

COCOALAND HOLDINGS BERHAD
Registration No. 200001013413 (516019-H)
(Incorporated in Malaysia)

**MINUTES OF THE EXTRAORDINARY GENERAL MEETING (“MEETING” OR “EGM”)
OF COCOALAND HOLDINGS BERHAD HELD ON A FULLY VIRTUAL BASIS VIA
REMOTE PARTICIPATION AND VOTING (“RPV”) FACILITIES PROVIDED BY
SHAREWORKS SDN. BHD. IN MALAYSIA ON WEDNESDAY, 22 SEPTEMBER 2021
AT 12.00 P.M.**

- Present : **Attendance via video conferring**
- Dato’ Azman bin Mahmood (Chairman / Independent Non-Executive Director)
Tan Sri Dato’ Sri Koh Kin Lip (Senior Independent Non-Executive Director)
Mr. Liew Fook Meng (Executive Director)
Mr. Lau Kee Von (Executive Director)
Mr. Lau Pak Lam (Executive Director)
Mr. Lau Kim Chew (Executive Director)
Mr. Tai Chun Wah (Executive Director)
Mr. Chow Kee Kan @ Chow Tuck Kwan (Independent Non-Executive Director)
Mr. Lim Yew Hoe (Non-Independent Non-Executive Director)
Mr. Soh Swee Hock @ Soh Say Hock (Non-Independent Non-Executive Director)
Mr. Lau Cheng Yew (Alternate Director to Lim Yew Hoe)
- All members and proxies entered in the Attendance List
- By Invitation : All guests entered in the Attendance List
- In Attendance : Ms. Maggie Wong Mee Kiat (Company Secretary)
Mr. Poi Jia Huan – Representative from M&A Securities Sdn. Bhd. (Adviser)

WELCOMING ADDRESS

Dato’ Azman bin Mahmood (“Chairman”), the Independent Non-Executive Chairman of the Company, welcomed the shareholders, proxy holders and invited guests to the Company’s EGM, which was conducted through online meeting platform via RPV facilities provided by ShareWorks Sdn. Bhd. (“ShareWorks”). Dato’ Chairman thanked all participants for joining the meeting remotely via video conferencing.

Dato’ Chairman introduced the following Board members to all present:-

1. Tan Sri Dato’ Sri Koh Kin Lip, Senior Independent Non- Non-Executive Director;
2. Mr. Chow Kee Kan @ Chow Tuck Kwan, Independent Non-Executive Director;
3. Mr. Lim Yew Hoe, Non-independent Non-Executive Director;
4. Mr. Liew Fook Meng, Executive Director;
5. Mr. Lau Kee Von, Executive Director;
6. Mr. Lau Pak Lam, Executive Director;
7. Mr. Lau Kim Chew, Executive Director;

8. Mr. Soh Swee Hock @ Soh Say Hock, Non-independent Non-Executive Director;
9. Mr. Tai Chun Wah, Executive Director; and
10. Mr. Lau Cheng Yew, Alternate Director to Mr. Lim Yew Hoe.

QUORUM

The Company Secretary confirmed that the requisite quorum was present as at the commencement of the meeting and therefore, Dato' Chairman called the meeting to order and proceed with the agenda.

NOTICE OF MEETING

The Notice convening the meeting, having been circulated earlier to all the shareholders of the Company within the prescribed period, was taken as read.

POLLING PROCEDURES

The Chairman informed that pursuant to Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in the notice calling the meeting were to be voted on by poll, and an independent scrutineer was appointed to validate the votes cast. The Company had engaged Bina Management (M) Sdn. Bhd. as the Poll Administrator and Lawco Corporate Services Sdn. Bhd. as the independent scrutineer to verify the poll results.

Shareholders and proxies would be allowed to submit their questions with regards to the agenda using the Q & A platform. The Chairman then announced the opening of the online voting session. Shareholders and proxies would be allowed to cast their votes remotely during the meeting until the session is declared closed by the Chairman.

A video presentation was made by ShareWorks, which guided the shareholders on the electronic voting.

ORDINARY RESOLUTION – PROPOSED BONUS ISSUE OF 228,800,000 NEW ORDINARY SHARES IN COCOALAND (“COCOALAND SHARES”) (“BONUS SHARES”), ON THE BASIS OF 1 BONUS SHARE FOR EVERY 1 EXISTING COCOALAND SHARE (INCLUDING TREASURY SHARES) HELD ON AN ENTITLEMENT DATE TO BE DETERMINED LATER (“PROPOSED BONUS ISSUE”)

The Chairman informed that Ordinary Resolution was to approve the Proposed Bonus Issue of 228,800,000 new Ordinary Shares in Cocoaland on the basis of 1 Bonus Issue for every 1 existing Cocoaland Share (including Treasury Shares) held on an entitlement date to be determined later. The information pertaining to the Proposed Bonus Issue was set out in the Circular to Shareholders dated 25 May 2021.

Q&A SESSION

There were no question raised by the shareholders/proxy holders.

OUTCOME OF EGM - POLL RESULT

After announcing the close of the online voting, the Chairman informed that results of the poll

would be declared after counting of votes by the poll administrator and validation of the poll results by the scrutineer, which would take several minutes, during which a short break ensued.

The poll results as set out below was shown on the screen:

Resolution	Vote For		Vote Against	
	No. of Units	%	No. of Units	%
Resolution 1	160,913,677	99.9999	100	0.0001

Based on the poll result, the Chairman declared the Ordinary Resolution carried:

ORDINARY RESOLUTION – PROPOSED BONUS ISSUE OF 228,800,000 NEW ORDINARY SHARES IN COCOALAND (“COCOALAND SHARES”) (“BONUS SHARES”), ON THE BASIS OF 1 BONUS SHARE FOR EVERY 1 EXISTING COCOALAND SHARE (INCLUDING TREASURY SHARES) HELD ON AN ENTITLEMENT DATE TO BE DETERMINED LATER (“PROPOSED BONUS ISSUE”)

“THAT, subject to the approvals of all relevant authorities or parties (where required) being obtained, approval be and hereby given to the Board of Directors of the Company (“Board”) to issue 228,800,000 Bonus Shares in the share capital of the Company credited to the shareholders whose names appear on the Record of Depositors of the Company as at the close of business at 5.00 p.m. on a day to be determined and announced by the Board (“Entitled Shareholders”) on the basis of 1 Bonus Share for every 1 existing Cocoaland Share (including treasury shares) held by the Entitled Shareholders;

THAT fractional entitlements of Bonus Shares arising from the Proposed Bonus Issue, if any, shall be dealt with in such manner as the Board in its absolute discretion deems fit and expedient and in the best interest of the Company;

THAT the Bonus Shares will, upon allotment and issuance, rank equally in all respects with the existing Shares, save and except that the Bonus Shares will not be entitled to any dividends, rights, allotments and/or any other forms of distribution where the entitlement date of such dividends, rights, allotments and/or any other forms of distribution precedes the relevant date of allotment and issuance of the Bonus Shares;

AND THAT the Board be and is hereby authorised to sign and execute all documents to give effect to the Proposed Bonus Issue with full power 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 to take all steps and do all such acts and matters in the manner as the Board may consider necessary or expedient to implement, finalise and give full effect to the Proposed Bonus Issue.”

CLOSURE OF MEETING

Dato’ Chairman concluded the Meeting and thanked all present for their participation in the EGM of the Company. Dato’ Chairman declared the meeting closed at 12.30 p.m.

SIGNED AND CONFIRMED BY

Dato' Azman bin Mahmood
Chairman

Date: