

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

Minutes of the 111th Annual General Meeting (“AGM”) of the Company held on Monday, 31 May 2021 at 10.00 am, fully virtual via remote participation and voting at Broadcast Venue, 26th Floor Menara KH (Promet), Jalan Sultan Ismail, 50250 Kuala Lumpur

PRESENT: As per attendance list

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)

1. **OPENING**

The meeting was chaired by the Chairman, Dato’ Adnan bin Maaruf, who welcomed the shareholders and proxies of the Company who participated in the fully virtual 111th AGM via Remote Participation and Voting held live from the Broadcast Venue.

The Chairman informed the meeting that the virtual meeting was convened in accordance with the Standard Operating Procedure issued by the Ministry of Health and Securities Commission as well as Section 327 of the Companies Act 2016 (“the Act”)

The 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 during the Question & Answer session upon completion of the remaining business of this AGM

The Chairman proceeded to introduce the Company’s Director who is present at the Broadcast Venue as well as the Group Chief Operating Officer and the Company Secretary who were in attendance at the AGM. The External Auditors Messrs Milsted Langdon LLP were represented by the local representative, Messrs AljeffriDean Plt.

2. **QUORUM**

There being a quorum, the 111th AGM was duly convened.

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

The notice convening the meeting was taken as read.

The Chairman informed that the Company has appointed Mess Cygnus IT Solutions PLT as 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 2020**

The Chairman tabled the Audited Financial Statements for the financial year ended 31 December 2020 together with the Reports of the Directors and Auditors thereon.

The Audited Financial Statements for the year ended 31 December 2020 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.

The Chairman then declared that the Audited Financial Statements had been received by the shareholders and proxies.

5. **RESOLUTION 1
TO APPROVE THE PAYMENT OF DIRECTORS' FEES IN RESPECT OF THE FINANCIAL YEAR ENDED 31 DECEMBER 2020**

The resolution on the proposed payment of Directors' fees in respect of the financial year ended 31 December 2020 was tabled.

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

6. **RESOLUTION 2
RE-ELECTION OF DR RADZUAN BIN A. RAHMAN WHO RETIRED PURSUANT TO ARTICLE 86 OF THE COMPANY'S MEMORANDUM AND ARTICLES OF ASSOCIATION ("M&A")**

The resolution is on the re-election of Dr Radzuan bin A. Rahman who retired in accordance with Article 86 of the M&A.

The Chairman 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-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 3 will be put to vote by poll upon completion of the remaining Agendas.

8. **SPECIAL BUSINESS
RESOLUTION 4
CONTINUITY AS INDEPENDENT DIRECTOR – DR RADZUAN BIN A.
RAHMAN**

The resolution is to retain Dr Radzuan bin A. Rahman as an Independent Director. as he has served the Board for more than 16 years. This is in accordance with Practice 4.2 of the Malaysian Code on Corporate Governance 2017 (“MCCG 2017”) and a two-tier voting process will be carried out for this resolution.

This will be put to vote by poll upon completion of the remaining Agendas of the AGM.

9. **SPECIAL BUSINESS
RESOLUTION 5
CONTINUITY AS INDEPENDENT DIRECTOR – DATO’ ADNAN BIN
MAARUF**

Dato’ Adnan bin Maaruf has served the Company as Independent Non-Executive Director for more than 21 years. In accordance with MCCG 2017, a two-tier voting process will be carried out to seek the approval of the shareholders to retain him as an Independent Director.

This will also be put to vote by poll upon completion of the remaining Agendas of the AGM.

10. **SPECIAL BUSINESS**
RESOLUTION 6
CONTINUITY AS INDEPENDENT DIRECTOR – DATO' HAJI MUDA BIN MOHAMED

Dato' Haji Muda bin Mohamed has served the Board for more than 21 years as well. A two-tier voting process will be carried out to seek the approval of the shareholders to retain him as an Independent Director.

Resolution 6 will be put to vote upon completion of the remaining Agendas of the AGM.

11. **SPECIAL BUSINESS**
RESOLUTION 7
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.

12. **ANY OTHER MATTERS**

No notice has been received to transact any other business.

With that the Chairman announced that the all Agendas have been tabled and discussed and put all resolution to be vote by way of polling.

13. **ANNOUNCEMENT OF POLL RESULTS**

The Chairman called the meeting to order for the announcement of the results as per Appendix I which was verified by the Scrutineers, Messrs Cygnus IT Solutions PLT.

All resolutions tabled at the 111th AGM of the Company were duly passed by the shareholders.

14. **TERMINATION OF MEETING**

The Chairman expressed his appreciation to the Shareholders and proxies for their participation.

There being no other business, the meeting ended at 10.30 am.

CONFIREMD CORRECT:


CHAIRMAN



Scrutineers' Report for Inch Kenneth Kajang Rubber PLC AGM | Monday, 31 May, 2021

Scrutineers' Report

Poll Results for Inch Kenneth Kajang Rubber PLC AGM on May 31, 2021

No.	Ordinary Resolution	Vote FOR				Vote AGAINST			Resolution
		Voters	No. of Shares	%	Voters	No. of Shares	%		
1	TO APPROVE DIRECTORS' FEES	55	222,188,568	83.85178	12	42,789,205	16.14822	CARRIED	
2	TO RE-APPOINT DR. RADZUAN	58	222,189,573	83.85216	9	42,788,200	16.14785	CARRIED	
3	TO RE-APPOINT MESSRS MILSTED LANGDON LLP	56	222,189,568	83.85215	11	42,788,205	16.14785	CARRIED	

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2-Tier Report (Large Shareholder)

No.	Ordinary Resolution	Vote FOR			Vote AGAINST			Resolution
		Voters	No. of Shares	%	Voters	No. of Shares	%	
4	TO RETAIN DR. RADZUAN AS INDEPENDENT NON-EXECUTIVE DIRECTOR	1	47,405,700	100	0	-	0	CARRIED

2-Tier Report (Others)

No.	Ordinary Resolution	Vote FOR			Vote AGAINST			Resolution
		Voters	No. of Shares	%	Voters	No. of Shares	%	
4	TO RETAIN DR. RADZUAN AS INDEPENDENT NON-EXECUTIVE DIRECTOR	55	174,783,868	80.33378	11	42,788,205	19.66622	CARRIED

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2-Tier Report (Large Shareholder)

No. Ordinary Resolution	Vote FOR			Vote AGAINST			Resolution
	Voters	No. of Shares	%	Voters	No. of Shares	%	
5 TO RETAIN DATO' ADNAN AS INDEPENDENT NON-EXECUTIVE DIRECTOR	1	47,405,700	100	0	-	0	CARRIED

2-Tier Report (Others)

No. Ordinary Resolution	Vote FOR			Vote AGAINST			Resolution
	Voters	No. of Shares	%	Voters	No. of Shares	%	
5 TO RETAIN DATO' ADNAN AS INDEPENDENT NON-EXECUTIVE DIRECTOR	55	174,783,868	80.33378	11	42,788,205	19.66622	CARRIED

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2-Tier Report (Large Shareholder)

No.	Ordinary Resolution	Vote FOR			Vote AGAINST			Resolution
		Voters	No. of Shares	%	Voters	No. of Shares	%	
6	TO RETAIN DATO' HAJI MUDA AS INDEPENDENT NON-EXECUTIVE DIRECTOR	1	47,405,700	100	0	-	0	CARRIED

2-Tier Report (Others)

No.	Ordinary Resolution	Vote FOR			Vote AGAINST			Resolution
		Voters	No. of Shares	%	Voters	No. of Shares	%	
6	TO RETAIN DATO' HAJI MUDA AS INDEPENDENT NON-EXECUTIVE DIRECTOR	54	174,781,868	80.33286	12	42,790,205	19.66714	CARRIED

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No.	Ordinary Resolution	Vote FOR			Vote AGAINST			Resolution
		Voters	No. of Shares	%	Voters	No. of Shares	%	
7	EMPOWER DIRECTORS TO ISSUE SHARES	53	222,185,566	83.85064	14	42,792,207	16.14936	CARRIED


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