

**SUPERLON HOLDINGS BERHAD**  
**REGISTRATION NO.: 200601020659 (740412-X)**  
(Incorporated in Malaysia)

Minutes of the Extraordinary General Meeting (“Meeting”) of the Company (or “Superlon”) held at Botanic Room, Botanic Resort Club, No. 1, Jalan Ambang Botanic, Bandar Botanic, 41200 Klang, Selangor on Wednesday, 25 September, 2024 immediately upon the conclusion of the Company’s Annual General Meeting at 11:30 a.m.

Present : The attendance below was as per Attendance List of Directors and Company Secretary in Annexure 1.

**Board of Directors**

Mr Chun Kwong Pong (Non-Independent Non-Executive Chairman)  
Madam Liu Lee, Hsiu-Lin (Also known as Jessica Hsiu-Lin Liu) (Managing Director)  
Mr Liu Han-Chao (Executive Director)  
Mr Liu Jeremy (Executive Director)  
Mr Ongi Cheng San (Executive Director)  
Mr Lin, Po-Chih (Independent Non-Executive Director)  
Mr Lim Wai Loong (Independent Non-Executive Director)  
Ms Lee Mei Hsiang (Independent Non-Executive Director)

In Attendance : Ms Ng Mei Wan (Company Secretary)

: The attendance of shareholders/proxies and others was as per summary of Attendance List in Annexure 2.

1. **CHAIRMAN OF THE MEETING**

Mr Chun Kwong Pong (“Chairman”) was elected as Chairman of the Meeting.

2. **QUORUM**

The quorum for the Meeting was confirmed as present.

3. **NOTICE OF THE MEETING**

The Notice convening this Meeting had been sent to all shareholders within the prescribed time.

4. **PRELIMINARY OF THE MEETING**

4.1 The Chairman introduced each and every member of the Board of Directors, the Company Secretary as well as the Principal Adviser, Malacca Securities Sdn. Bhd. who were in attendance.

4.2 Before the Meeting dealt with the businesses on hand, the Chairman briefed the shareholders and proxies that pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, a listed corporation must among others, ensure that any resolution set out in the notice of any general meeting is voted by poll. For this purpose, the Company had engaged Tricor Investor & Issuing House Services Sdn. Bhd. as the Poll Administrator and Scrutineer Solutions Sdn. Bhd. as the Independent Scrutineer.

4.3 There were 9 shareholders holding a total of 12,054,452 shares or equivalent to 7.6% of the total issued share capital of the Company who appointed the Chairman as their proxy.

- 4.4 For and on behalf of the Board of Directors, the Chairman briefed the Meeting on the enquiries raised by the Minority Shareholders Watch Group (“MSWG”) via its letter dated 20 September 2024 as well as the Management and/or the Board of Directors’ representation and/or explanation (“Reply”).

- 4.5 The Chairman opened to the floor for questions pertaining to Proposed ESS (“Q&A session”). A summary of questions by the shareholders together with the summarised responses by the Company was annexed hereto and marked as Annexure 3.

5. **ORDINARY RESOLUTION 1  
PROPOSED ESTABLISHMENT OF AN EMPLOYEES’ SHARE SCHEME OF UP TO 10% OF THE TOTAL NUMBER OF ISSUED ORDINARY SHARES IN SUPERLON (EXCLUDING TREASURY SHARES) (“SCHEME”) AT ANY POINT IN TIME DURING THE TENURE OF THE SCHEME, FOR THE ELIGIBLE DIRECTORS AND EMPLOYEES OF SUPERLON AND ITS SUBSIDIARIES (“SUPERLON GROUP” OR “GROUP”) (EXCLUDING DORMANT SUBSIDIARIES) (“PROPOSED ESS”)**

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The Ordinary Resolution 1 was tabled to the Shareholders.

The motion was proposed by Mr Khor Tong Seng, a shareholder and seconded by Mr Chee Sai Mun, a shareholder.

6. **AGENDA 2 (ORDINARY RESOLUTIONS 2 TO 9)  
PROPOSED ALLOCATION OF AWARDS TO THE ELIGIBLE DIRECTORS OF SUPERLON PURSUANT TO THE PROPOSED ESS (“PROPOSED ALLOCATION”)**

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The Chairman informed that the next following eight items of the Agenda were related to the Proposed Allocation.

6.1 **ORDINARY RESOLUTION 2  
PROPOSED ALLOCATION OF NOT MORE THAN 10% OF THE TOTAL AWARDS GRANTED TO THE MANAGING DIRECTOR AND CHIEF EXECUTIVE OFFICER OF SUPERLON, LIU LEE, HSIU-LIN (ALSO KNOWN AS JESSICA HSIU-LIN LIU)**

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The Ordinary Resolution 2 was tabled to the Shareholders.

The interested Director, Liu Lee, Hsiu-Lin (also known as Jessica Hsiu-Lin Liu) and persons connected to her had abstained from voting in respect of Ordinary Resolution 2.

The motion was proposed by Ms Yeoh Mei Leng, a shareholder and seconded by Ms Yeow Lein Hing, a shareholder.

6.2 **ORDINARY RESOLUTION NO. 3  
PROPOSED ALLOCATION OF NOT MORE THAN 10% OF THE TOTAL AWARDS GRANTED TO THE EXECUTIVE DIRECTOR OF SUPERLON, LIU HAN-CHAO**

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The Ordinary Resolution 3 was tabled to the Shareholders.

The interested Director, Liu Han-Chao and persons connected to him had abstained from voting in respect of Ordinary Resolution 3.

The motion was proposed by Mr Chee Sai Mun, a shareholder and seconded by Mr Khor Tong Seng, a shareholder.

**6.3 ORDINARY RESOLUTION 4  
PROPOSED ALLOCATION OF NOT MORE THAN 10% OF THE TOTAL AWARDS  
GRANTED TO THE EXECUTIVE DIRECTOR OF SUPERLON, LIU JEREMY**

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The Ordinary Resolution 4 was tabled to the Shareholders.

The interested Director, Liu Jeremy and persons connected to him had abstained from voting in respect of Ordinary Resolution 4.

The motion was proposed by Mr Chee Sai Mun, a shareholder and seconded by Ms Yeow Lein Hing, a shareholder.

**6.4 ORDINARY RESOLUTION 5  
PROPOSED ALLOCATION OF NOT MORE THAN 10% OF THE TOTAL AWARDS  
GRANTED TO THE EXECUTIVE DIRECTOR OF SUPERLON, ONGI CHENG SAN**

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The Ordinary Resolution 5 was tabled to the Shareholders.

The interested Director, Ongi Cheng San and persons connected to him had abstained from voting in respect of Ordinary Resolution 5.

The motion was proposed by Ms Yeoh Mei Leng, a shareholder and seconded by Ms Yeow Lein Hing, a shareholder.

**6.5 ORDINARY RESOLUTION 6  
PROPOSED ALLOCATION OF AWARDS OF NOT MORE THAN 0.5% OF THE TOTAL  
AWARDS GRANTED TO THE INDEPENDENT NON-EXECUTIVE DIRECTOR OF  
SUPERLON, LEE MEI HSIANG**

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The Ordinary Resolution 6 was tabled to the Shareholders.

The interested Director, Lee Mei Hsiang and persons connected to her had abstained from voting in respect of Ordinary Resolution 6.

The motion was proposed by Ms Yeoh Mei Leng, a shareholder and seconded by Mr Khor Tong Seng, a shareholder.

**6.6 ORDINARY RESOLUTION 7  
PROPOSED ALLOCATION OF AWARDS OF NOT MORE THAN 0.5% OF THE TOTAL  
AWARDS GRANTED TO THE INDEPENDENT NON-EXECUTIVE DIRECTOR OF  
SUPERLON, LIN, PO-CHIH**

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The Ordinary Resolution 7 was tabled to the Shareholders.

The interested Director, Lin, Po-Chih and persons connected to him had abstained from all deliberation and voting in respect of Ordinary Resolution 7.

The motion was proposed by Ms Yeow Lein Hing, a shareholder and seconded by Mr Khor Tong Seng, a shareholder.

**6.7 ORDINARY RESOLUTION 8  
PROPOSED ALLOCATION OF AWARDS OF NOT MORE THAN 0.5% OF THE TOTAL  
AWARDS GRANTED TO THE INDEPENDENT NON-EXECUTIVE DIRECTOR OF  
SUPERLON, LIM WAI LOONG**

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The Ordinary Resolution 8 was tabled to the Shareholders.

The interested Director, Lim Wai Loong and persons connected to him had abstained from all deliberation and voting in respect of Ordinary Resolution 8.

The motion was proposed by Ms Yeow Lein Hing, a shareholder and seconded by Mr Khor Tong Seng, a shareholder.

**6.8 ORDINARY RESOLUTION 9  
PROPOSED ALLOCATION OF AWARDS OF NOT MORE THAN 0.5% OF THE TOTAL AWARDS GRANTED TO THE NON-INDEPENDENT NON-EXECUTIVE DIRECTOR OF SUPERLON, CHUN KWONG PONG**

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The Chairman informed the Meeting that in view of he is interested in Ordinary Resolution 9, he handed the chair over to Mr Lim Wai Loong.

The Ordinary Resolution 9 was tabled to the Shareholders.

The interested Director, Chun Kwong Pong and persons connected to him had abstained from all deliberation and voting in respect of Ordinary Resolution 9.

The motion was proposed by Mr Chee Sai Mun, a shareholder and seconded by Ms Yeow Lein Hing, a shareholder.

Mr Lim Wai Loong then returned the chair to the Chairman.

7. The Chairman informed that the poll voting would commence soon. The Poll Administrator was invited to brief the Meeting on the procedures for the conduct of poll and time required for counting and validation of votes cast.

**8. ANNOUNCEMENT OF POLL RESULTS**

The Chairman announcing the poll voting results. The poll results were read out as follows:

**8.1 Ordinary resolution 1**

	No. and Percentage of Shares
For	68,814,936 (99.5501%)
Against	311,000 (0.4499%)
Total	69,125,936 (100.0000%)
	No. of Shares
Abstained	4,000
Spoilt	0

In view thereof, the Chairman declared that Ordinary Resolution 1 was carried as follows:

“RESOLVED THAT subject to the approvals of all relevant authorities and/or parties being obtained (where applicable) and to the extent permitted by law and the Company’s constitution (“Constitution”), approval be and is hereby given to the Board of Directors of the Company to:

- (i) establish, implement and administer the Proposed ESS for the benefit of the eligible Directors and employees of Superlon Group (excluding dormant subsidiaries) who meet the criteria of eligibility for participation in the Proposed ESS (“Eligible Person(s)”) and to implement and administer the same in accordance with the by-laws governing the terms, rules and conditions of the Proposed ESS (“By-Laws”), a draft of which is set out in Appendix I of the circular to shareholders of Superlon dated 22 August 2024 (“Circular”);
- (ii) appoint and authorise a committee (“ESS Committee”) by which the Proposed ESS will be administered in accordance with the By-Laws by the said ESS Committee, who will be responsible for, amongst others, implementing and administering the Proposed ESS. The members of the ESS Committee shall comprise such number of Directors and/or senior management personnel of Superlon Group to be identified from time to time;

- (iii) make the necessary application, and to do all things necessary at the appropriate time or times, to Bursa Malaysia Securities Berhad for permission to deal in and for the listing and quotation of the new Superlon Shares (as adjusted or modified from time to time pursuant to the By-Laws) that may hereafter from time to time be allotted and issued pursuant to the Proposed ESS; and
- (iv) do all such acts, execute all such documents and to enter into all such transactions, arrangements and agreements, deeds or undertakings and to make such rules and regulations, or to impose such terms and conditions or delegate part of its power as may be necessary or expedient in order to give full effect to the Proposed ESS and the terms of the By-Laws;

RESOLVED THAT the Superlon Shares to be allotted and issued and/or transferred from treasury shares (as the case may be) upon the vesting of the Shares Grant and/or upon exercise of the ESS Options pursuant to the Awards shall, upon allotment and issuance and/or transfer from treasury shares (as the case may be), rank equally in all respects with the existing Superlon Shares, save and except that the said Shares shall not be entitled to any dividends, rights, allotments and/or other distributions that may be declared, made or paid for which the entitlement date precedes the date of issuance and allotment or transfer of the said Shares;

RESOLVED THAT pursuant to Section 85 of the Companies Act 2016 read together with Clause 10 of the Constitution, the statutory pre-emptive rights of the shareholders of the Company to be offered new Superlon Shares ranking equally to the existing issued Superlon Shares arising from any issuance of the Awards pursuant to the Proposed ESS be and is hereby noted and waived;

AND RESOLVED THAT the By-Laws which is in compliance with the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, be and is hereby approved and adopted and the Board of Directors of the Company be and is hereby empowered and authorised to do all acts, deeds and such things and to execute, enter into, sign and deliver on behalf of the Company, all such documents and/or agreements as the Board of Directors of the Company may deem fit, necessary, expedient and/or appropriate to implement and give full effect to complete the Proposed ESS including without limitation, with full power to assent to any conditions, modifications, variations and/or amendments as the Board of Directors of the Company in their absolute discretion may deem fit, necessary, expedient and/or appropriate by the Board of Directors of the Company in order to carry out, finalise and give full effect to the Proposed ESS.”

## 8.2 Ordinary resolution 2

	No. and Percentage of Shares
For	18,674,388 (98.3619%)
Against	311,000 (1.6381%)
Total	18,985,388 (100.0000%)
	No. of Shares
Abstained	50,144,548
Spoilt	0

In view thereof, the Chairman declared that Ordinary Resolution 2 was carried as follows:

“RESOLVED THAT subject to the passing of Ordinary Resolution 1 and the approvals of all relevant authorities and/or parties being obtained (where applicable) and to the extent permitted by law and the Constitution, approval be and is hereby given to the Board of Directors of the Company to authorise the ESS Committee from time to time throughout the duration of the Scheme, to offer and grant the Awards to the Managing Director and Chief Executive Officer of Superlon, Liu Lee, Hsiu-Lin (also known as Jessica Hsiu-Lin Liu) of not more than 10% of the total Awards granted under the Proposed ESS, subject always to such terms and conditions of the By-Laws and/or any adjustment which may be made in accordance with provisions of the By-Laws.

AND RESOLVED THAT pursuant to Section 85 of the Companies Act 2016 read together with Clause 10 of the Constitution, the statutory pre-emptive rights of the shareholders of the Company to be offered new Superlon Shares ranking equally to the existing issued Superlon Shares arising from any issuance of the Awards pursuant to the Proposed Allocation is hereby noted and waived.”

### 8.3 Ordinary resolution 3

	No. and Percentage of Shares
For	18,674,388 (98.3619%)
Against	311,000 (1.6381%)
Total	18,985,388 (100.0000%)
	No. of Shares
Abstained	50,144,548
Spoilt	0

In view thereof, the Chairman declared that Ordinary Resolution 3 was carried as follows:

“RESOLVED THAT subject to the passing of Ordinary Resolution 1 and the approvals of all relevant authorities and/or parties being obtained (where applicable) and to the extent permitted by law and the Constitution, approval be and is hereby given to the Board of Directors of the Company to authorise the ESS Committee from time to time throughout the duration of the Scheme, to offer and grant the Awards to the Executive Director of Superlon, Liu Han-Chao of not more than 10% of the total Awards granted under the Proposed ESS, subject always to such terms and conditions of the By-Laws and/or any adjustment which may be made in accordance with provisions of the By-Laws.

AND RESOLVED THAT pursuant to Section 85 of the Companies Act 2016 read together with Clause 10 of the Constitution, the statutory pre-emptive rights of the shareholders of the Company to be offered new Superlon Shares ranking equally to the existing issued Superlon Shares arising from any issuance of the Awards pursuant to the Proposed Allocation is hereby noted and waived.”

### 8.4 Ordinary resolution 4

	No. and Percentage of Shares
For	18,674,388 (98.3619%)
Against	311,000 (1.6381%)
Total	18,985,388 (100.0000%)
	No. of Shares
Abstained	50,144,548
Spoilt	0

In view thereof, the Chairman declared that Ordinary Resolution 4 was carried as follows:

“RESOLVED THAT subject to the passing of Ordinary Resolution 1 and the approvals of all relevant authorities and/or parties being obtained (where applicable) and to the extent permitted by law and the Constitution, approval be and is hereby given to the Board of Directors of the Company to authorise the ESS Committee from time to time throughout the duration of the Scheme, to offer and grant the Awards to the Executive Director of Superlon, Liu Jeremy of not more than 10% of the total Awards granted under the Proposed ESS, subject always to such terms and conditions of the By-Laws and/or any adjustment which may be made in accordance with provisions of the By-Laws.

AND RESOLVED THAT pursuant to Section 85 of the Companies Act 2016 read together with Clause 10 of the Constitution, the statutory pre-emptive rights of the shareholders of the Company to be offered new Superlon Shares ranking equally to the existing issued Superlon Shares arising from any issuance of the Awards pursuant to the Proposed Allocation is hereby noted and waived.”

8.5 Ordinary resolution 5

	No. and Percentage of Shares
For	68,682,732 (99.5492%)
Against	311,000 (0.4508%)
Total	68,993,732 (100.0000%)
	No. of Shares
Abstained	136,204
Spoilt	0

In view thereof, the Chairman declared that Ordinary Resolution 5 was carried as follows:

“RESOLVED THAT subject to the passing of Ordinary Resolution 1 and the approvals of all relevant authorities and/or parties being obtained (where applicable) and to the extent permitted by law and the Constitution, approval be and is hereby given to the Board of Directors of the Company to authorise the ESS Committee from time to time throughout the duration of the Scheme, to offer and grant the Awards to the Executive Director of Superlon, Ongi Cheng San of not more than 10% of the total Awards granted under the Proposed ESS, subject always to such terms and conditions of the By-Laws and/or any adjustment which may be made in accordance with provisions of the By-Laws.

AND RESOLVED THAT pursuant to Section 85 of the Companies Act 2016 read together with Clause 10 of the Constitution, the statutory pre-emptive rights of the shareholders of the Company to be offered new Superlon Shares ranking equally to the existing issued Superlon Shares arising from any issuance of the Awards pursuant to the Proposed Allocation is hereby noted and waived.”

8.6 Ordinary resolution 6

	No. and Percentage of Shares
For	68,814,836 (99.5500%)
Against	311,100 (0.4500%)
Total	69,125,936 (100.0000%)
	No. of Shares
Abstained	4,000
Spoilt	0

In view thereof, the Chairman declared that Ordinary Resolution 6 was carried as follows:

“RESOLVED THAT subject to the passing of Ordinary Resolution 1 and the approvals of all relevant authorities and/or parties being obtained (where applicable) and to the extent permitted by law and the Constitution, approval be and is hereby given to the Board of Directors of the Company to authorise the ESS Committee from time to time throughout the duration of the Scheme, to offer and grant the Awards to the Independent Non-Executive Director of Superlon, Lee Mei Hsiang of not more than 0.5% of the total Awards granted under the Proposed ESS, subject always to such terms and conditions of the By-Laws and/or any adjustment which may be made in accordance with provisions of the By-Laws.

AND RESOLVED THAT pursuant to Section 85 of the Companies Act 2016 read together with Clause 10 of the Constitution, the statutory pre-emptive rights of the shareholders of the Company to be offered new Superlon Shares ranking equally to the existing issued Superlon Shares arising from any issuance of the Awards pursuant to the Proposed Allocation is hereby noted and waived.”

8.7 Ordinary resolution 7

	No. and Percentage of Shares
For	63,949,736 (99.5159%)
Against	311,100 (0.4841%)
Total	64,260,836 (100.0000%)
	No. of Shares
Abstained	4,869,100
Spoilt	0

In view thereof, the Chairman declared that Ordinary Resolution 7 was carried as follows:

“RESOLVED THAT subject to the passing of Ordinary Resolution 1 and the approvals of all relevant authorities and/or parties being obtained (where applicable) and to the extent permitted by law and the Constitution, approval be and is hereby given to the Board of Directors of the Company to authorise the ESS Committee from time to time throughout the duration of the Scheme, to offer and grant the Awards to the Independent Non-Executive Director of Superlon, Lin, Po-Chih of not more than 0.5% of the total Awards granted under the Proposed ESS, subject always to such terms and conditions of the By-Laws and/or any adjustment which may be made in accordance with provisions of the By-Laws.

AND RESOLVED THAT pursuant to Section 85 of the Companies Act 2016 read together with Clause 10 of the Constitution, the statutory pre-emptive rights of the shareholders of the Company to be offered new Superlon Shares ranking equally to the existing issued Superlon Shares arising from any issuance of the Awards pursuant to the Proposed Allocation is hereby noted and waived.”

8.8 Ordinary resolution 8

	No. and Percentage of Shares
For	68,814,836 (99.5500%)
Against	311,100 (0.4500%)
Total	69,125,936 (100.0000%)
	No. of Shares
Abstained	4,000
Spoilt	0

In view thereof, the Chairman declared that Ordinary Resolution 6 was carried as follows:

“RESOLVED THAT subject to the passing of Ordinary Resolution 1 and the approvals of all relevant authorities and/or parties being obtained (where applicable) and to the extent permitted by law and the Constitution, approval be and is hereby given to the Board of Directors of the Company to authorise the ESS Committee from time to time throughout the duration of the Scheme, to offer and grant the Awards to the Independent Non-Executive Director of Superlon, Lim Wai Loong of not more than 0.5% of the total Awards granted under the Proposed ESS, subject always to such terms and conditions of the By-Laws and/or any adjustment which may be made in accordance with provisions of the By-Laws.

AND RESOLVED THAT pursuant to Section 85 of the Companies Act 2016 read together with Clause 10 of the Constitution, the statutory pre-emptive rights of the shareholders of the Company to be offered new Superlon Shares ranking equally to the existing issued Superlon Shares arising from any issuance of the Awards pursuant to the Proposed Allocation is hereby noted and waived.”

8.9 Ordinary resolution 9

	No. and Percentage of Shares
For	67,814,936 (99.5435%)
Against	311,000 (0.4565%)
Total	68,125,936 (100.0000%)
	No. of Shares
Abstained	1,004,000
Spoilt	0

In view thereof, the Chairman declared that Ordinary Resolution 9 was carried as follows:

“RESOLVED THAT subject to the passing of Ordinary Resolution 1 and the approvals of all relevant authorities and/or parties being obtained (where applicable) and to the extent permitted by law and the Constitution, approval be and is hereby given to the Board of Directors of the Company to authorise the ESS Committee from time to time throughout the duration of the Scheme, to offer and grant the Awards to the Non-Independent Non-Executive Director of Superlon, Chun Kwong Pong of not more than 0.5% of the total Awards granted under the Proposed ESS, subject always to such terms and conditions of the By-Laws and/or any adjustment which may be made in accordance with provisions of the By-Laws.

AND RESOLVED THAT pursuant to Section 85 of the Companies Act 2016 read together with Clause 10 of the Constitution, the statutory pre-emptive rights of the shareholders of the Company to be offered new Superlon Shares ranking equally to the existing issued Superlon Shares arising from any issuance of the Awards pursuant to the Proposed Allocation is hereby noted and waived.”

9. **CONCLUSION OF MEETING**

There being no further business, the Meeting was ended at 12.15 p.m. with a vote of thanks to the Chairman.

## Annexure 3

**SUPERLON<sup>®</sup>**  
**SUPERLON HOLDINGS BERHAD**

**Questions from Shareholders during the Extraordinary General Meeting held on 25 September 2024**

No.	Question	Answer
1)	What is the basis of allocation to the Non-Executive Directors?	Malacca Securities Sdn Bhd ("Adviser"), as Superlon's adviser for the Proposals, explained that it follows the industry practice. Furthermore, Bursa Malaysia Securities Berhad allows the grant of options to the Non-Executive Directors with moratorium period of 1 year
2)	What is the basis of allocation to the Executive Directors?	The Adviser elaborated that the allocation follows the Main Market Listing Requirements of Bursa Malaysia Securities Berhad
3)	What is the basis of Settlement of Awards under the Proposed ESS?	The Adviser mentioned that when implementing the Proposed ESS, the ESS Committee may in its absolute discretion decide that the Awards be satisfied by any of the following methods:- (i) issuance of new Superlon Shares; (ii) acquisition of existing Superlon Shares from the open market; (iii) transferring Superlon treasury shares, Superlon Shares held by Trustee and/or any other methods as may be permitted by the Companies Act 2016; (iv) payment by cash; or (v) any combination of the above
4)	What is the impact if an employee resigns?	The Adviser stated that it varies from case-to-case basis and depending on the circumstances. For example, if the service of the employee is terminated due to misconduct, his/her rights to the Awards may be forfeited.