAT SDN. BHD. (118401-V)
Level 17, The Gardens North Tower
Mid Valley City
Lingkaran Syed Putra
59200 Kuala Lumpur

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Chairman's Message

Dear Shareholders,

Bursa Malaysia had to rise to great challenges in 2008. The turmoil in the global financial markets became a full-blown recession in much of the developed world. Our own economy was impacted by the effects of the global contagion but we believe we are well placed to face the days ahead.



Chairman's Message

Weak sentiment and trading volume affected our markets and the benchmark Kuala Lumpur Composite Index retreated 39% during the year. Our ambitious Key Performance Indicators proved unattainable in this climate and our financial results reflected the difficult market conditions. Revenues and profits both declined, but we maintained our commitment to shareholders with total dividends declared amounting to 91% of our profit.

The Board is responding proactively to these circumstances by focusing on initiatives which will keep us relevant and competitive, following an intense re-assessment of our position. A robust and resilient Bursa Malaysia will have a greater, more diverse product range and a broader issuer base. Stronger institutional and retail investor participation will be underpinned by effective, even-handed supervision and regulations. We hope to build strategic alliances and partnerships which enable Bursa Malaysia to follow a path to growth.

We intend to differentiate ourselves from our peers by creating a unique value proposition based on growing Bursa Malaysia into a recognised Islamic financing and investment hub, as well as building on our existing strength in commodities. The aim is to position Bursa Malaysia as a preferred destination to raise capital and invest.

To achieve these bold strategic goals we will continue to invest in further developing our infrastructure. We are determined to stay at the leading edge in terms of market efficiency, and we believe investing now will be far more productive than trying to play "catch-up" later. An important first step in this direction was the launch of our new trading platform, Bursa Trade Securities, on 1 December 2008. Speed, access, and greater functionality are key features of the system, which enhances our processing and execution capability and keeps us in line with leading global markets.

We have a good management team in place at Bursa Malaysia, working tirelessly to build the products, key relationships, and support systems needed for success. They are tackling the current challenges with tremendous commitment, and enjoy the Board's unwavering support.

Both the Board and Management remain tightly focused on one, overriding objective – the continued delivery of commendable returns to you, our shareholders. Our resolve to do so is unabated.



TUN MOHAMED DZAIDDIN BIN HAJI ABDULLAH
Chairman

Highlights

	31 DEC 2004	31 DEC 2005 ³	31 DEC 2006	31 DEC 2007	31 DEC 2008
	(RESTATED)				
KEY RESULTS (RM MILLION)					
Operating Revenue	218.3	192.3	262.1	443.4	290.3
Operating Expenses	222.9	144.1	148.4	172.3	185.4
Operating EBITDA	14.5	61.5	129.7	285.1	125.4
Profit Before Tax	63.5	113.2	152.9	319.0	145.6
Profit For The Year	38.3	80.9	108.9	240.6	104.4
Profit Attributable to Equity Holders of the Company	35.1	77.0	108.1	240.6	104.4
BALANCE SHEET AND OTHER KEY DATA (RM MILLION)					
Total Assets	1,765.1	1,197.4	1,407.4	1,447.0	1,729.9
Capital Expenditure	67.6	24.6	10.5	39.9	34.0
Total Liabilities	287.0	293.0	598.0	666.8	997.6
Shareholders' Equity	1,460.3	883.1	809.4	780.2	732.3
Cash from Operating Activities	(17.8) ²	63.0	417.1	323.0	420.5
FINANCIAL RATIOS (%)					
Operating Revenue Growth	8.3	(11.9)	36.3	69.1	(34.5)
Stable and Derivatives Revenue to Operating Expenses	41.1	67.1	73.3	80.4	79.2
Operating EBITDA Margin	6.6 ¹	32.0	49.5	64.3	43.2
Net Profit Margin	13.4 ¹	31.4	35.8	48.9	31.5
Return on Equity (ROE)	2.4	6.6	12.8	30.3	13.8
SHARE INFORMATION					
Basic Earnings Per Share (Sen)	7.0	15.9	20.9	46.1	19.9
Gross Dividends Per Share (Sen)	n/a	20.0	54.5	85.0	24.3
Net Assets Per Share (RM)	2.92	1.72	1.56	1.49	1.39
Share Price - High (RM)	n/a	4.90	8.35	16.60	15.80
Share Price - Low (RM)	n/a	3.40	3.66	8.30	4.80
Share Price - As at 31 December (RM)	n/a	3.66	8.05	14.30	5.15
Price-Earnings Ratio	n/a	23	39	31	26
Company Market Capitalisation (RM billion)	n/a	1.9	4.2	7.5	2.7
KEY OPERATING DRIVERS					
Daily Average Trading Value - OMT & DBT (RM billion)	1.0	0.8	1.1	2.3	1.3
Daily Average Trading Value - OMT (RM billion)	0.9	0.7	1.0	2.2	1.2
Daily Average No. of Derivatives Contracts Traded	10,617	9,958	16,915	25,010	24,878
Total No. of Companies Listed	963	1,021	1,027	987	977

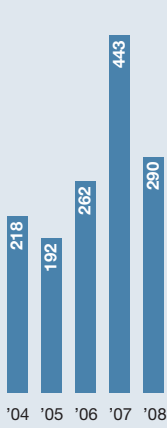
1 The ratios for 2004 which excludes the one-off Voluntary Separation Scheme (VSS) costs are as follows:

- (i) Operating EBITDA margin: 23.7%
- (ii) Net profit margin: 26.4%

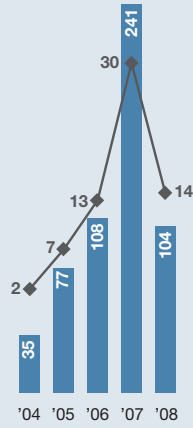
2 Cash from operating activities, excluding VSS payment, was RM19.5 million in 2004.

3 Comparative figures and ratios for 2005 have been reclassified for better presentation and restated to take into account the effects of FRS 2 in respect of share options following the adoption of FRS2 on 1 January 2006.

Highlights

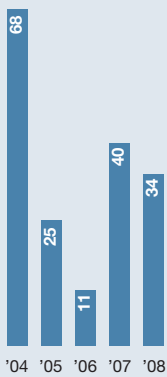


Operating Revenue (RM million)

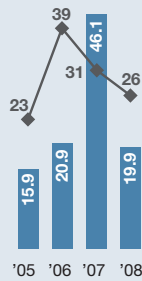


Profit Attributable to Equity Holders of the Company & Return on Equity (ROE)

■ Profit Attributable to Equity Holders of the Company (RM million)
◆ ROE (%)



Capital Expenditure (RM million)



Earnings Per Share & Price-Earnings Ratio

■ Earnings Per Share (sen)
◆ Price-Earnings Ratio

Consolidated Income Statement

for the year ended 31 December 2008

	2008 RM'000	2007 RM'000
Operating revenue	290,307	443,401
Other income	41,368	48,567
	331,675	491,968
Staff costs	(85,747)	(85,397)
Depreciation and amortisation	(20,529)	(14,034)
Other operating expenses	(79,137)	(72,913)
Profit from operations	146,262	319,624
Finance costs	(635)	(644)
Profit before taxation	145,627	318,980
Income tax expense	(41,207)	(78,355)
Profit for the period attributable to equity holders of the Company	104,420	240,625
Earnings per share attributable to equity holders of the Company (sen)		
Basic	19.9	46.1
Diluted	19.0	43.7

Consolidated Balance Sheet

as at 31 December 2008

	2008 RM'000	2007 RM'000
Assets		
Non-current Assets		
Property, plant and equipment	253,722	267,531
Computer software	91,828	64,541
Goodwill	44,720	44,720
Other investments	47,200	80,580
Staff loans receivable	20,578	22,926
Deferred tax assets	6,357	9,687
	464,405	489,985
Current Assets		
Trade receivables	15,496	28,062
Other receivables	11,598	12,621
Tax recoverable	21,203	50
Short term investments	72,857	74,953
Cash and bank balances	1,144,305	841,325
	1,265,459	957,011
Total Assets	1,729,864	1,446,996
Equity and Liabilities		
Equity Attributable to Equity Holders of the Company		
Share capital	262,943	261,825
Share premium	70,736	65,254
Other reserves	54,690	52,380
Retained earnings	343,886	400,770
Total Equity	732,255	780,229
Non-current Liabilities		
Retirement benefit obligations	22,940	20,771
Deferred income	11,617	2,477
Long term borrowings	-	219
Deferred tax liabilities	16,179	4,636
	50,736	28,103
Current Liabilities		
Trade payables	827,755	503,182
Other payables	79,728	85,661
Trading Clearing Participants' contributions to Clearing Guarantee Fund	10,012	9,011
Clearing Participants' contributions to Derivatives Clearing Fund	23,733	21,733
Tax payable	5,426	18,857
Short term borrowings	219	220
	946,873	638,664
Total Liabilities	997,609	666,767
Total Equity and Liabilities	1,729,864	1,446,996