

ENRA GROUP BERHAD

REGISTRATION NO. 199201005296 (236800-T)

Summary of Minutes of the Twenty-Eighth (28th) Annual General Meeting of the Company held at the broadcast venue at 12th Floor, Menara Symphony, No. 5, Jalan Professor Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan on Friday, 25 September 2020 at 10.00 a.m.

1.0 CHAIRMAN'S OPENING REMARKS

Datuk Ali bin Abdul Kadir ("Datuk Chairman") as the Chairman acknowledged the presence of the members of the Board, Management of the Company, shareholders & proxies and invitees to the 28th Annual General Meeting ("28th AGM") of the Company.

Datuk Chairman informed the Meeting that that it was necessary for the AGM to be conducted in a virtual manner for the safety and health of shareholders and employees during Covid-19 Recovery Movement Control Order period.

2.0 QUORUM

The requisite quorum being present, the 28th AGM duly convened.

3.0 NOTICE

The Notice convening the 28th AGM having been circulated within the prescribed period, was with the permission of the shareholders virtually present taken as read.

4.0 POLL PROCEDURE AND VOTING

Datuk Chairman informed that all motions set out in the Notice of the 28th AGM would be voted by poll in accordance with Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad using online polling via the RPV facility. He added that e-polling process for the motions would be conducted upon completion of deliberation of all items to be transacted at the Meeting.

Shareholders were informed that Boardroom Share Registrars Services had been appointed the Poll Administrator and Messrs Commercial Quest Sdn Bhd was appointed as the Independent Scrutineer to verify the poll results.

5.0 AGENDA OF THE MEETING

Datuk Chairman went through each of the 8 resolutions as set out in the notice of the 28th AGM, and highlighted that the Audited Financial Statements for the financial year ended 31 March 2020 together with the Report of the Directors and Auditors thereon does not require voting. As Datuk Chairman is an interested party to resolutions 1 and 4, the chairing of these agendas was handled by Tan Sri Dato' Kamaluddin bin Abdullah, the Executive Deputy Chairman. Datuk Chairman also informed the shareholders that the Company did not receive any other business to be transacted.

6.0 QUESTION AND ANSWER SESSION

Datuk Chairman informed that the Company did not receive any queries from the Minority Shareholders Watch Group ("MSWG") to be highlighted at the 28th AGM.

To a query raised by Mr Teh Peng Tin, Datuk Chairman informed that there would not be any food vouchers issued this year as the Board was of the view that general meetings of a virtual nature should remain focused on shareholder communication and discussion.

To a similar query raised by Mr Teh Peng Tin on a printed copy of the Annual Reports, Datuk Chairman informed the Meeting that copy of the Annual Reports would be sent to shareholders upon receipt of requests from shareholders.

There being no other questions, Datuk Chairman declared the registration for attendance of the 28th AGM duly closed and to proceed with the e-polling process. He then invited the representative from Boardroom Share Registrars, Mr Chris Liew Jern Cang for a short briefing on the e-polling process. Thereafter, the e-voting process began.

7.0 POLL RESULTS

Datuk Chairman declared that all the resolutions tabled at the 28th AGM were carried based on the following results as scrutinised and verified by Messrs Commercial Quest Sdn Bhd:

	FOR		AGAINST	
	No. of Shares	%	No. of Shares	%
Resolution 1	74,152,256	99.9999	30	0.0001
Resolution 2	76,901,756	99.9999	30	0.0001
Resolution 3	63,128,056	99.9999	30	0.0001
Resolution 4	65,580,386	99.9998	100	0.0002
Resolution 5	78,901,786	100.0000	0	0.0000
Resolution 6	78,901,686	99.9999	100	0.0001
Resolution 7	78,901,686	99.9999	100	0.0001
Resolution 8	78,901,686	99.9999	100	0.0001

IT WAS HEREBY RESOLVED:-

ORDINARY RESOLUTION 1

RE-ELECTION OF DATUK ALI BIN ABDUL KADIR

THAT Datuk Ali Bin Abdul Kadir who retired by rotation pursuant to Article 18.3 of the Company's Constitution, be hereby re-elected as a Director of the Company.

ORDINARY RESOLUTION 2

RE-ELECTION OF TAN SRI DATO' SERI SHAMSUL AZHAR BIN ABBAS

THAT Tan Sri Dato' Seri Shamsul Azhar Bin Abbas who retired by rotation pursuant to Article 18.3 of the Company's Constitution, be hereby re-elected as a Director of the Company.

ORDINARY RESOLUTION 3

RE-ELECTION OF DATO' MAZLIN BIN MD JUNID

THAT Dato' Mazlin bin Md Junid who retired by rotation pursuant to Article 18.3 of the Company's Constitution, be hereby re-elected as a Director of the Company.

ORDINARY RESOLUTION 4

PAYMENT OF DIRECTORS' FEES AND BENEFITS TO THE NON-EXECUTIVE DIRECTORS

THAT the Directors' fees and benefits payable to the Non-Executive Directors of up to RM500,000 with effect from 26 September 2020 until the next Annual General Meeting of the Company be hereby approved.

ORDINARY RESOLUTION 5

RE-APPOINTMENT OF AUDITORS

THAT Messrs BDO PLT, having indicated their willingness to continue in office, be hereby re-appointed as Auditors of the Company for the ensuing year until the next Annual General Meeting at a remuneration to be fixed by the Directors.

ORDINARY RESOLUTION 6

AUTHORITY TO ALLOT AND ISSUE SHARES PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT 2016

THAT subject always to the Companies Act, 2016, the Constitution of the Company and approval of governmental and/or regulatory authorities (if any), the Directors of the Company be and are hereby empowered pursuant to Sections 75 and 76 of the Companies Act, 2016 to issue and allot shares in the Company at any time upon such terms and conditions and for such purposes as the Directors may, in their absolute discretion, deem fit provided that the aggregate number of shares to be issued does not exceed ten per centum (10%) of the total number of issued shares of the Company for the time being.

AND THAT the Directors be and are also empowered to obtain the approval from Bursa Malaysia Securities Berhad for the listing and quotation for the additional shares to be issued and that such authority shall continue to be in force until the conclusion of the next Annual General Meeting of the Company.

ORDINARY RESOLUTION 7

PROPOSED SHARE BUY-BACK AUTHORITY

THAT subject always to the Companies Act, 2016, the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities"), the Constitution of the Company and all other applicable laws, guidelines, rules and regulations, the Company be and is hereby authorised to purchase such number of ordinary shares in the Company as may be determined by the Directors of the

Company from time to time through Bursa Securities upon such terms and conditions as the Directors in their discretion deem fit and expedient in the best interest of the Company, provided that:-

- a) the aggregate number of shares purchased does not exceed ten per centum (10%) of the total number of issued shares of the Company as quoted on Bursa Securities as at the point of the purchase(s) and if the Company ceases to hold all or part of such shares purchased as a result of, amongst others, cancellation, re-sale and/or distribution of the shares purchased, the Company may further purchase such additional shares provided that the total number of additional shares purchased together with such shares still held/retained as treasury shares (if any) does not, in aggregate, exceed ten per centum (10%) of the total number of issued shares of the Company at the time of the purchase(s); and
- b) the maximum fund to be allocated by the Company for the purpose of purchasing the shares shall not exceed the aggregate of the total retained profits of the Company based on the latest audited financial statements and/or the latest management accounts of the Company (where applicable) available at the time of the purchase(s).

THAT the Directors of the Company be and are hereby authorised, at their absolute discretion, to deal with the shares so purchased by retaining the shares purchased as treasury shares or cancelling the shares or retaining part of the shares so purchased as treasury shares and cancelling the remainder or such other manner as allowed under the Companies Act 2016.

THAT the authority conferred by this resolution shall commence upon the passing of this ordinary resolution and continue to be in force until:-

- (i) the conclusion of the next Annual General Meeting ("AGM") at which time it shall lapse unless by ordinary resolution passed at the meeting, the authority is renewed, either unconditionally or subject to conditions;
- (ii) the expiration of the period within which the next AGM after that date is required by law to be held; or
- (iii) revoked or varied by ordinary resolution passed by the shareholders of the Company in a general meeting,

whichever occurs first.

AND THAT authority be and is hereby given to the Directors of the Company to do all acts and things as are necessary to give full effect to the purchase by the Company of its own shares with full powers to assent to any conditions, modifications, variations and/or amendments as the Directors may deem fit and expedient in the interests of the Company or as may be imposed by the relevant authorities.

ORDINARY RESOLUTION 8

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

THAT subject always to the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities") and the Constitution of the Company, approval be and is hereby given to Enra Group Berhad and its subsidiary

companies to enter into the Recurrent Related Party Transactions as described in the Circular to Shareholders dated 12 August 2020 with the related parties mentioned therein PROVIDED THAT:

- (i) the Recurrent Related Party Transactions are in the ordinary course of business which are necessary for day-to-day operations and are on terms not more favourable than those generally available to the public; and
- (ii) disclosure is made in the annual report breakdown of the aggregate value of transactions conducted pursuant to the shareholders' mandate during the financial year;

AND THAT the authority conferred by such mandate shall commence immediately upon the passing of this ordinary resolution and continue to be in force until:

- (a) the conclusion of the next Annual General Meeting ("AGM") of the Company following the general meeting, at which such mandate was passed, at which time it will lapse, unless by a resolution passed at the meeting, the authority is renewed;
- (b) the expiration of the period within which the next AGM of the Company after that date it is required to be held pursuant to Section 340(2) of the Act (but must not extend to such extension as may be allowed pursuant to Section 340(4) of the Act); or
- (c) revoked or varied by resolution passed by the shareholders of the Company in general meeting;

whichever is the earlier;

AND THAT the Directors and/or any of them be and are hereby authorised to complete and do all such acts and things (including executing such documents as may be required) as they may consider expedient or necessary to give effect to the transactions contemplated and/or authorised by this resolution.

8.0 CLOSE OF MEETING

Datuk Chairman thanked the shareholders for their presence and called the Meeting to a close at 11.00 am.