

**WEGMANS HOLDINGS BERHAD**  
**REGISTRATION NO.: 201701005154 (1219319-D)**  
(Incorporated in Malaysia)

Minutes of the Extraordinary General Meeting ("Meeting") of the Company or ("WEGMANS") held at BEI Boutique Hotel, Centro Meeting Hall, Level 3, 8-3, Jalan Abdul Rahman, 84000 Muar, Johor Darul Takzim on Thursday, 01 October 2020 at 11.00 a.m.

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Present                      The attendance below is in accordance with the Attendance List of Directors and Company Secretaries in Annexure 1.

**Board of Directors**

1. Mr Chan Wan Seong (Independent Non-Executive Chairman)
2. Mr Keh Wee Kiet (Managing Director)
3. Mr Law Kok Lim (Executive Director)
4. Puan Maziah Binti Md Yamin (Independent Non-Executive Director)
5. Mr Faam Chang Pooh (Independent Non-Executive Director)

In Attendance        :    1. Ms Ng Mei Wan (Company Secretary)  
                                     2. Ms Tan Hui Khim (Company Secretary)

                                     :    The attendance of shareholders and others is in accordance with the summary of Attendance List in Annexure 2.

1.    **CHAIRMAN OF THE MEETING**

Mr Chan Wan Seong was in the Chair.

2.    **QUORUM**

The quorum for the Meeting was confirmed as present.

3.    **NOTICE OF THE MEETING**

The Notice convening this Meeting had been sent to all shareholders within the prescribed time.

4.    **PRELIMINARY OF THE MEETING**

4.1    There was a total of seven (7) persons present in person as shareholders holding a total of 354,959,000 ordinary shares, equivalent to 70.99% of the total issued capital of the Company at the Meeting. The Chairman introduced each and every member of the Board of Directors ("Board") who was in attendance.

4.2    Before the Meeting dealt with the business on hand, the Chairman briefed the shareholders that pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, a listed corporation must among others, ensure that any resolution set out in the notice of any general meeting is voted by poll. For this purpose, the Company had engaged Tricor Investor & Issuing House Services Sdn. Bhd. as the Poll Administrator and YTC Management Solutions as the Independent Scrutineer.

5. **AGENDA 1 (ORDINARY RESOLUTION)  
PROPOSED BONUS ISSUE OF UP TO 156,250,000 FREE WARRANTS IN WEGMANS (“WARRANTS B”) ON THE BASIS OF 1 FREE WARRANT FOR EVERY 4 EXISTING WEGMANS SHARES HELD ON THE ENTITLEMENT DATE TO BE DETERMINED AND ANNOUNCED LATER**

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

|                  | <b>No. and Percentage of Shareholders</b> | <b>No. and Percentage of Shares</b> |
|------------------|---|-------------------------------------|
| <b>For</b>       | 7 (100.00%)                               | 354,959,000 (100.00%)               |
| <b>Against</b>   | 0   | 0                                   |
| <b>Total</b>     | 7 (100.00%)                               | 354,959,000 (100.00%)               |
|                  | <b>No. of Shareholders</b>                | <b>No. of Shares</b>                |
| <b>Abstained</b> | 0   | 0                                   |
| <b>Spoilt</b>    | 0   | 0                                   |

In view thereof, the Chairman declared that Ordinary Resolution 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 up to 156,250,000 Warrants B, in registered form and constituted by a deed poll to be executed by the Company constituting the Warrants B (“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 a day to be determined and announced by the Board (“Entitled Shareholders”) on the basis of 1 Warrant B for every 4 existing Wegmans Shares held by the Entitled Shareholders (“Proposed Bonus Warrants”);

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

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 B by the holders of the Warrants B 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 B;

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 B as may be required or permitted to be revised as consequence of any adjustments under the provisions of the Deed Poll with full power to implement and give effects 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 B and/or the Additional Warrants B shall, upon allotment and issuance, rank equally in all respects with the then existing Wegmans Shares, save and except that the new Wegmans Shares to be issued arising from the exercise of the Warrants B and/or the Additional Warrants B 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 and issuance of such new Wegmans Shares;

RESOLVED THAT the proceeds raised from the exercise of the Warrants B, if any, be utilised for the purposes set out in the circular to shareholders of the Company dated 16 September 2020 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 11.15 a.m. with a vote of thanks to the Chairman.

The Chairman thanked the shareholders for their presence.

Confirmed as correct records:

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CHAN WAN SEONG  
Chairman

Dated this 01 October 2020