

**ENRA GROUP BERHAD**  
REGISTRATION NO. 199201005296 (236800-T)

Minutes of the Extraordinary General Meeting of the Company held at the broadcast venue at 12<sup>th</sup> Floor, Menara Symphony, No. 5, Jalan Professor Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan on Friday, 25 September 2020 at 11.30 a.m.

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**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 Extraordinary General Meeting ("EGM") of the Company.

Datuk Chairman informed the Meeting that that it was necessary for the EGM 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 EGM duly convened.

**3.0 NOTICE**

The Notice convening the EGM 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 EGM 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 the resolution as set out in the notice of the EGM. He also informed the shareholders that the Company did not receive any other business to be transacted.

**6.0 PRESENTATION ON THE PROPOSED ISSUANCE OF FREE WARRANTS**

The representative from Public Investment Bank Berhad, Mr Tan Heng Chee presented the Proposed Issuance of Free Warrants to the shareholders.

## 7.0 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 EGM.

To a query raised by Mr Poravi A/L S P Sithambaran Pillay, Datuk Chairman informed that there would not be any e-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. Furthermore, the virtual meeting approach was a more convenient avenue for shareholders to participate in general meetings and saves the cost of travelling.

There being no other questions, Datuk Chairman declared the registration for attendance of the EGM duly closed and proceeded 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.

## 8.0 POLL RESULTS

Datuk Chairman declared that the Ordinary Resolution tabled at the EGM was carried based on the following results as scrutinised and verified by Messrs Commercial Quest Sdn Bhd:

	FOR		AGAINST	
	No. of Shares	%	No. of Shares	%
Ordinary Resolution 1 (Proposed Issuance of Free Warrants)	82,990,264	99.9999	103	0.0001

### IT WAS HEREBY RESOLVED:-

**ORDINARY RESOLUTION 1**  
**PROPOSED ISSUANCE OF UP TO 45,402,647 FREE WARRANTS IN THE COMPANY ("WARRANT(S)") ON THE BASIS OF 1 WARRANT FOR EVERY 3 EXISTING ORDINARY SHARES IN THE COMPANY HELD ON AN ENTITLEMENT DATE TO BE DETERMINED AND ANNOUNCED LATER**

**THAT** subject to the approvals of all relevant authorities and/or parties (where required) being obtained, approval be and is hereby given to the Board of Directors of the Company ("**Board**") to issue up to 45,402,647 free warrants in the Company ("**Warrant(s)**") on the basis of 1 Warrant for every 3 existing ordinary shares in the Company ("**ENRA Share(s)**") held by the entitled shareholders of the Company on an entitlement date to be determined and announced later ("**Entitlement Date**") in accordance with the provisions of the deed poll constituting the Warrants to be executed by the Company ("**Deed Poll**") ("**Proposed Issuance of Free Warrants**").

**THAT** approval be and is hereby given to the Board to create and issue the Warrants and such additional Warrants as may be required or permitted to be issued as a consequence of the adjustments based on the salient terms of the

Warrants as set out in the circular to the shareholders of the Company dated 10 September 2020 and the terms and conditions of the Deed Poll.

**THAT** any fractional entitlement that may arise from the Proposed Issuance of Free Warrants shall be disregarded and dealt with in such manner as the Board in its absolute discretion deem fit and expedient, and in the best interest of the Company.

**THAT** approval be and is hereby given to the Board to allot and issue such number of ENRA Shares credited as fully paid-up arising from the exercise of the Warrants during the exercise period of the Warrants in accordance with the terms of the Deed Poll.

**THAT** such new ENRA Shares arising from the exercise of the Warrants will, upon allotment and issuance, rank equally in all respects with the existing issued ENRA Shares, save and except that the new ENRA Shares will not be entitled to any dividends, rights, allotment and/or other forms of distribution that may be declared, made or paid where the entitlement date is before the allotment date and issuance of the new ENRA Shares arising from the exercise of the Warrants.

**THAT** approval be and is hereby given to the Board to use the proceeds to be raised from the exercise of the Warrants for such purpose and in such manner as set out in Section 3 of the circular to shareholders dated 10 September 2020, 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, subject to the approval of the relevant authorities (where required) and in the best interest of the Company.

**THAT** the Board be and is hereby authorised to execute the Deed Poll and to do all acts, deeds and things as they may deem fit or expedient in order to implement, finalise and give effect to the aforesaid Deed Poll.

**AND THAT** the Board be and is hereby authorised to sign and execute all documents and to do all acts and things as they may consider necessary or expedient in the best interest of the Company and its shareholders with full powers to assent to any condition, modification, variation and/or amendment as may be required or imposed by the relevant authorities and/or as the Board may deem fit in the best interest of the Company, and to take all steps and to enter into all such agreement, arrangement, undertaking, indemnities, transfer, assignment and guarantee with any party or persons and to carry out any other matters as may be required to implement, finalise and give full effect to the Proposed Issuance of Free Warrants.

## **9.0 CLOSE OF MEETING**

Datuk Chairman thanked the shareholders for their presence and called the Meeting to a close at 12.00 noon.