

SENI JAYA CORPORATION BERHAD
Registration No. 199301025122 (279860-X)
(Incorporated in Malaysia)

MINUTES OF THE EXTRAORDINARY GENERAL MEETING OF THE COMPANY CONDUCTED ON A FULLY VIRTUAL AND ENTIRELY VIA REMOTE PARTICIPATION AND VOTING VIA ONLINE MEETING PLATFORM ON MONDAY, 27 SEPTEMBER 2021 AT 10.00 A.M.

Directors

1. Tengku Amir Nasser Ibni Tengku Ibrahim (Independent Non-Executive Chairman)
2. Dato' Sri Anne Teo (Non-Independent Non-Executive Director)
3. Datin Lee Nai Yee (Non-Independent Non-Executive Director)
4. Mr Julian Koh Lu Ern (Independent Non-Executive Director)
5. Mr Lee Chin Cheh (Independent Non-Executive Director)

Company Secretary

1. Mr Tan Tong Lang
2. Ms Fion Bu

Invitees

1. Mr Cheah See Heong (Chief Executive Officer)
2. Mr Foo Chuan Wei (Finance Controller)
3. Ms Foo Yen Shiang (Treasury)
4. Mr Khoo Huan-Kind (Capital Front Investor Relations)
5. Mr Danny Wong (M&A Securities Sdn Bhd)
6. Ms Lee Yoke Wah (M&A Securities Sdn Bhd)
7. Ms Sarah Ng (M&A Securities Sdn Bhd)

Shareholders/ Proxies

As per the Attendance List

1.0 INTRODUCTION

- 1.1 Tengku Amir Nasser Ibni Tengku Ibrahim (the **“Chairman”**) presided at the meeting and welcomed the shareholders and proxies (**“Members”**) who participated in the Extraordinary General Meeting (**“EGM”**) of the Company through the virtual online platform called Remote Participation and Voting facilities known as RPV.
- 1.2 There being a quorum present at the meeting, the Chairman declared the meeting duly convened at 10.00 a.m.
- 1.3 The Chairman introduced the Directors and Company Secretary present, and drew attention to some housekeeping matters including manner of posting questions and poll voting, which would be conducted during the deliberations of all agenda items in accordance with Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad. The Members were informed that Propoll Solutions Sdn Bhd was appointed as the Poll Administrator to conduct the polling process, whilst Symphony Merchant Sdn Bhd was appointed as the Scrutineers to verify the poll results.
- 1.4 With the consent of the meeting, the notice convening the EGM was taken as read. The Chairman then proceeded to the official business of the EGM.

2.0 ORDINARY RESOLUTION

PROPOSED BONUS ISSUE OF 24,266,665 WARRANTS (“WARRANTS”) ON THE BASIS OF 1 WARRANT FOR EVERY 2 EXISTING ORDINARY SHARES IN SENI JAYA CORPORATION BERHAD (“SJC”) (“SJC SHARE(S)” OR “SHARE(S)”) HELD BY THE ENTITLED SHAREHOLDERS OF SJC ON AN ENTITLEMENT DATE TO BE DETERMINED AND ANNOUNCED LATER (“PROPOSED BONUS ISSUE OF WARRANTS”)

2.1 The first agenda was an Ordinary Resolution to approve the proposed bonus issue of 24,266,665 warrants on the basis of 1 warrant for every 2 existing ordinary shares in Seni Jaya Corporation Berhad held by the entitled shareholders on an entitlement date to be determined and announced later.

2.2 The Chairman proceeded with the next agenda of the meeting.

3.0 SPECIAL RESOLUTION

PROPOSED AMENDMENT TO THE CONSTITUTION OF THE COMPANY

3.1 The Chairman informed that the next agenda was a Special Resolution to approve the proposed amendment to the Constitution of the Company.

3.2 The Chairman proceeded with the next agenda of the meeting.

4.0 ANY OTHER BUSINESS

4.1 In view that there was no other business to consider, the Chairman proceeded to the Q&A session.

4.2 Mr Jeff Cheah, the Chief Executive Officer of the Company informed that no questions were received from the Members and the Chairman advised the Members to proceed to submit their vote via the RPV facility as the polling process would conclude after 5 minutes; followed by a short break for the verification of the poll votes by the Scrutineers.

4.3 The Chairman then adjourned the meeting.

5.0 DECLARATION OF RESULTS

The meeting resumed after the conclusion of the verification of the poll votes.

The Chairman called the meeting to order for the declaration of the poll results. The Chairman then announced the results of the poll voting and declared that all the following resolutions set out in the Notice of EGM dated 3 September 2021 were carried, as attached hereto as Annexure I:-

“Ordinary Resolution

“THAT subject to the approvals of all relevant regulatory authorities being obtained, the Board of Directors of the Company (“Board”) be and is hereby authorised to issue and allot of 24,266,665 Warrants on the basis of 1 Warrant for every 2 existing SJC Shares held by the shareholders whose names appear on the record of securities holders established and maintained by Bursa Malaysia Depository Sdn Bhd (“Record of Depositors”) of the Company as at the close of business on the entitlement date to be determined and announced later;

THAT fractional entitlements arising from the Proposed Bonus Issue of Warrants, if any, will be disregarded and the aggregate of such fractions shall be dealt with in such manner as the Board shall in its absolute discretion deem fit or expedient and in the best interest of the Company;

*THAT 24,266,665 Warrants be allotted and issued in registered form and constituted by a deed poll to be executed by the Company constituting the Warrants ("**Deed Poll**");*

THAT the new SJC Shares to be issued from the exercise of Warrants shall, upon allotment and issuance, rank pari passu in all respects with the existing SJC Shares, save and except that the new SJC Shares shall not be entitled to any dividends, rights, allotments and/or other distributions which may be declared, made or paid to shareholders of the Company, the entitlement date of which precedes the date of allotment and issuance of the new SJC Shares;

*THAT the Board be and is hereby authorised to allot and issue such additional Warrants as may be required or permitted to be issued as consequences of any adjustments in accordance with the provisions in the Deed Poll ("**Additional Warrants**");*

THAT the Board be and is hereby authorised to allot and issue such appropriate number of new SJC Shares arising from the exercise of the Warrants by the holders of the Warrant of their rights in accordance with the provisions of the Deed Poll, including such appropriate number of new SJC Shares arising from the exercise of subscription rights represented by the Additional Warrants;

THAT the Board be and is hereby authorised to enter into and execute the Deed Poll on behalf of the Company with full powers to assent to any conditions, variations, modifications and/or amendments in any manner as may be required or imposed by the relevant authorities or deemed necessary by the Board, and subject to all provisions and adjustments contained in the Deed Poll, to assent to any modifications and/or amendments to the exercise price, exercise period and/or number of Warrants as may be required or permitted to be revised as consequence of any adjustments under the provisions of the Deed Poll with full power to implement and give effects to the terms and conditions of the Deed Poll, and to take all steps as the Board deems fit and/or expedient in order to implement, finalise and give full effect to the Deed Poll;

THAT the new SJC Shares to be issued arising from the exercise of the Warrants and/or the Additional Warrants shall, upon allotment and issuance, rank pari passu in all respects with the existing SJC Shares, save and except that the new SJC Shares to be issued arising from the exercise of the Warrants and/or the Additional Warrants will not be entitled to participate in any rights, allotments, dividends, and/or other distributions that may be declared, made or paid for where the entitlement date is before the allotment and issuance of such new SJC Shares;

THAT the proceeds raised from the exercise of the Warrants, if any, be utilised for the purposes set out in the circular to shareholders of the Company dated 3 September 2021 and the Board be authorised with full power to vary the manner and/or purpose of utilisation of such proceeds in such manner as the Board may deem fit, necessary and/or expedient, subject (when required) to the approval of the relevant authorities;

***AND THAT** the Board be and is hereby authorised to sign and execute all documents, do all things and acts as may be required to give effect to the Proposed Bonus Issue of Warrants with full power to assent to any condition, modification, variation and/or amendment in any manner as may be required by the relevant authorities and to deal with all matters relating thereto and to take all such*

steps and do all acts and things in any manner as they may deem necessary or expedient to implement, finalise and give full effect to the Proposed Bonus Issue of Warrants.

Special Resolution

THAT the Proposed Amendment as set out in the Appendix II which has been circulated to the shareholders together with this notice, be approved and adopted **AND THAT** the Directors and/or Secretary of the Company be authorised to take all steps as are necessary and expedient in order to implement, finalise and give full effect to the said Proposed Amendment for and on behalf of the Company.”

6.0 CLOSURE

- 6.1 There being no other business, the EGM was closed at 10.26 a.m. with a vote of thanks to the Chairman.

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

- SIGNED -

Tengku Amir Nasser Ibni Tengku Ibrahim
Chairman

RESULT ON VOTING BY POLL

RESOLUTION	VOTED	NO. OF SHAREHOLDERS / UNITHOLDERS	NO. OF SHARES / UNITS	% OF SHARES / UNITS	ABSTAIN * NO. OF SHARES / UNITS
ORDINARY RESOLUTION	FOR	14	30,404,391	99.999967	0
	AGAINST	1	10	0.000033	
SPECIAL RESOLUTION	FOR	15	30,404,401	100.000000	0
	AGAINST	0	0	0.000000	

Note: * These votes refer to holders who have pre-determined abstain from voting in the Proxy Form or holders refrained from voting due to conflict of interest.

