

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 on Thursday, 14 April 2022 at 11.00 a.m.

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

Board of Directors

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

Absent with
apologies 1. Mr Chan Wan Seong (Independent Non-Executive Chairman)

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 Faam Chang Pooh 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 337,804,500 ordinary shares, equivalent to 61.42% 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. Chairman also on behalf of the Independent Non-Executive Chairman, Mr Chan Wan Seong extended his apology for being absent due to his unfit condition.

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 168,757,699 FREE WARRANTS IN WEGMANS ("WARRANT(S) C") ON THE BASIS OF 1 WARRANT C FOR EVERY 4 EXISTING ORDINARY SHARES IN WEGMANS HELD BY THE SHAREHOLDERS OF THE COMPANY ON AN ENTITLEMENT DATE, TO BE DETERMINED AND ANNOUNCED LATER BY THE BOARD
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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 and 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

	No. and Percentage of Shareholders	No. and Percentage of Shares
For	7 (100.00%)	337,804,500 (100.00%)
Against	0	0
Total	7 (100.00%)	337,804,500 (100.00%)
	No. of Shareholders	No. of Shares
Abstained	0	0
Spoilt	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 and/ or parties (where applicable) being obtained for the Proposed Bonus Issue of Warrants, authority be and is hereby given to the Board to issue and allot up to 168,757,699 Warrants C to the entitled shareholders whose names appear in the Record of Depositors of the Company as at the close of business on the Entitlement Date on the basis of 1 Warrant for every 4 existing Wegmans Shares held;

RESOLVED THAT the Board be and is hereby authorised to enter into and execute a deed poll constituting the Warrants C ("**Deed Poll C**") with full powers to assent to any condition, modification, variation and/ or amendment in any manner as may be required or imposed by the relevant authorities or as the Board may deem necessary or expedient in the best interest of the Company, and with full powers for the Board to implement, finalise and give full effect to the Deed Poll C;

RESOLVED THAT the Board be and is hereby authorised to issue and allot such appropriate number of Warrants C in accordance with the provisions of the Deed Poll C and where required, to adjust the exercise price and/ or the number of Warrants C to be issued (including, without limitation, any additional Warrants C as may be required or permitted to be issued) in consequence of the adjustments pursuant to the provisions of the Deed Poll C;

RESOLVED THAT the Board be and is hereby authorised to issue and allot such appropriate number of new Shares pursuant to the exercise of the Warrants C by the holders of the Warrants C in accordance with the provisions of the Deed Poll C;

RESOLVED THAT the Board be and is hereby authorised to disregard and deal with any fractional entitlements from the Proposed Bonus Issue of Warrants, if any, in such a manner at its absolute discretion as the Board may deem fit and expedient and in the best interest of the Company;

RESOLVED THAT the new Wegmans Shares to be issued pursuant to the exercise of the Warrants C will, upon allotment and issuance, rank equally in all respects with the existing Wegmans Shares, save and except that the new Wegmans Shares will not be entitled to any dividends, rights, allotments and/ or any other forms of distribution where the entitlement date precedes the relevant date of allotment and issuance of the new Wegmans Shares;

RESOLVED THAT the Board be and is hereby authorised to use the proceeds to be raised from the exercise of the Warrants C for such purposes and in such manner as set out in **Section 2.6** of the Circular to shareholders of the Company dated 30 March 2022 and the Board be authorised with full powers to vary the manner and/ or purpose of the use of such proceeds in such manner as the Board may deem fit, necessary and/ or expedient or in the best interest of the Company, subject to the approval of the relevant authorities (where required);

AND RESOLVED THAT the Board be and is hereby authorised to sign and execute all documents, do all acts, deeds and things as may be required to give effect to and to complete the Proposed Bonus Issue of Warrants with full power to assent to any conditions, variations, modifications and/ or amendments in any manner as may be required or permitted by any relevant authorities and to deal with all matters relating thereto and to take all such steps and do all acts, deeds and things for and on behalf of the Company in any manner as they may deem fit or necessary or expedient to implement, finalise and give full effect to the Proposed Bonus Issue of Warrants."

8. **CONCLUSION OF MEETING**

There being no further business, the Meeting was ended at 11:35 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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FAAM CHANG POOH
Chairman

Dated this 14 April 2022