



36th Annual General Meeting

28 March 2013

36th AGM OF BURSA MALAYSIA BERHAD

Welcome Remarks
By The Chairman,
Tun Mohamed Dzaiddin Haji Abdullah

Demand for Poll

Article 54 provides that a poll can be demanded by:

- The Chairman of the meeting; or
- At least 2 members present in person or proxy; or
- Any member or members representing not less than 1/10 of total voting rights of all members attending this 36th AGM; or
- Any member or members holding shares conferring a right to vote at this 36th AGM, being shares on which an aggregate sum has been paid up equal to or not less than 1/10 of the total sum paid up on all the shares conferring that right

Poll Administrator and Scrutineers

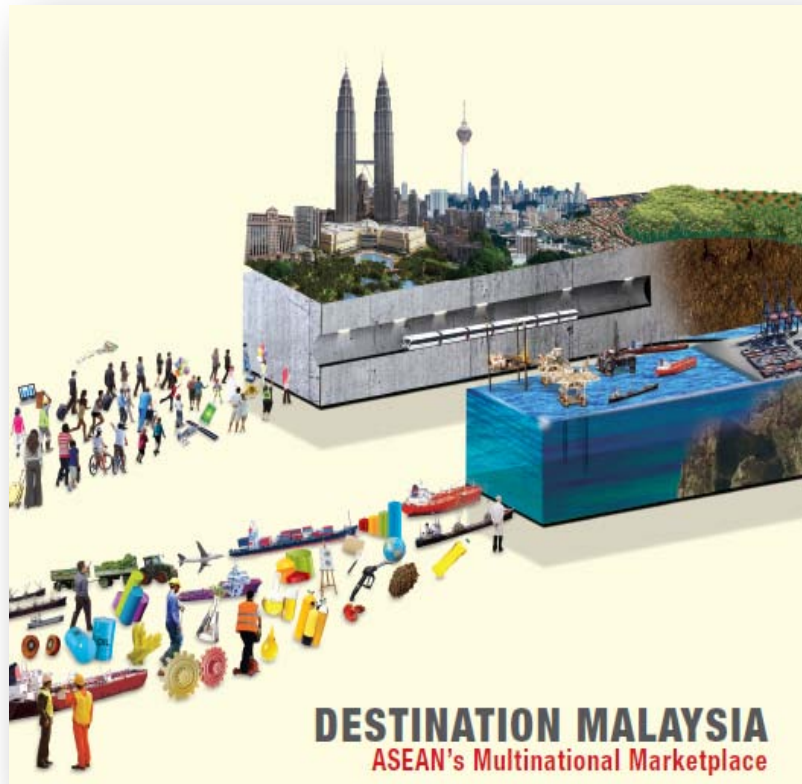
Poll Administrator : **Tricor Investor Services
Sdn Bhd**

Scrutineers: **Ernst & Young**

Resolution 1

To receive and adopt the Audited Financial Statements for the year ended 31 December 2012 and Reports of the Directors and Auditors thereon.





36th Annual General Meeting

Presentation to Shareholders
28 March 2013

Dato' Tajuddin Atan, CEO

AGENDA

- WE MADE A MARK INTERNATIONALLY
- WE REMAIN FOCUSED
- WE ARE STEPPING UP OUR GAME
- CONCLUSION

WE MADE A MARK INTERNATIONALLY

- 2 of the World's Top 10 IPOs are Listed with Us 4
- We are Standing Among Giants 5
- Our FCPO is Global Benchmark 6
- We are Forerunner in Islamic Market 7



FUELLING GROWTH

We Made a Mark Internationally

2 of the World's Top 10 IPOs are Listed with Us

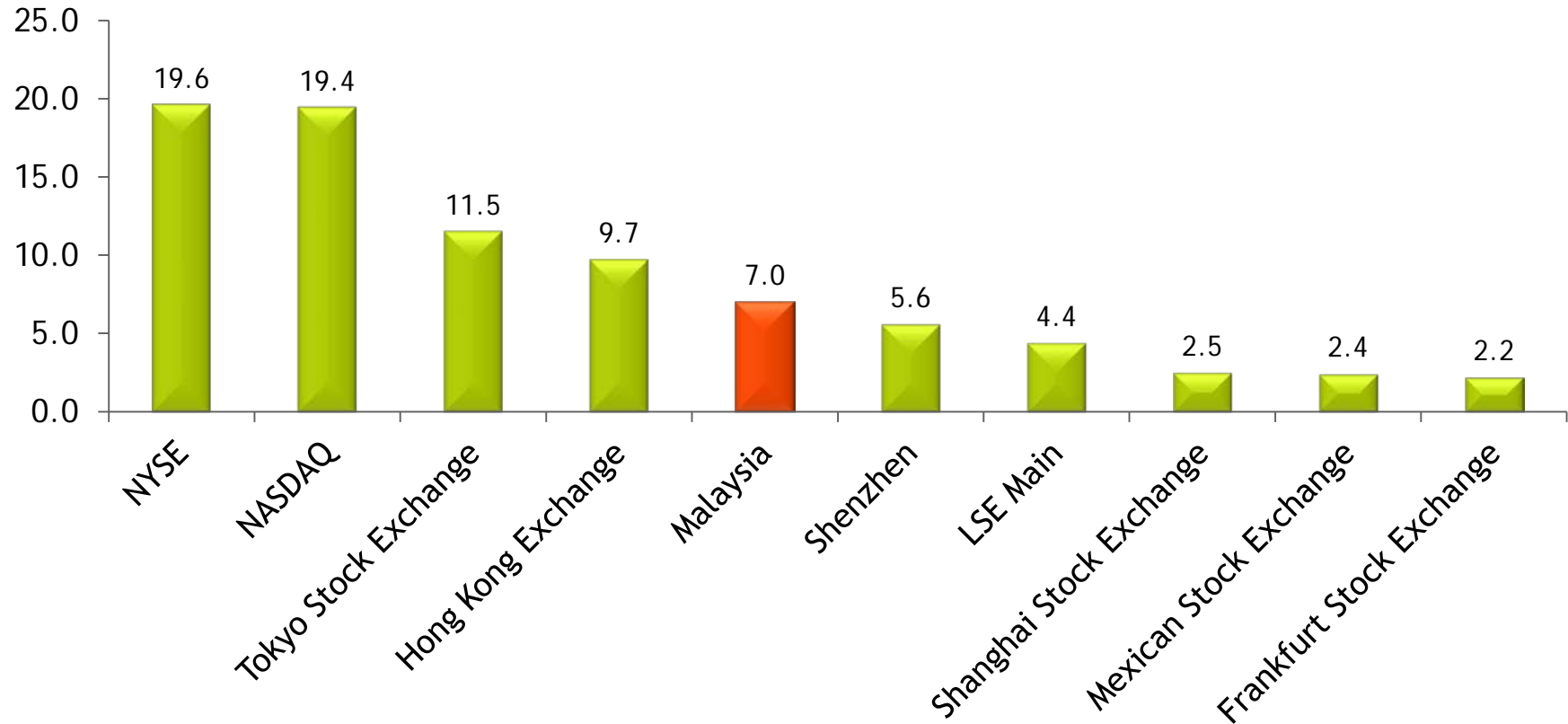
World's Top 10 IPOs

	Company	Exchange	Fund Raised (USD bil)
1	Facebook	NASDAQ	16.00
2	Japan Airlines	Tokyo Stock Exchange	8.46
3	Santander Mexico	NYSE/Mexican Exchange	3.66
4	FELDA Global Ventures	Bursa Malaysia	3.14
5	PICC	HK Exchange	3.10
6	IHH Healthcare	Bursa Malaysia	1.96
7	BTG Pactual	Bovespa	1.71
8	MegaFon	LSE Main	1.70
9	Haitong Securities	HK Exchange	1.68
10	Telefonica Deutschland	Frankfurt Stock Exchange	1.60

We Made a Mark Internationally

We are Standing Among Giants

Fund Raised from IPOs in 2012 (USD billion)



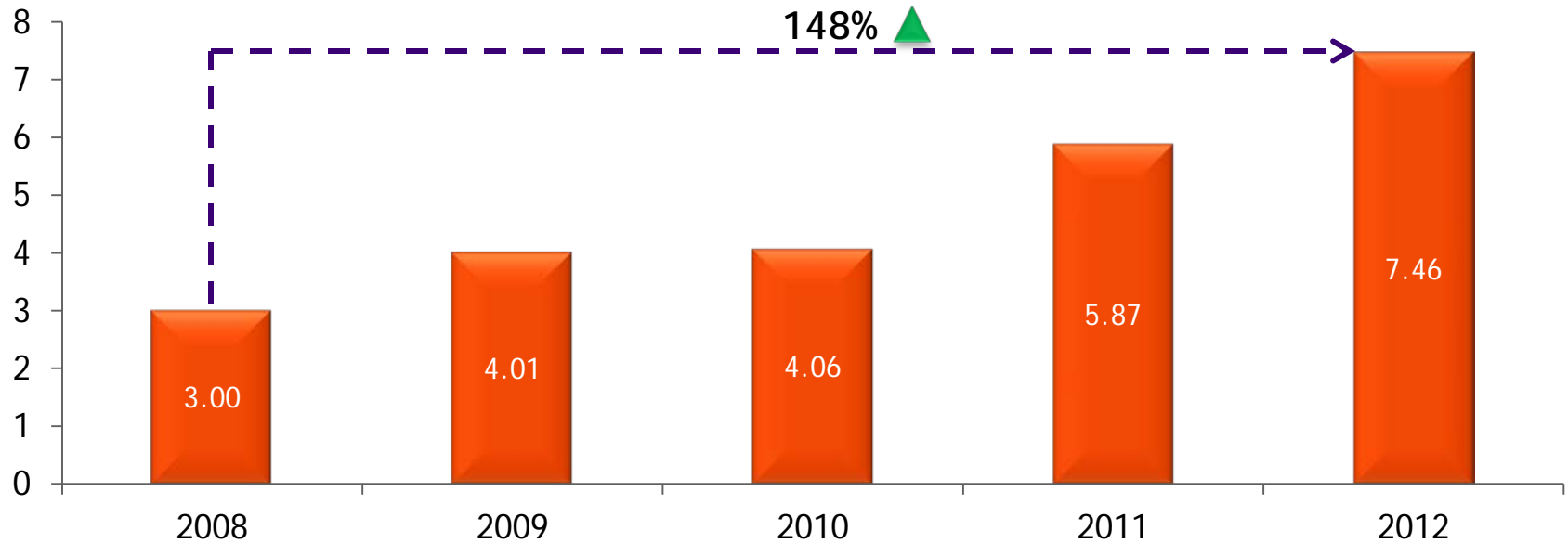
Source: Renaissance Capital IPO Intelligence

Ranked among top 5 listing Destination in the world.

We Made a Mark Internationally

Our FCPO is Global Benchmark

Total Contract Traded on FCPO (Million)

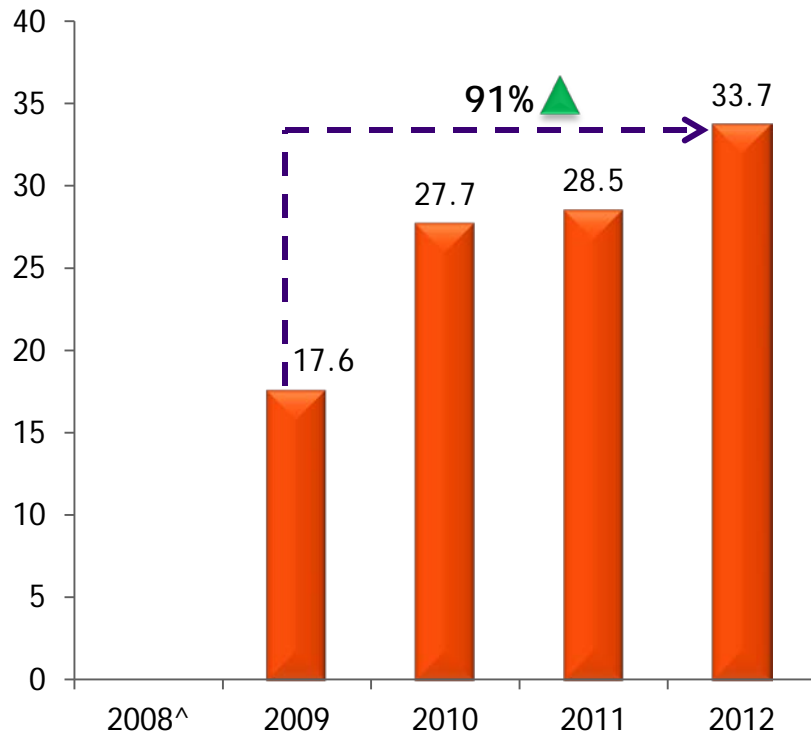


Our FCPO is the world's most successful CPO futures contract and it continues to be the global benchmark as evidenced by the growth in total contract traded.

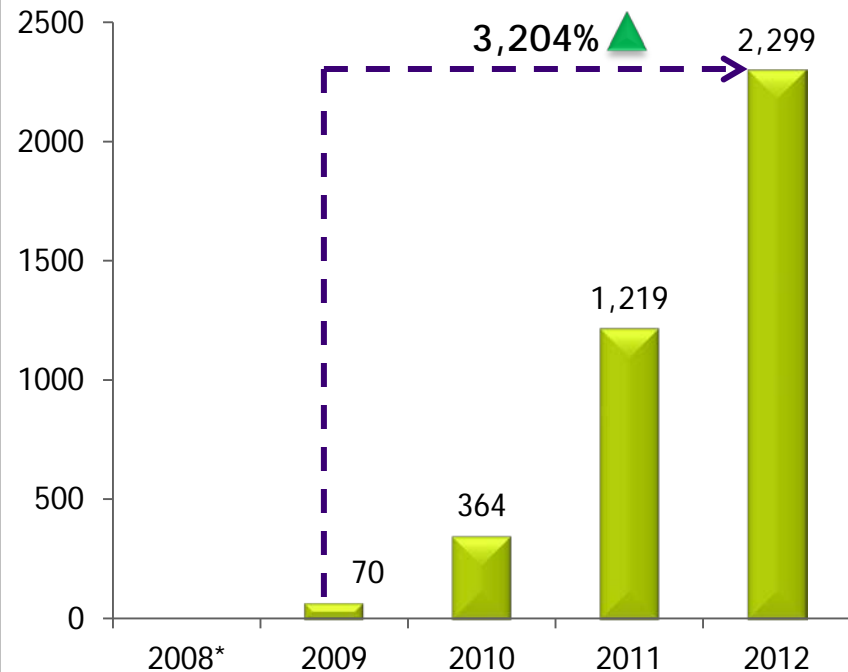
We Made a Mark Internationally

We are Forerunner in Islamic Capital Market

Value of Sukuk Listings (USD)



BSAS Average Daily Value Commodity Traded (RM million)



Note* - Bursa Suq Al-Sila' was launched in August 2009. Therefore, there is no statistic for 2008.

Note^ - Sukuk Listing was introduced in December 2008.

Our one of a kind Bursa Suq Al-Sila' ADV commodity traded is gaining traction by growing rapidly over the years.



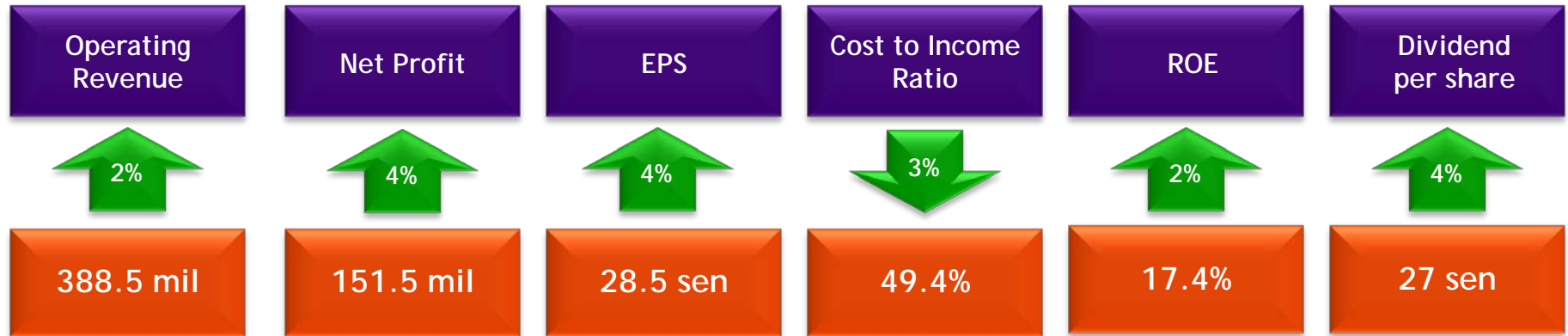
SEEDING IDEAS

WE REMAIN FOCUSED ON:

- Growing Our Revenue 9 - 11
- Building Shareholders' Value 12 - 14
- 3 Main Markets Key Drivers 15 - 18
- Delivered According to Our 4 Strategic Intent 19 - 22

We Remain Focused

Sustained Financial Performance amidst Global Financial Turbulence

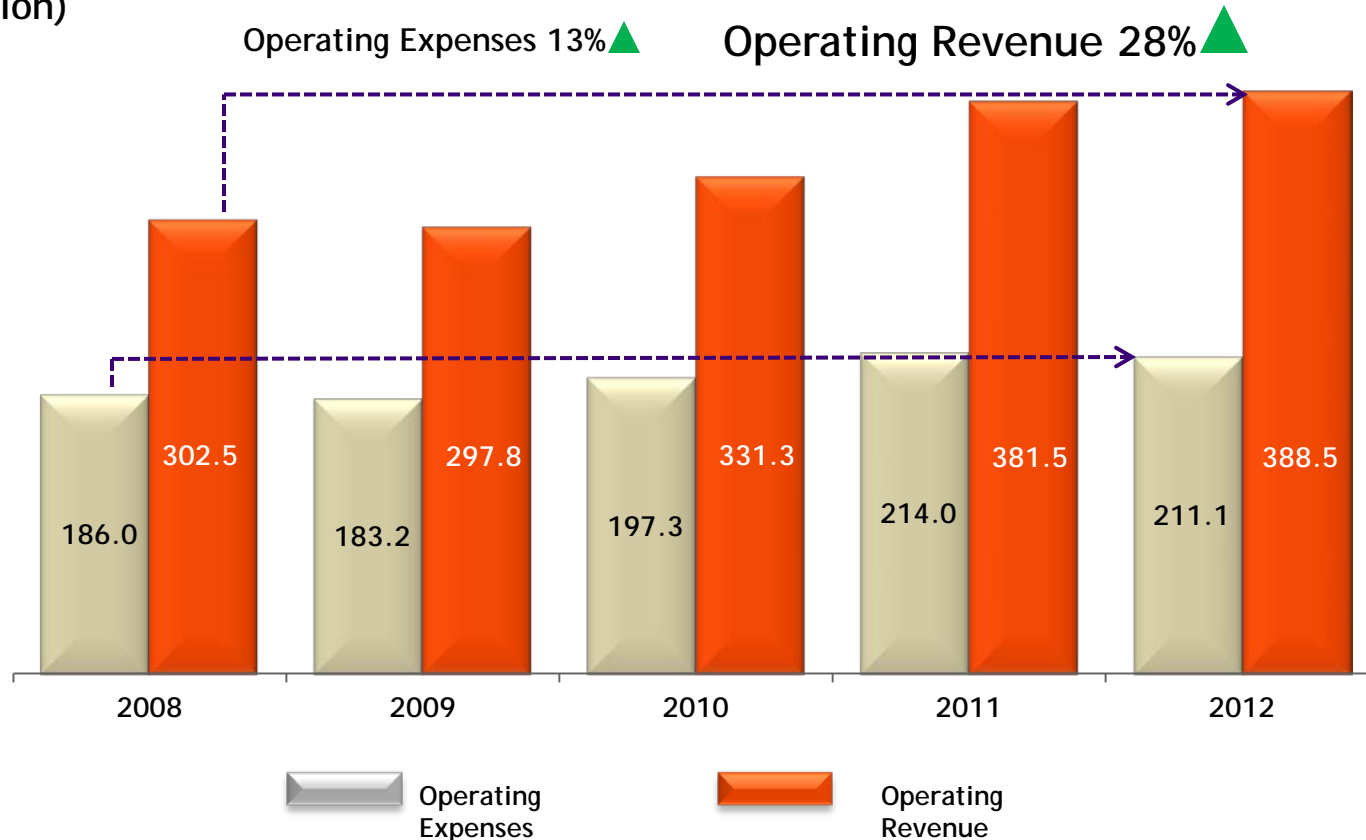


- Sustained financial performance due to growth in the stable revenue and derivatives trading revenue.
- Growth in other revenues offset impact of decline in securities trading revenue.
- Cost to Income Ratio improved by 3% due to growth in stable revenue and derivatives trading revenue and marginal contraction in costs, which is a result of a lower headcount and depreciation.

We Remain Focused

Revenue Growing at Faster Rate than Expenses

(RM million)

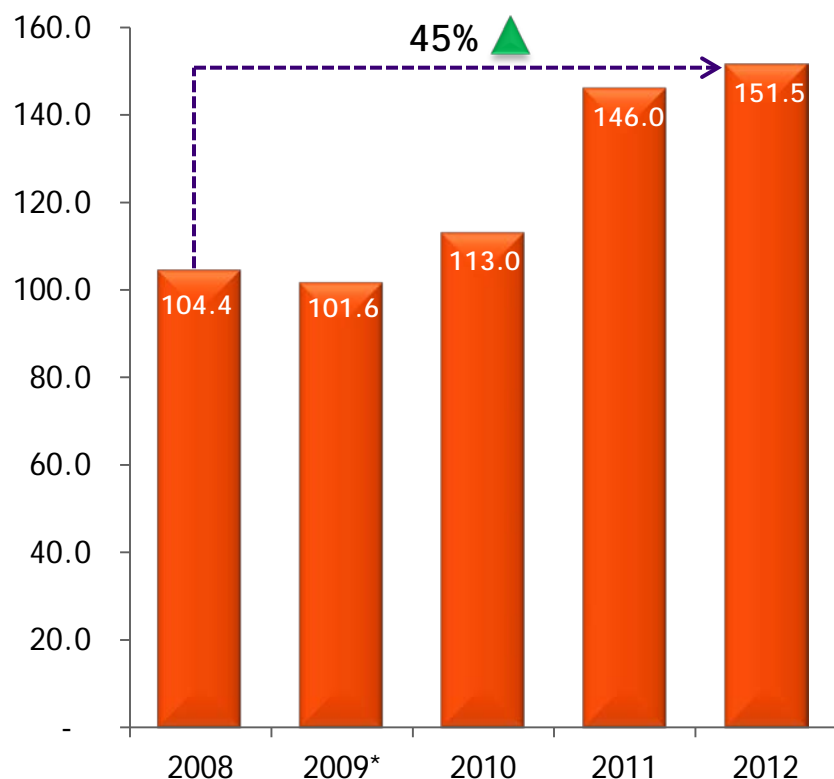


- Operating revenue has gone up by 28% over the last 5 years compared to increase in expenses of only 13%. The jump in Operating Revenue was significant in the last 2 years.
- Currently, we have achieved cost optimisation. However, we foresee an increase in operating cost in the future due to our investment in human capital to build talents. This is to achieve our goal as a high performance organisation.

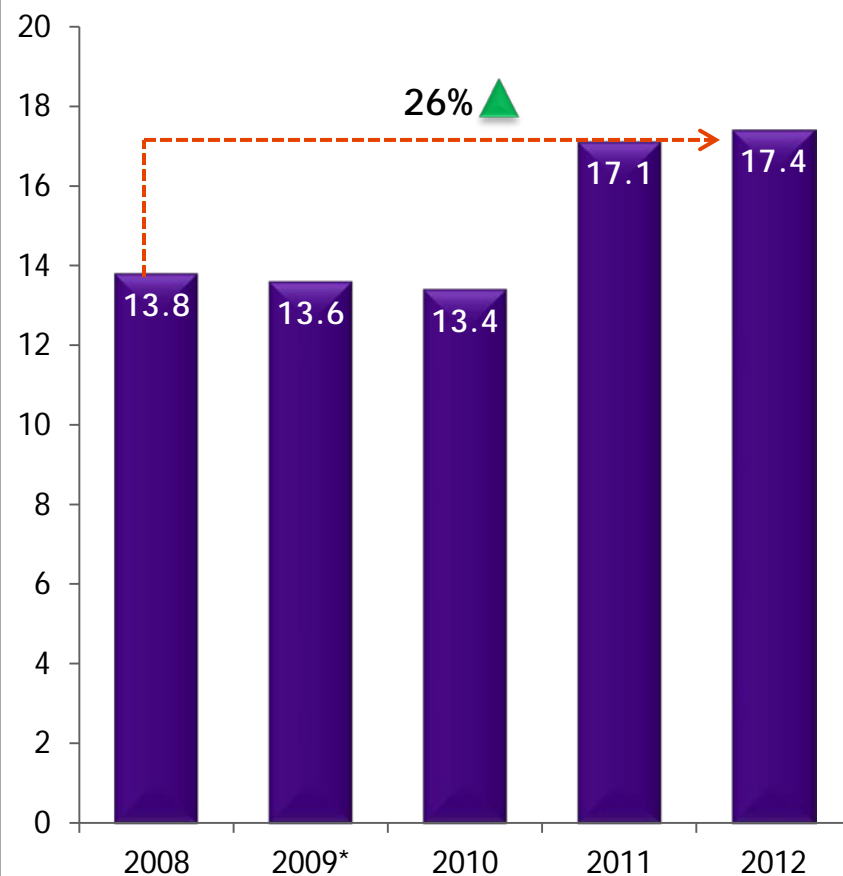
We Remain Focused

Recorded Strong Performance Especially in the Recent 2 Years

PATAMI (RM million)



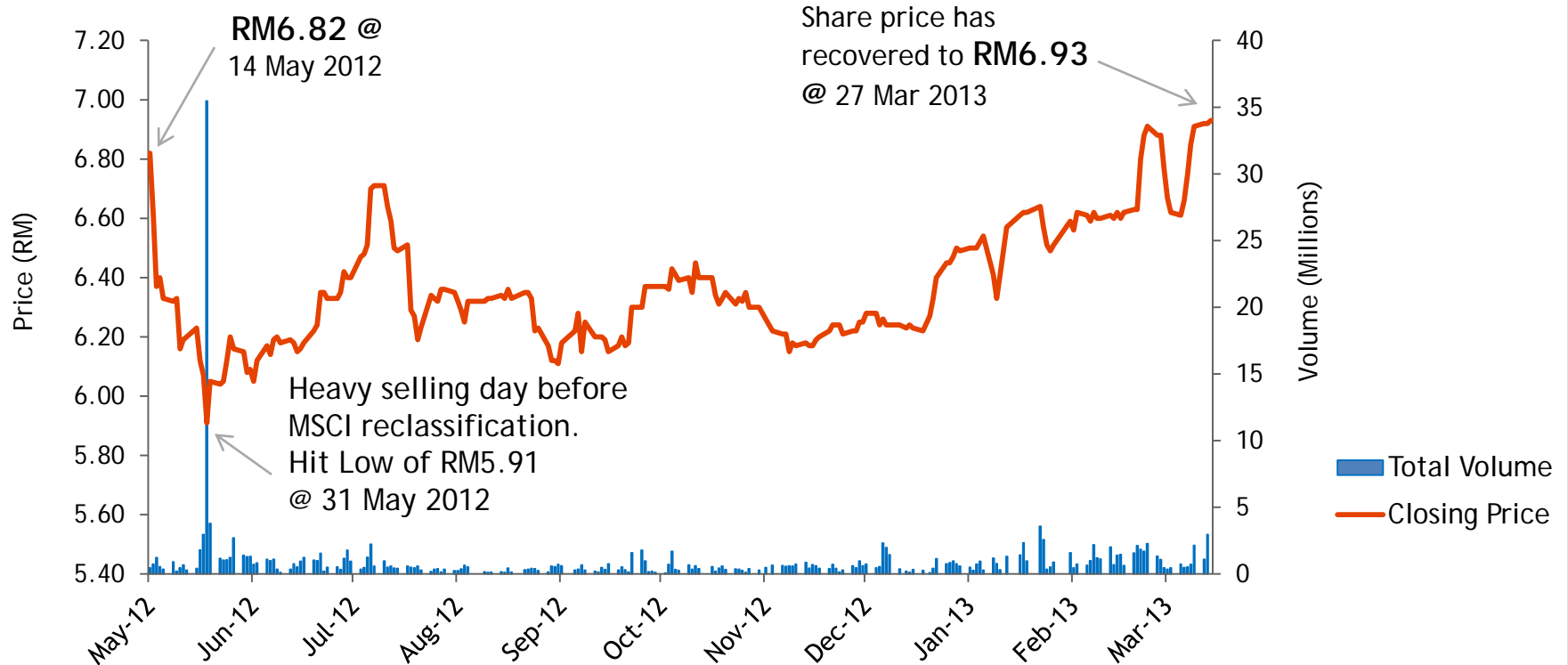
ROE (%)



Note - The results and ratio for 2009 exclude the extraordinary gain on disposal of a subsidiary.*

We Remain Focused

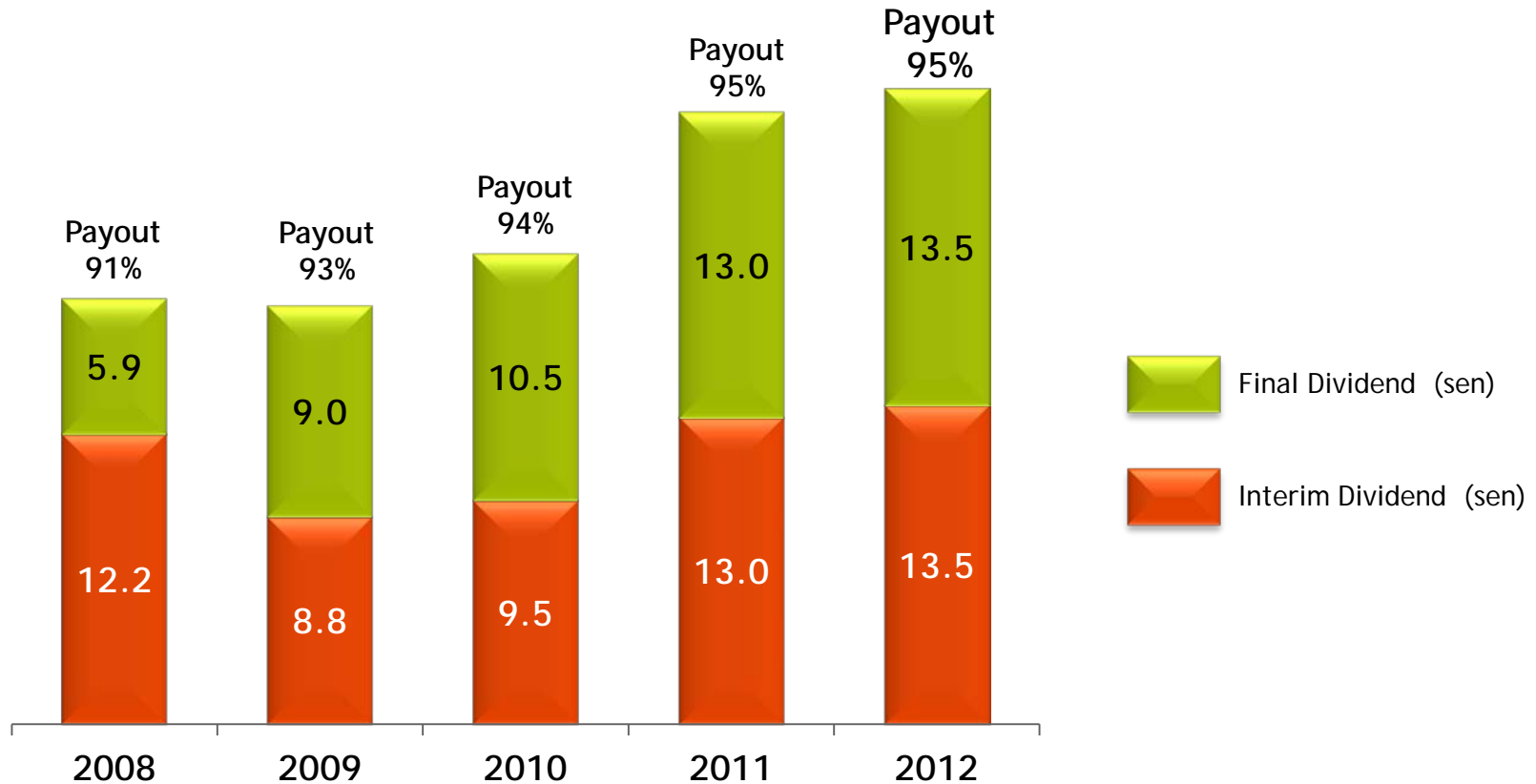
Fundamentally Remained Strong



- With the MSCI reclassification, Bursa has been removed from MSCI EM Index. We also made room for other Malaysian new PLCs to be admitted.
- However, selling pressure as foreign funds exited, our share price misaligned.
- Despite the reclassification, our fundamental remain unchanged. We became a larger player in the Small Cap Index.
- Our share price has recently recovered to RM6.93 as at 27 Mar 2013

We Remain Focused

Growing Dividends, Consistent Payout of > 90%

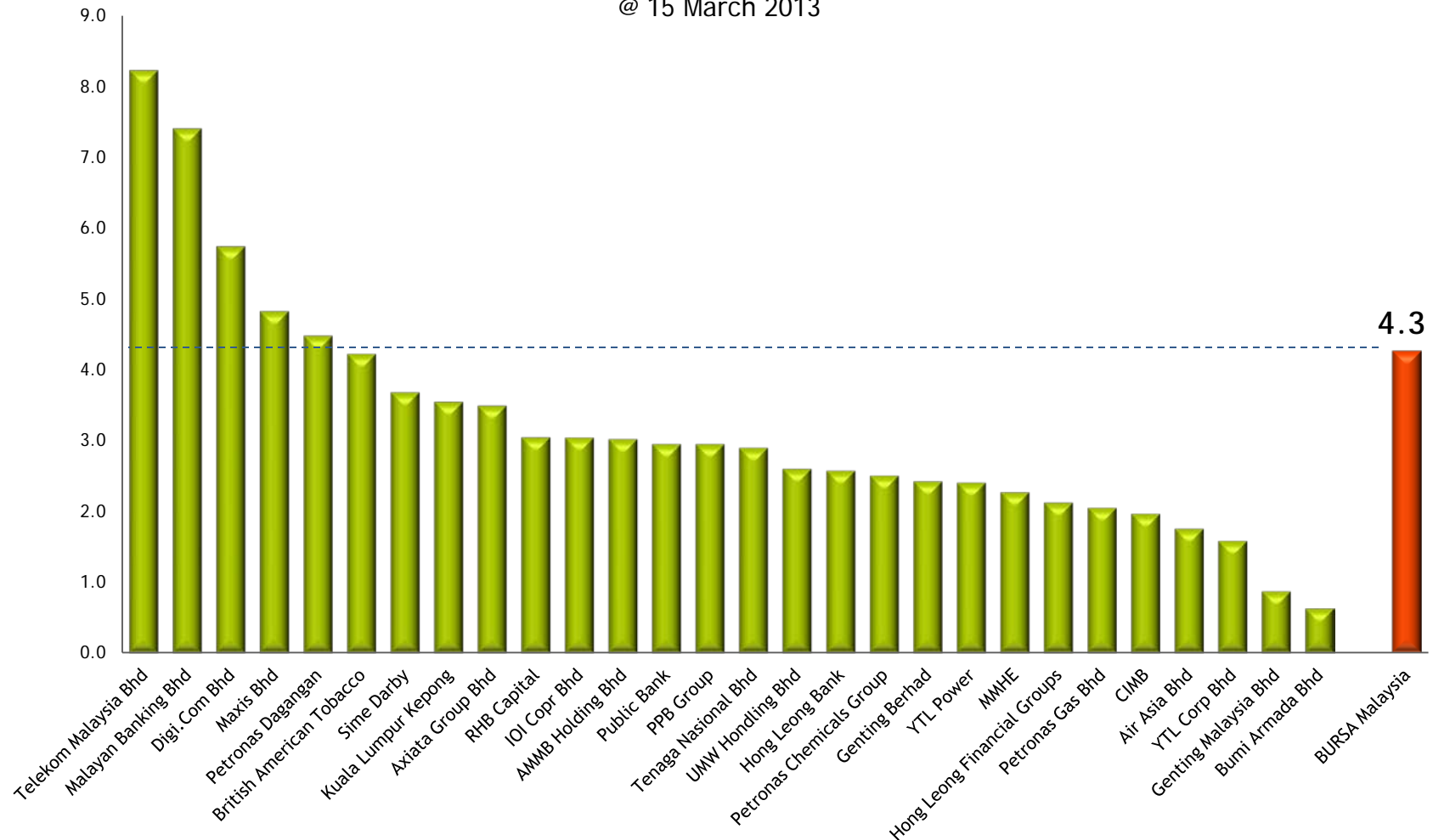


We Remained Focus

One of the Highest Dividend Yield PLCs among FBM KLCI Constituents

Dividend yield - Bursa vs. FBMKLCI Constituents

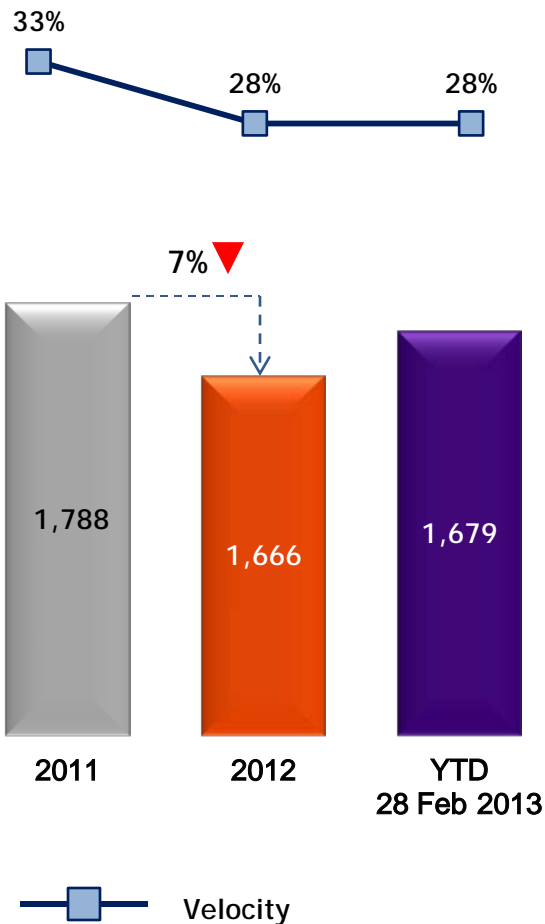
@ 15 March 2013



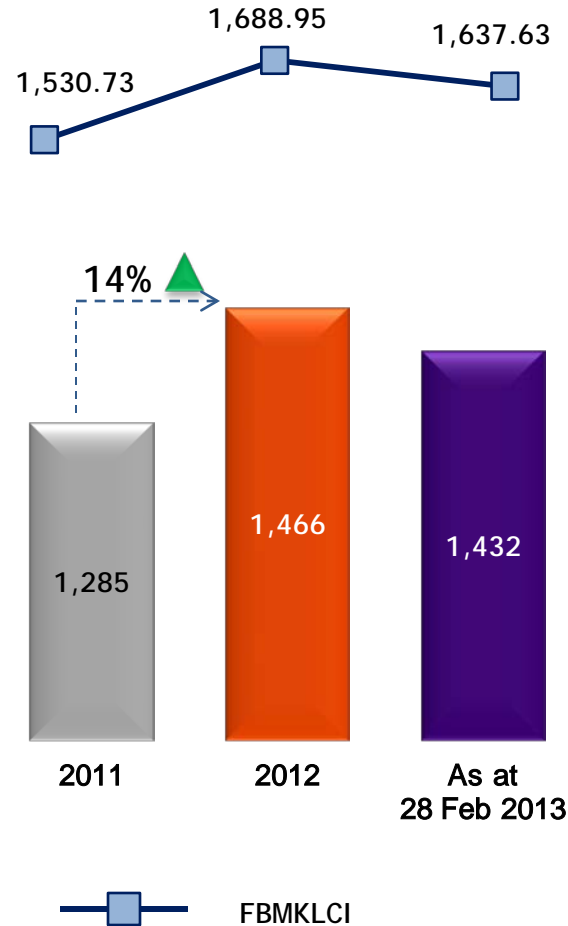
Securities Market Overview

Strong IPO activities boosted by 3 mega IPOs

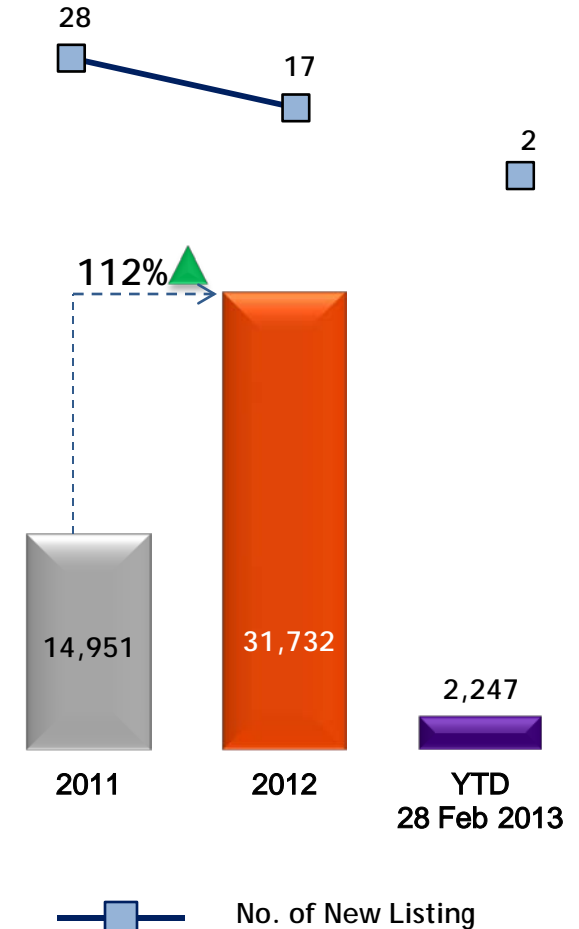
Average Daily Value (RM million)



Market Capitalisation (RM billion)



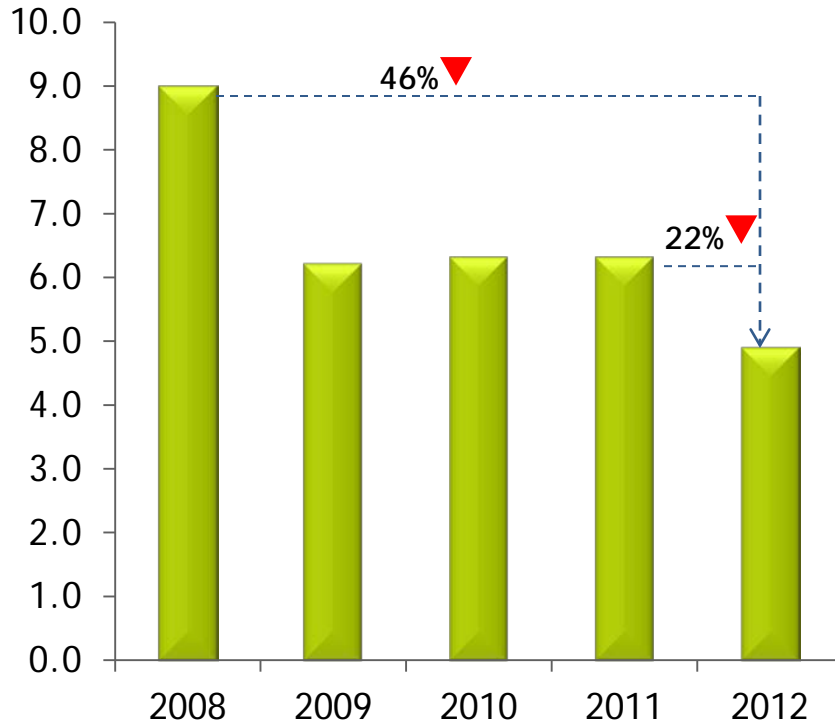
Fund Raised from New Listings & Secondary Market (RM million)



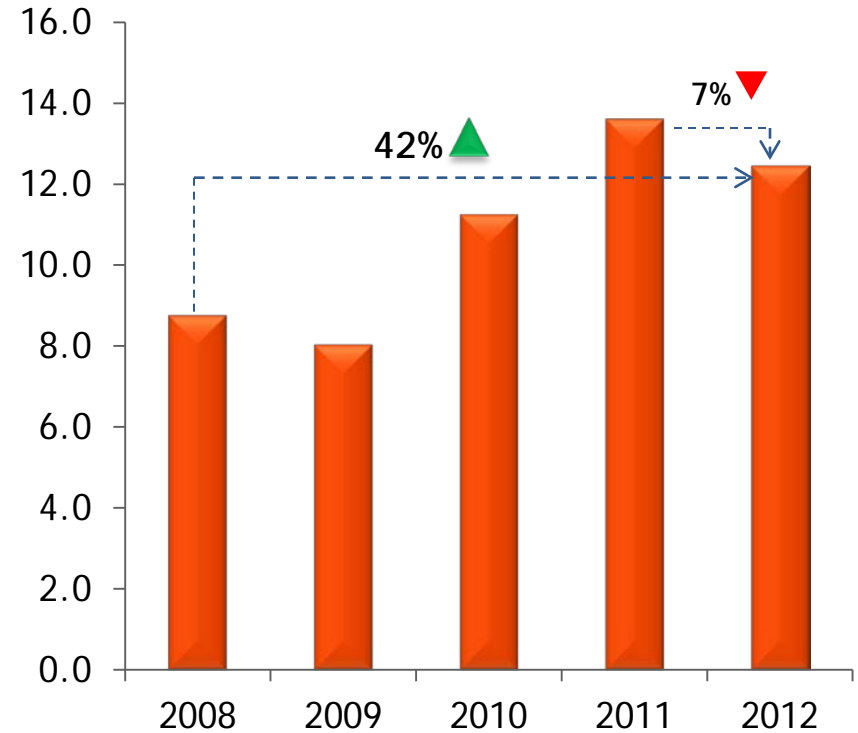
We Remain Focused

Trade Value Held Steadily amidst Global Plunge

Global Trade Value (USD Trillion)



Bursa Trade Value (USD billion)



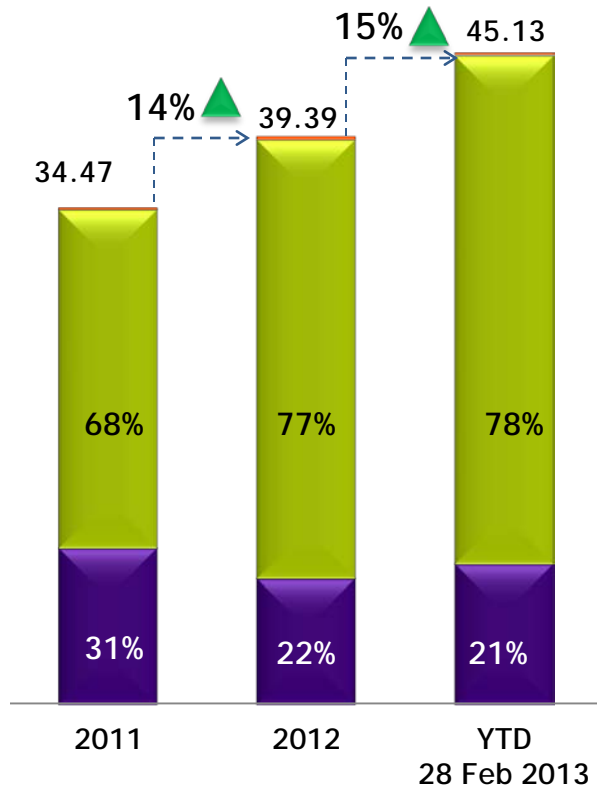
Source: World Federation of Exchanges

- Over last 5 years, the global trade value has gone down 46% while ours has grown by 42%.
- During a year when exchanges are facing global financial turbulence, global trade value was down 22%; ours was down by only 7%.

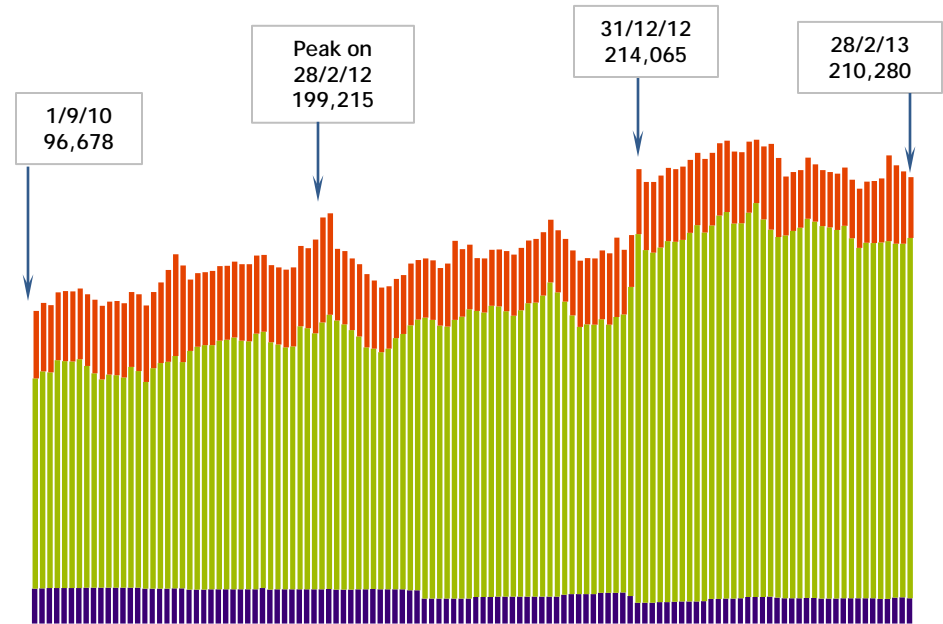
We Remain Focused

Derivatives Market - ADC and Open Interest Peaking at New Highs

Average Daily Contracts (000')



Open Interest since Migration to Globex®

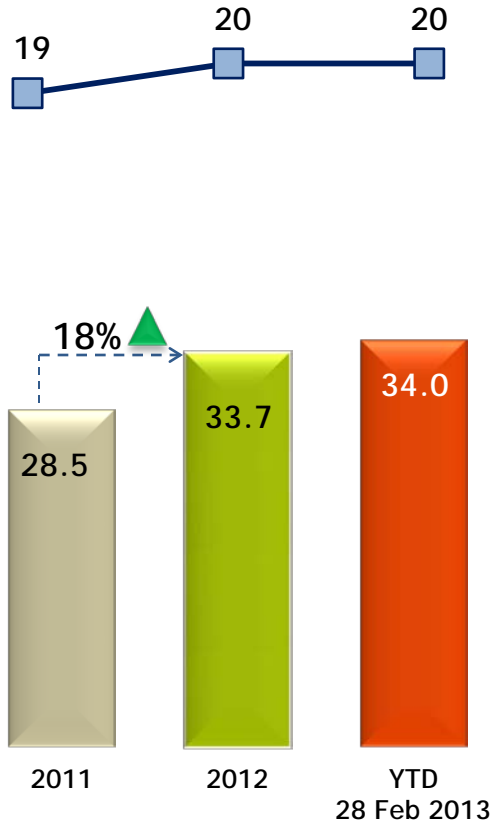


Others
 Crude Palm Oil Futures
 FMBKLCI Futures

We Remain Focused

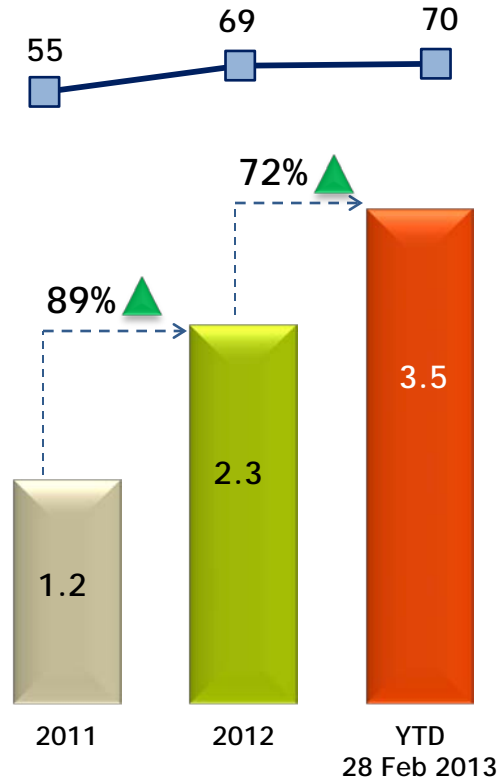
Islamic Markets - Continue to Grow and Launched ETBS, New Asset Class

Sukuk Listing (USD\$ bil)



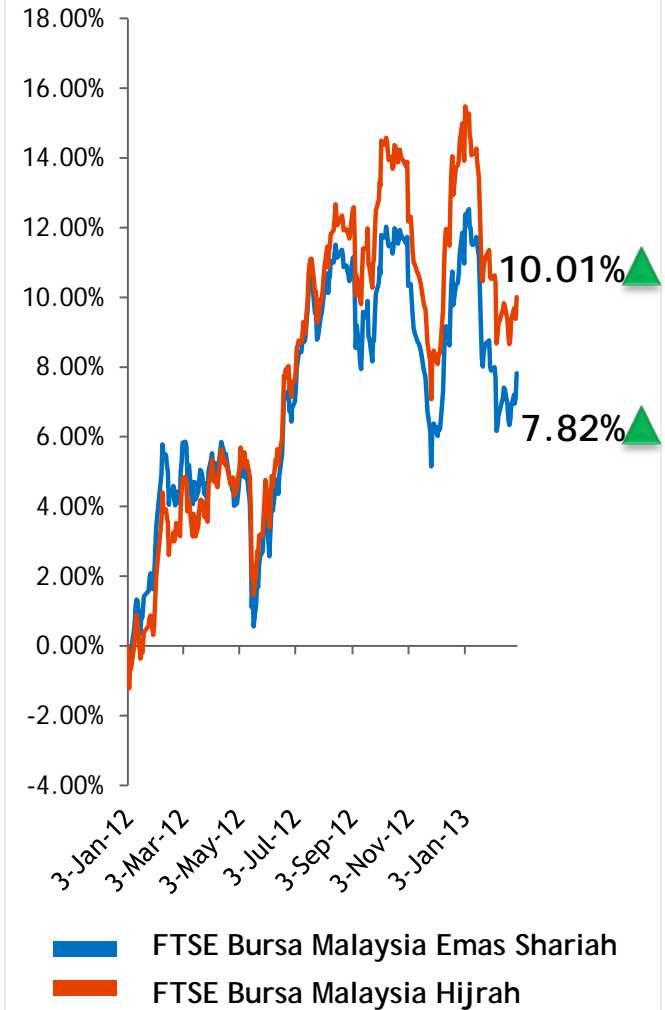
—■— No. of Sukuk

Bursa Suq Al-Sila' ADV
Commodity Traded
(RM bil)



—■— No. of Trading Participants

Shari'ah Indices Performance



— FTSE Bursa Malaysia Emas Shariah
— FTSE Bursa Malaysia Hijrah

Wider Offerings for Investors

	Implemented Initiatives	Date of Implementation
1	Expansion of Commodity Offering with RBD Palm Olein by Bursa Suq Al-Sila'	24 Apr
2	Launch of revamped Options on Index Futures (OKLI)	22 May
3	Launch of Options on CPO Futures	17 Jul

Expanded Channels of Distribution

	Implemented Initiatives	Date of Implementation
1	Ease of Local Participants entry requirements for derivatives trading	3 Jan
2	Introduction of Referral Agent Activities for cross selling between derivatives and securities markets	1 Jun
3	Ease of restrictions for establishment of branches/kiosks for futures brokers	8 Jun
4	Ease of requirements to become futures brokers under Dual Licensing Fast Track Programme	9 Aug
5	Launch of ASEAN Trading Link connecting Bursa Malaysia, Singapore Exchange and Stock Exchange of Thailand	18 Sep & 15 Oct

Improved Efficiency and Effectiveness

	Implemented Initiatives	Date of Implementation
1	Launch of New Derivatives Clearing System	28 Feb
2	Launch of Bursa Malaysia's new website	2 Jul
3	Launch of new trading features for Bursa Trade Securities	6 Jul
4	Introduction of eCASH payments framework	3 Sep
5	Launch of New Surveillance System	31 Dec

We Remain Focused

Ensuring High Level of Integrity in the Marketplace

Enhance market quality

- Regulatory framework to stay relevant to the current environment, e.g. refined existing rules to cater for new products or services and enhancements to existing products and services.

Increase standards of conduct and governance of intermediaries and listed issuers

- Amendment of LR to strengthen CG and quality of financial reporting of listed issuers

Enhance efficiency of regulatory services

- Launched of New surveillance system in December 2012.

Education and Awareness

- Conducted a total of 39 advocacy, education and training programmes for CEOs, CFOs, CoSec, brokers and compliance officers of IBs which attended by >4,000 participants.

We Remain Focused

Building Market Quality and Ensure Sustainability

ASIA CORPORATE GOVERNANCE ASSOCIATION

- 4th among 11 countries in Asia (6th in 2010)
- Bursa Malaysia as a listed company is included in the "Top 50 Corporate Governance ranking of mid/small caps in Asia Pacific"



WORLD BANK

- 4th among 183 countries for Investor Protection



WORLD ECONOMIC FORUM

- 4th among 142 countries for Strength of Investor Protection and 9th for Efficacy of Corporate Boards



FUTURES & OPTIONS WORLD AWARD

- Winner of Best Technology Innovation by an Asian Exchange Award and Runner-up for the Asian Derivatives Exchange of the Year Award



WE ARE STEPPING UP OUR GAME

- Focus Area in 2013 and Beyond 24
- 2013 Business Plan 25

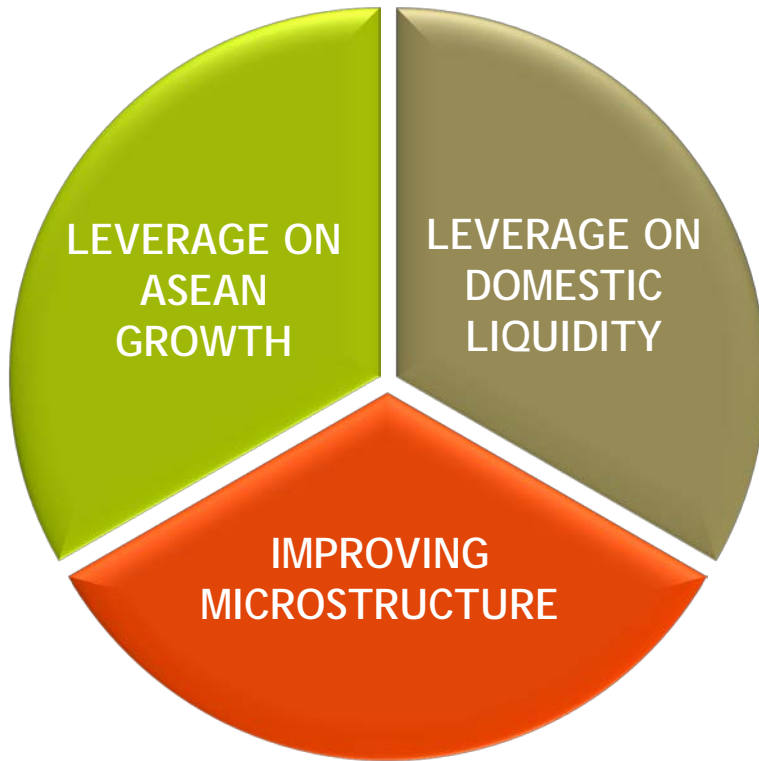


BUILDING CAPITAL

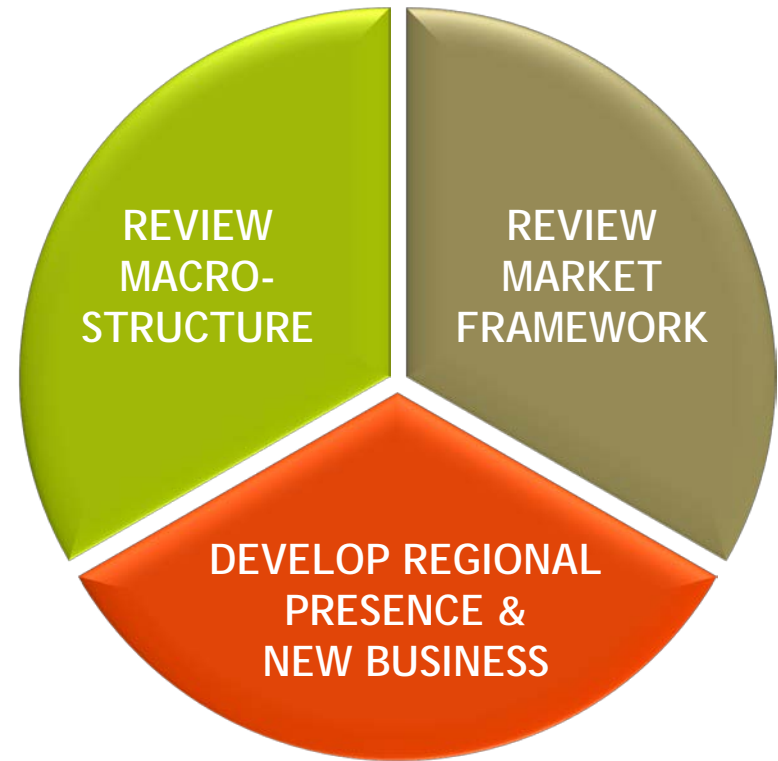
We are Stepping Up Our Game

Focus Area in 2013 and Beyond - To Establish Strong Regional Presence

Focus 1: Value Extraction



Focus 2: Build for the Future



We are Stepping Up Our Game

2013 Business Plans - Major Initiatives to Build a Competitive Marketplace



SI 1

Create a More
Facilitative TRADING
ENVIRONMENT



SI 2

Facilitate More
TRADABLE
ALTERNATIVES



SI 3

Reshape
MARKET STRUCTURE
& FRAMEWORK



SI 4

REGIONAL
MARKETPLACE
with Global Access
(Centre of ASEAN)

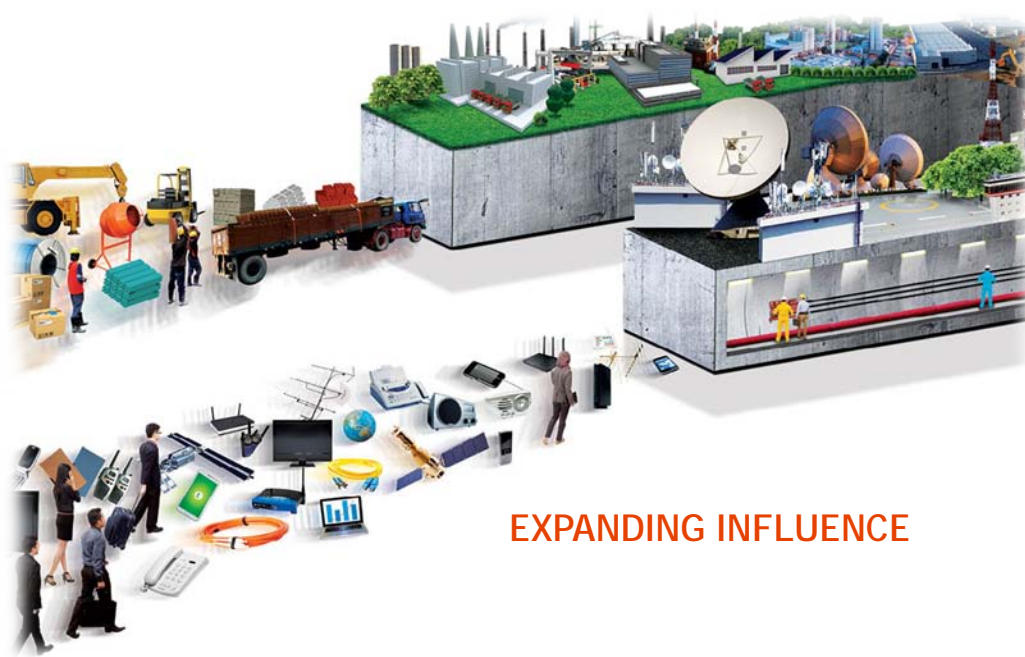


- BTS Replacement
- Retail Strategy
- E-Rights

- ETBS
- ETFs and Business Trusts
- New Derivatives Products

- Liberalisation of Derivatives market membership structure
- Revamped of Business Rules for Securities Brokers

- ASEAN Exchanges & ASEAN Link
- PLC Profiling (ASEAN Stars, CBRS)



Conclusion

- Watch this Space

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We made a mark internationally

Our real deliveries in 2012 ran far deeper

We remained focus

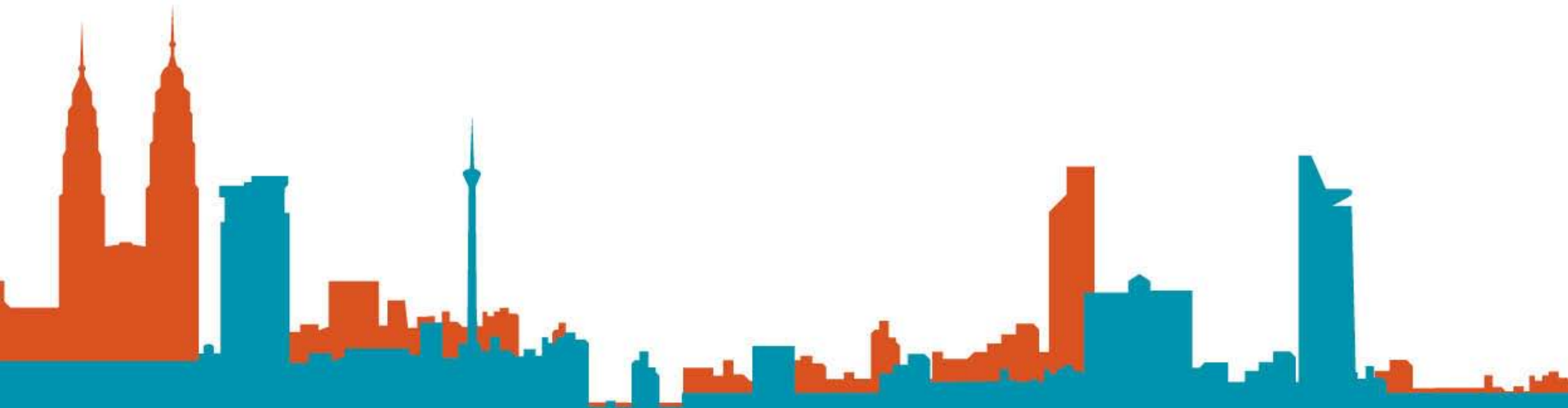
To shape Bursa Malaysia to become high performance organisation

We are stepping up our game

Extracting value and implementation of initiatives aligned to the 4
strategic intents



Thank you



Report of the Auditors

Presentation by Encik Abdul Rauf Rashid,
partner from Messrs Ernst & Young

QUESTION 1

From the Financial Highlights in the Annual Report, we noted that the company's Operating Revenue, PATAMI, Cost to Income Ratio, EPS growth and Dividend/share increased only marginally between 2 - 4%.

- I. Going forward, what are the measures taken to improve the Company performance in 2013.
 - II. In the light of this performance, could the Board explain the criteria for rewarding employees in particular the CEO's where the total remuneration package increased by 57% from RM3.5 million to RM5.5 million. This increase too does not seem to be in alignment with rewards to shareholders.
-

RESPONSE

- I. Bursa had seeded and also successfully completed numerous initiatives in FY2012. The challenge is always to translate and leverage of the initiatives for a better performance. Bursa will be looking to reap the efforts of our hard work in 2012 and tap into the opportunities right at our doorstep.

To improve company's performance in 2013, we will be focusing on the following:

1. The liquidity within reach which is ASEAN and Malaysian retail and also domestic institutional funds;
2. Continue to work with and profile the strong base of listed companies on our exchange many of which are actively tapping into the growth of ASEAN;
3. Development of new multi-asset classes such as Exchange Traded Bonds and Sukuks that will spawn more products and tradable alternatives.

QUESTION 1

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RESPONSE (Cont...)

To improve company's performance in 2013, we will be focusing on the following: (Cont...)

4. Review of macro-structure;
5. Review of market framework;
6. Development of regional presence and new business.

QUESTION 2

In the light of the Company's vision to establish Malaysia as the ASEAN's leading multinational marketplace, could the Board share on the tangible results achieved to date? Could the Board also share on the milestones it had set for its Management to achieve this objectives?

What immediate steps has the Company taken to improve its competitiveness in the region?

RESPONSE

Year 2012 was exciting for the main reason that we successfully implemented numerous projects and initiatives that have strengthened Bursa at a fundamental level.

We made a mark internationally when we housed 2 of the world's top 10 IPOs. Bursa was ranked 5th in the world as capital raising venue. In a year where global trading value dropped 22%, Bursa's trading value reduced by only 7%, reflecting market robustness and resiliencies.

FBM KLCI gained 10.34% and hit 29 all-time highs, ended at its highest of 1,688.95. Our market capitalization achieved all-time high and grew from RM1.29 trillion to RM1.47 trillion in FY2012. The ASEAN Exchanges collaboration is now a viable growth platform for Bursa with the ASEAN Trading link being a key enabler.

QUESTION 2

In the light of the Company's vision to establish Malaysia as the ASEAN's leading multinational marketplace, could the Board share on the tangible results achieved to date? Could the Board also share on the milestones it had set for its Management to achieve this objectives?

What immediate steps has the Company taken to improve its competitiveness in the region?

RESPONSE (Cont...)

We see continuing growth in our derivatives market with contract traded grew 14% from 8.4 million in FY2011 to 9.6 million in FY2012. Trade by foreign institutions also increased from 31% in 2011 to 36% in 2012. Derivatives space was also enhanced by the implementation of a new Derivatives Clearing System which has greater capacity and for handling more complex products. As a result, two new derivatives products were rolled out e.g. OCPO and OKLI.

Bursa Malaysia also reaffirmed our prominence as a forerunner in the Islamic capital market. The year has begun on a high note with the listing of our first exchange traded bond/sukuk, a new asset class introduced for our retail investors. Bursa Suq Al-Sila' continued the robust growth with 89% increase in its Average Daily Value from RM1.2 billion to RM2.3 billion. We also retained our leadership position as the premier sukuk listing destination for the fourth consecutive year, the value of the programmes listed had increased from USD28.5 billion in 2011 to USD33.7 billion in 2012.

The Board takes cognizance of the realization of the ASEAN Economic Community Blueprint by 2015. Bursa has actually put up four strategic intents to step up its journey of being ASEAN's leading multinational.

QUESTION 2

In the light of the Company's vision to establish Malaysia as the ASEAN's leading multinational marketplace, could the Board share on the tangible results achieved to date? Could the Board also share on the milestones it had set for its Management to achieve this objectives?

What immediate steps has the Company taken to improve its competitiveness in the region?

RESPONSE (Cont...)

The four strategic intents and its value propositions are outlined as follows:

1. To mobilise and unlock domestic liquidity by creating a more conducive and facilitative trading environment for traders as long term investors
 - Rethink of Market Management approach
2. To be an attractive fund raising destination and to build a diverse profile of ample and sustainable tradable alternatives across the various asset classes
 - Expanding the number of tradable large stocks
 - Widen the diversity of tradable product offerings

QUESTION 2

In the light of the Company's vision to establish Malaysia as the ASEAN's leading multinational marketplace, could the Board share on the tangible results achieved to date? Could the Board also share on the milestones it had set for its Management to achieve this objectives?

What immediate steps has the Company taken to improve its competitiveness in the region?

RESPONSE (Cont...)

3. To compete regionally by reviewing and reshaping market structure & framework to be at par or more competitive especially within ASEAN
 - Reduce friction by improving the delivery system - single market driven approving authority
 - Achieve parity in transactions costs within ASEAN
4. To be centre of ASEAN by becoming the regional marketplace with global access.
 - Strengthen Malaysia's domestic proposition to unlock latent and excess domestic liquidity to fund domestic investments
 - Ensure regional readiness through strategic collaborations and alliances

QUESTION 1

From the Financial Highlights in the Annual Report, we noted that the company's Operating Revenue, PATAMI, Cost to Income Ratio, EPS growth and Dividend/share increased only marginally between 2 - 4%.

- I. Going forward, what are the measures taken to improve the Company performance in 2013.
- II. In the light of this performance, could the Board explain the criteria for rewarding employees in particular the CEO's where the total remuneration package increased by 57% from RM3.5 million to RM5.5 million. This increase too does not seem to be in alignment with rewards to shareholders.

RESPONSE

- II. One of the key objectives of Bursa is to be a high performance organisation. To achieve this, we need the right people and talent. The remuneration package of our employees is thus tailored to retain the right talent to propel Bursa to the next level. The variable portion of the remuneration package, in the form of cash bonus and shares granted under the Share Grant Plan (SGP), seek to reward based on the performance of both Bursa and the individual. This is applicable to all employees, including the CEO.

The CEO's remuneration is lower in 2011 due to his 9 months' service in that year compared to 12 months in 2012, as the terms of his service contract remain the same since 1 April 2011. Moreover, shares were granted under the SGP to the CEO only in 2012; none in 2011. The shares were mainly for his service in 2011. The CEO's remuneration package is designed to be competitive and is aligned to the market rate.

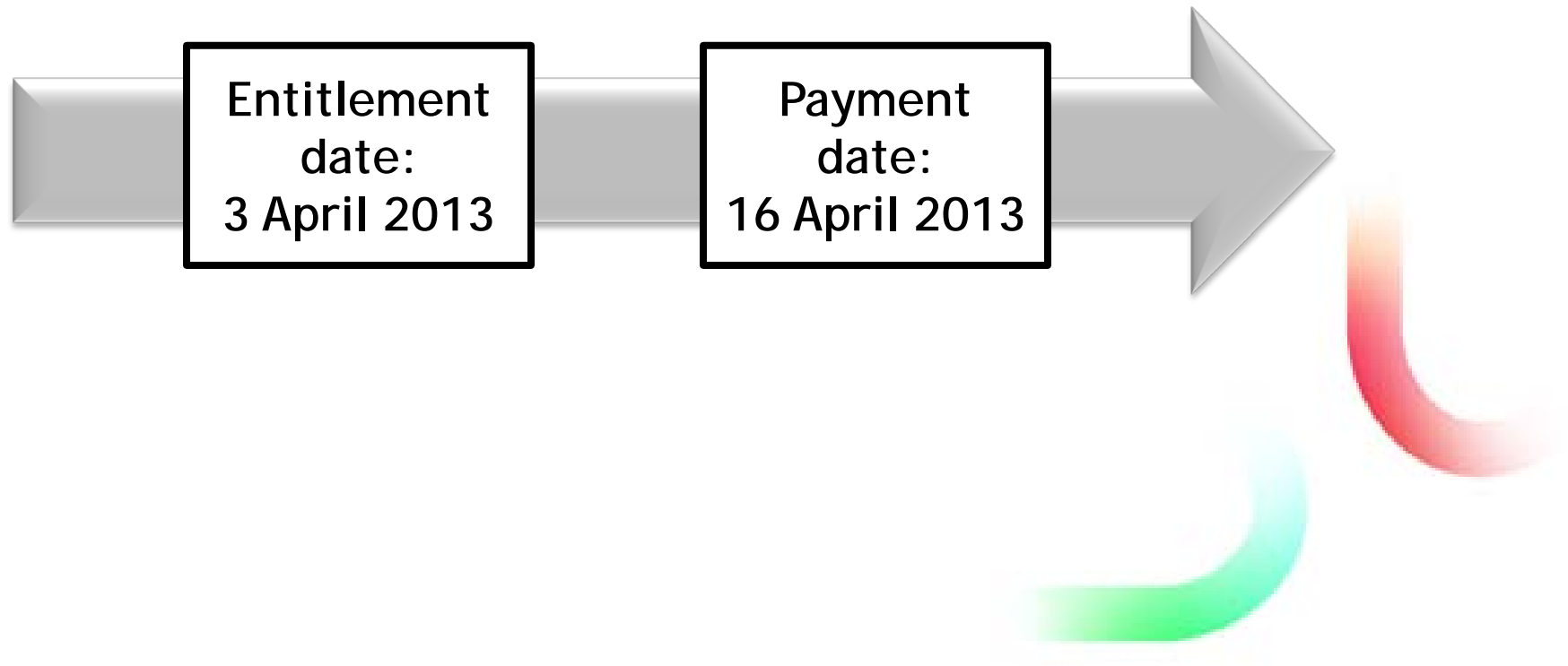
Resolution 1

To receive and adopt the Audited Financial Statements for the year ended 31 December 2012 and Reports of the Directors and Auditors thereon.



Resolution 2

To approve payment of final dividend of 13.5 sen per share under single-tier system in respect of the financial year ended 31 December 2012.



Resolutions 3, 4 and 5

To approve the appointment of the following persons as Independent Non-Executive Directors in accordance with Article 69 of the Company's Articles of Association in place of the retiring Director(s):

- (1) Datuk Karownakaran @ Karunakaran a/l Ramasamy
- (2) Encik Chay Wai Leong
- (3) Encik Ghazali bin Darman



Resolution 3



Appointment of
Datuk Karownakaran @
Karunakaran a/l Ramasamy

Resolution 4

Appointment of
Encik Chay Wai Leong



Resolution 5



Appointment of
Encik Ghazali bin Darman

Retirement of Directors pursuant to Article 69 of the Company's Articles of Association

Dato' Dr. Thillainathan a/l Ramasamy, Encik Cheah Tek Kuang, and Encik Izham bin Yusoff were appointed as Directors of the Company on 10 April 2004. They retire in accordance with Article 69 of the Company's Articles of Association, as they have not sought for re-election in view of the implementation of the Board's 9-year policy and in line with the recommendations of the Malaysian Code on Corporate Governance 2012. Hence they will retain office until the close of the 36th AGM.

Dato' Wong Puan Wah @ Wong Sulong, who was appointed on 1 December 2006, has expressed his intention not to seek re-election at this 36th AGM. Hence, he retires in accordance with Article 69 of the Company's Articles of Association, and will retain office until the close of the 36th AGM.

Resolution 6

To approve the payment of Directors' fees amounting to RM90,000 per annum for the Non-Executive Chairman and RM60,000 per annum for each of the Non-Executive Directors in respect of financial year ended 31 December 2012.



Resolution 7

To appoint Messrs. Ernst & Young as Auditors of the Company for the financial year ending 31 December 2013 and to authorise the Board of Directors to determine their remuneration.



Resolutions 8 & 9

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



Resolution 8



“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 9



"THAT Tan Sri Datuk Dr. Abdul Samad bin Haji Alias, an Independent Non-Executive 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 10

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

“THAT the proposed amendments to the Articles of Association of the Company contained in the document marked as “Appendix I” (Proposed Amendments) which have been circulated to the members of the Company be approved and adopted.

AND THAT the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds and things as are necessary and/or expedient in order to give full effect to the Proposed Amendments with full powers to assent to any conditions, modifications and/or amendments as may be required by any relevant authorities.”

ANY OTHER BUSINESS



Note of Appreciation to the retiring Directors:



Dato' Dr.
Thillainathan a/l
Ramasamy



Encik Cheah Tek
Kuang



Encik Izham bin
Yusoff



Dato' Wong Puan
Wah @ Wong Sulong

Briefing on Poll Process by Poll Administrator

Meeting Adjourned for Poll Vote Calculation



36th Annual General Meeting

28 March 2013

Announcement of Poll Results

Announcement of Poll Results

No.	Resolution No.	Votes For	%	Votes Against	%
1.	Resolution 1	335,925,191	99.99	2,900	0.001
2.	Resolution 2	335,923,591	100.0	0	0
3.	Resolution 3	309,640,491	99.99	3,300	0.001
4.	Resolution 4	309,643,991	99.99	2,800	0.001
5.	Resolution 5	309,643,291	99.99	3,500	0.001
6.	Resolution 6	335,896,491	99.99	6,100	0.002
7.	Resolution 7	315,244,080	94.13	19,675,811	5.87
8.	Resolution 8	261,720,672	96.15	10,479,125	3.85
9.	Resolution 9	260,251,372	95.61	11,942,725	4.39
10.	Resolution 10 (<i>Special Resolution</i>)	335,905,791	99.99	3,300	0.001

Conclusion of 36th AGM