



CCK CONSOLIDATED HOLDINGS BERHAD

Registration no. 199601024340 (396692-T)
(Incorporated in Malaysia)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Twenty-Fourth Annual General Meeting of CCK Consolidated Holdings Berhad (“the Company”) will be held at Conference Room, CCK Fresh Mart Sdn. Bhd., Lot 4147, Block 19, Seduan Land District, Upper Lanang Road, 96000 Sibu, Sarawak on Monday, 24 August 2020 at 12.00 noon to transact the following businesses:

A G E N D A

AS ORDINARY BUSINESS:

1. To receive the Audited Financial Statements for the financial year ended 31 December 2019 together with the Reports of the Directors and Auditors thereon. *(Please refer to Note 1)*
2. To declare and approve the payment of a final single-tier dividend of 0.5 sen per share in respect of the financial year ended 31 December 2019. Resolution 1
3. To approve the payment of Directors’ fees for the financial year ended 31 December 2019. Resolution 2
4. To approve the meeting allowance payable to the Directors for the year ending 31 December 2020 until the next annual general meeting of the Company to be held in 2021. Resolution 3
5. To re-elect the following Directors retiring pursuant to Article 122 of the Company’s Constitution and being eligible, have offered themselves for re-election:
 - (i) Tan Sri Datuk Tiong Su Kouk Resolution 4
 - (ii) Kueh Chung Peng Resolution 5
 - (iii) Lau Liong Kii Resolution 6
 - (iv) Datu Haji Putit bin Matzen Resolution 7
6. To re-appoint Messrs. Crowe Malaysia PLT as Auditors of the Company until the conclusion of the next annual general meeting and to authorise the Directors to fix their remuneration. Resolution 8

AS SPECIAL BUSINESS:

7. To consider and, if thought fit, pass the following ordinary resolutions pursuant to Practice 4.2 of the Malaysian Code on Corporate Governance 2017:

Continuation in office as Independent Non-Executive Directors

- (i) “THAT, approval be and is hereby given to Datuk Pemanca Jangu anak Banyang who has served as an Independent Non-Executive Director of the Company for a consecutive term of more than nine (9) years, to continue in office as an Independent Non-Executive Director of the Company.” Resolution 9
- (ii) “THAT, subject to the passing of Resolution 7, approval be and is hereby given to Datu Haji Putit bin Matzen who has served as an Independent Non-Executive Director of the Company for a consecutive term of more than nine (9) years, to continue in office as an Independent Non-Executive Director of the Company.” Resolution 10
- (iii) “THAT, approval be and is hereby given to Bong Wei Leong who has served as an Independent Non-Executive Director of the Company for a consecutive term of more than nine (9) years, to continue in office as an independent Non-Executive Director of the Company.” Resolution 11

NOTICE OF ANNUAL GENERAL MEETING (CONT'D)

8. To consider and if thought fit, pass the following ordinary resolution:

Proposed renewal of authority for the Company to purchase its own shares

Resolution 12

“THAT, subject always to the Companies Act 2016 (as may be amended, modified or re-enacted from time to time) (“the Act”), rules, regulations and orders made pursuant to the Act, provisions of the Company’s Constitution and the Main Market Listing Requirements of Bursa Malaysia Securities Berhad (“Bursa Securities”) and any other relevant authorities, where applicable, the Company be hereby unconditionally and generally authorised to purchase and/or hold such an amount of ordinary shares in the Company (“Proposed Share Buy-Back”) as may be determined by the Directors from time to time through Bursa Securities upon such terms and conditions as the Directors may deem fit, necessary and expedient in the interest of the Company provided that the total aggregate number of shares purchased and/or held or to be purchased and/or held pursuant to this resolution shall not exceed ten percent (10%) of the total number of issued shares of the Company for the time being and an amount of funds not exceeding the Company’s total retained profits at the time of purchase be allocated by the Company for the Proposed Share Buy-Back AND THAT such shares purchased are to be retained as treasury shares and distributed as dividends and/or resold on the market of Bursa Securities, or subsequently may be cancelled;

AND THAT the Directors be and are hereby authorised and empowered to do all acts and things and to take all such steps and to enter into and execute all commitments, transactions, deeds, agreements, arrangements, undertakings, indemnities, transfers, assignments and/or guarantees as they may deem fit, necessary, expedient and/or appropriate in order to implement, finalise and give full effect to the Proposed Share Buy-Back with full powers to assent to any conditions, modifications, revaluations, variations and/or amendments, as may be required or imposed by any relevant authorities and to do all such acts and things (including executing all documents) as the Directors may deem fit and expedient in the best interest of the Company;

AND FURTHER THAT the authority hereby given will commence immediately upon the passing of this resolution and will continue to be in force until:

- (a) the conclusion of the next annual general meeting of the Company, at which time it will lapse, unless by ordinary resolution passed at that meeting, the authority is renewed, either unconditionally or subject to conditions;
- (b) the expiration of the period within which the next annual general meeting after that date is required by law to be held; or
- (c) revoked or varied by ordinary resolution passed by the shareholders in general meeting.

whichever occurs first, in accordance with the provisions of the guidelines issued by Bursa Securities or any other relevant authorities.”

9. To transact any other business which may properly be transacted at an annual general meeting, due notice of which shall have been given in accordance with the Companies Act 2016 and the Company’s Constitution.

NOTICE OF DIVIDEND ENTITLEMENT AND PAYMENT

NOTICE IS ALSO HEREBY GIVEN that a final single-tier dividend of 0.5 sen per share in respect of the financial year ended 31 December 2019, if approved at the Twenty-Fourth Annual General Meeting, will be payable on 22 September 2020 to depositors whose names appear in the Record of Depositors on 27 August 2020.

A depositor shall qualify for entitlement only in respect of:

- (a) shares transferred into the depositor's securities account before 4.30 p.m. on 27 August 2020 in respect of transfers; and
- (b) shares bought on Bursa Malaysia Securities Berhad on a cum entitlement basis according to the Rules of Bursa Malaysia Securities Berhad.

By Order of the Board of Directors

Voon Jan Moi (MAICSA 7021367)

(SSM Practising Certificate No. 202008001906)

Yap Hui Yih (MAICSA 7048748)

(SSM Practising Certificate No. 202008000570)

Joint Company Secretaries

Dated: 24 July 2020

Kuching, Sarawak

NOTES:

1. This agenda item is meant for discussion only as under the provision of Section 340 of the Companies Act 2016 and the Company's Constitution, the Audited Financial Statements do not require the formal approval of shareholders and hence, this matter will not be put forward for voting.

2. Continuation in office as Independent Non-Executive Directors pursuant to Practice 4.2 of the Malaysian Code on Corporate Governance 2017

The Nomination Committee and the Board of Directors have assessed the independence of Datuk Pemanca Janggu anak Banyang, Datu Haji Putit bin Matzen and Bong Wei Leong. All of them have served as Independent Non-Executive Directors of the Company for a consecutive term of more than nine (9) years. The Board recommended them to continue to act as Independent Non-Executive Directors of the Company, based on the following justifications:

- (a) their experience, expertise, and networking have significant contribution to the operation and performance of the Group;
- (b) they participating in deliberations at Board meetings actively by providing unbiased and independent views, expressing disagreements, and stand up for their independent points of view for the best interest of the Group, shareholders, employees and other stakeholders as a whole; and
- (c) they fulfill the criteria as independent directors stipulated in the Main Market Listing Requirements of Bursa Malaysia Securities Berhad and therefore can be entrusted to discharge their duties impartially and constructively.

3. Proposed renewal of authority for purchase of own shares by the Company

The proposed Resolution 12 if passed, will renew the authority for the Company to purchase and/or hold its own shares up to ten per cent (10%) of the total number of issued shares of the Company through Bursa Malaysia Securities Berhad. This authority will expire at the conclusion of the next annual general meeting, unless revoked or varied by ordinary resolution passed by shareholders at general meeting.

Please refer to the Statement to Shareholders dated 24 July 2020 for further information.

NOTICE OF DIVIDEND ENTITLEMENT AND PAYMENT (CONT'D)

4. Proxy

- (a) A proxy or attorney or a duly authorised representative may but need not be a member of the Company. There shall be no restriction as to the qualification of the proxy.
- (b) To be valid, the duly completed proxy form must be deposited at the registered office of the Company at Lot 999, Section 66, Jalan Keluli, Bintawa Industrial Estate, 93450 Kuching, Sarawak not less than 48 hours before the time appointed for holding the meeting or any adjournment thereof.
- (c) If the appointor is a corporation, the form of proxy must be executed under its common seal or under the hand of an officer or attorney duly authorised in writing.
- (d) A Member shall not be entitled to appoint more than two (2) proxies to attend and vote at a meeting of the Company. Where a Member appoints more than one (1) proxy, the appointment shall be invalid unless he specifies the proportions of his holdings to be represented by each proxy.
- (e) Where a Member of the Company is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one (1) 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.

An exempt authorised nominee refers to an authorised nominee defined under the Securities Industry (Central Depositories) Act 1991 ("SICDA") which is exempted from compliance with the provisions of subsection 25A(1) of SICDA.

- (f) Depositors whose names appear in the Record of Depositors as at 14 August 2020 shall be regarded as members of the Company entitled to attend this Annual General Meeting or appoint proxy to attend, speak and vote on their behalf.