

INCH KENNETH KAJANG RUBBER PUBLIC LIMITED COMPANY  
19460200041 (990261 M)  
(Incorporated in Scotland)

Minutes of the 114<sup>th</sup> Annual General Meeting (“AGM”) of the Company held on Wednesday, 29 May 2024 at 10.00 am, fully virtual via remote participation and voting at Broadcast Venue, 26<sup>th</sup> Floor Menara KH (Promet), Jalan Sultan Ismail, 50250 Kuala Lumpur

**PRESENT:** Dato’ Adnan bin Maaruf  
Dato’ Tik bin Mustaffa  
Datuk Che Md Nawawi bin Ismail  
Puan Sakinah binti Salleh

**IN ATTENDANCE:** Encik Hussain Ahmad bin Abdul Kader  
Ms Christine Lee  
(LS 0000737) (PC No. 201908002929)  
Representative of Mestika Projek (M) Sdn Bhd  
(199101015233) (225545 V)  
Cik Aisah Ahmad

1. **OPENING**

The meeting was chaired by the Chairman, Dato’ Adnan bin Maaruf. He welcomed the shareholders and proxies of the Company who participated in the fully virtual 114<sup>th</sup> AGM via Remote Participation and Voting held live from the Broadcast Venue.

Dato’ Chairman then introduced the Company’s Directors who are present at the Broadcast Venue as well as the Group Chief Operating Officer and the Company Secretary who were in attendance at the AGM. He further informed the meeting that the External Auditors Messrs Milsted Langdon LLP were represented by the local representative, Messrs AljeffriDean Plt, who participated the AGM remotely through live streaming.

Dato’ Chairman encouraged all shareholders and proxies to post question(s) or seek clarification(s) relevant to the Company’s performance, the resolutions or issues to be discussed at the AGM. All questions shall be dealt with during the Question & Answer session upon completion of the remaining business of the AGM

2. **QUORUM**

There being a quorum, the 114<sup>th</sup> AGM was duly convened.

3. **NOTICE OF MEETING AND VOTING PROCEDURES**

The notice convening the meeting was taken as read.

Dato' Chairman informed that the Company has appointed Messrs Mega Corporate Services Sdn Bhd as the Poll Administrator to conduct the polling process and the Independent Scrutineers, Messrs Cygnus Technology Solutions Sdn Bhd as the Independent Scrutineers to verify the poll results. The poll voting will be conducted upon completion of the deliberations of all businesses to be transacted in the meeting.

4. **TO RECEIVE THE AUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2023**

Dato' Chairman tabled the Audited Financial Statements for the financial year ended 31 December 2023 together with the Reports of the Directors and Auditors thereon.

The Audited Financial Statements for the year ended 31 December 2023 together with the Report of the Directors and the Auditors thereon was meant for discussion only as it does not require shareholders' approval. This is in accordance with Section 340(1)(a) of the Companies Act 2016 and it will not be put to vote.

However, shareholders and proxies present would be able to ask questions and give comments on the Company's audited financial statements during the Q&A session.

5. **RESOLUTION 1  
TO APPROVE THE PAYMENT OF DIRECTORS' FEES IN RESPECT OF THE FINANCIAL YEAR ENDED 31 DECEMBER 2023**

The resolution on the proposed payment of Directors' fees in respect of the financial year ended 31 December 2023 was tabled.

Dato' Chairman informed the meeting that Resolution 1 will be put to vote by poll upon completion of the remaining Agendas.

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6. **RESOLUTION 2  
RE-ELECTION OF DATO' ADNAN BIN MAARUF**

Resolution 2 is on the re-election of Dato' Adnan bin Maaruf. Since Dato' Chairman retire in the meeting, the resolution on the re-election of Dato'

Adnan pursuant to Article 86 of the Company's Memorandum and Articles of Association ("M&A") was tabled by Dato' Tik bin Mustaffa.

Dato' Tik informed the meeting that Resolution 2 will be put to vote by poll upon completion of the remaining Agendas of the AGM.

7. **RESOLUTION 3  
RE-ELECTION OF PUAN SAKINAH BINTI SALLEH**

Resolution 3 is on the re-election of Puan Sakinah pursuant to Article 91 of the Company's M&A.

The Resolution will be put to vote by poll upon completion of the remaining Agendas.

8. **RE-APPOINTMENT OF MESSRS MILSTED LANGDON LLP AS  
AUDITORS OF THE COMPANY AND TO AUTHORISE THE  
DIRECTORS TO FIX THEIR REMUNERATION**

The resolution is on the re-appointment of Messrs Milsted Langdon LLP and to authorise the Directors to fix their remuneration.

The Chairman informed the meeting that Resolution 4 will be put to vote by poll upon completion of the remaining Agendas.

9. **SPECIAL BUSINESS  
RESOLUTION 5  
RESOLUTION TO EMPOWER THE DIRECTORS OF THE COMPANY  
TO ISSUE SHARES PURSUANT TO SECTION 551 OF THE UNITED  
KINGDOM COMPANIES ACT 2006 (UK COMPANIES ACT 2006")**

The Resolution on the mandate to the Directors to issue shares pursuant to Section 551 of the UK Companies Act 2006 was tabled.

The Resolution will be put to vote upon completion of the remaining Agendas of the AGM.

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10. **ANY OTHER MATTERS**

No notice has been received to transact any other business.

With that the Chairman announced that all Agendas have been tabled and discussed, and all resolutions to be voted by way of polling.

## 11. **QUESTIONS AND ANSWER SESSION**

The Company had received two questions from the shareholder during the AGM. Dato' Chairman handed over the chair to the Company's Group Chief Operating Officer to answer the questions.

Encik Hussain, the Group Chief Operating Officer, duly attended to the questions.

### 11.1 Financial Position of the Group

Eventhough the financial position of the Company has deteriorated we still have the money to carry out the property development. After the pandemic, most of the money was loaned to the subsidiaries for their operation. Currently the performance of one subsidiary has improved and is able to repay the Company.

The Company has planned to monetise some of its assets which would bring in some cash.

On the property development, the Company will also source financing. The Company is also looking into possible joint venture. We believe we can carry out our plans without any hinge.

The Company will try to carry out some of the plans this year and will make the necessary announcement in due course.

### 11.2 Door Gifts

We realised that for the past few years, due to the pandemic, we haven't been giving out any door gift. Encik Hussain promised that the Company will look into it and will make a decision in the 2<sup>nd</sup> Quarter of 2024.

## 12. **E-POLLING SESSION AND VERIFICATION OF THE POLL RESULTS**

The Meeting was then adjourned for 3 minutes to allow the shareholders and proxies to vote via e-polling, followed by verification of the poll results and the validation of the voting report by the Independent Scrutineers.

## 13. **ANNOUNCEMENT OF POLL RESULTS**

Dato' Chairman called the meeting to order for the announcement of the results as per attached Report (marked "A") which was verified by the Independent Scrutineers, Messrs Cygnus Technology Solutions Sdn Bhd.

All resolutions tabled at the 114<sup>th</sup> AGM of the Company were duly passed by the shareholders.

14. **TERMINATION OF MEETING**

Dato' Chairman expressed his appreciation to the shareholders and proxies for their participation.

There being no other business, the meeting ended at 10.33 am.

CONFIREMD CORRECT:



CHAIRMAN

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Scrutineers' Report for INCH KENNETH KAJANG RUBBER PLC AGM | Wednesday, 29 May, 2024

## Scrutineers' Report

**Poll Results for INCH KENNETH KAJANG RUBBER'S AGM on May 29, 2024**

No.	Ordinary Resolution	Vote FOR			Vote AGAINST			Resolution
		Voters	No. of Shares	%	Voters	No. of Shares	%	
1	TO APPROVE THE PAYMENT OF DIRECTORS' FEES	53	220,246,027	99.7976	11	446,602	0.2024	CARRIED
2	TO RE-APPOINT DATO' ADNAN BIN MAARUF	58	220,345,127	99.8425	6	347,502	0.1575	CARRIED
3	TO RE-APPOINT PUAN SAKINAH BINTI SALLEH	58	220,345,127	99.8425	6	347,502	0.1575	CARRIED
4	TO RE-APPOINT MESSRS MILSTED LANGDON LLP	59	220,345,129	99.8425	5	347,500	0.1575	CARRIED
5	TO EMPOWER THE DIRECTORS OF THE COMPANY TO ISSUE SHARES	56	220,341,127	99.8408	7	351,402	0.1592	CARRIED



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