

# JIANKUN INTERNATIONAL BERHAD

[Registration No. 198301015973 (111365-U)]  
(Incorporated in Malaysia)

MINUTES OF THE EXTRAORDINARY GENERAL MEETING (“EGM”) OF JIANKUN INTERNATIONAL BERHAD (“JIANKUN OR “THE COMPANY”) CONDUCTED ON A VIRTUAL BASIS VIA REMOTE PARTICIPATION AND ELECTRONIC VOTING (“RPV”) VIA ONLINE MEETING PLATFORM [HTTPS://REBRAND.LY/JKI-EGM](https://rebrand.ly/jki-egm) OPERATED BY INSHUB SDN. BHD. FROM THE BROADCAST VENUE AT L21-03, LEVEL 21, PJX-HM SHAH TOWER, NO.16A, PERSIARAN BARAT, 46050 PETALING JAYA, SELANGOR ON WEDNESDAY, 13 DECEMBER 2023 AT 10.00 A.M.

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**PRESENT AT THE BROADCAST VENUE** : Tan Sri Dato’ Sri Haji Mohamed Apandi Bin Haji Ali (“Tan Sri Chairman”)  
– *Independent Non-Executive Chairman*  
Dato’ Saiful Nizam Bin Mohd Yusoff (“Dato’ Saiful”)  
– *President*  
Mr Edwin Silvester Das (“Mr Edwin”)  
– *Executive Director / Chief Executive Officer*  
Dato’ Ir Lim Siang Chai (“Dato’ Ir Lim”)  
– *Executive Director*  
Azmi Bin Osman (“Encik Azmi”)  
– *Non-Independent Non-Executive Director*  
Dato’ Yong Chong Long (“Dato’ Yong”)  
– *Non-Independent Non-Executive Director*  
Mr P Ellango A/L Ponramu (“Mr Ellango”)  
– *Independent Non-Executive Director*  
Madam Chew Huey Yen (“Madam Chew”)  
– *Independent Non-Executive Director*  
Mr Terence Cheah Eu Lee (“Mr Terence”)  
– *Independent Non-Executive Director*

**IN ATTENDANCE** : Ms Low Ven Sin (Company Secretary)

*The shareholders and proxyholders (collectively referred to as “Members”) is as per the Summary of Attendance List via the Remote Participation and Voting (“RPV”) facilities operated by InsHub Sdn. Bhd. in Malaysia via [HTTPS://REBRAND.LY/JKI-EGM](https://rebrand.ly/jki-egm).*

## 1. CHAIRMAN

Tan Sri Chairman was in the Chair. He welcomed all present at the Company’s EGM. Tan Sri Chairman then introduced the other members of the Board and the Company Secretary to the meeting.

## 2. QUORUM

Tan Sri Chairman advised that the Constitution of the Company required the presence of three (3) members present in person or proxies or corporate representatives to form a quorum and as the EGM was being conducted virtually, the quorum for the meeting would be determined by the number of members who logged-in at the start of the meeting. He then informed that there was a requisite quorum present to the Company’s Constitution and he called the Meeting to order at 10.00 a.m.

### 3. NOTICE

The Notice convening the Meeting having been circulated within the prescribed period, was with the permission of the Meeting, was taken as read.

### 4. POLLING AND ADMINISTRATIVE MATTERS

Before the Meeting dealt with the business on hand, Tan Sri Chairman briefed the Members that pursuant to Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities"), the resolution set out in the Notice shall be voted by poll.

Tan Sri Chairman informed that the Company had appointed Aldpro Corporate Services Sdn. Bhd. ("Aldpro") as the Poll Administrator to conduct the online voting process and CSC Securities Services Sdn. Bhd. as the Independent Scrutineer to validate the votes cast and verify the poll results.

The polling process for the resolution tabled at the Meeting would be conducted upon completion deliberation of the items to be transacted at the Meeting. Tan Sri Chairman informed that Members present virtually at the Meeting their right to pose question on the proposed resolution tabled at the Meeting and if the Company was unable to address all the questions received, the Company would reply via email as soon as possible after the Meeting.

Tan Sri Chairman informed the Members that they may submit their votes at any time from the commencement of the EGM at 10.00 a.m. until the announcement of closure of voting session.

A video clip guiding the Members on how the electronic poll voting was presented to the Meeting.

### 5. ORDINARY RESOLUTION 1

**PROPOSED VARIATION TO THE TERMS AND CONDITIONS OF THE PROPOSED ACQUISITION OF A PARCEL OF LEASEHOLD LAND IN KLEBANG, MELAKA MEASURING 40,469 SQUARE METRES IDENTIFIED AS H.S.(D) 89612, PT 10, KAWASAN BANDAR XLV, DISTRICT OF MELAKA TENGAH, STATE OF MELAKA BY KEY SUCCESS DEVELOPMENT SDN. BHD. ("KSDSB"), A WHOLLY-OWNED SUBSIDIARY OF JIANKUN, FROM CASH SUPPORT GROUP SDN. BHD. ("CSGSB") FOR A CASH CONSIDERATION OF RM26.00 MILLION ("PROPOSED LAND ACQUISITION") PURSUANT TO THE SUPPLEMENTAL SALE AND PURCHASE AGREEMENT DATED 27 SEPTEMBER 2023 ENTERED INTO BETWEEN JIANKUN, KSDSB AND CSGSB, WHICH ENTAILS AMONG OTHERS, VARIATION TO THE SOURCE OF FUNDING / MODE OF PAYMENT FOR THE PURCHASE CONSIDERATION AND INCLUDES THE ISSUANCE OF 22,000,000 NEW ORDINARY SHARES IN JIANKUN ("JIANKUN SHARES" OR "SHARES") ("CONSIDERATION SHARES") AT AN ISSUE PRICE OF RM0.20 PER CONSIDERATION SHARE TO CSGSB AS PART SATISFACTION OF RM4.40 MILLION OF THE PURCHASE CONSIDERATION ("PROPOSED VARIATION TO THE LAND ACQUISITION")**

Tan Sri Chairman proceeded to the first agenda of the Meeting, to seek shareholders' approval for Proposed Variation to the Terms and Conditions of the Proposed Acquisition of a Parcel of Leasehold Land in Klebang, Melaka measuring 40,469 square metres identified as H.S.(D) 89612, PT 10, Kawasan Bandar XLV, District of Melaka Tengah, State of Melaka by Key Success Development Sdn. Bhd. ("KSDSB"), a wholly-owned Subsidiary of Jiankun, from Cash Support Group Sdn. Bhd. ("CSGSB") for a cash consideration of RM26.00 Million ("Proposed

Land Acquisition") pursuant to the Supplemental Sale and Purchase Agreement dated 27 September 2023 entered into between Jiankun, KSDSB And CSGSB, which entails among others, variation to the Source of Funding / Mode of Payment for the Purchase Consideration and includes the issuance of 22,000,000 new Ordinary Shares In Jiankun ("Jiankun Shares" Or "Shares") ("Consideration Shares") at an Issue Price of RM0.20 per Consideration Share to CSGSB as Part Satisfaction of RM4.40 million of the Purchase Consideration ("Proposed Variation To The Land Acquisition"). The details of the Proposed Variation to the Land Acquisition was set out in the Circular to Shareholders dated 22 November 2023.

The Members were invited to submit their questions on this agenda item via the query box.

**6. ORDINARY RESOLUTION 2**

**PROPOSED PRIVATE PLACEMENT OF 95,000,000 NEW ORDINARY SHARES IN JIANKUN TO THIRD-PARTY INVESTORS (I.E. 70,000,000 PLACEMENT SHARES TO ECLIPSE INTERNATIONAL SDN BHD AND 25,000,000 PLACEMENT SHARES TO KSP VISTA SDN BHD) AT AN ISSUE PRICE OF RM0.20 PER SHARE ("PROPOSED PRIVATE PLACEMENT")**

Tan Sri Chairman proceeded to the second agenda of the Meeting, to seek shareholders' approval for Proposed Private Placement of 95,000,000 new ordinary shares in Jiankun to Third-Party Investors (i.e. 70,000,000 Placement Shares to Eclipse International Sdn. Bhd. and 25,000,000 Placement Shares to KSP Vista Sdn. Bhd.) at an Issue Price of RM0.20 per share ("Proposed Private Placement"). The details of the Proposed Private Placement was set out in the Circular to Shareholders dated 22 November 2023.

The Members were invited to submit their questions on this agenda item via the query box.

**7. ORDINARY RESOLUTION 3**

**PROPOSED BONUS ISSUE OF UP TO 265,795,584 NEW WARRANTS IN JIANKUN ("WARRANTS B") ON THE BASIS OF 2 WARRANTS B FOR EVERY 1 EXISTING SHARE HELD ON AN ENTITLEMENT DATE TO BE DETERMINED AND ANNOUNCED LATER ("PROPOSED BONUS ISSUE OF WARRANTS")**

Tan Sri Chairman presented the next agenda of the Meeting, to seek shareholders' approval for Proposed Bonus Issue of up to 265,795,584 New Warrants in Jiankun ("Warrants B") on the basis of 2 Warrants B for Every 1 Existing Share held on an Entitlement Date to be determined and announced later ("Proposed Bonus Issue of Warrants"). The details of the Proposed Bonus Issue of Warrants was set out in the Circular to Shareholders dated 22 November 2023.

The Members were invited to submit their questions on this agenda item via the query box.

**8. Q & A SESSION**

Following the presentation of all resolutions in the agenda, and before moving to vote by poll, the meeting moved on to the Q&A session. Tan Sri Chairman stated that no questions had been received before or during the meeting, and subsequently concluded the Q&A session.

## 9. VOTING SESSION

Tan Sri Chairman informed that a further 5 minutes will be allocated for those Members who have yet to cast their votes. Tan Sri Chairman then announced the closing of the online voting session and then adjourned the Meeting for approximately 20 minutes for counting of the votes by the appointed Poll Administrator and verification by the appointed Scrutineer.

## 10. ANNOUNCEMENT OF POLL RESULTS

The Meeting resumed at 10:30 a.m. and Tan Sri Chairman called the Meeting to order for the declaration of results.

Tan Sri Chairman informed that he had received the poll results from the appointed Scrutineer and read out the poll result as follows:

Resolutions	Voted For		Voted Against	
	No of Units	%	No of Units	%
Ordinary Resolution 1	165,358,908	99.999987	22	0.000013
Ordinary Resolution 2	165,358,907	99.999986	23	0.000014
Ordinary Resolution 3	165,358,808	99.999926	122	0.000074

Based on the poll results shown on the screen, Tan Sri Chairman declared that all the Resolutions tabled at the EGM were carried.

## 11. CLOSURE OF MEETING

There being no other matters, Tan Sri Chairman closed the Meeting closed at 10:42 a.m. upon thanking the shareholders for their attendance and support.

Confirmed as a correct record by:



Chairman of the Meeting  
TAN SRI DATO' SRI MOHAMED APANDI BIN ALI

Dated: