

**ANCOM NYLEX BERHAD**  
**(Formerly known as ANCOM BERHAD)**  
**Registration No. 196901000122 (8440-M)**  
**(Incorporated in Malaysia)**

**MINUTES OF THE EXTRAORDINARY GENERAL MEETING (“EGM”) OF ANCOM NYLEX BERHAD (“ANB” OR “THE COMPANY”) CONDUCTED ENTIRELY THROUGH LIVE STREAMING FROM THE BROADCAST VENUE AT NO. 2A, JALAN 13/2, SEKSYEN 13, 46200 PETALING JAYA, SELANGOR DARUL EHSAN, MALAYSIA, ON FRIDAY, 20 MAY 2022 AT 10.00 A.M.**

---

- Present at : Dato’ Siew Ka Wei – Executive Chairman (Chairman of the meeting)  
Broadcast Venue : Lee Cheun Wei – Managing Director/Group Chief Executive Officer (“**MD/Group CEO**”)  
: Lim Chang Meng – Chief Financial Officer (“**CFO**”)  
: Choo Se Eng – Company Secretary  
: George Chong – Partner of Chong, Ng & Yap, the Legal Advisor of the corporate proposal (“**Legal Advisor**”)
- Present via video conferencing : Tan Sri Dato’ Seri Abdull Hamid Bin Embong – Independent Non-Executive Director  
: Edmond Cheah Swee Leng – Independent Non-Executive Director  
: Datuk Dr Abd Hapiz Bin Abdullah – Independent Non-Executive Director  
: Lim Hock Chye – Non-Independent Non-Executive Director  
: Chan Thye Seng – Non-Independent Non-Executive Director  
: Maliki Kamal Bin Mohd Yasin – Independent Non-Executive Director  
: Lim Eng Ooi } Representatives from Kenanga  
: Ong Sook Ling } Investment Bank Berhad, the Adviser  
: Zahira Aqila Binti Zulkifli } (“**Adviser**”)

Absent with apologies : Tan Sri Dato’ Dr Lin See Yan – Independent Non-Executive Director

The shareholders/corporate representatives/proxies who attended the EGM remotely via the remote participation and voting (“RPV”) facilities are as stated in the Summary of Attendance List.

**1. PRELIMINARY**

The Chairman, Dato’ Siew Ka Wei, welcomed all shareholders, proxies and invitees present at the meeting.

He then introduced the Board members, MD/Group CEO, CFO, Company Secretary and the representatives of the Adviser and the Legal Advisor.

**2. NOTICE**

The notice of the EGM dated 27 April 2021 (“Notice”), having been circulated to all the shareholders within the prescribed period, was taken as read.

**3. QUORUM**

The Chairman informed that for a virtual general meeting, the quorum would be determined by the number of shareholders and proxies who logged in at the commencement of the meeting.

There being a quorum, the Chairman called the meeting to order.

**4. POLLING PROCEDURES AND ADMINISTRATIVE MATTERS**

The Chairman informed that pursuant to the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in the Notice must be voted by poll. The Company is also required to appoint at least one (1) independent scrutineer to validate the votes cast at the general meeting.

The Chairman further informed that the Company had appointed Tricor Investor & Issuing House Services Sdn. Bhd. (the Company's Share Registrar) as Poll Administrator to facilitate the poll voting process. The Company has also appointed Asia Securities Sdn. Berhad as the Independent Scrutineer to verify the poll results.

The guide on the remote voting procedure and the manner to pose questions at the meeting through the RPV application were presented to the shareholders and proxies.

**5. PROPOSED SHARE SPLIT INVOLVING THE SUBDIVISION OF EVERY 1 EXISTING ORDINARY SHARE IN ANCOM NYLEX BERHAD (FORMERLY KNOWN AS ANCOM BERHAD) HELD BY SHAREHOLDERS OF THE COMPANY, WHOSE NAMES APPEAR IN THE RECORD OF DEPOSITORS OF THE COMPANY ON AN ENTITLEMENT DATE TO BE DETERMINED AND ANNOUNCED AT A LATER DATE, INTO 3 ANB SHARES**

The Chairman informed that the purpose of the EGM was to seek the shareholders' approval on the Special Resolution in relation to the Proposed Share Split involving:-

- (i) the subdivision of every 1 existing ordinary share in Ancom Nylex Berhad ("ANB Shares") held by shareholders whose names appear in the record of depositors of the Company on an entitlement date to be determined and announced at a later date into 3 ANB ordinary shares;
- (ii) the issuance of additional Warrants-B resulting from adjustments pursuant to the Proposed Share Split; and
- (iii) the issuance of new ANB Shares arising from the exercise of additional Warrants-B by the warrant holders.

The Chairman briefed that the Proposed Share Split was intended to increase the number of ANB Shares held by shareholders at no cost, while maintaining their percentage of equity interests, as well as to improve trading liquidity and affordability of ANB Shares without affecting the market capitalisation of the Company.

The Chairman further briefed that the Proposed Share Split will also encourage greater participation by a wider group of public shareholders and investors in the equity of the Company.

The full details of the Proposed Share Split were set out in the Circular to Shareholders dated 27 April 2022.

## 6. QUESTION-AND-ANSWER (“Q&A”) SESSION

The meeting continued with the Q&A session. All questions raised by the shareholders and proxies were addressed by the Chairman, MD/Group CEO and the CFO as follows:-

(1) **How much is the cost to run this virtual EGM?**

*[Question posed by The Peng Tin]*

ANB's response:

The virtual EGM costs approximately RM30,000.

(2) **What is the rationale for the Proposed Share Split?**

*[Question posed by The Peng Tin]*

ANB's response:

The rationale of the Proposed Share Split is essentially to improve the affordability of ANB Shares without affecting the market capitalisation of the Company, which may encourage greater participation by the shareholders and investors in the ANB shares. The proposal will also potentially improve trading liquidity of ANB shares as the total number of ANB Shares will increase from 300 million to approximately 900 million at no cost to shareholders.

(3) **What is the purpose of our Company and controlling shareholder actively buying the Company's own shares? How does it benefit the shareholders?**

*[Question posed by Ho Yueh Weng]*

ANB's response:

Based on the Group's profitability which was announced recently and its positive future outlook, the Board of Directors is of the view that ANB shares are undervalued based on the current share price. The share buyback exercise, will amongst other, enhance the earnings per share, thus positively impacting the ANB share price.

(4) **Many shareholders feel, now is not the right time to do share split given the current poor market conditions as it will not enhance shareholders' value at all. Do you agree??**

*[Question posed by Lee Sze Faye]*

ANB's response:

The purpose of the Proposed Share Split is to create long-term value for shareholders by increasing the liquidity and affordability of ANB Shares, in consideration of the increase in ANB share prices since September 2021. The corporate exercise was planned at the beginning of 2022 and took approximately 6 months to complete.

Although the market has been volatile in recent weeks, the benefits arising from the Proposed Share Split is long-term.

The Board believes that the Company is on the right track for growth, following the acquisition of the entire assets and business undertakings of Nylex (Malaysia) Berhad earlier. The Company has delivered improved earnings, as seen in the recent financial results announcements. The Board is of the view that the Proposed Share Split is an opportunity to attract more shareholders and investors to participate and benefit from the Company's growth through the trading of ANB Shares.

- (5) **Will the Proposed Share Split dilute the value of the shares during this time?**  
*[Question posed by Ho Weng Seng]*

ANB's response:

The Proposed Share Split will not dilute the value of ANB Shares as it does not affect the market capitalisation of the Company.

## 7. **POLL VOTING SESSION**

After all the questions raised had been dealt with, the Chairman invited the shareholders and proxies to cast their votes remotely.

Upon the closing of the voting session, the meeting adjourned at 10.30 a.m. to facilitate the counting of votes by the Poll Administrator and verification of the poll result by the Independent Scrutineer.

## 8. **ANNOUNCEMENT OF POLL RESULTS**

The meeting resumed at 10.40 a.m. after obtaining the poll result from the Independent Scrutineer. The poll result was presented to the meeting. The Chairman declared that the special resolution set out in the Notice was duly passed by the shareholders and proxies of the Company, as follows:-

### **SPECIAL RESOLUTION**

**PROPOSED SHARE SPLIT INVOLVING THE SUBDIVISION OF EVERY 1 EXISTING ORDINARY SHARE IN ANCOM NYLEX BERHAD (FORMERLY KNOWN AS ANCOM BERHAD) ("ANB" OR "COMPANY") ("ANB SHARE") HELD BY SHAREHOLDERS OF THE COMPANY, WHOSE NAMES APPEAR IN THE RECORD OF DEPOSITORS OF THE COMPANY ON AN ENTITLEMENT DATE TO BE DETERMINED AND ANNOUNCED AT A LATER DATE, INTO 3 ANB SHARES ("SUBDIVIDED SHARES")**

By a vote of 95,011,838 shares (representing 99.9860%) voted for and 13,268 shares (representing 0.0140%) voted against the Resolution, it was **RESOLVED**:-

THAT subject to all approvals being obtained from the relevant authorities (if required), approval be and is hereby granted to the Board of Directors of ANB ("Board") to:

- (i) subdivide every 1 existing ANB Share held by the shareholders of ANB whose names appear in the Record of Depositors of the Company as at the close of business on an entitlement date to be determined and announced later by the Board ("Entitlement Date") into 3 Subdivided Shares ("Proposed Share Split");
- (ii) allot and issue additional warrants 2020/2025 in the Company (as constituted by the deed poll dated 21 August 2020) ("Warrants B") ("Additional Warrants B") resulting from adjustments pursuant to the Proposed Share Split; and
- (iii) allot and issue such number of new ANB Shares arising from the exercise of the Additional Warrants B by the holders;

THAT the Subdivided Shares shall, upon allotment and issuance, rank equally in all respects with the then existing ANB Shares, save and except that the Subdivided Shares will not be entitled to any dividends, rights, allotments and/or any other forms of distribution that may be declared, made or paid to shareholders of the Company before the Entitlement Date;

THAT the Additional Warrants B shall, upon allotment and issuance, rank equally in all respects with the then existing Warrants B;

THAT the new ANB Shares to be issued arising from the exercise of the Additional Warrants B shall, upon allotment and issuance, rank equally in all respects with the then existing ANB Shares, save and except that they will not be entitled to any dividends, rights, allotments and/or other forms of distribution, the entitlement date of which is prior to the dates of allotment and issuance of the new ANB Shares to be issued arising from the exercise of the Additional Warrants B;

THAT the fractional entitlements for the Subdivided Shares and Additional Warrants B arising from the Proposed Share Split, if any, shall be disregarded and/or dealt with by the Board in such manner at its absolute discretion as it may deem fit and expedient in the best interest of the Company;

AND THAT the Board be and is hereby authorised to do all acts, deeds and things and to execute and deliver on behalf of the Company all such documents as the Board may deem fit, necessary or expedient in the best interest of the Company in order to finalise, implement and/or give full effect to the Proposed Share Split with full powers to assent to any conditions, modifications, variations and/or amendments in any manner as may be required or imposed by the relevant authorities.

**9. CLOSURE OF MEETING**

There being no further business, the meeting concluded at 10.42 a.m. with a vote of thanks to the Chair.

CONFIRMED AS A CORRECT RECORD

\_\_\_\_\_  
CHAIRMAN

Dated: 20 June 2022