

GENERAL MEETINGS: Notice of Meeting

GRAND CENTRAL ENTERPRISES BHD

Type of Meeting	General
Indicator	Notice of Meeting
Description	Thirty Sixth Annual General Meeting
Date of Meeting	26 Apr 2021
Time	09:30 AM
Venue(s)	Grand 5, 10th Floor, Hotel Grand Continental, Jalan Belia/Jalan Raja Laut, 50350 Kuala Lumpur. Malaysia
Date of General Meeting Record of Depositors	16 Apr 2021

Resolutions

1. For Information

Description	To Receive the Audited Financial Statements for the year ended 31 December 2020 together with the Reports of Directors and Auditors thereon
Shareholder's Action	For Information Only

2. Resolution 1

Description	To re-elect Tan Teck Lin
Shareholder's Action	For Voting

3. Resolution 2

Description	To re-elect Lim Thian Loong
Shareholder's Action	For Voting

4. Resolution 3

Description	To approve the payment of Directors' fees and other benefits for the period from 27 April 2021 until the next Annual General Meeting
Shareholder's Action	For Voting

5. Resolution 4

Description	To re-appoint Messrs Grant Thornton Malaysia PLT and to authorise the Directors to fix their remuneration
Shareholder's Action	For Voting

6. Resolution 5

Description	To retain Independent Non-Executive Director, Wong Tow Cheong
Shareholder's Action	For Voting

7. Resolution 6

Description	To retain Independent Non-Executive Director, Lee Wai Kuen
Shareholder's Action	For Voting

Please refer attachment below.

Attachments



[GCE Notice of AGM.pdf](#)
36.7 kB

Announcement Info

Company Name	GRAND CENTRAL ENTERPRISES BHD
Stock Name	GCE
Date Announced	01 Apr 2021
Category	General Meeting
Reference Number	GMA-01042021-00005
Corporate Action ID	MY210401MEET0005



GRAND CENTRAL ENTERPRISES BHD.
Registration No. 198401019138 (131696-V)
(Incorporated in Malaysia)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Thirty Sixth Annual General Meeting of the Company will be held at the Grand 5, 10th Floor, Hotel Grand Continental, Jalan Belia/Jalan Raja Laut, 50350 Kuala Lumpur on Monday, 26 April 2021 at 9.30 a.m. to transact the following businesses:

- To receive the Audited Financial Statements for the year ended 31 December 2020 together with the Reports of Directors' and Auditors' thereon. **(Refer to Explanatory Note (i))**
- To re-elect the following directors who retire in accordance with Clause 76 of the Company's Constitution, being eligible, offer themselves for re-election:
 - Tan Teck Lin **(Resolution 1)**
 - Lim Thian Loong **(Resolution 2)**
- 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. **(Resolution 3)**
- To consider, and if thought fit, to pass the following resolution:

"THAT Messrs Grant Thornton Malaysia PLT, the retiring Auditors, be and are hereby re-appointed 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."

(Resolution 4)

Special Business

To consider and, if thought fit, to pass the following resolutions:

- Ordinary Resolution - Retention of Independent Non-Executive Director** **(Refer to Explanatory Note (ii))**

"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."
(Resolution 5)
- Ordinary Resolution - Retention of Independent Non-Executive Director** **(Refer to Explanatory Note (ii))**

"THAT approval be 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."
(Resolution 6)
- To transact any other business for which due notice shall have been given.

BY ORDER OF THE BOARD

TAN KOK AUN (SSM PC No. 201908003805) (MACS 01564)
NIP CHEE SIEN (SSM PC No. 202008003954) (MAICSA 7066996)
Company Secretaries

Kuala Lumpur,
2 April 2021

Notes:

- A Member holding one thousand (1,000) ordinary shares or less may appoint only one (1) proxy to attend and vote at a general meeting who shall represent all the shares held by such Member. A Member holding more than one thousand (1,000) ordinary shares may appoint up to two (2) proxies to attend and vote at the same meeting. Where a Member appoints two (2) proxies, he shall specify the proportion of his shareholdings to be represented by each proxy.
- Where a Member is an Exempt Authorised Nominee which holds ordinary shares in the Company for multiple beneficial owners in one securities account ("omnibus account"), there is no limit to the number of proxies which the Exempt Authorised Nominee may appoint in respect of each omnibus account it holds.
- A proxy may but need not be a member of the Company.
- The instrument appointing a proxy must be under the hand of the appointer or his attorney duly authorised in writing. Where the instrument appointing a proxy is executed by a corporation, it must be executed either under its seal or under the hand of any officer or attorney duly authorised.
- The instrument appointing a proxy must be deposited at the Company's Registered Office at No. 1 & 1A, 2nd Floor (Room 2), Jalan Ipoh Kecil, 50350 Kuala Lumpur, at least forty-eight (48) hours before the time for holding the meeting or at any adjournment thereof.
- Depositor whose name appears on the Record of Depositors as at 16 April 2021 shall be regarded as member of the Company and entitled to attend and vote at the meeting or to appoint proxy(ies) to attend and vote at meeting.
- All the resolutions set out in this Notice of Thirty Sixth Annual General Meeting shall be put to vote by poll.

IMPORTANT NOTICE

The Company will monitor the Covid-19 situation and may adopt further procedures and measures on the Thirty Sixth Annual General Meeting day to ensure the applicable directives, safety and precautionary requirements as prescribed by the Government, the Ministry of Health, the Malaysian National Security Council, and other relevant authorities to curb the spread of Covid-19 are abided by.

The Company reserves the right to take further measures or short-notice arrangements as and when appropriate in order to minimize any risk to the Thirty Sixth Annual General Meeting. Any update on the Thirty Sixth Annual General Meeting will be announced on the Bursa Malaysia Securities Berhad ("Bursa") and the shareholders are advised to check the Company's announcement(s) made via Bursa regularly.

EXPLANATORY NOTES

- Agenda on Item 1 is 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 is not put forward for voting.

(ii) Retention of Independent Non-Executive Directors

The proposed adoption of Resolution 5 and 6 are to seek shareholders' approval to retain the following directors as Independent Non-Executive Director of the Company:

Mr. Wong Tow Cheong has been appointed as the Independent Non-Executive Director of the Company since 19 May 2006. The Nominating Committee and Board of Directors have carried an evaluation and assessment and concluded that Mr. Wong stays independent and objective in board deliberations and decision making and is able to act in the best interests of the Company. Mr. Wong is not related to any Directors and Substantial Shareholders of the Company and is not under influence of other directors and is self determined.

Mr. Lee Wai Kuen has been appointed as the Independent Non-Executive Director of the Company since 21 May 2008. The Nominating Committee and Board of Directors have carried an evaluation and assessment and concluded that Mr. Lee is a Chartered Accountant by profession and his independent views, objective assessments and opinions in board deliberations is effectively discharging his duties as independent director. Mr. Lee is able to act in the best interests of the Company. Mr. Lee is not related to any Directors and Substantial Shareholders of the Company and is not under influence of other directors and is self determined.