

**CLASSIC SCENIC BERHAD**

[Registration No. 200301031466 (633887-M)]  
(Incorporated in Malaysia)

Minutes of the Extraordinary General Meeting (“EGM”) of the Company held at Board Room, Kelab Rahman Putra Malaysia, Jalan BRP 2/1, Bukit Rahman Putra, 47000 Sungai Buloh, Selangor Darul Ehsan on Thursday, 20 April 2023 at 10.00 a.m.

Present : Shareholders  
As per Attendance List

Directors  
Datuk Iskandar Bin Sarudin Independent Non-Executive Chairman  
Mr Lim Chee Beng Managing Director  
Mr Vo Nghia Huu Executive Director  
Ms Lim Kim Lee Executive Director cum Chief Financial Officer  
Ms Ooi Youk Lan Non-Independent Non-Executive Director  
Mr Lew Chong Kiat Senior Independent Non-Executive Director  
Mr Teh ZiYang Independent Non-Executive Director

Principal Adviser  
Mr Matthew Lim Representative from Malacca Securities Sdn Bhd

Solicitors  
Mr Lim Wei Chien Representative from Messrs Wei Chien & Partners

By Invitation : As per the Attendance List

In Attendance : Ms Wong Youn Kim Company Secretary

**1. CHAIRMAN, QUORUM AND NOTICE OF MEETING**

The meeting was convened with Datuk Iskandar Bin Sarudin in the Chair who welcomed everyone to the EGM of the Company.

Upon confirmation by Ms Wong Youn Kim, the Company Secretary, that the requisite quorum was present at the commencement of the meeting pursuant to Clause 70 of the Company’s Constitution, the Chairman called the meeting to order.

The Chairman proceeded to introduce the Board of Directors, Principal Adviser and Solicitors for the Proposed Bonus Issue of Shares. He then declared that the Notice of the meeting was taken as read as the Notice of the EGM dated 5 April 2023 had been circulated to all members of the Company in accordance with the Company’s Constitution.

The Company Secretary was called upon to explain the proceedings of the meeting and voting procedures to the shareholders.

She informed the shareholders that the business to be transacted in the EGM involved the moving and passing of 1 proposed Ordinary Resolution and that the proposed Ordinary Resolution would require the approval of a simple majority of the members or their proxies present and voting in this meeting.

She said the meeting would require one proposer and one seconder before the motion was put to the floor to vote.

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3. **PROPOSED BONUS ISSUE OF UP TO 180,749,610 NEW ORDINARY SHARES IN CLASSIC SCENIC BERHAD (“CSCENIC” OR “COMPANY”) (“CSCENIC SHARE(S)” OR “SHARES”) (“BONUS SHARE(S)”) ON THE BASIS OF 1 BONUS SHARE FOR EVERY 2 EXISTING CSCENIC SHARES HELD BY THE SHAREHOLDERS WHOSE NAMES APPEAR IN THE RECORD OF DEPOSITORS OF THE COMPANY ON AN ENTITLEMENT DATE TO BE DETERMINED AND ANNOUNCED LATER (“ENTITLEMENT DATE”) (“PROPOSED BONUS ISSUE OF SHARES”)**

Ordinary Resolution - Proposed Bonus Issue of Shares

The Chairman asked whether there were any questions the shareholders wished to raise regarding the Proposed Bonus Issue of Shares.

The following questions were raised by a member named Mr Dinesh Kumar A/L Bachulal present at the EGM; and answers were provided by Ms Lim Kim Lee, the Executive Director cum Chief Financial Officer and Mr Matthew Lim, Representative from Malacca Securities Sdn Bhd in response to those questions are as stated below:-

Q1. How much was the total cost incurred in relation to the Proposed Bonus Issue of Shares?

A1. The total cost incurred in relation to the Proposed Bonus Issue of Shares was insignificant to the Company.

Due to the pandemic which affected the Company’s performance over the past 2 years, the Company did not declare any dividend. Hence, the Board would like to reward our shareholders earlier via bonus shares. In other words, our shareholders will have more securities in hand to participate in the trading of the Company’s securities on Bursa Malaysia Securities Behad. This will be a benefit to our shareholders. The Board believes that it is a gesture of appreciation from the Company to our shareholders.

Q2. But from the shareholder’s point of view, this corporate exercise would incur high cost for the Company. The cost does not only refer to the cost for convening the physical meeting, there are fees to be paid to the Advisers, paperwork, announcements etc. The management team would also be burdened by the additional works.

Thank you to the Board for the good dividend declared earlier this year. Hope that the Company would be able to declare more dividends in the future.

Due to the downturn in the economy, I hope that the Company would expand to other countries for more opportunities.

A2. The Board and the management team take note of the shareholders’ opinion but would also need to consider other shareholders’ points of view, and would act prudently.

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Q3. How much would the adjustment affect the price and number of the warrants?

A3. As the basis for the Proposed Bonus Issue of Shares is 1 Bonus Share for every 2 existing Cscenic Shares, the number of warrants and exercise price of the warrants will be adjusted in accordance with the provisions of the Deed Poll.

Please refer to pages 9 and 10 of the Circular for the illustrations on the adjustment on the number and the exercise price of the outstanding warrants.

After 5.00 p.m. on book closure date, the Company will make announcements in respect of the adjustment to the number and exercise price of the outstanding warrants. The Notice in this respect will also be sent to the Warrant Holders.

Q4. Is the Proposed Bonus Issue of Shares also applicable to the warrants?

A4. No, but the number and exercise price of the warrants will be adjusted accordingly.

Q5. Is there still time for warrant conversion?

A5. Yes, if Warrants Holders would like to be eligible for the Proposed Bonus Issue of Shares, the Warrants Holders would need to convert their warrants at least 8 market days before the book closure date.

Upon the completion of the questions and answers session, the Chairman moved the motion on the Proposed Bonus Issue of Shares as set out in the notice of the meeting, for approval.

The Ordinary Resolution being duly proposed by Mr Dinesh Kumar A/L Bachulal and seconded by Ms Chew Tze Yee, the motion to approve the Proposed Bonus Issue of Shares would be voted by way of poll.

**9. BRIEFING BY COMPANY SECRETARY ON POLLING**

The Company Secretary informed the shareholders that Boardroom Share Registrars Sdn Bhd would conduct the poll and Boardroom Corporate Services Sdn Bhd has been appointed as the Scrutineer to verify the poll results.

She then briefed all present at the meeting on the voting procedures which was conducted manually and the said polling would commence immediately after the briefing.

**10. ADJOURNED OF MEETING FOR POLL VOTING**

The meeting was adjourned at 10.17 a.m. for the poll voting to commence immediately.

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**11. RE-CONVENING OF MEETING AND ANNOUNCEMENT OF RESULTS**

The meeting re-convened at 10.32 a.m. for the announcement of the results of the poll voting by the Chairman as follows:-

Ordinary Resolution	Votes For			Votes Against		
	No. of Shares	No. of Shareholders	%	No. of Shares	No. of Shareholders	%
Resolution	777,914,160	24	100.00	-	-	0.00

The Chairman declared that the Ordinary Resolution was carried by unanimous votes.

**Ordinary Resolution**

It was resolved:

THAT subject to the approvals of all relevant regulatory authorities being obtained, the Board of Directors of the Company ("Board") be and is hereby authorised to issue up to 180,749,610 Bonus Shares to be credited as fully paid-up on the basis of 1 Bonus Share for every 2 existing CScenic Shares held by the shareholders whose names appear on the Record of Depositors of the Company as at the close of business on the Entitlement Date;

THAT fractional entitlements arising from the Proposed Bonus Issue of Shares, if any, will be disregarded and/or dealt with by the Board in such manner as it may in its absolute discretion deem fit or expedient and in the best interest of the Company;

THAT the Bonus Shares shall, upon allotment and issuance, rank equally in all respects with the existing CScenic Shares, save and except that the Bonus Shares shall not be entitled to any dividends, rights, allotments and/or any other distributions which may be declared, made or paid to the shareholders of the Company, the entitlement date of which precedes the date of allotment and issuance of the Bonus Shares;

AND THAT the Board be and is hereby authorised to sign and execute all documents, do all things and acts as may be required to give effect to the Proposed Bonus Issue of Shares with full power to assent to any condition, modification, variation and/or amendment in any manner as may be required by the relevant authorities and to deal with all matters relating thereto and to take all such steps and do all acts and things in any manner as it may deem necessary or expedient to implement, finalise and give full effect to the Proposed Bonus Issue of Shares.

12. **TERMINATION OF MEETING**

There being no other business, the meeting ended at 10.35 a.m. with a vote of thanks to the chair.

Confirmed as correct record,

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**DATUK ISKANDAR BIN SARUDIN**  
Chairman