

5. **AGENDA 1 (ORDINARY RESOLUTION NO. 1)
PROPOSED ISSUE OF 125,000,000 FREE WARRANTS IN WEGMANS HOLDINGS
BERHAD (“WARRANTS”) ON THE BASIS OF 1 WARRANT FOR EVERY 4 EXISTING
WEGMANS SHARES HELD ON AN ENTITLEMENT DATE TO BE DETERMINED LATER**

Proposer and : The motion was proposed by Ms Koh Ru Ching, a shareholder and
Seconder seconded by Ms Law Eng Hwa, a shareholder.

6. The Chairman informed that the poll voting would commence soon. The Poll Administrator was invited to brief the Meeting on the procedures for the conduct of poll and time required for counting and validation of votes casted.

7. **ANNOUNCEMENT OF POLL RESULTS**

The Chairman called the Meeting to order and the poll results (as per the enclosed “Results on Voting by Poll”) were read out as follow:

Ordinary resolution 1

	No. of Shares and Percentage
For	353,159,100 (100%)
Against	0 (0%)
Total	353,159,100 (100%)
	No. of Shares
Abstained	0
Spoilt	0

In view thereof, the Chairman declared that Ordinary Resolution 1 which shall read as follows be carried:

“RESOLVED THAT subject to the approvals of all relevant authorities or parties, authority be and is hereby given to the Board to allot and issue 125,000,000 Warrants, in registered form and constituted by a deed poll to be executed by the Company constituting the Warrants (“Deed Poll”) to the shareholders of the Company whose names appear in the Record of Depositors of the Company as at the close of business at 5.00 p.m. on the Entitlement Date on the basis of 1 Warrant for every 4 existing Wegmans Shares held (“Proposed Bonus Warrants”);

RESOLVED THAT the Board be and is hereby authorised to allot and issue such additional Warrants as may be required or permitted to be issued as a consequence of any adjustments under the provisions in the Deed Poll (“Additional Warrants”);

RESOLVED THAT the Board be and is hereby authorised to allot and issue such appropriate number of new Wegmans Shares arising from the exercise of the Warrants by the holders of the Warrants of their rights in accordance with the provisions of the Deed Poll, including such appropriate number of new Wegmans Shares arising from the exercise of subscription rights represented by the Additional Warrants;

RESOLVED THAT fractional entitlements arising from the Proposed Bonus Warrants, if any, shall be disregarded and dealt with in such manner as the Board shall in its absolute discretion deem fit and expedient, and to be in the best interest of the Company and its shareholders;

RESOLVED THAT the Board be and is hereby authorised to enter into and execute the Deed Poll on behalf of the Company with full powers to assent to any conditions, variations, modifications and/or amendments in any manner as may be required or imposed by the relevant authorities or deemed necessary by the Board, and subject to all provisions and adjustments contained in the Deed Poll, to assent to any modifications and/or amendments to the exercise price, exercise period and/or number of Warrants as may be required or permitted to be revised as a consequence of any adjustments under the provisions of the Deed Poll with full power to implement and give effect to the terms and conditions of the Deed Poll, and to take all steps as the Board deems fit and/or expedient in order to implement, finalise and give full effect to the Deed Poll;

RESOLVED THAT the new Wegmans Shares to be issued arising from the exercise of the Warrants and/or the Additional Warrants shall, upon allotment and issuance, rank equally in all respects with the existing Wegmans Shares, save and except that the new Wegmans Shares to be issued arising from the exercise of the Warrants and/or the Additional Warrants will not be entitled to participate in any rights, allotments, dividends, and/or other distributions that may be declared, made or paid for where the entitlement date is before the allotment date of such new Wegmans Shares;

RESOLVED THAT the proceeds raised from the exercise of Warrants, if any, be utilised for the purposes set out in the circular to shareholders of the Company dated 5 December 2018 and the Board be authorised with full power 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 (when required) to the approval of the relevant authorities;

AND RESOLVED THAT the Board be and is hereby empowered and authorised to take all such steps and do all such acts, deeds and things and to execute, sign and deliver on behalf of the Company all necessary documents to give full effect to and for the purpose of completing and/or implementing the Proposed Bonus Warrants with full power to assent to any conditions, variations, modifications and/or amendments in any manner as may be required or permitted by the relevant authorities or as a consequence of any such requirement as may be deemed necessary and/or expedient in the best interest of the Company."

8. **CONCLUSION OF MEETING**

There being no further business, the Meeting was ended at 11.40 a.m. with a vote of thanks to the Chairman.

The Chairman thanked the shareholders and proxies for their presence.

Confirmed as correct records:

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CHAN WAN SEONG
Chairman of the Meeting

Dated this 20 December 2018