

APPENDIX V - ADMINISTRATIVE GUIDE FOR THE CCM



AIRASIA X BERHAD
(Registration No. 200601014410) (734161-K)
(Deemed Incorporated in Malaysia)

ADMINISTRATIVE GUIDE COURT CONVENED MEETINGS OF AIRASIA X BERHAD

Date	: 12 November 2021
Time	: Class A Creditors : 10.00 am, or at any adjournment thereof Class B Creditors : 11.30 am, or immediately following the conclusion of the Class A Creditors' CCM, whichever is later, or at any adjournment thereof Class C Creditors : 3.00 pm, or immediately following the conclusion of the Class B Creditors' CCM, whichever is later, or at any adjournment thereof
Broadcast Venue	: RedQ, Jalan Pekeliling 5, Lapangan Terbang Antarabangsa Kuala Lumpur (klia2), 64000 KLIA, Selangor Darul Ehsan, Malaysia
Meeting Platform	: airasiox.conveneagm.com/my/

MODE OF MEETINGS

As part of the measures taken by AirAsia X Berhad (“**AirAsia X**” or the “**Company**”) to curb the spread of COVID-19 and taking into consideration the paramount safety and well-being of the scheme creditors of the Company, namely Class A Creditors, Class B Creditors and Class C Creditor (i.e. “**Scheme Creditors**”), as identified in the Explanatory Statement of AAX dated 18 October 2021, separate Court Convened Meetings (“**CCM**”) of the Company will be held for each class of the Scheme Creditors as a fully virtual meeting via live webcast and online remote voting via Remote Participation and Voting Facilities from the Broadcast Venue above.

Scheme Creditors and in the case of corporate Scheme Creditors, corporate representative(s) and/or attorney(s) and/or proxy(ies) (“**Proxy**” or “**Proxies**”) **WILL NOT BE ALLOWED** to be physically present at the Broadcast Venue on the day of the CCM. Scheme Creditors and/or their Proxies are instead invited and encouraged to participate in the upcoming virtual CCM from the comfort of your home or office.

REMOTE PARTICIPATION AND VOTING FACILITIES (“**RPV**”)

Scheme Creditors and/or their Proxies are to attend, speak (including posing questions to the Chairman of the CCM, Board of Directors of the Company (the “**Board**”) and/or the Company’s advisers via real time submission of typed texts) and vote (collectively, “participate”) remotely at the CCM using RPV provided by Azeus Systems Limited (“**Azeus**”) via airasiox.conveneagm.com/my.

All Scheme Creditors and their Proxies must pre-register online at airasiox.conveneagm.com/my for verification purposes no later than forty-eight (48) hours before the time appointed for holding of their respective CCM, or if there is an adjournment, the adjourned CCM (“**Registration Deadline**”). Due to the number of Scheme Creditors involved and as the registration/verification process will take up to forty-eight (48) hours from the time a registration request is submitted (including for the appointment of proxies and lodgement of Form of Proxy and depending on the accuracy of information and/or completeness of documents provided), any failure to pre-register by the Registration Deadline may result in Scheme Creditors and/or their Proxies facing difficulties and/or being unable to register, submit a Form of Proxy, receiving the proxy code, being verified as a proxy, attending and/or voting at the CCM.

APPENDIX V - ADMINISTRATIVE GUIDE FOR THE CCM (Cont'd)

Authorised representatives of corporate Scheme Creditors and attorneys appointed by power of attorney must ensure that their original or duly certified certificate of appointment and power of attorney are uploaded on to airasiax.conveneagm.com/my/ not later than forty-eight (48) hours before the time appointed for holding the CCM or any adjournment thereof.

Scheme Creditors who are unable to participate via RPV in the CCM may appoint one (1) Proxy to participate via RPV in the CCM. As the CCM of AAX is a fully virtual meeting, Scheme Creditors may appoint any person or the Chairman of the CCM as its/his/her Proxy and may indicate the voting instructions in the Form of Proxy. Scheme Creditors who appoint a Proxy must ensure that the duly executed Form of Proxy are deposited by way of electronic lodgement via the meeting platform at airasiax.conveneagm.com/my/ not later than the Registration Deadline.

Scheme Creditors who are unable to appoint Proxies by way of electronic lodgement may opt for the duly executed Form of Proxy to be deposited in hard copy form at the registered office of the Company at Red Q, Jalan Pekeliling 5, Lapangan Terbang Antarabangsa Kuala Lumpur (klia2), 64000 KLIA, Selangor Darul Ehsan, Malaysia not later than the Registration Deadline. Faxed copies of the duly executed Form of Proxy are not acceptable.

Scheme Creditors who are appointing Proxies to attend the CCM should also inform their Proxies of the requirements set out herein, including to pre-register at airasiax.conveneagm.com/my/ (refer also to Procedures for Remote Participation and Voting via RPV below), using the proxy code sent to the Proxies' email before the Registration Deadline (if Scheme Creditors pre-register by the Registration Deadline and subject to the accuracy of information and/or completeness of documents provided), failing which the Proxies' appointment may not be registered in time for the CCM.

Following verification of the Scheme Creditor's details, the Company will provide the authenticated Scheme Creditors and/or Proxies with a confirmation email within twenty-four (24) hours before the CCM or any adjournment thereof ("**Confirmation Email for Virtual Meeting**") (if Scheme Creditors pre-register by the Registration Deadline and subject to the accuracy of information and/or completeness of documents provided) via the email address provided during pre-registration or as indicated in the Proxy Form to access the live webcast to watch the live feed of the CCM proceedings via the login credentials created during pre-registration.

Please use the registered identification credentials to access the live webcast. Scheme Creditors must not forward their credentials to other persons who are not Scheme Creditors and who are not entitled to attend the CCM. This is also to avoid any technical disruptions or overload to the live webcast. However, please be advised that:

- a) Scheme Creditors and their Proxies may both login to attend the CCM.
- b) If a Scheme Creditor has indicated the voting instructions in the Form of Proxy and unless otherwise revoked prior to commencement of the CCM, the Scheme Creditor shall not be able to vote. The Proxy shall then be entitled to vote but shall not be able to vote in any other manner contrary to the vote as indicated by the Scheme Creditor
- c) If a Scheme Creditor has not indicated the voting instructions in the Form of Proxy, the Proxy shall then be able to determine whether he/she will vote for or against the Proposed Debt Restructuring. Where a Proxy does not cast a vote, the Scheme Creditor shall be deemed to have abstained from voting.
- d) If the Form of Proxy appointing a Proxy has been revoked by the Scheme Creditor prior to commencement of the CCM, the Scheme Creditor shall then be entitled to vote instead.

APPENDIX V - ADMINISTRATIVE GUIDE FOR THE CCM (Cont'd)

For the Scheme Creditors' ease of reference, the process flow and timeline for each stage of the pre-CCM registration is summarised as follows:

No.	Process	Registration Deadline	Estimated Verification Timeline*
1.	Pre-registration of attendance and lodgement of certification of appointment/power of attorney (for corporate Scheme Creditors and if applicable)	(i) Class A Creditors - By 10.00 am on 10 November 2021 [#]	Within 48 hours from the time a registration request is submitted
2.	Appointment of proxies and lodgement of Form of Proxy	(ii) Class B Creditors - By 11.30 am on 10 November 2021 [#]	
3.	Registration of Proxies with proxy codes	(iii) Class C Creditor - By 3.00 pm on 10 November 2021 [#]	

Notes:

[#] If there is an adjournment, the Registration Deadline shall be forty-eight (48) hours before the time appointed for holding the adjourned CCM.

* On a best effort basis and subject to, among others, pre-registration by the Registration Deadline. Due to the number of creditors involved and as the registration/verification process will take up to forty-eight (48) hours from the time a registration request is submitted (including for the appointment of proxies and lodgement of Form of Proxy and depending on the accuracy of information and/or completeness of documents provided), any failure to pre-register by the Registration Deadline may result in Scheme Creditors and/or their Proxies facing difficulties and/or being unable to register, submit a Form of Proxy, receiving the proxy code, being verified as a proxy, attending and/or voting at the CCM.

Scheme Creditors who register by the Registration Deadline but do not receive the Confirmation Email for Virtual Meeting within twenty-four (24) hours of the Registration Deadline are requested to send an email to or contact the following based on your Assigned e-Filing ID:

Assigned E-Filing ID	Contact Details
Assigned E-Filing ID starting with "A" (Passengers ONLY)	AirAsia Virtual Allstar (AVA) via airasia.com
Assigned E-Filing ID starting with "B"	aax_es_bravo@airasia.com
Assigned E-Filing ID starting with "C"	aax_es_charlie@airasia.com
Assigned E-Filing ID starting with "D"	aax_es_delta@airasia.com
Assigned E-Filing ID starting with "X"	aax_es_xanadu@airasia.com

PROCEDURES FOR REMOTE PARTICIPATION AND VOTING VIA RPV

Scheme Creditors or their Proxies participating in the CCM remotely using the RPV are to follow the requirements and procedures as summarised below:

Procedure	Action
BEFORE THE DAY OF CCM OR ANY ADJOURNMENT THEREOF	
(a) Register as a user to attend CCM remotely	<ul style="list-style-type: none"> Using your computer or mobile device, Scheme Creditors or Proxies are to access the website at airasiacx.conveneagm.com/my/. Register as a user by clicking on the Register button and follow the instructions stated. Corporate Scheme Creditors will be able to lodge their certificate of appointment or power of attorney in the Registration page. You will receive an email to request that you verify your email to complete your registration and create your password.

APPENDIX V - ADMINISTRATIVE GUIDE FOR THE CCM (Cont'd)

Procedure		Action
		<ul style="list-style-type: none"> • Registration is open from 10:00 a.m. (Malaysian Time) on 19 October 2021 until the Registration Deadline or, if there is an adjournment, forty-eight (48) hours before the time appointed for holding the adjourned CCM. Scheme Creditors or Proxies are required to pre-register their attendance for the CCM to ascertain their eligibility to participate in the CCM using the RPV. • Proxies would only be able to register upon appointment by Scheme Creditors. Kindly request your Proxy to wait for the proxy notification email before registering. Proxies have to enter their personal identification information accurately as detailed in the Form of Proxy which Scheme Creditors have submitted, otherwise they will not be able to proceed with their registration. • Registration as a user will be approved within forty-eight (48) hours (if Scheme Creditors pre-register by the Registration Deadline and subject to the accuracy of information and/or completeness of documents provided) and you will be notified via email.
(b)	Submission of Form of Proxy	<ul style="list-style-type: none"> • After signing in, Scheme Creditors who wish to appoint a proxy may click on “Fill Out Proxy Form” on the website at airasiac.conveneagm.com/my/. • Appoint your proxy, insert the required details of your proxy or appoint the Chairman as your proxy. • Indicate your voting instructions - FOR or AGAINST. If you do not indicate any voting instructions, your proxy will decide whether he/she will vote for or against the Proposed Debt Restructuring. Where a Proxy does not cast a vote, the Scheme Creditor shall be deemed to have abstained from voting. • Review and confirm your proxy(ies) appointment. • If you do not appoint the Chairman as your proxy, please inform your proxy to register on the website using the given Proxy Code sent to their email.
ON THE DAY OF THE CCM OR ANY ADJOURNMENT THEREOF		
(c)	Login to the website	<ul style="list-style-type: none"> • On the day of the CCM, you and/or your Proxy may visit the registration website at airasiac.conveneagm.com/my/ and select “Sign In”. • Login with your user ID and password for remote participation at least 30 minutes before the commencement of the CCM. • Please be informed that you may begin to log in 2 hours prior to the CCM.
(d)	Participate through live webcast	<ul style="list-style-type: none"> • Scheme Creditors will be able to ask questions relating to the agenda of the CCM during the meeting by submitting text-based questions via the live webcast by clicking the “Ask a Question” feature and then clicking “Type Your Question” to input their queries in the questions text box. • Questions may also be submitted in advance (refer to Pre-Meeting Submission of Question(s) to the Chairman of the CCM below). • Where there are substantially similar questions for the Meeting, the Company will consolidate such questions. Consequently not all questions may be individually addressed.

APPENDIX V - ADMINISTRATIVE GUIDE FOR THE CCM (Cont'd)

Procedure		Action
(e)	Online Remote Voting	<ul style="list-style-type: none">• Live voting will be conducted during the CCM for Scheme Creditors and Proxies attending the CCM. Scheme Creditors or Proxies (as the case may be) may cast their votes in real time for each resolution to be tabled via the live webcast via the login credentials created during pre-registration. Scheme Creditors and Proxies will have the opportunity to cast their votes via the live voting feature.• Scheme Creditors or their Proxies can proceed to vote on the resolution at any time from the commencement of the CCM but before the end of the voting session which will be announced by the Chairman of the CCM.• At the right-side of the screen or below the webcast screen (for mobile devices), Scheme Creditors and Proxies are required to indicate their votes for the resolution that is tabled for voting.• Confirm and click on the chosen option to submit votes.• Please note that all votes cannot be changed once submitted, so please ensure that your chosen vote is final.
(f)	End of remote participation	<ul style="list-style-type: none">• Upon the announcement by the Chairman of the CCM on the closure of the CCM, the live webcast will end.

Note to users of the RPV:

1. The quality of your connection to the live broadcast is dependent on, among others, the bandwidth and stability of the internet at your location and the device you use.
2. In the event you have any queries on the live webcast, please email to support@conveneagm.com or call the Malaysia toll-free telephone number 1 800 817 240 for assistance.

POLL VOTING

- Scheme Creditors or the Proxies can proceed to vote on the resolution at any time from the commencement of the CCM but before the end of the voting session which will be announced by the Chairman of the CCM. Kindly refer to the note above, "Procedures for Remote Participation and Voting via RPV" for guidance on how to vote remotely via website at airasiacx.conveneagm.com/my/. Once submitted, all votes on the resolution are final and irrevocable at the end of the voting session.
- Upon completion of the voting session for the CCM, the Scrutineers will verify and announce the poll results followed by the Chairman of the CCM's declaration whether the resolution is duly passed.

EXPLANATORY STATEMENT TO SCHEME CREDITORS OF THE CCM

- The Explanatory Statement and this Administrative Guide are available upon request from the Company's corporate website at <http://www.airasiacx.com>.

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

Scheme Creditors can submit questions in advance relating to the agenda of the CCM either via the pre-registration page at airasiacx.conveneagm.com/my/. Questions submitted in this manner must be submitted not less than forty-eight (48) hours before the time appointed for the holding of the CCM or, if there is an adjournment, forty-eight (48) hours before the time appointed for holding the adjourned CCM.

APPENDIX V - ADMINISTRATIVE GUIDE FOR THE CCM (Cont'd)

RECORDING OR PHOTOGRAPHY

Strictly **NO** unauthorised recording or photography of the proceedings of the CCM is allowed.

ENQUIRY

If you have any enquiries on the above, please email to or contact the following during office hours from Mondays to Fridays (except for public holidays) based on your Assigned e-Filing ID as follows:

Assigned E-Filing ID	Contact Details
Assigned E-Filing ID starting with "A" <i>(Passengers ONLY)</i>	AirAsia Virtual Allstar (AVA) via airasia.com
Assigned E-Filing ID starting with "B"	aax_es_bravo@airasia.com
Assigned E-Filing ID starting with "C"	aax_es_charlie@airasia.com
Assigned E-Filing ID starting with "D"	aax_es_delta@airasia.com
Assigned E-Filing ID starting with "X"	aax_es_xanadu@airasia.com

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