

D.B.E. GURNEY RESOURCES BERHAD

[Registration No. 200101000008 (535763-A)]

(Incorporated in Malaysia)

MINUTES OF THE EXTRAORDINARY GENERAL MEETING (“EGM”) OF D.B.E. GURNEY RESOURCES BERHAD (“DBE” OR “THE COMPANY”) HELD VIRTUALLY AT THE BROADCAST VENUE, LEVEL 1, CONFERENCE ROOM, NO. 131, PERSIARAN PM2/1, PUSAT BANDAR SERI MANJUNG, SEKSYEN 2, 32040 SERI MANJUNG, PERAK DARUL RIDZUAN ON TUESDAY, 14 JULY 2020 AT 11.30 A.M.

Present : **Board of Directors**
Dato’ Doh Tee Leong (*Non- Independent Non-Executive Chairman*)
Dato’ Doh Jee Ming (*Managing Director*)
Dato’ Doh Jee Chai (*Non-Independent Non-Executive Director*)
Looi Sze Shing (*Independent Non-Executive Director*)
Mohamad Ali bin Ariffin (*Independent Non-Executive Director*)

Shareholders/Proxy Holders
As per Virtual Attendance Report attached

In Attendance : Jesslyn Ong Bee Fang (*Company Secretary*)

1. CHAIRMAN

Dato’ Doh Tee Leong, the Chairman of the Meeting took the Chair at the Broadcast Venue and welcomed all members/proxies to the virtual EGM conducted via live streaming and online remote voting using the Remote Participation and Voting Facilities (RPV).

The Chairman, being an interested director in the first 5 agendas of the EGM in relation to the multiple proposals, has invited Ms. Looi Sze Shing, the Independent Non-Executive Director to preside over the Meeting on the resolutions in relation to the Proposed Acquisitions, Proposed Exemption, Proposed Private Placement, Proposed Amendments and Proposed Share Consolidation.

Ms. Looi Sze Shing then presided over the Meeting as Chairperson for the first 5 agendas of the EGM.

2. QUORUM

As part of good corporate governance, the Chairperson reported that the Company received in total 20 proxy forms from shareholders for a total of 884,338,789 ordinary shares representing 31.17% of the total number of issued shares of the Company. Out of those, there were 16 shareholders who have appointed the Chairman of the Meeting as proxy to vote on their behalf and the shares so represented are 867,589,789 ordinary shares representing 30.58% of the total number of issued shares of the Company.

Upon confirmation by the Chairperson of the presence of a quorum at the virtual EGM whereby there were 7 shareholders and proxies who had joined the Meeting via RPV, the Chairperson called the Meeting to order and proceeded to business.

3. NOTICE OF MEETING

The Notice of the Meeting dated 22 June 2020, with the consent of the members, was taken as read.

4. ORDINARY RESOLUTION 1

PROPOSED ACQUISITIONS OF THE ENTIRE ISSUED SHARE CAPITAL OF BLOSSOM EASTLAND SDN BHD, RANTAU URUSAN (M) SDN BHD AND YIK WANG TRADING SDN BHD (“PROPOSED ACQUISITIONS”)

The first agenda of the EGM was in respect of the share sale agreements entered into by the Company with Doh Properties Holdings Sdn Bhd, Dato’ Doh Jee Chai, Dato’ Doh Tee Leong, Dato’ Doh Jee Ming, Dato’ Doh Neng Chiong and Datin Lee Hong King on 26 February 2020.

The Chairperson informed the Meeting that a Circular to Shareholders dated 22 June 2020 together with the Independent Advice Letter from Mercury Securities Sdn Bhd in relation to the Proposed Acquisitions had been circulated to all the members for information and consideration.

The Meeting was requested to consider the Ordinary Resolution 1 on the Proposed Acquisitions, as duly set out in the notice of EGM dated 22 June 2020.

The following motion was put to the Meeting for a vote by way of poll:-

“THAT subject to the passing of Ordinary Resolution 2, Ordinary Resolution 3, Special Resolution 1, Special Resolution 2, the approval of all the relevant authorities or parties being obtained (if required) and the conditions precedent in the respective share sale agreements all dated 26 February 2020 entered into by the Company with Doh Properties Holdings Sdn. Bhd. (“Doh Properties”), Dato’ Doh Jee Chai (“DDJC”), Dato’ Doh Tee Leong (“DDTL”), Dato’ Doh Jee Ming (“DDJM”), Dato’ Doh Neng Chiong (“DDNC”) and Datin Lee Hong King (“DLHK”) respectively being fulfilled and waived (as the case may be), approval be and is hereby given for the Company to acquire:-

- (a) 50,500,000 ordinary shares in Blossom Eastland Sdn. Bhd. (“Blossom”), representing the entire issued share capital in Blossom from Doh Properties (“Blossom Vendor”) for a purchase consideration of up to RM642,546,412 (“Blossom Purchase Consideration”), which will be satisfied in the following manner:-
 - (i) RM71,383,062 via the issuance of 89,508,542 new Consolidated Shares (as defined herein) at an issue price of RM0.7975 per Consolidated Share (“Issue Price”) (“Blossom Consideration Shares”); and
 - (ii) up to RM571,163,350 via the issuance of up to 716,192,288 new redeemable convertible preference shares in DBE (“DBE RCPS”) at the Issue Price (“Blossom Consideration RCPS”),

as well as the full settlement of the outstanding related party advances of RM21,800,677 owing by Blossom and its subsidiaries to the Blossom Vendor and its related parties and persons connected with it (“Blossom Related Party Advances”) via the issuance of 27,336,272 new Consolidated Shares (“Blossom Settlement Shares”) upon the terms and subject to the conditions set out in the share sale agreement in respect of Blossom dated 26 February 2020 (“Blossom SSA”) entered into between the Blossom Vendor and the Company (“Proposed Blossom Acquisition”);

(b) 1,000,000 ordinary shares in Rantau Urusan (M) Sdn. Bhd. (“Rantau”), representing the entire issued share capital in Rantau from DDJC, DDTL and DDJM (collectively, the “Rantau Vendors”) for a purchase consideration of RM148,269,909 (“Rantau Purchase Consideration”), which will be wholly satisfied via cash, as well as the full settlement of the outstanding related party advances of RM11,109,067 owing by Rantau to the Rantau Vendors and their related parties and persons connected with them (“Rantau Related Party Advances”) via the issuance of 13,929,865 new Consolidated Shares (“Rantau Settlement Shares”) upon the terms and subject to the conditions set out in the share sale agreement in respect of Rantau dated 26 February 2020 (“Rantau SSA”) entered into between the Rantau Vendors and the Company (“Proposed Rantau Acquisition”); and

(c) 4,000,000 ordinary shares in Yik Wang Trading Sdn. Bhd. (“Yik Wang”), representing the entire issued share capital in Yik Wang from DDJC, DDTL, DDJM, DDNC and DLHK (collectively, the “Yik Wang Vendors”) for a purchase consideration of up to RM32,500,000 (“Yik Wang Purchase Consideration”), which will be satisfied in the following manner:-

(i) RM17,062,286 via the issuance of 19,225,322 new Consolidated Shares at the Issue Price (“Yik Wang Consideration Shares”) and RM1,730,091 via cash (“Yik Wang Tranche 1 Cash Consideration”); and

(ii) up to RM15,437,714 via cash (“Yik Wang Tranche 2 Cash Consideration”),

as well as the full settlement of the outstanding related party advances of RM129,651 owing by Yik Wang to the Yik Wang Vendors and their related parties and persons connected with them (“Yik Wang Related Party Advances”) via cash (“Yik Wang Settlement Cash”) upon the terms and subject to the conditions set out in the share sale agreement in respect of Yik Wang dated 26 February 2020 (“Yik Wang SSA”) entered into between the Yik Wang Vendors and the Company (“Proposed Yik Wang Acquisition”)

THAT pursuant to the terms of the Blossom SSA, the Rantau SSA and the Yik Wang SSA (collectively, the “SSAs”), approval be and is hereby given for the Company to allot (whether provisionally or otherwise) and issue the Blossom Consideration Shares, the Blossom Consideration RCPS, the Blossom Settlement Shares, the Rantau Settlement Shares and the Yik Wang Consideration Shares as well as the payment of the Rantau Purchase Consideration, Yik Wang Tranche 1 Cash Consideration, Yik Wang Tranche 2 Cash Consideration and the Yik Wang Settlement Cash to Lagenda Land Sdn. Bhd. (“Lagenda”), being the sole nominee collectively appointed by the Blossom Vendor, the Rantau Vendors and the Yik Wang Vendors in accordance with the terms and conditions of the SSAs;

THAT approval be and is hereby given for the Company to allot and issue such new ordinary shares in DBE (“DBE Shares”) to Lagenda pursuant to the conversion of the Blossom Consideration RCPS, subject to the rights, privileges and restrictions of the DBE RCPS as set out in Appendix III of the Company’s Circular to Shareholders dated 22 June 2020 (“Circular”);

THAT the Blossom Consideration Shares, the Blossom Settlement Shares, the Rantau Settlement Shares and the Yik Wang Consideration Shares and new DBE Shares to be allotted and issued pursuant to the conversion of the Blossom Consideration RCPS shall, upon allotment and issuance, rank *pari passu* in all respects with each other and with the then existing DBE Shares, save and except that the holders of such new DBE Shares shall not be entitled to any dividends, rights, allotments and/or other distributions which may be declared, made or paid to the shareholders of the Company, the entitlement date of which is prior to the date of allotment and issuance of the Blossom Consideration Shares, the Blossom Settlement Shares, the Rantau Settlement Shares or the Yik Wang Consideration Shares or such new DBE Shares to be allotted and issued pursuant to the conversion of the Blossom Consideration RCPS;

THAT the DBE RCPS shall constitute direct, unconditional, unsecured and unsubordinated obligations of DBE and shall upon allotment and issuance, rank *pari passu* without any preference or priority among themselves and in priority to other redeemable convertible preference shares that may be created in future, but shall rank behind all secured and unsecured obligations of DBE and shall rank in priority to the ordinary shares with regard to dividend payment;

AND THAT the Board of Directors of the Company (“Board”) be and is hereby authorised and empowered to give full effect to the Proposed Blossom Acquisition, the Proposed Rantau Acquisition and the Proposed Yik Wang Acquisition (collectively, the “Proposed Acquisitions”) and the respective SSAs with full power to deal with all matters incidental, ancillary to and/or relating thereto, to take all such steps and to execute and deliver and/or cause to be executed and delivered the respective SSAs and all such other agreements, deeds, arrangements, undertakings, indemnities, transfers, extensions, assignments, confirmations, declarations and/or guarantees to or with any party or parties, and to do all such acts, things and matters as it may deem fit, necessary and/or expedient in the best interests of DBE and/or appropriate in order to implement, finalise and give full effect to the Proposed Acquisitions under the terms and conditions of the respective SSAs, with full powers to negotiate, approve, agree and assent to any conditions, revaluations, modifications, variations and/or amendments as may be required by any relevant authorities and/or as the Board deem fit, appropriate and in the best interest of DBE.”

The interested Directors and the interested Major Shareholders namely Dato’ Doh Jee Ming, Dato’ Doh Tee Leong, Dato’ Doh Jee Chai and Doh Properties Holdings Sdn Bhd will ALL abstain from voting and also the persons connected with them, if any, to abstain from voting in respect of their direct and/or indirect shareholdings in the Company, on the resolution pertaining to the Proposed Acquisitions.

5. ORDINARY RESOLUTION 2

PROPOSED EXEMPTION UNDER PARAGRAPH 4.08(1)(A) OF THE RULES ON TAKE-OVERS, MERGERS AND COMPULSORY ACQUISITIONS TO BE SOUGHT BY LAGENDA AND ITS PERSONS ACTING IN CONCERT (“PACS”) FROM THE OBLIGATION TO UNDERTAKE A MANDATORY TAKE-OVER OFFER TO ACQUIRE THE REMAINING DBE SHARES AND EXISTING FIVE-YEAR WARRANTS (2017/2022) CONSTITUTED BY THE DEED POLL DATED 20 JANUARY 2017, EXPIRING ON 22 JANUARY 2022 (“WARRANTS B”) NOT ALREADY OWNED BY LAGENDA AND ITS PACS UPON THE COMPLETION OF THE PROPOSED ACQUISITIONS (“PROPOSED EXEMPTION”)

The second agenda of the EGM was on the proposed exemption under the Rules on Take-overs, Mergers and Compulsory Acquisitions to be sought by Lagenda Land Sdn Bhd (“Lagenda”) and its persons acting in concert (PACs) from the obligation to undertake a mandatory take-over offer to acquire the remaining DBE shares and existing five-year warrants not already owned by Lagenda and its PACs upon the completion of the Proposed Acquisitions.

The Chairperson informed the Meeting that a Circular to Shareholders dated 22 June 2020 together with the Independent Advice Letter from Mercury Securities Sdn Bhd in relation to the Proposed Exemption had been circulated to all the members for information and consideration.

The Meeting was requested to consider the Ordinary Resolution 2 on the Proposed Exemption, as duly set out in the notice of EGM dated 22 June 2020.

The following motion was put to the Meeting for a vote by way of poll:-

“THAT subject to the passing of Ordinary Resolution 1, Ordinary Resolution 3, Special Resolution 1, Special Resolution 2 and the approval of all the relevant authorities or parties being obtained, including the approval of Securities Commission Malaysia, approval be and is hereby given for Lagenda and its PACs to be exempted from the obligation to undertake a mandatory general offer for the remaining DBE Shares and Warrants B not already held by them after the Proposed Acquisitions in accordance with Paragraph 4.08(1)(a) of the Rules On Take-overs, Mergers And Compulsory Acquisitions (“Proposed Exemption”);

AND THAT the Board be and is hereby authorised and empowered to implement, finalise and give effect to the Proposed Exemption with full powers to effect or assent to any conditions, modifications, variations and/or amendments to the terms of the Proposed Exemption as the Board may deem fit, necessary and/or expedient in the best interests of the Company or as may be required or imposed by any relevant authority or consequent upon the implementation of the said conditions, modifications, variations and/or amendments and to do all acts, deed and things and execute and deliver all such transactions, arrangements, agreements and/or documents as it considers necessary or expedient in connection with the Proposed Exemption.”

The interested Directors and the interested Major Shareholders namely Dato’ Doh Jee Ming, Dato’ Doh Tee Leong, Dato’ Doh Jee Chai and Doh Properties Holdings Sdn Bhd will ALL abstain from voting and also the persons connected with them, if any, to abstain from voting in respect of their direct and/or indirect shareholdings in the Company, on the resolution pertaining to the Proposed Exemption.

6. ORDINARY RESOLUTION 3

PROPOSED PRIVATE PLACEMENT OF UP TO 135,000,000 NEW CONSOLIDATED SHARES AT AN ISSUE PRICE TO BE DETERMINED AND TO PLACEE(S) TO BE IDENTIFIED AT A LATER STAGE (“PROPOSED PRIVATE PLACEMENT”)

The third agenda of the EGM was on the proposed private placement of up to 135,000,000 new consolidated shares at an issue price to be determined and to placees to be identified at a later stage.

The Chairperson informed the Meeting that a Circular to Shareholders dated 22 June 2020 with details on the Proposed Private Placement had been circulated to all the members for information and consideration.

The Meeting was requested to consider the Ordinary Resolution 3 on the Proposed Private Placement, as duly set out in the notice of EGM dated 22 June 2020.

The following motion was put to the Meeting for a vote by way of poll:-

“THAT subject to the passing of the Ordinary Resolution 1, Ordinary Resolution 2, Special Resolution 1, Special Resolution 2 and the approvals of all the relevant authorities or parties being obtained (if required), including the approval of Bursa Malaysia Securities Berhad (“Bursa Securities”) for the listing of and quotation for up to 135,000,000 new Consolidated Shares (as defined herein), representing approximately 13.78% of the enlarged issued share capital of DBE post Proposed Acquisitions and after adjusting for the Proposed Share Consolidation (as defined herein) (after conversion of the Consideration RCPS) (“Placement Shares”) on the Main Market of Bursa Securities, approval be and is hereby given to Company to allot and issue the Placement Shares in tranches (if applicable) at an issue price for each tranche to be determined at later stage(s) based on the five (5)-day volume weighted average market price (“VWAP”) of the Consolidated Shares immediately preceding the price-fixing date to be determined at later date by the Board (“Price-Fixing Date”) upon such terms and conditions as disclosed in the circular to the shareholders of the Company dated 22 June 2020 (“Proposed Private Placement”);

THAT the issue price for each tranche (if applicable) of the Placement Shares will be determined based on a discount of not more than ten percent (10%) discount to the 5-day VWAP of the Consolidated Shares up to and including the Price-Fixing Date;

THAT the proceeds of the Proposed Private Placement be utilised for the purposes as set out in Section 6.6 of Part A of the Circular, and the Board be and is hereby authorised with full powers to vary the manner and/or purpose of utilisation of such proceeds in such manner as the Board may deem fit, necessary and/or expedient, subject (where required) to the approval of the relevant authorities and in the best interest of the Company;

THAT the Placement Shares, shall upon allotment and issue, rank *pari passu* in all respects with the then existing Consolidated Shares, save and except that the holders of such Placement Shares shall not be entitled to any dividends, rights, allotments and/or other distributions which may be declared, made or paid to the shareholders of the Company, the entitlement date of which is prior to the date of allotment and issuance of such Placement Shares;

THAT the Board be and is hereby authorised and empowered to implement, finalise and give effect to the Proposed Private Placement with full powers to effect or assent to any conditions, modifications, variations and/or amendments to the terms of the Proposed Private Placement as the Board may deem fit, necessary and/or expedient in the best interests of the Company or as may be required or imposed by any relevant authority or consequent upon the implementation of the said conditions, modifications, variations and/or amendments and to do all acts, deed and things and execute and deliver all such transactions, arrangements, agreements and/or documents as it considers necessary or expedient in connection with the Proposed Private Placement;

AND THAT this resolution constitutes a specific approval for the issuance of securities in the Company contemplated herein which is made pursuant to an offer, agreement or option and shall continue in full force and effect until all Placement Shares to be issued pursuant to or in connection with the Proposed Private Placement have been duly allotted and issued in accordance with the terms of the Proposed Private Placement.”

The interested Directors and the interested Major Shareholders namely Dato’ Doh Jee Ming, Dato’ Doh Tee Leong, Dato’ Doh Jee Chai and Doh Properties Holdings Sdn Bhd will ALL abstain from voting and also the persons connected with them, if any, to abstain from voting in respect of their direct and/or indirect shareholdings in the Company, on the resolution pertaining to the Proposed Private Placement.

7. SPECIAL RESOLUTION 1

PROPOSED AMENDMENTS TO THE CONSTITUTION OF THE COMPANY TO FACILITATE THE CREATION AND ISSUANCE OF THE CONSIDERATION RCPS (“PROPOSED AMENDMENTS”)

The fourth agenda of the EGM was on the proposed amendments to the Constitution of the Company to facilitate the creation and issuance of the Consideration RCPS (Redeemable Convertible Preference Shares).

The Chairperson informed the Meeting that a Circular to Shareholders dated 22 June 2020 with details on the Proposed Amendments had been circulated to all the members for information and consideration.

The Meeting was requested to consider the Special Resolution 1 on the Proposed Amendments, as duly set out in the notice of EGM dated 22 June 2020.

The following motion was put to the Meeting for a vote by way of poll:-

“THAT subject to the passing of Ordinary Resolution 1, Ordinary Resolution 2, Ordinary Resolution 3, Special Resolution 2 and the approval of all the relevant authorities or parties (if required) being obtained, approval be and is hereby given for the Company to carry out the amendments to the constitution of the Company (“Constitution”) in the manner set out in Appendix VIII of the Circular to enable the Company to implement the Proposed Acquisitions (“Proposed Amendments”).

AND THAT the Board be and is hereby authorised and empowered to take all steps and to do all acts, deeds, things and to execute, enter into, sign and deliver for and on behalf of the Company all documents as it may consider necessary to give full effect to the Proposed Amendments, with full powers to assent to and accept any conditions, modifications, variations, arrangements and/or amendments as may be required by the relevant authority(ies).”

The interested Directors and the interested Major Shareholders namely Dato’ Doh Jee Ming, Dato’ Doh Tee Leong, Dato’ Doh Jee Chai and Doh Properties Holdings Sdn Bhd will ALL abstain from voting and also the persons connected with them, if any, to abstain from voting in respect of their direct and/or indirect shareholdings in the Company, on the resolution pertaining to the Proposed Amendments.

8. SPECIAL RESOLUTION 2

PROPOSED SHARE CONSOLIDATION OF EVERY TWENTY-FIVE (25) EXISTING DBE SHARES INTO ONE (1) DBE SHARE HELD ON AN ENTITLEMENT DATE TO BE DETERMINED LATER (“PROPOSED SHARE CONSOLIDATION”)

The fifth agenda of the EGM was on the proposed share consolidation of every twenty-five (25) existing DBE Shares into one (1) DBE Share held on an entitlement date to be determined later.

The Chairperson informed the Meeting that a Circular to Shareholders dated 22 June 2020 with details on the Proposed Share Consolidation had been circulated to all the members for information and consideration.

The Meeting was requested to consider the Special Resolution 2 on the Proposed Share Consolidation, as duly set out in the notice of EGM dated 22 June 2020.

The following motion was put to the Meeting for a vote by way of poll:-

“THAT subject to the passing of Ordinary Resolution 1, Ordinary Resolution 2, Ordinary Resolution 3, Special Resolution 1 and the approval of all the relevant authorities or parties being obtained (if required), approval be and is hereby given for the Company to consolidate every 25 existing DBE Shares into one DBE Share (“Consolidated Share”) held on an entitlement date to be determined later (“Proposed Share Consolidation”);

THAT fractional entitlements arising from the Proposed Share Consolidation, if any, will be disregarded and dealt with in such a manner as the Board shall in its absolute discretion deem fit and expedient, and to be in the best interest of DBE;

THAT such Consolidated Shares shall rank *pari passu* in all respects with each other;

AND THAT the Board be and is hereby authorised and empowered to implement, finalise and give effect to the Proposed Share Consolidation with full powers to effect or assent to any conditions, modifications, variations and/or amendments to the terms of the Proposed Share Consolidation as the Board may deem fit, necessary and/or expedient in the best interests of the Company or as may be required or imposed by any relevant authority or consequent upon the implementation of the said conditions, modifications, variations and/or amendments and to do all acts, deed and things and execute and deliver all such transactions, arrangements, agreements and/or documents as it considers necessary or expedient in connection with the Proposed Share Consolidation.”

The interested Directors and the interested Major Shareholders namely Dato’ Doh Jee Ming, Dato’ Doh Tee Leong, Dato’ Doh Jee Chai and Doh Properties Holdings Sdn Bhd will ALL abstain from voting and also the persons connected with them, if any, to abstain from voting in respect of their direct and/or indirect shareholdings in the Company, on the resolution pertaining to the Proposed Share Consolidation.

9. SPECIAL RESOLUTION 3

PROPOSED CHANGE OF NAME OF THE COMPANY FROM “D.B.E. GURNEY RESOURCES BERHAD” TO “LAGENDA PROPERTIES BERHAD” (“PROPOSED CHANGE OF NAME”)

Ms. Looi Sze Shing handed back the chair to Dato’ Doh Tee Leong to preside over the next resolution on the agenda. The sixth agenda of the EGM was on the proposed change of name of the Company from “D.B.E. Gurney Resources Berhad” to “Lagenda Properties Berhad”.

The Meeting was requested to consider the Special Resolution 3 on the Proposed Change of Name, as duly set out in the notice of EGM dated 22 June 2020.

The Chairman informed the Meeting that the name of the Company is proposed to be changed to better reflect the Company’s corporate identity as a property developer. This would also assist in the Company’s future profiling and branding going forward as a player in the property development industry. The proposed Special Resolution 3, if passed will authorise the Directors to carry out all the necessary steps and formalities in effecting the Proposed Change of Name.

The Chairman then put the motion on the Proposed Change of Name to the Meeting for a vote by way of poll:-

“THAT subject to the approval of all the relevant authorities or parties being obtained (if required), the name of the Company be and is hereby changed from “D.B.E. Gurney Resources Berhad” to “Lagenda Properties Berhad” (“Proposed Change of Name”) with effect from the date of the Notice of Registration of New Name issued by the Companies Commission of Malaysia and that the name of the Company wherever appearing in the Constitution be and is hereby amended accordingly;

AND THAT the Board and/or the Secretary be and is hereby authorised to do or procure to be done all acts, deeds, things and to execute, enter into, sign and deliver on behalf of the Company all documents as the Board may consider necessary, expedient and/or appropriate and to carry out all necessary formalities to give full effect to the Proposed Change of Name.”

10. ADJOURNMENT OF MEETING AND DECLARATION OF POLLING RESULTS

The Meeting then adjourned until the counting of the votes had been completed and the results of the poll validated by the Independent Scrutineers, i.e Tricor Investor & Issuing House Services Sdn Bhd. The Meeting resumed after adjournment of approximately 30 minutes. The Chairperson, Ms Looi Sze Shing then announced that ALL the Ordinary and Special Resolutions were CARRIED by way of poll at the virtual EGM with the following results:

- (i) Twenty-three (23) shareholders who joined the Meeting via RPV representing 368,650,913 shares equivalent to 99.75835% of the total shares present and voting thereat, voted IN FAVOUR of Ordinary Resolution 1;
- (ii) Four (4) shareholders who joined the Meeting via RPV representing 893,000 shares equivalent to 0.24165% of the total shares present and voting thereat, voted AGAINST Ordinary Resolution 1;
- (iii) Twenty-four (24) shareholders who joined the Meeting via RPV representing 368,463,813 shares equivalent to 99.70691% of the total shares present and voting thereat, voted IN FAVOUR of Ordinary Resolution 2;
- (iv) Four (4) shareholders who joined the Meeting via RPV representing 1,083,100 shares equivalent to 0.29309% of the total shares present and voting thereat, voted AGAINST Ordinary Resolution 2;
- (v) Twenty-five (25) shareholders who joined the Meeting via RPV representing 368,561,813 shares equivalent to 99.73343% of the total shares present and voting thereat, voted IN FAVOUR of Ordinary Resolution 3;
- (vi) Three (3) shareholders who joined the Meeting via RPV representing 985,100 shares equivalent to 0.26657% of the total shares present and voting thereat, voted AGAINST Ordinary Resolution 3;
- (vii) Twenty-five (25) shareholders who joined the Meeting via RPV representing 368,663,913 shares equivalent to 99.76106% of the total shares present and voting thereat, voted IN FAVOUR of Special Resolution 1;
- (viii) Three (3) shareholders who joined the Meeting via RPV representing 883,000 shares equivalent to 0.23894% of the total shares present and voting thereat, voted AGAINST Special Resolution 1;

- (ix) Nineteen (19) shareholders who joined the Meeting via RPV representing 348,082,813 shares equivalent to 94.19178% of the total shares present and voting thereat, voted IN FAVOUR of Special Resolution 2;
- (x) Nine (9) shareholders who joined the Meeting via RPV representing 21,464,100 shares equivalent to 5.80822% of the total shares present and voting thereat, voted AGAINST Special Resolution 2;
- (xi) Twenty-seven (27) shareholders who joined the Meeting via RPV representing 904,295,889 shares equivalent to 99.91327% of the total shares present and voting thereat, voted IN FAVOUR of Special Resolution 3;
- (xii) Two (2) shareholders who joined the Meeting via RPV representing 785,000 shares equivalent to 0.08673% of the total shares present and voting thereat, voted AGAINST Special Resolution 3.

As all the Ordinary and Special Resolutions had been dealt with, Ms. Looi Sze Shing handed over the Chair back to Dato' Doh Tee Leong, the Chairman of the Meeting.

11. TERMINATION OF MEETING

There being no other business, the Chairman declared the Meeting closed at 12.20 p.m and thanked the members for their participation in the virtual EGM.

CONFIRMED AS A CORRECT RECORD



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DATO' DOH TEE LEONG
CHAIRMAN