

MINUTES OF MEETING

Type of Meeting	:	THIRTY FIRST (31ST) ANNUAL GENERAL MEETING (“AGM” or THE “MEETING”)
Broadcast Venue (Fully virtual meeting)	:	LEVEL 15-2, BANGUNAN FABER IMPERIAL COURT, JALAN SULTAN ISMAIL, 50250 KUALA LUMPUR
Date	:	THURSDAY, 23 SEPTEMBER 2021
Time	:	3.00 P.M.

Present

As per the attendance list. A copy of the same shall form an integral part of these minutes.

1. CHAIRMAN AND QUORUM The Chairman of the Company welcomed all to the Meeting and reminded that no photography, screenshot, or any form of audio or video recording was allowed during the entire live stream Meeting. He then informed all present that the Company had used 13 September 2021 as the determinant date of the AGM Record of Depositors.

The Chairman said that due to the imposition of the lockdown, the AGM was conducted fully virtual and through remote participation. The Company was also abiding by the guidance on the Conduct of General Meetings for the Listed Issuers issued by the Securities Commission Malaysia revised recently. He reminded that the quality of the fully virtual Meeting was dependent on the bandwidth and stability of the internet connection at the location of the remote member/proxy. He added that there would not be any e-vouchers, door gifts or food vouchers in this Meeting.

The Chairman then introduced the Board members and officers as below, who also attended the Meeting virtually through online streaming:

Executive Directors

Dato’ Philip Chan Hon Keong (“Dato’ Philip”) - Group Managing Director
Mr Tang Seng Fatt (“Tang”)

Independent Non-Executive Directors

Mr Koay Kah Ee
En Nik A.Majid Bin Mohd.Kamil

Company Secretaries

Ms Wong Chooi Fun
Ms Goh Chooi Woan (“Chooi Woan”)

External Auditors - Messrs Ernst & Young

En Muhammad Affan Daud - Partner
Ms Michelle Au-Yong Swee Yin – Partner

The Chairman then sent an apology on behalf of Mr Tay Hua Sin, the Deputy Chairman of the Company who was unable to attend the Meeting.

The Chairman also acknowledged the presence of Mega Corporate Services Sdn Bhd as the Poll Administrator and Cygnus Technology Solutions Sdn Bhd as the Independent Scrutineer to the poll voting duly appointed by the Company.

EKSONS CORPORATION BERHAD (the “Company” of “Eksons”)

(Registration No. 199001014145 (205814-V))

- Minutes of the 31st AGM held on Thursday, 23 Sep 2021 at 3.00 p.m.

2. QUORUM
The Chairman said that under the Company's Constitution, two (2) members present in person or by proxy or representing a corporation would be a quorum for the Meeting. Chooi Woan confirmed that a quorum was present and the Chairman of the Meeting then declared the Meeting duly convened. The Chairman then called the Meeting to order at 3.00 pm.
3. NOTICE OF MEETING
The Chairman of the Meeting proposed the Notice convening the Meeting be taken as read as it had been sent to all Shareholders within the prescribed period.
4. MEETING PROCEDURES
The Chairman added that under the Listing Requirements of Bursa Malaysia Securities Berhad, resolutions in all general meetings were required to be voted by-poll. The voting would be conducted immediately after the deliberation on all proposed resolutions as stipulated in the agenda.

The Chairman of the Meeting said since that the Meeting was held on a virtual basis only, the Board, all Committees' Chairman and Management welcomed and would endeavour to answer questions from the Shareholders and Proxies. He added that the Company had requested Shareholders to send in their questions ahead of the AGM and the Company would endeavour to answer the questions raised. Additionally, when it came to the Question & Answer session, Shareholders could raise additional questions by typing the questions in the Questions Pane for clarity. If questions were particularly lengthy and involved some duplication, the Board may need to summarise them, for reasons of brevity. If the Board was unable to address the questions raised due to time constraints, they would email the reply after the Meeting, soonest as possible. Shareholders and Proxies were requested to give cooperation by asking questions that were relevant to the agenda item being discussed. The Question & Answer (“Q&A”) session would end before the Meeting proceeded to the voting session.

The Chairman then took the Shareholders and Proxies through the polling procedure. He informed that every Shareholder and Proxy Holder who had registered via the designated link would have received the email on Digital Ballot Form (DBF). Shareholders and Proxy Holders and could see their name and the number of shares represented.

The Chairman asked the Shareholders and Proxies to click the voting link and if they were representing more than one (1) account, they would see the total amount of pages that they were supposed to vote at the bottom and scroll down page by page to vote. He reminded them that they would not be able to change their votes once the votes have been confirmed/submitted.

The Chairman also introduced the helpline for Shareholders and Proxies to call, if they needed immediate assistance.

The Chairman informed the Meeting that the voting link would be opened. The Shareholders and Proxies could exercise their voting rights anytime until he announced that the voting session was closed.
5. AUDITED FINANCIAL STATEMENTS
The Chairman informed all that the Audited Financial Statements for the year ended 31 March 2021 together with the Reports of the Directors and Auditors thereon as tabled was considered

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circulated and received by the Shareholders present and did not require the formal approval of the Shareholders and would not be put forward for voting.

The Chairman then informed that all questions posed would be dealt with during the Q&A session.

6. RE-ELECTION OF DIRECTORS The Chairman then read out the resolutions for the AGM for approval:

Ordinary Resolution 1:

“THAT Mr Tay Hua Sin who is retiring pursuant to the Company’s Constitution and being eligible, has offered himself for re-election, be re-elected as a director of the Company.”

Ordinary Resolution 2:

“THAT Dato’ Philip Chan Hon Keong who is retiring pursuant to the Company’s Constitution and being eligible, has offered himself for re-election, be re-elected as a director of the Company.”

7. PAYMENT OF DIRECTORS’ FEE

Ordinary Resolution 3

“THAT the payment of Directors’ fees of RM325,320 in respect of the financial year ended 31 March 2021 be approved.”

8. PAYMENT OF DIRECTORS’ BENEFITS

Ordinary Resolution 4

“THAT the payment of Directors’ benefits for an amount up to RM25,500 from the conclusion of the AGM until the next AGM of the Company be approved.”

9. APPOINTMENT OF EXTERNAL AUDITORS

The Chairman informed that the retiring Auditors, Messrs Ernst & Young had indicated that they would not be seeking re-appointment as Auditors of the Company.

Based on the shareholder’s nomination, Messrs Crowe Malaysia PLT had accepted the nomination to act as the Auditors of the Company in place of the retiring auditors. He then read out the resolution for approval.

Ordinary Resolution 5

“THAT Messrs Crowe Malaysia PLT be appointed as Auditors of the Company in place of the retiring auditors, Messrs Ernst & Young PLT for the ensuing year and the Board be authorised to fix their remuneration.”

10. SPECIAL BUSINESS

The Chairman informed that there were 2 matters to be transacted as special businesses.

He said that the text of Ordinary Resolutions 6 and 7 in the Notice of the Meeting (as set out in the Notice of AGM) would be taken as having been read.

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11. PROPOSED RENEWAL OF SHAREHOLDERS’ MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS
- The next item on the Agenda was to seek Shareholders’ approval for the Proposed Renewal of Shareholders’ Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature which are necessary for the Company and/or its subsidiaries day-to-day operations and with those Related Parties as detailed in the Circular to Shareholders of the Company.

The Board had proposed the resolution as spelt out in Resolution 6 of the Notice of this Meeting be approved.

At this juncture, the Chairman reminded the Interested Directors and Interested Major Shareholders as well as persons connected to them including their proxies, if any to abstain from voting on Resolution 6.

Ordinary Resolution 6

“THAT pursuant to Paragraph 10.09 of the Main Market Listing Requirements (“MMLR”) of the Bursa Malaysia Securities Berhad (“Bursa Securities”), approval be hereby given to the Company and/or its subsidiaries to enter into and give effect to the RRPT of a Revenue or Trading Nature which are necessary for its day-to-day operations and with those Related Parties as specified in the Circular to Shareholders of the Company dated 25 August 2021 subject further to the following:

- (a) the transactions are carried out at arm’s length, on normal commercial terms which are not more favourable to the Related Parties than those generally available to the public and are not to the detriment of the minority shareholders of the Company; and*
- (b) disclosure is made in the Annual Report of the aggregate value of transactions conducted pursuant to the Shareholders’ Mandate during the financial year in which the Shareholders’ Mandate remains in force based on the following information:-*
 - (i) the type of the Recurrent Transactions made; and*
 - (ii) the names of the Related Parties involved in each type of the Recurrent Transactions made and their relationships with the Company;*

and any other arrangements and/or transactions as are incidental thereto;

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

- (a) the conclusion of the next AGM of the Company, at which time it will lapse, unless by a resolution passed at the said AGM, the mandate is renewed;*
- (b) the expiration of the period within which the next AGM of the Company is required to be held pursuant to Section 340(2) of the Companies Act, 2016 (“the Act”) but shall not extend to such extension as may be allowed pursuant to Section 340(4) of the Act; or*

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(c) revoked or varied by a resolution passed by the shareholders in a general meeting;

whichever is the earlier;

AND THAT the Directors of the Company be empowered to complete and do all such acts and things as they may consider expedient or necessary (including executing such documents as may be required) to give effect to the Proposed Renewal of Shareholders’ Mandate for RRPT of a Revenue or Trading Nature and transactions contemplated and/or authorised by this resolution.”

12. RENEWAL OF
SHARE BUY-
BACK
AUTHORITY

The next item on the Agenda was to is to seek Shareholders’ approval on the **Proposed Renewal of Share Buy-Back Authority**, the details of which were set out in the Statement to Shareholders of the Company.

The Board had proposed the resolution as spelt out in the Resolution 7 of the Notice of this Meeting be approved.

Ordinary Resolution 7

“THAT subject always to the Act, the provisions of the Company’s Constitution, the MMLR of Bursa Securities and all other applicable laws, guidelines, rules and regulations, the Company be authorised, to the fullest extent permitted by law, to purchase such amount 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 may deem fit and expedient in the interest of the Company provided that:

- (a) the aggregate number of shares purchased does not exceed ten per centum (10%) of the total issued and paid-up share capital of the Company as quoted on Bursa Securities as at the point of purchase;*
- (b) an amount not exceeding the Company’s audited retained profits account for the financial year ended 31 March 2021 at the time of purchase(s) will be allocated by the Company for the purchase of own shares; and*
- (c) the Directors of the Company may decide either to retain the shares as treasury shares or cancel all the shares or retain part of the shares so purchased as treasury shares and cancel the remainder or to resell the shares or distribute the shares as a dividend.*

THAT the authority conferred by this resolution will commence immediately upon the passing of this resolution and will, subject to renewal thereof, expire at the conclusion of the next AGM of the Company following the passing of this Ordinary Resolution (unless earlier revoked or varied by an Ordinary Resolution of the shareholders of the Company in a general meeting) but shall not prejudice the completion of purchase(s) by the Company before that aforesaid expiry date and in any event, in accordance with the provisions of the Act, the rules and regulations made pursuant thereto, and the guidelines issued by Bursa Securities and/or any other relevant authorities;

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AND THAT authority be given unconditionally and generally to the Directors of the Company to take all such steps as are necessary or expedient (including without limitation, the opening and maintaining of central depository account(s) under Securities Industry (Central Depositories) Act, 1991, and the entering into all other agreements, arrangements and guarantee with any party or parties) to implement, finalise and give full effect to the aforesaid purchase(s) with full powers to assent to any conditions, modifications, revaluations, variations and/or amendments (if any) as may be imposed by the relevant authorities in such manner as permitted under Section 127 of the Act from time to time and with the fullest power to do all such acts and things thereafter (including without limitation, the cancellation or retention as treasury shares of all or any part of the purchased shares or to resell the shares or distribute the shares as dividends) in accordance with the Act, the provisions of the Company’s Constitution and the requirements and/or guidelines of Bursa Securities for the Main Market and all other relevant governmental and/or regulatory authorities.”

13. ANY OTHER BUSINESS

Agenda 8 was to transact any other business for which due notice shall have been given. The Company Secretary had confirmed that there was no other business to be transacted during the Meeting.

14. Q&A SESSIONS

The Chairman then passed the floor to Mr Tang to read out and pose on the screen the questions and answers that were received before the Meeting.

Mr Tang informed the Meeting that the Company so far had received some questions from the Minority Shareholder Watch Group (“MSWG”) and invited Dato’ Philip to read out the reply. Whereas questions received during the Meeting were answered by Mr Tang.

The questions and answers are attached and referred to in **Appendix 1**.

15. POLL VOTING

The Chairman said all the Resolutions as set out in the Notice of Meeting had been dealt with. The Meeting then proceeded with the polling for the Resolutions tabled at the Meeting.

The polling process was conducted virtually and the results of the poll were verified by Cygnus Technology Solutions Sdn Bhd, as the Independent Scrutineer for the poll voting:

The Chairman of the Meeting reminded the Shareholders/Proxies to vote if they had not done so as the Independent Scrutineer would proceed to count and tabulate the votes if no more votes came in. After 1 minute, he then declared the poll voting session to be closed.

- Commenced at 3.30 p.m.
- Concluded at 3.35 p.m.

The Chairman of the Meeting thanked all for the voting and reminded the Shareholders/Proxies to remain online while the Independent Scrutineer proceeded to count and tabulate the votes. The results of the poll would be displayed and announced in due course.

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16. ANNOUNCEMENT OF POLL RESULTS At 3.35 p.m., the Chairman of the Meeting informed the results of the poll had been completed and verified by the Independent Scrutineer. He then requested all to refer to the Meeting summary report shown on the screen.

The Chairman was pleased to declare that all the Resolutions no. 1 to 7 were CARRIED. Details as shown in **Appendix 2**.

17. CONCLUSION As all the items on the agenda of the Meeting had been duly transacted that concluded the business of the AGM.

The Chairman of the Meeting thanked the Shareholders and Proxies for their participation in the AGM and he looked forward to the continued support to the Eksons Group. He represented the Board and wished all stay healthy and safe.

The Chairman of the Meeting then declared the AGM be closed at 3.36 p.m. Dato Philip proposed a vote of thanks to the Chair.

CONFIRMED BY:

-SIGNED-

TAN SRI DATUK AMAR (DR) HAJI ABDUL AZIZ
BIN DATO HAJI HUSAIN
Chairman of the Meeting

Date: 15 October 2021

QUESTIONS RECEIVED FROM MSWG

Operational & Financial Matters

- 1) As the Covid-19 pandemic continues to spread, what is the expected impact of the pandemic on the Group’s operations and financial position in FY2022? How is the Board planning to mitigate the impact of the pandemic on the Group’s business segments?

We expect to continue to be negatively impacted by the Covid-19 pandemic as we are already in the second quarter of our FY2022 and restrictions have only recently begun to ease. The Covid-19 virus is unpredictable and mutations may occur which may necessitate the reimposition of measures which makes the operating environment very challenging.

Be that as it may, the management has taken several steps to mitigate the impact. For example, in our plywood manufacturing operations (“timber operations”), we were heavily reliant on foreign workforce, but due to travel restrictions by the Malaysia government brought about by the pandemic, we are unable to bring in foreign workers. If the need arises we will employ more Malaysians to fill the vacancies. We have also taken measures to manage expenditure including reduction in headcount and a voluntary salary reduction on a graduated basis.

For our property development division, we have increased our digital promotions to reach out to potential customers that are unable to travel to our sales gallery during the Phase 1 of the National Recovery Plan.

- 2) Eksons recorded a profit after taxation of RM4,774,345 in FY2021(FY2020: Loss after taxation of RM36,242,998), mainly due to the significant increase in other income from RM5,233,315 in FY2020 to RM22,805,494 in FY2021. Without the significant increase in other income, Eksons would have incurred an operating loss in FY2021 (Page 52 & 86 of the Annual Report 2021).

Will Eksons be able to remain profitable without the significant contribution from the non-core business income, going forward?

The profitability of Eksons’ core businesses will depend on the course the Covid-19 pandemic takes.

In relation to the timber operations, we expect revenue to increase as the selling prices have increased since FY 2021.. We expect this to continue for the next 6 months to a year largely due to a shortage of plywood caused by the Covid-19 pandemic. However, challenges remain in the form of ability to continuously operate and workforce restrictions arising from the Covid-19 pandemic. Profitability could also be impacted by depreciation costs and impairment losses.

In relation to our property development division, included in the loss for the year was the write down of inventories of approximately RM7.4 million in respect of some of the commercial properties held under the Group. The write down was to reflect the market value as at the financial year end.

With the recent easing of restrictions on opening of sales galleries, we have seen a pick-up in sales bookings of the Affiniti Residences project. If the trend continues, we are confident that things will improve when the pandemic eventually recedes.

Sales from Affiniti Residences project were encouraging prior to the implementation of full lockdown under the MCO 3.0. We are confident that we will regain this momentum once the lockdown has fully eased. Construction activity at the site is also beginning to ramp up now that restrictions have eased.

Sales and leasing activity of the Group’s commercial properties at The Atmosphere are expected to pick up pace after the completion of the MRT2 line which has a station in front of the site. The MRT2 line, which is scheduled to be completed in 2022, is expected to increase the attractiveness of The Atmosphere as a place for businesses. We have events planned to further promote The Atmosphere as a vibrant business location. There are also plans for The Atmosphere to fill business gaps of the surrounding area. All this will hopefully contribute to our bottom line.

- 3) In FY2021, the Group’s other income increased significantly to RM22,805,494 from RM5,233,315 in FY2020, mainly due to unrealised gain on investment securities of RM15,414,526 (FY2020: Nil) (Page 86 of the Annual Report 2021).

When does the Group expect to realise the gain? What are the internal targets that the Company has set to realise gains on investment securities?

Eksons’ investments are being managed by 2 reputable banks in Singapore. Our investments are mainly in bonds and equities. These funds are operated by the banks based on mandates given by Eksons. Gains are realized when these investments are sold by the banks and decisions to sell are made based on the fund manager’s expert view of market conditions and individual bonds and equities. As we have no immediate need for the proceeds, they are then reinvested into other bonds or equities. We have not determined any fixed targets for the realization of investment gains.

4) Timber

- (a) The timber division recorded an improvement in loss after taxation (LAT) from a LAT of RM25.5 million in FY2020 to a LAT of RM14.7 million in FY2021. This represents a positive variance of RM10.8 million or 42.35% (Page 16 of the Annual Report 2021)

Considering the positive variance recorded in FY2021, what is the prospect of the division’s performance achieving a positive bottom-line result in the next two financial years? When is the division’s performance expected to turnaround?

Please see our response to Question 2. The profitability of the timber division will depend on the course of the Covid-19 pandemic as it has been impacted by the restrictions put in place by the Malaysian government to curb the spread of the disease. As of now there are restrictions on the number of people allowed to work in our factory and this has affected our level of production. Border restrictions imposed has also affected our ability to recruit new foreign workers. Nevertheless going forward, the division will try to source for workers locally.

- (b) The division was only able to produce at a fraction of its capacity due to impact of Covid-19 pandemic (Page 16 of the Annual Report 2021).

- i. What is the current capacity of the division’s factories?

The factory has an installed capacity of approximately 20,000 cubic meters per month.

- ii. What is the current and previous year’s capacity utilisation rate for the division’s factories?

The factory is now operating at approximately 15% of its installed capacity

5) Property

- (a) What is the current value of unsold properties? What is the targeted value of the unsold properties to be cleared in the next two financial years?

The current value of unsold properties listed as inventories in the Annual Report is

approximately RM57 million. We hope to clear at least 50% in the next two to three years.

(b) What are the current sales and take-up rate for the Affiniti Residences project?

We have currently sold approximately 63% of the project with a value of approximately RM97 million.

(c) What is the current sales, occupancy rate, and update on leasing activities for the commercial properties at The Atmosphere?

There were no sales recorded of our units at The Atmosphere since FY 2016 as we did not aggressively market the units as we were waiting for the completion of the MRT station at Putra Permai. The current occupancy rate of The Atmosphere is approximately 60%. We will start to ramp up on the sales and leasing activities closer to the completion of the MRT line which stops in front of The Atmosphere. The MRT line is expected to be completed in 2022.

6) The The Group 's Administrative expenses increased significantly from RM11,590,006 in FY2020 to RM17,808,946 in FY2021, representing an increase of RM6,218,940 or 53.66% (Page 52 of the Annual Report 2021).

What are the reasons for the significant increase in the administrative expenses?

The increase in administrative cost mainly is due to the charging of factory running expenses in the Income Statement of FY2021. Previously these costs were taken in inventories which had to be written down to realizable values at the financial year end.

Corporate Governance Matters

1) Practice 8.3 of Malaysian Code on Corporate Governance (MCCG) states that “Audit Committee has policies and procedures to assess the suitability, objectivity and independence of the external auditor”.

In its Corporate Governance Report (Page 29), the Company disclosed that it has departed from applying Practice 8.3 of MCCG.

The Company has stated that "the Audit Committee and the Board will consider the adoption of a policy governing the circumstances under which contracts for the provision of non-audit services could be entered into by the external auditors".

The Company also stated that "to further enhance the process of external auditors' assessment, the Audit Committee is looking into formalising an External Auditors Assessment Policy to be reviewed, deliberated and recommended to the Board for approval”.

What is the update on the abovementioned matter? When does the Company expect to apply Practice 8.3 of MCCG?

Management undertakes an annual assessment of the suitability, competence, objectivity and independence of the External Auditors.

The Audit Committee reviews the Management assessment and adopts it if they concur with the findings. In addition to that, the Audit Committee obtained the assurance on independence from the external auditors.

Be that as it may, we will formalize and adopt an External Auditors Assessment Policy before the end of FY2022

QUESTION(S) DURING THE MEETING:

- 1) Dear BOD - Kindly give us some e-vouchers, food vouchers or e-wallet (no discount vouchers please) for being loyal shareholders and attending this meeting. Times are bad now. Please be considerate to us shareholders during these trying times. TQ

We do not have any e-Vouchers at the moment. We may consider it for future meetings.

- 2) Why the company investment significant amount in Equity instruments (unquoted outside Malaysia) 163,378,444?

Most of the investment of the Company has been placed outside Malaysia especially in Singapore because of better rates of return.

Scrutineers' Report for EKSONS Corporation Berhad AGM | Thursday, 23 September, 2021



Scrutineers' Report

Poll Results for EKSONS Corporation Berhad's AGM on September 23, 2021

No.	Ordinary Resolution	Vote FOR			Vote AGAINST			Resolution
		Voters	No. of Shares	%	Voters	No. of Shares	%	
1	TO RE-ELECT MR TAY HUA SIN AS DIRECTOR	29	101,425,602	100.0000	1	1	0.0000	CARRIED
2	TO RE-ELECT DATO' PHILIP CHAN HON KEONG AS DIRECTOR	29	101,425,602	100.0000	1	1	0.0000	CARRIED



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Scrutineers' Report for EKSONS Corporation Berhad AGM | Thursday, 23 September, 2021



No.	Ordinary Resolution	Vote FOR			Vote AGAINST			Resolution
		Voters	No. of Shares	%	Voters	No. of Shares	%	
3	TO APPROVE THE PAYMENT OF DIRECTORS' FEES	24	101,376,920	99.9719	5	28,483	0.0281	CARRIED
		Vote ABSTAIN						
		1	20,200	-				

No.	Ordinary Resolution	Vote FOR			Vote AGAINST			Resolution
		Voters	No. of Shares	%	Voters	No. of Shares	%	
4	TO APPROVE THE PAYMENT OF DIRECTORS' BENEFITS	26	101,400,150	99.9749	4	25,453	0.0251	CARRIED
5	TO APPOINT MESSRS CROWE MALAYSIA PLT	29	101,425,602	100.0000	1	1	0.0000	CARRIED



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No.	Ordinary Resolution	Vote FOR			Vote AGAINST			Resolution
		Voters	No. of Shares	%	Voters	No. of Shares	%	
6	TO RENEW SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS	27	98,763,747	100.0000	1	1	0.0000	CARRIED
		Vote ABSTAIN						
		2	2,661,855	-				

No.	Ordinary Resolution	Vote FOR			Vote AGAINST			Resolution
		Voters	No. of Shares	%	Voters	No. of Shares	%	
7	TO RENEW AUTHORITY FOR THE COMPANY TO PURCHASE ITS OWN SHARES	29	101,425,602	100.0000	1	1	0.0000	CARRIED



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