

# **GRAND CENTRAL ENTERPRISES BHD**

**Registration No. 198401019138 (131696-V)**

(Incorporated in Malaysia)

MINUTES OF THIRTY SIXTH ANNUAL GENERAL MEETING OF THE COMPANY HELD AT THE GRAND 5, 10<sup>TH</sup> FLOOR, HOTEL GRAND CONTINENTAL, JALAN BELIA/JALAN RAJA LAUT, 50350 KUALA LUMPUR ON MONDAY, 26 APRIL 2021 AT 9.30 A.M.

Directors Present : Tan Teck Lin - Deputy Chairman/Managing Director  
Tan Eng How - Executive Director  
Tan Hwa Imm - Executive Director  
Wong Tow Cheong - Independent Non-Executive Director  
Lee Wai Kuen - Independent Non-Executive Director  
Lim Thian Loong - Independent Non-Executive Director

Absent with Apologies : Tan Eng Teong - Chairman  
Tan Hwa Lian - Alternate Director

Members/Proxies Present : As Per Attendance List

In Attendance : Mr. Tan Kok Aun - Company Secretary

## **1. CHAIRMAN OF THE MEETING**

Mr. Tan Teck Lin, the Deputy Chairman informed the meeting that Mr. Tan Eng Teong, the Chairman of the Company, had sent his apologies as he was unable to attend the Annual General Meeting due to the COVID-19 pandemic as travel restrictions were imposed by the Governments.

Mr. Tan Teck Lin as the Deputy Chairman of the Company to chair the meeting.

## **2. NOTICE OF MEETING**

The notice convening the meeting, having been circulated, was taken as read.

## **3. QUORUM**

The Company Secretary, Mr. Tan Kok Aun confirmed that the requisite quorum being present, the Deputy Chairman declared the meeting duly convened.

4. **POLL**

The Deputy Chairman informed the meeting that pursuant to paragraph 8.29A of the Main Market Listing Requirements, all resolutions to be passed at the shareholders' meeting shall be by way of poll voting and in addition thereto, he has exercised his right as Chairman of the meeting demanded for a poll pursuant to Clause 60(a) of the Constitution of the Company for all resolutions to be passed at this meeting.

The Deputy Chairman further informed the meeting that Securities Services (Holdings) Sdn Bhd and Commercial Quest Sdn Bhd were appointed as Poll Administrator and Independent Scrutineer respectively for the meeting.

The Scrutineer from Commercial Quest Sdn Bhd then briefed the shareholders on the polling procedure.

After discussion on all resolutions, the meeting was adjourned at 09.40 a.m. for votes count and verification, and resumed at 09.50 a.m. The Deputy Chairman then announced the duly verified poll results as stated in the respective resolutions and declared the results for each resolution accordingly.

**ORDINARY BUSINESS**

5. **AUDITED FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2020**

The Deputy Chairman informed the meeting that this agenda was meant for discussion only as the provision of Section 340 (1) (a) of the Companies Act, 2016 does not require a formal approval of the shareholders, and hence was not put forward for voting.

The Deputy Chairman invited the meeting for discussion on the Audited Financial Statements for the year ended 31 December 2020. There was no question raised on the Audited Financial Statements for the year ended 31 December 2020.

6. **RE-ELECTION OF DIRECTORS**

**Resolution 1**

The Chairman of the meeting, being an interested party on Resolution 1, he proposed Mr. Tan Eng How to preside the meeting for Agenda 1. Mr. Tan Eng How took over the chair.

The resolution on "To re-elect Tan Teck Lin, the director who retires in accordance with Clause 76 of the Company's Constitution, being eligible, offers himself for re-election" was proposed by Mr. Tan Yew Seng and seconded by Mr. Wong Choon Hoong.

Thereafter, Mr. Tan Eng How handed the floor back to the Chairman of the Meeting.

**Poll result for Resolution 1:**

Votes For		Votes Against		Abstain	Total Votes	
Unit No.	Percentage	Unit No.	Percentage	Unit No.	Unit No.	Percentage
147,682,961	99.9946	8,000	0.0054	0	147,690,961	100.00

The Deputy Chairman declared Resolution 1 carried.

**GRAND CENTRAL ENTERPRISES BHD.**- Minutes of the 36<sup>th</sup> AGM held on 26.04.2021**Resolution 2**

The resolution on “To re-elect Lim Thian Loong, the director who retires in accordance with Clause 76 of the Company’s Constitution, being eligible, offers himself for re-election” was proposed by Mr. Tan Eng Sin and seconded by Mr. Wong Choon Hoong.

**Poll result for Resolution 2:**

Votes For		Votes Against		Abstain	Total Votes	
Unit No.	Percentage	Unit No.	Percentage	Unit No.	Unit No.	Percentage
147,682,961	99.9946	8,000	0.0054	0	147,690,961	100.00

The Deputy Chairman declared Resolution 2 carried.

7. **PAYMENT OF DIRECTORS’ FEES****Resolution 3**

The resolution on “To approve the payment of Directors’ fees of RM155,000 and other benefits of up to RM950,000 for the period from 27 April 2021 until the next Annual General Meeting.” was proposed by Mr. Tan Eng Sin and seconded by Mr. Tan Yew Seng.

**Poll result for Resolution 3:**

Votes For		Votes Against		Abstain	Total Votes	
Unit No.	Percentage	Unit No.	Percentage	Unit No.	Unit No.	Percentage
147,682,961	99.9946	8,000	0.0054	0	147,690,961	100.00

The Deputy Chairman declared Resolution 3 carried.

8. **APPOINTMENT OF AUDITORS****Resolution 4**

The resolution on “That Messrs Grant Thornton Malaysia PLT, the retiring Auditors, be and are hereby reappointed as Auditors of the Company to hold office until the conclusion of the next Annual General Meeting at a fee to be determined by the Directors at a later date.” was proposed by Mr. Tan Yew Seng and seconded by Mr. Wong Choon Hoong.

**Poll result for Resolution 4:**

Votes For		Votes Against		Abstain	Total Votes	
Unit No.	Percentage	Unit No.	Percentage	Unit No.	Unit No.	Percentage
147,682,961	99.9946	8,000	0.0054	0	147,690,961	100.00

The Deputy Chairman declared Resolution 4 carried.

**SPECIAL BUSINESS**

9. **ORDINARY RESOLUTION – RETENTION OF INDEPENDENT NON-EXECUTIVE DIRECTORS**

**Resolution 5**

The resolution on “That approval be hereby given to Wong Tow Cheong to continue to serve as an Independent Non-Executive Director of the Company until the conclusion of the next Annual General Meeting” was proposed by Mr. Tan Yew Seng and seconded by Mr. Wong Choon Hoong.

Poll result for Resolution 5:

**Tier 1 – Large Holders**

Votes For		Votes Against		Abstain	Total Votes	
Unit No.	Percentage	Unit No.	Percentage	Unit No.	Unit No.	Percentage
143,129,061	100.00	0	0.00	0	143,129,061	100.00

**Tier 2 – Other Holders**

Votes For		Votes Against		Abstain	Total Votes	
Unit No.	Percentage	Unit No.	Percentage	Unit No.	Unit No.	Percentage
4,553,900	99.8246	8,000	0.1754	0	4,561,900	100.00

The Deputy Chairman declared Resolution 5 carried.

**Resolution 6**

The resolution on “That approval is hereby given to Lee Wai Kuen to continue to serve as an Independent Non-Executive Director of the Company until the conclusion of the next Annual General Meeting.” was proposed by Mr. Tan Yew Seng and seconded by Mr. Wong Choon Hoong.

Poll result for Resolution 6:

**Tier 1 – Large Holders**

Votes For		Votes Against		Abstain	Total Votes	
Unit No.	Percentage	Unit No.	Percentage	Unit No.	Unit No.	Percentage
143,129,061	100.00	0	0.00	0	143,129,061	100.00

**Tier 2 – Other Holders**

Votes For		Votes Against		Abstain	Total Votes	
Unit No.	Percentage	Unit No.	Percentage	Unit No.	Unit No.	Percentage
4,553,900	99.8246	8,000	0.1754	0	4,561,900	100.00

The Deputy Chairman declared Resolution 6 carried.

10. **TERMINATION**

There being no further business, the Meeting terminated at 9.55 a.m. with a vote of thanks to the Chair.

**Confirmed,**

**DEPUTY CHAIRMAN**

Kuala Lumpur,  
Alex/S/418