

# TANCO HOLDINGS BERHAD

Registration No. 195801000190 (3326-K)

(Incorporated in Malaysia)

**MINUTES OF THE EXTRAORDINARY GENERAL MEETING (“EGM” OR “THE MEETING”) OF TANCO HOLDINGS BERHAD (“TANCO” OR “THE COMPANY”) CONDUCTED ON A FULLY VIRTUAL BASIS THROUGH LIVE STREAMING AND ONLINE REMOTE VOTING USING REMOTE PARTICIPATION AND VOTING FACILITIES PROVIDED BY VOTE2U VIA ONLINE MEETING PLATFORM AT <https://web.vote2u.my> (DOMAIN REGISTRATION NO. WITH MYNIC D6A471702) ON MONDAY, 24 FEBRUARY 2025 AT 11.00 A.M.**

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## **PRESENT:**

*Via Remote Participation*

### **Directors**

Dato’ Dr. Mohd. Aminuddin bin Mohd. Rouse	:	Chairman of the Meeting, Non-Independent Non-Executive Chairman
Dato’ Sri Andrew Tan Jun Suan	:	Group Managing Director
Datuk Rashidi bin Hasbullah	:	Independent Non-Executive Director
Dato’ Martini binti Osman	:	Independent Non-Executive Director
Mr. Wong Jee Seng	:	Independent Non-Executive Director
Madam Syafinaz Merican binti Isahak Merican	:	Independent Non-Executive Director
Mr. Koay Ghee Teong	:	Executive Director
Mr. Christopher Tan Khoon Suan	:	Executive Director
Ms. Chew Shen Hoay	:	Executive Director and Group Chief Financial Officer

### **Company Secretary**

Madam Choi Siew Fun

### **By Invitation**

Ms. Yap Choy Lai	:	Assistant Company Secretary	} Representatives from Management Team
Ms. Vicky Chong Yen Hung	:	Senior Executive, Secretarial	
Ms. Cheang Siow Voon	:	} Representing Quantegic Services Sdn. Bhd. (“ <b>Independent Scrutineer</b> ”)	
Madam Yap Chon Yoke	:		
Mr. Adam Ma Wugang	:	Representing Agmo Digital Solutions Sdn. Bhd. (“ <b>Poll Administrator</b> ”)	
Mr. Foo Chun Keong	:	} Representing Inter-Pacific Securities Sdn. Bhd. (“ <b>Principal Adviser</b> ”)	
Mr. Cheah Wei Han	:		
Mr. Muhammad Hafiz Bin Mohamed Hisham	:		
	:		
Ms. Joaana Keng Li Xin	:	} Representing Messrs. David Lai & Tan (“ <b>Solicitors</b> ”)	
Ms. Shanice Liew	:		

The attendance of shareholders and proxies is as per the Summary of Attendance List via Remote Participation and Voting (“**RPV**”) facilities provided by the Poll Administrator, Agmo Digital

Solutions Sdn. Bhd. (“Agmo”), via its Vote2U online meeting platform (“Vote2U”) at <https://web.vote2u.my> and shall form an integral part of these Minutes of the EGM.

## 1. CHAIRMAN OF THE MEETING

Dato’ Dr. Mohd. Aminuddin bin Mohd. Rouse, the Chairman (“Dato’ Chairman”) welcomed all shareholders, proxies and invitees to the EGM of the Company which was conducted on a fully virtual basis through live streaming and online remote voting using the RPV facilities provided by Agmo, and in compliance with Section 327 of the Companies Act 2016, Clause 63 of the Constitution of the Company and the Guidance Note on the Conduct of General Meetings for Listed Issuers by Securities Commission Malaysia.

Dato’ Chairman introduced the other eight (8) members of the Board of Directors (“Board”), the Company Secretary as well as the representatives from the Principal Adviser and the Solicitors to the Meeting. Dato’ Chairman further informed that the representatives from the Management Team, the Poll Administrator and the Independent Scrutineer were also participated at the EGM.

## 2. QUORUM

Upon confirming the presence of the requisite quorum pursuant to Clause 73 of the Company’s Constitution, Dato’ Chairman called the Meeting to order at 11.00 a.m.

## 3. NOTICE OF MEETING

The Notice convening the Meeting, having been previously circulated to all members of the Company within the prescribed period and advertised in The New Straits Times on 7 February 2025, was taken as read.

## 4. PROXIES

As part of good governance, Dato’ Chairman reported that the Company had received a total of 82 proxy forms from the shareholders for a total of 1,310,753,422 ordinary shares, representing 59.463% of the total number of issued shares of the Company.

Dato’ Chairman further informed that he has been appointed to act as proxy for shareholders representing 9.430% of the total number of issued shares of the Company, and he would vote in accordance with the instruction given.

## 5. VOTING PROCEDURES

Before Dato’ Chairman proceeded with the item on the Agenda, he explained to the shareholders the procedures to be adhered to in tabling and approving the resolution at the Meeting.

Dato' Chairman informed the Meeting that pursuant to Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, the proposed resolution set out in the Notice of EGM would be voted by poll and at least one (1) Scrutineer has to be appointed to validate the votes cast at the Meeting.

Dato' Chairman further informed that pursuant to the Clause 77(1) of the Company's Constitution, the proposed resolution set out in the Notice of the EGM would be voted by way of electronic polling ("**e-polling**").

Dato' Chairman then informed that Agmo as the Poll Administrator would conduct the voting by way of e-polling using RPV facilities and Quantegic Services Sdn. Bhd. ("**Quantegic**") as the Independent Scrutineer would verify and validate the poll results.

Dato' Chairman further informed that the questions and answers ("**Q&A**") session and the e-polling for the resolutions would be conducted after dealing with all the business of the Meeting. All shareholders and proxies may raise questions in real time by transmitting their question via the messaging chat box.

Dato' Chairman further informed that the Company has taken its best efforts to ensure a smooth live streaming, however, the quality of the broadcast was dependent on the participants' own internet bandwidth connection and stability.

Dato' Chairman then invited the Poll Administrator to present a short video on the e-polling procedure and on how to participate in the Meeting, including posting questions and vote through the RPV facilities.

[A short video presentation by the Poll Administrator was shown.]

Dato' Chairman informed that the shareholders and proxies may cast their votes for the proposed resolution throughout the Meeting proceeding until the closure of the voting session.

## **6. ORDINARY RESOLUTION**

### **PROPOSED BONUS ISSUE OF UP TO 3,851,232,568 NEW ORDINARY SHARES IN TANCO ("TANCO SHARES") ("BONUS SHARES") ON THE BASIS OF 7 BONUS SHARES FOR EVERY 5 EXISTING TANCO SHARES HELD ON AN ENTITLEMENT DATE TO BE DETERMINED AND ANNOUNCED LATER ("PROPOSED BONUS ISSUE")**

Dato' Chairman informed that the Ordinary Resolution was to seek shareholders' approval for the Proposed Bonus Issue of up to 3,851,232,568 new ordinary shares in Tanco on the basis of 7 Bonus Shares for every 5 existing Tanco Shares held on an entitlement date to be determined and announced later. Shareholders were advised to refer to the Circular to Shareholders of the Company dated 7 February 2025 for full details and rationale behind the Proposed Bonus Issue.

Dato' Chairman apprised that having considered all aspects of the proposed resolution, the Board is of the opinion that the Proposed Bonus Issue is in the best interest of the Company.

## 7. Q&A SESSION

Dato' Chairman informed that as no questions were raised by the shareholders and proxies regarding the proposed resolution, he then declared the Q&A session closed.

## 8. E-POLLING PROCESS

At this juncture, Dato' Chairman announced the registration for attendance at the Meeting closed at 11.15 a.m.

As the resolution of the Meeting has been dealt with, Dato' Chairman reminded the shareholders, proxies and corporate representatives to cast their votes, and another three (3) minutes were given for the e-polling session.

Upon closure of the voting session at 11.18 a.m., Dato' Chairman adjourned the Meeting for the counting of votes by Agmo as the Poll Administrator, and validation of the poll results by Quantegic as the Independent Scrutineer.

## 9. ANNOUNCEMENT OF E-POLLING RESULTS

The Meeting resumed at 11.28 a.m. and Dato' Chairman called the Meeting to order for the declaration of e-polling results which were displayed on screen for the participants' information.

Dato' Chairman then announced that the results of the e-polling for the resolution set out in the Notice of the EGM as follows:

Resolution	Voted For		Voted Against	
	No. of Shares	%	No. of Shares	%
<u>Ordinary Resolution</u> Proposed Bonus Issue	1,344,555,943	99.9998	2,102	0.0002

Based on the results of the e-polling, Dato' Chairman therefore declared that the Ordinary Resolution was carried and it was RESOLVED:

***“THAT** subject to the approvals being obtained from all the relevant authorities and parties (if required) for the Proposed Bonus Issue, authority be and is hereby given to the Board of Directors of the Company (**“Board”**) to allot and issue up to 3,851,232,568 Bonus Shares on the basis of 7 Bonus Shares for every 5 existing Tanco Shares held by the shareholders of the Company whose names appear on the Record of Depositors of the Company at the close of business at 5.00 p.m. on an entitlement date to be determined and announced later by the Board;*

***THAT** the Board be and is hereby authorised to allot and issue the Bonus Shares in respect of the Proposed Bonus Issue as fully paid, at no consideration and without capitalisation of the Company's reserves;*

*THAT the Bonus Shares shall, upon allotment and issuance, rank equally in all respects with the then existing Tanco Shares;*

*THAT the Board be and is hereby authorised to deal with fractional entitlements (if any), including disregarding any fractional entitlements, under the Proposed Bonus Issue, in such manner at its absolute discretion as the Board may deem fit or expedient, and in the best interests of the Company;*

*AND THAT the Board be and is hereby authorised and empowered to do all acts, deeds and things and to execute, sign, deliver and cause to be delivered on behalf of the Company all such documents and/or agreements as may be necessary to give effect to the Proposed Bonus Issue with full power to assent to any conditions, variations, modifications and/or amendments in any manner as may be required or imposed by any relevant authorities and to deal with all matters relating thereto and to take all such steps and do all such acts and things in any manner as the Board may consider necessary or expedient to implement, finalise and give full effect to the Proposed Bonus Issue.”*

## **10. CONCLUSION**

There being no other business to be transacted, Dato’ Chairman declared the Meeting closed and thanked all present for their attendance.

The Meeting concluded at 11.30 a.m. with a vote of thanks to the Chair.

SIGNED AS A CORRECT RECORD

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**DATO’ DR. MOHD. AMINUDDIN BIN MOHD. ROUSE**  
**CHAIRMAN**