

**NEXGRAM HOLDINGS BERHAD**

(660055-H)

(Incorporated in Malaysia)

Minutes of the Extraordinary General Meeting of the Company held at the Dewan Berjaya, Bukit Kiara Equestrian & Country Resort, Jalan Bukit Kiara, Off Jalan Damansara, 60000 Kuala Lumpur on Wednesday, 21 April 2021 at 10.30 a.m.

---

**Present** : **Members of the Board**  
Dato' Sri Rusli Bin Ahmad Chairman  
Dato' Yek Siew Lee Director  
Tuan Haji Mazru Bin Mat Yusof Director  
Mr Fu Lit Fung Director  
En Zaharin Bin Ahmad Zamani Director  
Mr Ong Tian Soon Director

**In Attendance** : **Shareholders and Proxies**  
As per Attendance List attached

: **Company Secretary**  
Ms Wong Youn Kim

**1. CHAIRMAN**

1.1 The Chairman, Dato' Sri Rusli bin Ahmad took the Chair and welcomed all present at the Extraordinary General Meeting of the Company.

**2. QUORUM**

2.1 The requisite quorum being present, as confirmed by the Company Secretary, the Chairman declared the meeting duly convened at 10.30 a.m.

**3. NOTICE OF MEETING**

3.1 The notice convening the meeting having been circulated to all the shareholders of the Company in accordance with the Company's Constitution was taken as read.

3.2 Before proceeding with the first item on the agenda, Dato' Chairman invited the Company Secretary to explain the proceedings of the meeting and the voting procedures.

3.3 The Company Secretary informed that the business to be transacted at the meeting involved the moving and passing of one (1) proposed Special Resolutions which require a vote of 75% of the members or their proxies present to approve. Pursuant to the Listing Requirements of Bursa Malaysia Securities Berhad, effective 1 July 2016, all resolutions set out in the notice of any general meeting would be voted by way of poll.

3.4 The Company Secretary further informed that a proposer and a seconder is required for each motion before putting it to vote and the poll for the proposed resolutions would be taken at the end of the meeting.

**ORDINARY BUSINESS :**

**4. SPECIAL RESOLUTION – PROPOSED REDUCTION OF THE ISSUED SHARE CAPITAL OF NEXGRAM PURSUANT TO SECTION 117 OF THE COMPANIES ACT 2016 (“PROPOSED SHARE CAPITAL REDUCTION”)**

4.1 Upon Special Resolution being duly proposed by Mr Ahmad Izzat Munir Mustaffa and seconded by Mr William Cheah, the motion to approve the Proposed Share Capital Reduction would be voted by way of poll.

**5. ANY OTHER BUSINESS**

Dato' Sri Chairman informed the shareholders that the Company did not receive any notice to transact any other business.

**6. BRIEFING ON POLLING**

6.1 Dato' Sri Chairman called upon the Company Secretary to brief the shareholders on the polling procedures.

The Company Secretary informed the shareholders that Tricor Investor & Issuing House Services Sdn Bhd was the Poll Administrator to conduct the polling process and Asia Securities Sdn Bhd was the appointed Scrutineer to verify the poll results.

She then briefed all present at the meeting on the polling procedures which was conducted by way of manual voting.

**7. ADJOURNMENT OF MEETING FOR POLL VOTING**

7.1 The meeting was adjourned at 10.45 a.m. for the poll voting to commence immediately.

**8. RE-CONVENING OF MEETING AND ANNOUNCEMENT OF RESULTS**

8.1 The meeting was re-convened at 11.15 a.m. for the announcement of the results of the poll voting by Dato' Sri Chairman.

The results of the poll were as follows :

Resolutions	Votes For		Votes Against		Total Votes		Results
	No. of Shares	%	No. of Shares	%	No. of Shares	%	
Special Resolution	528,204,399	99.9214	415,550	0.0786	528,619,949	100.00	Carried

- 8.2 Based on the voting results, Dato' Sri Chairman declared that the Special Resolution was duly carried as follows:

**Special Resolution**

**"THAT** subject to the approvals of all relevant regulatory authorities and/or parties (where applicable) pursuant to Section 117 of the Companies Act, 2016 being obtained, the Board of Directors of Nexgram ("Board") be and is hereby given the authority and approval to reduce the share capital of the Company via the cancellation of the issued share capital by RM142,600,000 and for the credit arising from such share capital reduction to be utilised towards offsetting the accumulated losses of the Company;

**AND THAT** the Board be and is hereby empowered and authorised to sign and execute all documents, do all things and acts, as the Board may consider necessary or expedient to implement, finalise and give full effect to the Proposed Share Capital Reduction in the best interest of the Company with full power to assent to any conditions, variations, modifications and/or amendments in any manner as may be required by any relevant authorities, the relevant and applicable laws or deemed necessary or desirable by the Board."

**9. CLOSURE OF MEETING**

- 9.1 The meeting closed at 11.30 a.m. with a vote of thanks to the Chair.

CONFIRMED AS A CORRECT RECORD  
OF THE PROCEEDINGS THEREAT

.....  
**DATO' SRI RUSLI BIN AHMAD**  
Chairman

