



中央冷藏控股有限公司
CCK CONSOLIDATED HOLDINGS BERHAD

(Company No. 396692-T) /199601024340
Lot 999, Section 66, Jalan Keluli, Bintawa Industrial Estate,
93450 Kuching, Sarawak, Malaysia.

P. O. Box 2881, 93756 Kuching, Sarawak. Tel: 082-336520, 486722 Fax: 082-331479

MINUTES OF THE EXTRAORDINARY GENERAL MEETING (“EGM”) OF CCK CONSOLIDATED HOLDINGS BERHAD (“CCK” OR “COMPANY”) HELD AT THE COMPANY’S CONFERENCE ROOM AT LOT 999, SECTION 66, JALAN KELULI, BINTAWA INDUSTRIAL ESTATE, 93450 KUCHING, SARAWAK, MALAYSIA ON WEDNESDAY, 27 NOVEMBER 2024 AT 11.00 A.M.

Present: As per attendance lists

EGM 2024/1	INTRODUCTION The Chairman, YBhg. Tan Sri Datuk Tiong Su Kouk welcomed all those present at the EGM. On behalf of the Board of Directors and CCK, YBhg. Tan Sri Datuk Tiong Su Kouk thanked the valued shareholders for their continued invaluable support. YBhg. Tan Sri Datuk Tiong Su Kouk then handed over the chair to the Group Managing Director, Mr. Tiong Chiong Hiiung to proceed with the EGM. Mr. Tiong Chiong Hiiung then took over the chair. He took the opportunity to welcome and introduce the new Independent Non-Executive Director, Ms. Wong Siaw Wei.
EGM 2024/2	QUORUM The Joint Company Secretary, Ms. Voon Jan Moi informed that a quorum as prescribed by Article 95 of the Company’s Constitution was present, represented by seventeen (17) members present in person, seventy-seven (77) members present by proxies and five (5) members present by corporate representative. Mr. Tiong Chiong Hiiung then declared the EGM duly convened at 11.02 a.m.
EGM 2024/3	NOTICE OF MEETING The notice convening the EGM, having been circulated to all members and advertised in “The New Straits Times” within the prescribed period in accordance with the Company’s Constitution, with the permission of all members present at the EGM, was taken as read. At this juncture, Mr. Tiong Chiong Hiiung informed the members present that pursuant to the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, the resolution as set out in the EGM notice shall be voted by poll. In this connection, Tengis Corporate Services Sdn. Bhd. was appointed as Poll Administrator to conduct the polling procedure while Messrs. Anna Lu & Co. was appointed as the Independent Scrutineer to validate the votes cast at the EGM.

<p>EGM 2024/4</p>	<p>ORDINARY RESOLUTION</p> <p>(A) PROPOSED DISPOSAL OF 31,772 EXISTING ORDINARY SHARES IN PT ADILMART (“ADILMART”) (“ADILMART SHARES”), REPRESENTING APPROXIMATELY 26.5% EQUITY INTEREST IN ADILMART, BY CCK TO ASTRANTIA SDN BHD (“ASTRANTIA”) FOR A CASH CONSIDERATION OF RM88.1 MILLION; AND</p> <p>(B) PROPOSED SHARE SUBSCRIPTION OF 27,047 NEW ADILMART SHARES, REPRESENTING APPROXIMATELY 18.4% OF THE ENLARGED ISSUED ADILMART SHARES, BY ASTRANTIA FOR A TOTAL CASH CONSIDERATION OF RM75.0 MILLION</p> <p>(COLLECTIVELY REFERRED TO AS “PROPOSALS”)</p> <p>Mr. Tiong Chiong Hiiung briefed the members on the rationale for the Proposals, details of which are outlined in the Circular to Shareholders dated 12 November 2024, a copy of which has been previously circulated to all members.</p> <p>On the proposal of Mr. Wong Kee Hung and seconded by Ms. Wong Jing Kiet, the motion was put to vote by poll.</p>														
<p>EGM 2024/5</p>	<p>POLLING PROCEDURES</p> <p>As no questions were raised by the members on the motion tabled at the EGM, Mr. Tiong Chiong Hiiung put forward the resolution for voting by poll via the polling slips.</p> <p>Ms. Voon Jan Moi then briefed the members present on the polling procedures before members cast their votes.</p>														
<p>EGM 2024/6</p>	<p>ANNOUNCEMENT OF POLL RESULTS</p> <p>On completion of counting and scrutinising of poll votes, the Scrutineer reported the poll results as follow:</p> <table border="1" data-bbox="363 1435 1410 1944"> <thead> <tr> <th rowspan="2">Resolution</th> <th colspan="2">Vote For</th> <th colspan="2">Vote Against</th> </tr> <tr> <th>No. of Shares</th> <th>%</th> <th>No. of Shares</th> <th>%</th> </tr> </thead> <tbody> <tr> <td>Proposed disposal of 31,772 existing ordinary shares in PT Adilmart (“Adilmart”) (“Adilmart Shares”), representing approximately 26.5% equity interest in Adilmart, by CCK to Astrantia Sdn. Bhd. (“Astrantia”) for a cash consideration of RM88.1 million and proposed share subscription of 27,047 new Adilmart Shares, representing approximately 18.4% of the enlarged issued Adilmart Shares, by Astrantia for a total cash consideration of RM75.0 million</td> <td>422,041,348</td> <td>100</td> <td>0</td> <td>0</td> </tr> </tbody> </table> <p>Based on the poll results reported and confirmed by the scrutineer, Mr. Tiong Chiong Hiiung declared that the resolution as set out in the notice of EGM dated 12 November 2024 was duly carried, details as follow:</p>	Resolution	Vote For		Vote Against		No. of Shares	%	No. of Shares	%	Proposed disposal of 31,772 existing ordinary shares in PT Adilmart (“Adilmart”) (“Adilmart Shares”), representing approximately 26.5% equity interest in Adilmart, by CCK to Astrantia Sdn. Bhd. (“Astrantia”) for a cash consideration of RM88.1 million and proposed share subscription of 27,047 new Adilmart Shares, representing approximately 18.4% of the enlarged issued Adilmart Shares, by Astrantia for a total cash consideration of RM75.0 million	422,041,348	100	0	0
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EGM 2024/6	<p>ANNOUNCEMENT OF POLL RESULTS (CONT.)</p> <p>Ordinary Resolution</p> <p>(A) PROPOSED DISPOSAL OF 31,772 EXISTING ORDINARY SHARES IN PT ADILMART (“ADILMART”) (“ADILMART SHARES”) (“SALE SHARES”), REPRESENTING APPROXIMATELY 26.5% EQUITY INTEREST IN ADILMART, BY CCK TO ASTRANTIA SDN BHD (“ASTRANTIA”) FOR A CASH CONSIDERATION OF RM88.1 MILLION; AND</p> <p>(B) PROPOSED SHARE SUBSCRIPTION OF 27,047 NEW ADILMART SHARES (“SUBSCRIPTION SHARES”), REPRESENTING APPROXIMATELY 18.4% OF THE ENLARGED ISSUED ADILMART SHARES, BY ASTRANTIA FOR A TOTAL CASH CONSIDERATION OF RM75.0 MILLION</p> <p>(COLLECTIVELY REFERRED TO AS “PROPOSALS”)</p> <p>RESOLVED THAT:</p> <ol style="list-style-type: none">1. subject to the approvals of all relevant authorities and/or parties being obtained (if required) and the conditions precedent in the conditional share purchase and subscription agreement dated 12 September 2024 entered into between Astrantia, Adilmart and CCK as well as Tiong Chiong Hiiung (being the Managing Director of CCK) and Ethan Tiong Ing Hung (being the Deputy Chief Executive Officer of CCK) (“CSPSA”), being fulfilled or waived (as the case may be), approval be and is hereby given:<ol style="list-style-type: none">a) for the disposal by CCK of the Sale Shares, representing approximately 26.5% equity interest in Adilmart, to Astrantia for a cash consideration of RM88.1 million upon the terms and conditions set out in the CSPSA; andb) for the allotment and issuance by Adilmart of the Subscription Shares to Astrantia in two (2) tranches for a total cash consideration of RM75.0 million upon the terms and conditions set out in the CSPSA; and2. the proceeds arising from the Proposals be utilised for the purposes set out in Section 2.8 of the circular to shareholders of the Company in relation to the Proposals dated 12 November 2024, and the Board of Directors of the Company (“Board”) be authorised with full powers to vary the manner and/or purposes of utilisation of such proceeds in such manner as the Board in its absolute discretion deems fit, necessary and/or expedient in the best interest of the Company, subject to (where required) the approval of the relevant authorities and/or shareholders of the Company; and3. the Board be and is hereby empowered and authorised to do all acts, deeds and things (including all applications and submissions to the relevant regulatory authorities and bodies) and take all such decisions as they may in their absolute discretion deem fit, necessary, expedient and/or appropriate in the best interest of the Company and Adilmart, and to take all such steps and to execute, sign, deliver and cause to be delivered on behalf of the Company and Adilmart, all such documents and/or arrangements (including without limitations, the affixation of the Company’s and Adilmart’s Common Seal in accordance with their respective Constitutions) as may be necessary or expedient in order to implement, finalise, give full effect and complete the Proposals under the terms and conditions of the CSPSA with full powers to assent to any condition, modifications, variations and/or amendments in any manner as may be required or imposed by the relevant authorities including to enter into any supplemental agreement(s), if any, in connection with the Proposals, and to deal with all matters relating thereto and to take all such steps and do all acts and things in any manner or as the Board may deem necessary or expedient in the best interest of the Company and Adilmart.
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- Minutes of the Extraordinary General Meeting held on 27 November 2024 (cont.)

EGM 2024/7	CONCLUSION As the agenda item has been transacted, Mr. Tiong Chiong Hiiung, on behalf of the Chairman, declared the EGM concluded at 11.26 a.m. with a vote of thanks accorded to the Chair.
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Confirmed as correct record by,

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TAN SRI DATUK TIONG SU KOUK
Chairman

Dated: