

MINUTES OF THE EXTRAORDINARY GENERAL MEETING OF THE COMPANY HELD AT THE BROADCAST VENUE AT SAMCHEM TRAINING ROOM, LEVEL 3, LOT 6, JALAN SUNGAI KAYU ARA 32/39, SEKSYEN 32, 40460 SHAH ALAM, SELANGOR DARUL EHSAN ON FRIDAY, 28TH MAY 2021 AT 11.30 A.M.

Chairman	: Mr. Ng Thin Poh
Shareholders/Proxies Present	: As per Attendance List
Directors Present	: Ms. Ng Ai Rene Mr. Chooi Chok Khooi Mr. Cheong Chee Yun Dato' Theng Book Dato' Razali Basri Mr. Lok Kai Chun
In Attendance	: Ms. Wong Youn Kim – Company Secretary : Ms. Lee Chin Wen – Company Secretary
By Invitation	: As per Attendance List

1. CHAIRMAN

Mr. Ng Thin Poh as the Chairman of the Board of Directors welcomed all present to the Extraordinary General Meeting (“EGM”) of the Company which was held via online platform at its Broadcast Venue at Samchem Training Room, Level 3, Lot 6, Jalan Sungai Kayu Ara 32/39, Seksyen 32, 40460 Shah Alam, Selangor Darul Ehsan.

The Chairman informed the attendees that this meeting is conducted in a fully virtual environment in accordance with the Securities Commission’s Guidance on the Conduct of General Meetings for Listed Issuers as well as in line with Government’s efforts to encourage social distancing and limiting mass gathering to prevent the spread of COVID -19.

The Chairman then introduced the members of the Board, the Company Secretary and the Principal Adviser, Affin Hwang Investment Bank Berhad, who were present physically and via video conferencing.

2. QUORUM

The requisite quorum being present pursuant to Clause 57 of the Company’s Constitution, the Chairman declared the Meeting duly convened and called the Meeting to order at 11.30 a.m.

3. NOTICE OF MEETING

The notice convening the Meeting having been circulated within the prescribed period, was with the permission of the Meeting taken as read.

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4. **BRIEFING ON THE HOUSEKEEPING PROCEDURES**

Ms Wong Youn Kim (the “Company Secretary”) was invited to brief the Shareholders on the housekeeping procedures to be adhered to, especially with regards to the tabling and approving the resolution via the online platform at this fully virtual EGM.

The Company Secretary briefed the meeting that pursuant to Clause 62 of the Constitution of the Company, any resolution set out in the notice of any general meeting or notice of resolution will be voted by poll, which would be conducted by way of online voting upon completion of the business of the meeting.

The Company has appointed Messrs. Niche & Milestones International Sdn Bhd, as Poll Administrator to conduct the polling process and Messrs. U Search Management Services as Independent Scrutineer to verify the poll results. To facilitate the flow of meeting, Mr. Ng Thin Poh, who is shareholder and the proxy holder and Ms. Ng Ai Rene have offered themselves to be the Proposer and Secunder for the motion in this meeting.

5. **ORDINARY RESOLUTION:
PROPOSED BONUS ISSUE OF 272,000,000 NEW ORDINARY SHARES IN
SAMCHEM (“SAMCHEM SHARES”) (“BONUS SHARES”) ON THE BASIS OF 1
BONUS SHARE FOR EACH EXISTING SAMCHEM SHARE HELD ON AN
ENTITLEMENT DATE TO BE DETERMINED LATER (“PROPOSED BONUS
ISSUE”)**

The Chairman informed the Meeting that the Ordinary Resolution was to approve the Proposed Bonus Issue as set out in the notice of meeting, details of which are in the Circular to Shareholders dated 28 April 2021 for Shareholders’ approval.

6. **QUESTION AND ANSWER**

There were no questions being raised by the Shareholder at this Meeting.

7. **POLLING**

The Chairman informed that the Meeting was adjourned for approximately 20-30 minutes for the polling and the vote results to be ascertained. The Meeting was later re-convened for the declaration of poll results.

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8. DECLARATION OF POLL RESULTS

At 12.00 p.m., the Chairman reconvened the Meeting for the declaration of result which have been verified by the Scrutineers. The Chairman read out the poll results in respect of Ordinary Resolution 1 which was carried as follows:

Agenda	For		Against		Abstain	Results
	No. of Shares	%	No. of Shares	%		
Resolution 1 To approve the proposed bonus issue	138,178,496	100	-	-	-	Unanimously Carried

The Chairman then declared that the Ordinary Resolution was duly passed as follows:

RESOLUTION 1:

TO APPROVE PROPOSED BONUS ISSUE OF 272,000,000 NEW ORDINARY SHARES IN SAMCHEM (“SAMCHEM SHARES”) (“BONUS SHARES”) ON THE BASIS OF 1 BONUS SHARE FOR EACH EXISTING SAMCHEM SHARE HELD ON AN ENTITLEMENT DATE TO BE DETERMINED LATER (“PROPOSED BONUS ISSUE”)

“**THAT**, subject to the approvals of all relevant authorities and/or parties (where applicable) being obtained, and to the extent permitted by law and the Constitution of the Company, approval be and is hereby given to the Board of Directors of Samchem (“**Board**”) to issue 272,000,000 Bonus Shares in the share capital of the Company on the basis of 1 Bonus Share for each existing Samchem Share held by the entitled shareholders whose names appears in the Record of Depositors of the Company as at the close of business at 5.00 p.m. on an entitlement date to be determined and announced later by the Board.

THAT the Bonus Shares shall, upon allotment and issuance, rank *equally* in all respects with the existing Samchem Shares, save and except that the Bonus Shares will not be entitled to any dividends, rights, allotment and/or any other distributions that may be declared, made or paid where the entitlement date is before the date of allotment and issuance of the Bonus Shares.

THAT the Proposed Bonus Issue will not be implemented on a staggered basis and that any fractional entitlements arising from the Proposed Bonus Issue will be disregarded and shall be dealt with in such manner as the Board in its absolute discretion deems fit and expedient, and in the best interest of the Company.

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AND THAT the Board be and is hereby authorised to do all acts, deeds and things and to execute all documents as they may consider necessary to implement, finalise and give full effect to the Proposed Bonus Issue with full power to assent to any conditions, modifications, variations and/or amendments in any manner as may be required or permitted by any relevant authorities or as may be deemed necessary by the Board and in the best interest of the Company.”

9. **CLOSURE OF MEETING**

There being no other notice received to transact any other business as informed by the Company Secretary, the Meeting was closed at 12.05 p.m. with a vote of thanks to the Chair.

Confirmed as a Correct Record

NG THIN POH
Chairman