

HEXTAR GLOBAL BERHAD
Registration No: 199001014551 (206220-U)
(Incorporated in Malaysia)

Minutes of the 30th Annual General Meeting (“30th AGM”) of Hextar Global Berhad (“the Company”) held entirely through live streaming from the broadcasting venue at No. 64, Jalan Bayu Laut 4/KS09 Kota Bayuemas, 41200 Klang, Selangor, Malaysia, on Monday, 31 May 2021 at 10.00 a.m.

Present : Y.D.H. Dato’ Sri Dr Erwan Bin Dato’ Hj Mohd Tahir
 (“Dato’ Sri Dr. Erwan” or “Chairman”)
 : Dato’ Ong Soon Ho – via video conference
 : Dato’ Ong Choo Meng (“Dato’ Eddie Ong”)
 : Lee Chooi Keng
 : Yeoh Chin Hoe – via video conference
 : Liew Jee Min @ Chong Jee Min – via video conference

Proxies, Corporate Representatives : As per the attendance list

In Attendance : Ms Candy Ong Wai Leng (Company Secretary) – via video conference
 : Ms Renee Wong Kah Yeong – via video conference
 (Representative of Tricor Corporate Services Sdn Bhd)

1.0 CHAIRMAN

Dato’ Sri Dr. Erwan presided as Chairman of the meeting.

2.0 WELCOMING ADDRESS

The Chairman thanked and welcomed the shareholders, proxies, and authorised representatives to the 30th AGM for participating remotely from various locations through live streaming.

The Chairman informed that the AGM was conducted in a virtual manner due to the COVID-19 pandemic in adherence to the Guidelines and FAQs on the Conduct of General Meetings issued by the Securities Commission and on the advice of health authorities to take preventive measures to stem the spread of the virus.

Thereafter, the Chairman proceeded to introduce the members of the Board who were seated with him and the remaining of Board members, the Financial Controller, the Company Secretary, and the External Auditors who were attending the meeting via video conferencing.

3.0 QUORUM

The Chairman confirmed that the requisite quorum was present and called the Meeting to order.

The Chairman informed that pursuant to Paragraph 8.29(A) of the Main Market Listing Requirements, all resolutions set out in the notice of the AGM would be voted by poll, which was conducted electronically via the remote participation and voting ("RPV") facility provided by Tricor Investor & Issuing House Services Sdn. Bhd., and would be verified by Asia Securities Sdn Bhd, who had been appointed as the independent scrutineers.

Shareholders were informed that the voting on the resolutions could be done any time throughout the meeting until the closure of the voting session.

Tricor Investor & Issuing House Sdn Bhd was invited to explain the remote voting procedure to be done through the RPV facility.

4.0 NOTICE

The notice convening the AGM as set out in the Company's 2020 Annual Report was taken as read, with the consent of the shareholders present.

5.0 AUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2020 AND REPORTS OF THE DIRECTORS AND AUDITORS THEREON

The shareholders were informed that the Audited Financial Statements ("AFS") for the financial year ended 31 December 2020 were tabled pursuant to Section 340(1) of the Companies Act 2016. The Chairman informed that the AFS had been sent to all the shareholders, together with the Company's Annual Report on 30 April 2021, and that it was also available on the Company's website. The AFS was for discussion only and was not required to be put to vote.

The Chairman declared that the AFS of the Company for the financial year ended 31 December 2020, together with the Directors' and Auditors' Report thereon, was properly laid before the AGM in accordance with the Companies Act 2016.

6.0 ORDINARY RESOLUTION 1 RE-ELECTION OF MADAM LEE CHOOI KENG AS A DIRECTOR

The meeting proceeded with the second item on the agenda of the AGM, which was the re-election of Madam Lee Chooi Keng, who was retiring in accordance with Clause 127 of the Company's Constitution and who had offered herself for re-election as a Director of the Company.

The Chairman confirmed that Madam Lee Chooi Keng had indicated her willingness to be re-elected.

7.0 ORDINARY RESOLUTION 2 RE-ELECTION OF LIEW JEE MIN @ CHONG JEE MIN AS A DIRECTOR

The meeting proceeded with the next item on the agenda of the AGM, which was the re-election of Mr Liew Jee Min @ Chong Jee Min, who was retiring in accordance with Clause 127 of the Company's Constitution and who had offered himself for re-election as a Director of the Company.

The Chairman confirmed that Mr Liew Jee Min @ Chong Jee Min had indicated his willingness to be re-elected.

8.0 ORDINARY RESOLUTION 3
DIRECTORS' FEES FOR THE FINANCIAL YEAR ENDING 31 DECEMBER 2021

The meeting proceeded with the next item on the agenda pertaining to the payment of Directors' fees of up to RM350,000.00 for the financial year ending 31 December 2021.

9.0 ORDINARY RESOLUTION 4
DIRECTORS' BENEFITS OF UP TO RM100,000.00 FROM 31 MAY 2021 UNTIL THE NEXT ANNUAL GENERAL MEETING OF THE COMPANY

The meeting proceeded with the next item on the agenda pertaining to the payment of Directors' benefits of up to RM100,000.00 from 31 May 2021 until the next Annual General Meeting of the Company.

10.0 ORDINARY RESOLUTION 5
RE-APPOINTMENT OF AUDITORS AND TO AUTHORISE THE DIRECTORS TO FIX THEIR REMUNERATION

The motion on the re-appointment of Messrs Crowe Malaysia PLT as Auditors of the Company until the conclusion of the next AGM and to authorise the Board of Directors to fix their remuneration was tabled. The Chairman informed that Messrs Crowe Malaysia PLT had agreed to continue in office for the ensuing year.

11.0 ORDINARY RESOLUTION 6
AUTHORITY TO ALLOT AND ISSUE SHARES PURSUANT TO SECTIONS 75 & 76 OF THE COMPANIES ACT 2016

The meeting proceeded with the next item of the agenda pertaining to the mandate to be given to the Board to allot and issue new ordinary shares pursuant to Sections 75 and 76 of the Companies Act 2016. The Chairman informed that the full text of the proposed resolution was set out in the Notice of AGM dated 30 April 2021 and was taken as read.

The Chairman advised that if the proposed resolution has been passed, it will provide flexibility to the Company to issue new shares in the Company up to an amount not exceeding 20% of the total number of issued shares of the Company until 31 December 2021.

With effect from 1 January 2022, the mandate shall be reinstated from 20% to 10% of the total number of issued shares of the Company pursuant to Paragraph 6.03 of the Listing Requirements.

The Shareholders were informed that the purpose mandate is to provide flexibility to the Company and need not require to convene a separate general meeting to obtain shareholders' approval so as to avoid incurring additional cost and time.

**12.0 ORDINARY RESOLUTION 7
PROPOSED RENEWAL OF AUHTORITY FOR SHARE BUY-BACK**

The Meeting continued to discuss the next agenda item to obtain approval from the shareholders for the proposed renewal of authority for share buy-back. The Chairman informed that the details of the share buy-back exercise were stated in the Circular to Shareholders dated 30 April 2021 along with the Company's Annual Report for the financial year ended 31 December 2020.

**13.0 ORDINARY RESOLUTION 8
PROPOSED RENEWAL OF SHAREHOLDERS' MANDATE AND PROPOSED NEW SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE ("RRPT")**

The meeting then proceeded with the next item on the proposed renewal of existing shareholders' mandate and proposed new shareholders' mandate for recurrent related party transactions ("RRPT") of a revenue or trading nature as set out under Section 2.3.3 of the Circular to Shareholders dated 30 April 2021.

The Chairman advised that the details of the RRPT were stated in the Circular to Shareholders dated 30 April 2021 along with the Company's Annual Report for the financial year ended 31 December 2020.

14.0 ANY OTHER BUSINESS

The shareholders were informed that there was no notice given for any other business to be transacted at the AGM.

15.0 QUESTION AND ANSWER SESSION & POLL PROCESS

The Chairman then passed the floor to Dato' Eddie Ong to address the questions received from the shareholders, which were submitted through Tricor's online TIIH platform prior to the AGM and those received via the online query box.

The questions raised and answers provided were listed in the annexure attached.

The Meeting proceeded to vote on the items of the agenda. Upon completion of the casting votes by the shareholders and proxyholders, the meeting was adjourned to allow the scrutineers to verify the votes casted.

The meeting proceeded to vote and upon completion of voting was adjourned at 10.30 a.m. for verification of votes cast.

16.0 DECLARATION OF THE RESULTS OF THE POLL

At 11.12 a.m., Chairman reconvened the meeting and announced the poll results as follows:-

Resolutions	Vote For		Vote Against		Results
	No of Units	%	No of Units	%	
Ordinary Resolution 1	546,919,235	99.4252	3,161,717	0.5748	Carried
Ordinary Resolution 2	550,079,438	99.9997	1,514	0.0003	Carried
Ordinary Resolution 3	517,827,088	99.9991	4,864	0.0009	Carried
Ordinary Resolution 4	517,826,088	99.9991	4,864	0.0009	Carried
Ordinary Resolution 5	550,081,388	99.9996	2,064	0.0004	Carried
Ordinary Resolution 6	550,080,638	99.9999	814	0.0001	Carried
Ordinary Resolution 7	550,997,638	99.9989	5,814	0.0011	Carried
Ordinary Resolution 8	11,244,374	99.9705	3,314	0.0295	Carried

It was RESOLVED as follow:-

ORDINARY RESOLUTION 1: RE-ELECTION OF LEE CHOOI KENG AS A DIRECTOR

“THAT Lee Chooi Keng, the Director retiring in accordance with Clause 127 of the Company’s Constitution and being eligible, be and is hereby re-elected as a Director of the Company.”

ORDINARY RESOLUTION 2 RE-ELECTION OF LIEW JEE MIN @ CHONG JEE MIN AS A DIRECTOR

“THAT Liew Jee Min @ Chong Jee Min, the Director retiring in accordance with Clause 127 of the Company’s Constitution and being eligible, be and is hereby re-elected as a Director of the Company.”

ORDINARY RESOLUTION 3 DIRECTORS’ FEES OF UP TO RM350,000 IN RESPECT OF THE FINANCIAL YEAR ENDING 31 DECEMBER 2021

“THAT the payment of Directors’ fees of up to RM350,000.00 in respect of the financial year ending 31 December 2021 be hereby approved”

ORDINARY RESOLUTION 4
DIRECTORS' BENEFITS OF UP TO RM100,000 FROM 31 MAY 2021 UNTIL THE
NEXT ANNUAL GENERAL MEETING OF THE COMPANY

“**THAT** the payment of Directors' benefits of up to RM100,000 from 31 May 2021 until the next Annual General Meeting of the Company be hereby approved”

ORDINARY RESOLUTION 5
RE-APPOINTMENT OF AUDITORS AND TO AUTHORISE THE DIRECTORS TO
FIX THEIR REMUNERATION

“**THAT** Messrs Crowe Malaysia PLT, having indicated their willingness to continue in office, be and are hereby re-appointed as Auditors of the Company for the ensuing year and the Directors be hereby authorised to fix their remuneration.”

ORDINARY RESOLUTION 6
PROPOSED RENEWAL OF AUTHORITY TO ALLOT AND ISSUE SHARES
PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT 2016

“**THAT** pursuant to Sections 75 and 76 of the Companies Act, 2016, Main Market Listing Requirements of Bursa Malaysia Securities Berhad (“Bursa Securities”) (“Listing Requirements”) and the approval of the relevant regulatory authorities, where such approval is required, the Directors of the Company be and are hereby authorised to issue and allot shares in the capital of the Company, grant rights to subscribe for shares in the Company, convert any securities into shares in the Company, or allot shares under an agreement or option or offer (“New Shares”) from time to time, at such price, to such persons and for such purposes and upon such terms and conditions as the Directors may in their absolute discretion deem fit, provided that the aggregate number of such New Shares to be issued, to be subscribed under any rights granted, to be issued from conversion of any security, or to be issued and allotted under an agreement or option or offer, pursuant to this resolution, when aggregated with the total number of any such shares issued during the preceding 12 months does not exceed 20% of the total number of issued shares (excluding any treasury shares) of the Company for the time being (“Proposed 20% General Mandate”).

THAT such approval on the Proposed 20% General Mandate shall continue to be in force until 31 December 2021.

THAT with effect from 1 January 2022, the general mandate shall be reinstated from a 20% limit to a 10% limit pursuant to Paragraph 6.03 of the Listing Requirements provided that the aggregate number of such New Shares to be issued, to be subscribed under any rights granted, to be issued from conversion of any security, or to be issued and allotted under an agreement or option or offer by the Company from time to time, at such price, to such persons and for such purposes and upon such terms and conditions as the Directors may in their absolute discretion deem fit, pursuant to this resolution, when aggregated with the total number of any such shares issued during the preceding 12 months does not exceed 10% of the total number of issued shares (excluding any treasury shares) of the Company for the time being (“Proposed 10% General Mandate”).

THAT such approval on the Proposed 10% General Mandate shall continue to be in force until:

- a. the conclusion of the next Annual General Meeting of the Company held after the approval was given;
- b. the expiration of the period within which the next Annual General Meeting of the Company is required to be held after the approval was given; or
- c. revoked or varied by resolution passed by the shareholders of the Company in a general meeting,

whichever is the earlier.

(The Proposed 20% General Mandate and Proposed 10% General Mandate shall hereinafter refer to as "Proposed General Mandate".)

THAT the Directors of the Company be and are hereby also empowered to obtain the approval from Bursa Securities for the listing of and quotation for such New Shares on the Main Market of Bursa Securities.

THAT authority be and is hereby given to the Directors of the Company, to give effect to the Proposed General Mandate with full powers to assent to any conditions, modifications, variations and/or amendments as they may deem fit in the best interest of the Company and/or as may be imposed by the relevant authorities.

AND FURTHER THAT the Directors of the Company, be and are hereby authorised to implement, finalise, complete, and take all necessary steps and to do all acts (including execute such documents as may be required), deeds and things in relation to the Proposed General Mandate."

ORDINARY RESOLUTION 7 **PROPOSED RENEWAL OF AUHTORITY FOR SHARE BUY-BACK**

"THAT subject always to the Companies Act 2016 ("the Act"), the Constitution of the Company, the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities") ("Listing Requirements") and all other applicable laws, guidelines, rules and regulations, the Company be and is hereby authorised, to the fullest extent permitted by law, to purchase such number of issued shares in the Company as may be determined by the Directors of the Company from time to time through Bursa Securities upon such terms and conditions as the Directors may deem fit and expedient in the interest of the Company provided that:

- i. the aggregate number of issued shares in the Company ("Shares") purchased ("Purchased Shares") and/or held as treasury shares pursuant to this ordinary resolution does not exceed ten per centum (10%) of the total number of issued shares of the Company as quoted on Bursa Securities as at point of purchase; and
- ii. the maximum fund to be allocated by the Company for the purpose of purchasing the shares shall not exceed the aggregate of the retained profits of the Company based on the latest audited financial statements and/or the latest management accounts (where applicable) available at the time of the purchase,

("Proposed Share Buy-Back").

AND THAT the authority to facilitate the Proposed Share Buy-Back will commence immediately upon passing of this Ordinary Resolution and will continue to be in force until:

- a. the conclusion of the next Annual General Meeting of the Company following at which time the authority shall lapse unless by ordinary resolution passed at the meeting, the authority is renewed, either unconditionally or subject to conditions;
- b. the expiration of the period within which the next AGM after that date is required to be held pursuant to Section 340(2) of the Act (but must not extend to such extension as may be allowed pursuant to Section 340(4) of the Act); or
- c. revoked or varied by ordinary resolution passed by the shareholders of the Company at a general meeting,

whichever occurs first, but shall not prejudice the completion of purchase(s) by the Company of its own Shares before the aforesaid expiry date and, in any event, in accordance with the Listing Requirements and any applicable laws, rules, regulations, orders, guidelines and requirements issued by any relevant authorities.

AND THAT the Directors of the Company be and are hereby authorised, at their discretion, to deal with the Purchased Shares until all the Purchased Shares have been dealt with by the Directors in the following manner as may be permitted by the Act, Listing Requirements, applicable laws, rules, regulations, guidelines, requirements and/or orders of any relevant authorities for the time being in force:

- i. To cancel all or part of the Purchased Shares;
- ii. To retain all or part of the Purchased Shares as treasury shares as defined in Section 127 of the Act;
- iii. To distribute all or part of the treasury shares as dividends to the shareholders of the Company;
- iv. To resell all or part of the treasury shares;
- v. To transfer all or part of the treasury shares for the purposes of or under the employees' share scheme established by the Company and/or its subsidiaries;
- vi. To transfer all or part of the treasury shares as purchase consideration;
- vii. To sell, transfer or otherwise use the shares for such other purposes as the Minister may by order prescribe; and/or
- viii. To deal with the treasury shares in any other manners as allowed by the Act, Listing Requirements, applicable laws, rules, regulations, guidelines, requirements and/or orders of any relevant authorities for the time being in force.

AND THAT the Directors of the Company be and are authorised to take all such steps as are necessary or expedient [including without limitation, the opening and maintaining of central depository account(s) under Securities Industry (Central Depositories) Act, 1991, and the entering into all other agreements, arrangements and guarantee with any party or parties] to implement, finalise and give full effect to the Proposed Share Buy-Back with full powers to assent to any conditions, modifications, variations and/or amendments (if any) as may be imposed by the relevant authorities.”

ORDINARY RESOLUTION 8
PROPOSED RENEWAL OF SHAREHOLDERS’ MANDATE AND PROPOSED NEW SHAREHOLDERS’ MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE (“RRPT”)

“**THAT** subject to Main Market Listing Requirements of Bursa Malaysia Securities Berhad, approval be and is hereby given for the Company to enter into recurrent related party transactions of a revenue or trading nature with the related parties as set out in Section 2.3.3 of the Circular to the Shareholders dated 30 April 2021 which are necessary for day-to-day operations and are carried out in the ordinary course of business on terms which are not more favourable to the related parties than those generally available to the public and are undertaken on arms’ length basis and not to the detriment of minority shareholders;

AND THAT the authority conferred by such mandate shall commence upon the passing of this resolution and continue to be in full force until:

- (a) the conclusion of the next Annual General Meeting (“AGM”) of the Company at which this shareholders’ mandate will lapse, unless by a resolution passed at the next AGM, the mandate is renewed;
- (b) the expiration of the period within which the next AGM after that date is required to be held pursuant to Section 340(2) of the Act (but must not extend to such extension as may be allowed pursuant to Section 340(4) of the Act); or
- (c) revoked or varied by resolution passed by the shareholders in general meeting;

whichever is the earlier;

AND THAT the Board of Directors be and is hereby authorised to complete and do all such acts and things as it may consider expedient or necessary (including executing such documents as may be required) to give effect to the transactions contemplated and/or authorised by this mandate.”

18.0 CLOSURE OF MEETING

After the poll results were released and announced and there being no other business, the Meeting ended at 11.30 a.m. with a vote of thanks to the Chair.

CONFIRMED AS A CORRECT RECORD

CHAIRMAN

Date:

KEY MATTERS RAISED – 30TH ANNUAL GENERAL MEETING

Q1 : Three shareholders enquired the strongest competitor which is currently facing by the Company and the Company's plan to stay competitive.

A1 : *Dato' Eddie Ong replied that the main domestic competitor is Kenso. There are also other MNC companies such as Corteva, BASF, Bayer & Syngenta. He added that the Company has a strong procurement and operations team, a GLP certified lab as well as a strong R&D team.*

In order to stay competitive, the Company has been increasing efforts in growing its market share by improving its product quality, competitive prices, providing technical support to its customers, giving training on Weed Management, Pest and Diseases Management as well as the Company's product technical team solves problems in a timely manner and pays attention to details.

Q2 : A shareholder enquired the most serious mistake and the most successful task made by the Company last year.

A2 : *Dato' Eddie Ong replied that the Company had achieved historically outstanding performance last year against the backdrop of the COVID-19 pandemic as the Company's businesses are principally involved in supplying agricultural and hygiene products which are fall under essential businesses.*

He added that prior to the implementation of the first Movement Control Order ("MCO") last year, the Company had secured sufficient inventories to operate fully without disruption.

In addition, the Company had made a provision of doubtful debts amounted to RM1.6 million due to long outstanding debts in the third quarter, and had subsequently collected the said outstanding amount and made a reversal in the fourth quarter of 2020.

Q3 : A shareholder raised his concern on the direction of the Company intends to head towards.

A3 : *Dato' Eddie Ong responded that the Company is optimistic on its outlook underpinned by the existing business areas. The Company will continue to invest in the business to accelerate growth to increase its recurring income base. The Company will be looking into more mergers and acquisitions that provides further growth and increases its bottom line.*

Q4 : A shareholder raised his concern as to whether the Company's operations were affected by MCO 3.0 imposed by the Government.

A4 : *Dato' Eddie Ong replied that the Company had done significantly well for the first half year as its businesses are considered as essential businesses during the MCO period. The Company's performance in 2020 had demonstrated its strength and dedicated team can perform well during this challenging environment.*

Dato' Eddie Ong stated that the raw material prices are increasing, so it will have

a slight impact on the Company's bottom line. Nevertheless, the Company has taken and will continue to take the necessary actions to safeguard and maintain its financial position, focusing on liquidity management to meet its ongoing financial commitments and liquidity needs.

Q5 : A shareholder asked what keeps the Chief Executive Officer of the Company awake at night.

A5 : *Dato' Eddie Ong replied that the management is pleased with the Company's great achievements in monthly, quarterly and yearly performances. At the same time, the Company realised that good sleep is important to health, and it also improves management's concentration and productivity, thus enabling the Company to achieve greater success.*

Q6 : Shareholders asked when the Company will announce bonus issue entitlement date and whether the profit margin for agricultural products is able to sustain during the pandemic.

A6 : *Dato' Eddie Ong replied that the Company had, on 19 May 2021, obtained Bursa's approval and clearance in relation to the Company's proposed bonus issue, proposed acquisition and proposed diversification of business. The said corporate exercises are subject to shareholders' approval at the Extraordinary General Meeting scheduled to be held on 14 June 2021. Barring unforeseen circumstances, the bonus issue and proposed acquisition are targeted to be completed by the second quarter in 2021.*

He added that despite the current pandemic, the Company had reported outstanding results quarterly and the Company had performed better than the market's expectation. Therefore, the Management is optimistic that the Company can achieve sustainable profitability.

Q7 : A shareholder enquired whether the Company has finalised several mergers and acquisitions in 2020, and whether the Company will continue to pursue mergers and acquisitions for growth in the current year. How many mergers and acquisition the Company aims to complete for the year and the estimated funds, if any, for such mergers and acquisitions.

A7 : *Dato' Eddie Ong replied that the Company is looking for more mergers and acquisitions going forward. He explained that the Company had acquired Biogas Engineering Sdn Bhd last year. The Company has proposed to acquire Chempro Technology (M) Sdn Bhd in which the proposal would be tabled at the Extraordinary General Meeting on 14 June 2021 for shareholders' approval. Besides, the Company will seek other acquisitions and has several good goals.*

Dato' Eddie Ong replied that the Company does not have any estimates to be allocated for mergers & acquisitions. However, he clarified that the Company has sufficient financial support and is based on the Company's strong and profitable businesses as its fundamental businesses.

- Q8 : Shareholder expressed concern about the Company's revenue and profit growth projection for 2021.
- A8 : *Dato' Eddie Ong replied that with the acquisition in place, the Company believes that there will be more than twenty percent growth in 2021, and that the main driver of such growth will come from the Company's organic growth as well as the newly acquired companies.*
- Q9 : Shareholder requested the Company to update the production of machines or drones for plantation use.
- A9 : *Dato' Eddie Ong explained that the Company's subsidiary, Hextar IOT Sdn Bhd, has not progressed as fast as expected due to multiple lockdowns caused by the pandemic, and it has slowed the 5G project in Malaysia. The Company is currently looking to revive the business once the pandemic is stabilised.*
- Q10 : Shareholders enquired the Company what its competitors did not do. Besides, what products does the Company have in its pipelines that can continue its growth.
- A10 : *Dato' Eddie Ong replied that the Company has registered approximately more than 500 chemicals products compared to its competitors. In order to obtain a product registered in Malaysia, the Company requires to spend a lot of time in the research and development as well as the registration process. He explained that with the Company's huge product portfolio, this is a big advantage of the Company over its competitors.*