

## **ANZO HOLDINGS BERHAD**

[Registration No. 197701005955 (36998-T)]

(Incorporated in Malaysia)

MINUTES OF THE FORTY-SECOND (42<sup>nd</sup>) ANNUAL GENERAL MEETING OF ANZO HOLDINGS BERHAD (“ANZO” OR “THE COMPANY”) WILL BE HELD AND CONDUCTED BY WAY OF VIRTUAL MEETING ENTIRELY THROUGH LIVE STREAMING VIA A REMOTE PARTICIPATING AND VOTING (“RPV”) FACILITIES FROM THE BROADCAST VENUE BOARDROOM, SUITE 11.1, LEVEL 11, MENARA 1 DUTAMAS, NO. 1, JALAN DUTAMAS 1, 50480 KUALA LUMPUR ON TUESDAY, 9 MARCH 2021 AT 10.00 A.M.

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Present : As per attendance list

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### **1.0 CHAIRMAN**

1.1 Dato’ Seri Abdul Azim bin Mohd Zabidi (“the Chairman”) presided the meeting and welcomed the shareholders and proxy holders (“the Shareholders”) to the Forty-Second Annual General Meeting (“42<sup>nd</sup> AGM”) of the Company.

### **2.0 QUORUM**

2.1 There being a quorum present at the meeting, the Chairman declared the meeting duly convened at 10.30 a.m.

### **3.0 PRELIMINARY**

3.1 The Chairman introduced the Directors and Company Secretary present and drew attention to some housekeeping matters and poll voting, which would be conducted after completion of deliberations of all agenda items for the six (6) ordinary resolutions and one (1) special resolution in accordance with Paragraph 8.29A of the Listing Requirements.

3.2 The Chairman informed the Shareholders that Propoll Solutions Sdn. Bhd. had been appointed as Poll Administrator to conduct the polling process and Symphony Merchant Sdn. Bhd. (“Scrutineers”) was appointed as Scrutineers to verify the poll results.

3.3 The Chairman further informed that the polling process for all the resolutions will be conducted upon completion of the deliberation of all items that be transacted in the AGM. He informed the shareholders that the questions can be submitted using the Query Box provided via the RPV facility. The Chairman also informed if there be a time constraint, the responses will be made available on the Company’s website/email to you earliest possible.

3.4 The Chairman remind the shareholders that the voting session is available and the shareholders may cast the votes online throughout the meeting until the Chairman declare the closure of polling session. He also remind the shareholders to remain online after the voting session.

3.5 The Chairman invite the representative from Propoll Solutions Sdn Bhd, the Poll Administrator to brief you on the e-polling procedures.

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**4.0 NOTICE**

4.1 With the consent of the meeting, the notice convening the 42<sup>nd</sup> AGM having been circulated within the prescribed period was taken as read.

**5.0 AUDITED FINANCIAL STATEMENTS AND REPORTS**

5.1 The Annual Report and Audited Financial Statements of the Company and of the Group for the financial period ended 30 September 2020, together with the Reports of the Directors and Auditors thereon ("Audited Financial Statements") were tabled to the Shareholders for discussion.

5.2 The Chairman informed the meeting that the Audited Financial Statements of the Company was meant for discussion only as Section 340(1) of the Companies Act, 2016 provides that the Audited Financial Statements were to be laid in the general meeting. In relation thereto, the Audited Financial Statements of the Company would not be put forward for voting.

5.3 Chairman informed the shareholders and proxyholders to pose a question by using the Query Box that provided via the RPV facility. He further informed, for time management efficiency, all the resolutions will be table first and at the end the questions will be answer.

**6.0 TO RE-ELECT THE FOLLOWING DIRECTORS RETIRING PURSUANT TO THE COMPANY'S CONSTITUTION**

6.1 The Chairman informed that the next agenda was to re-elect the following retiring Director: -

- a) Mr Chong Khing Chung (Article 105(1))
- b) Mr Low Poh Seong (Article 114)

**7.0 TO APPROVE THE PAYMENT OF DIRECTORS' FEES AND OTHER BENEFITS PAYABLE**

7.1 The Chairman informed that the next item on the agenda was to approve the payment of Directors' fees and other benefits payable of up to RM180,000.00 to the Directors of the Company for the financial year ending 30 September 2020.

**8.0 RE-APPOINTMENT OF MESSRS. CAS MALAYSIA PLT AS AUDITORS OF THE COMPANY**

8.1 The Chairman informed that the next item on the agenda was to re-appoint Messrs. CAS Malaysia PLT as Auditors of the Company and to authorize the Directors to fix their remuneration.

Messrs. CAS Malaysia PLT has expressed their willingness to accept the re-appointment as the Company's auditors for the ensuing year.

**9.0 AUTHORITY TO ALLOT AND ISSUE SHARES IN GENERAL PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT, 2016**

9.1 The Chairman informed that the next agenda was to authorise Directors to allot and issue shares in general pursuant to Sections 75 and 76 of the Companies, 2016.

This Ordinary Resolution 5 if passed, would give the Directors flexibility to allot and issue shares from time to time for such purposes as the Directors in their absolute discretion

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consider to be in the best interest of the Company, without having to convene separate general meetings, subject to the limitation that the shares to be allotted and issued do not exceed 20% of the issued share capital of the Company for the time being. This proposal is in line with Listing Requirements of Bursa Malaysia Securities Berhad.

This authority, unless revoked or varied by the Company in general meeting, shall be in force until the conclusion of the next Annual General Meeting of the Company.

**10.0 PROPOSED RENEWAL OF SHAREHOLDERS' MANDATE AND PROPOSED NEW SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE**

10.1 The Chairman informed that the next agenda under special business is seeking the approval for the Proposed Shareholders' Mandate for Recurrent Related Party Transaction of a Revenue or Trading Nature as set out in Section 2.4 of the Circular to Shareholders dated 29 January 2021, which has been sent to you.

**11.0 PROPOSED AMENDMENTS TO THE CONSTITUTION OF THE COMPANY**

11.1 The Chairman informed that the next agenda under special resolution is to Proposed Amendments to the Constitution of the Company as set out in the Appendix A which has been circulated to the shareholders together with the notice and Annual Report.

11.2 The Chairman remind the shareholders to submit question on the resolution.

**12.0 ANY OTHER BUSINESS**

11.1 The Chairman was advised by the Company Secretary that no notice to transact any other business had been received by the Company.

11.2 Thereafter, the Chairman informed the Shareholders that the voting session will be closed in 3 minutes and the independent scrutineers would verify the results and he will announce it.

**12.0 DECLARATION OF RESULTS**

12.1 Upon resumption of the meeting, the Poll Administrator announced the results of the poll voting and the Chairman declared that all six (6) Ordinary Resolutions and one (1) Special Resolution set out in the Notice of AGM dated 29 January 2021 were carried.

**13.0 TERMINATION**

13.1 There being no other business, the 42<sup>nd</sup> AGM ended at 11.00 a.m. with a vote of thanks to the Chairman.

**Confirmed as a correct record of  
the proceedings held thereat**

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Dato' Seri Abdul Azim Bin Mohd Zabidi  
Chairman