

OPCOM HOLDINGS BERHAD
Registration No.: 199401036979 (322661-W)
(Incorporated in Malaysia)

SUMMARY OF KEY MATTERS DISCUSSED DURING EXTRAORDINARY GENERAL MEETING (“EGM” OR “THE MEETING”) OF OPCOM HOLDINGS BERHAD (“OPCOM” OR “THE COMPANY”) HELD ON A FULLY VIRTUAL BASIS ON WEDNESDAY, 18 AUGUST 2021 AT 2.00 P.M.

WELCOMING ADDRESS

Dato’ Mazlin Bin MD Junid (“The Chairman”), on behalf of the Board of Directors, welcomed the shareholders, proxy holders and advisors to the Company’s virtual EGM, which was conducted through online meeting platform provided by Mega Corporate Services Sdn. Bhd. The Chairman thanked all participants for joining the meeting remotely from various locations.

The Chairman introduced the following Board members to all present:-

1. Mr. Ong Soon Lim, the Executive Director;
2. Mr. Teh Li King, Non-Independent Non-Executive Director;
3. Mr. Sven Janne Sjöden, Independent Non-Executive Director;
4. Ms. Chan Bee Lean, Independent Non-Executive Director; and
5. Mr. Magnus Kreuger, Independent Non-Executive Director

QUORUM

The Company Secretary confirmed that the requisite quorum was present as at the commencement of the meeting and therefore, Dato’ Chairman called the meeting to order and proceed with the agenda.

NOTICE OF MEETING

The notice convening the meeting, having been circulated earlier to all the shareholders of the Company within the prescribed period, was taken as read.

POLLING PROCEDURES

The Chairman informed that as required by Rule 8.31A of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad, all ordinary resolutions as set out in the notice calling the meeting were to be voted on by poll, and an independent scrutineer was to be appointed to validate the votes cast. For this purpose, Mega Corporate Services Sdn. Bhd. (“Mega”) had been appointed as the Poll Administrator, and Cygnus Technology Solutions Sdn. Bhd. as the Independent Scrutineer to verify and confirm the poll results.

Affirmative votes of more than half of the members/proxies who participated and voted remotely at the meeting would be required to pass all the resolutions.

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The Chairman informed that the Directors and persons connected with them will abstain from voting in the respective resolutions in which they are interested in.

ORDINARY RESOLUTION 1

PROPOSED PRIVATE PLACEMENT OF UP TO 53,212,400 NEW ORDINARY SHARES IN OPCOM HOLDINGS BERHAD (“OPCOM” OR THE “COMPANY”), REPRESENTING APPROXIMATELY 30% OF THE TOTAL NUMBER OF ISSUED SHARES OF OPCOM (“PROPOSED PRIVATE PLACEMENT”)

The Chairman informed that Ordinary Resolution 1 was to approve the Proposed Private Placement of up to 53,212,400 new ordinary shares in the Company, representing approximately 30% of the total number of issued shares of Opcom (“Proposed Private Placement”).

ORDINARY RESOLUTION 2

PROPOSED ESTABLISHMENT OF AN EMPLOYEES’ SHARE OPTION SCHEME OF UP TO 30% OF THE TOTAL NUMBER OF ISSUED SHARES OF OPCOM (EXCLUDING TREASURY SHARES, IF ANY) FOR ELIGIBLE DIRECTORS AND EMPLOYEES OF THE COMPANY AND ITS SUBSIDIARIES (“PROPOSED ESOS”)

The Chairman informed that Ordinary Resolution 2 was to approve the Proposed Establishment of an Employees’ Share Option Scheme of up to 30% of the total number of issued shares of Opcom (excluding Treasury Shares, if any) for eligible directors and employees of the company and its subsidiaries (“Proposed ESOS”).

RESOLUTIONS 3 – 8

PROPOSED GRANTING OF ESOS OPTIONS TO DIRECTORS

The Chairman informed that the Ordinary Resolution 3 to 8 were for the Proposed granting of ESOS Options to the Directors of the Company which included Dato’ Mazlin Bin MD Junid, Mr. Ong Soon Lim, Mr. Teh Li King, Mr. Sven Janne Sjöden, Ms. Chan Bee Lean and Mr. Magnus Kreuger.

Q&A SESSION

The Chairman addressed the Q&A Session together with the Executive Director, Mr. Ong Soon Lim. The questions and the Company’s response are set out in Appendix I.

POLL RESULTS

The Chairman reconvened the Meeting for the announcement of the poll results which had been verified and confirmed by the independent scrutineer, as shown on the screen through live broadcast, as follows:-

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Ordinary Resolution	Vote For		Vote Against	
	No. of Units	%	No. of Units	%
Resolution 1	30,233,958	99.5366	140,754	0.4634
Resolution 2	27,576,327	99.4939	140,285	0.5061
Resolution 3	27,572,977	99.4674	147,635	0.5326
Resolution 4	27,576,827	99.4813	143,785	0.5187
Resolution 5	27,576,827	99.4813	143,785	0.5187
Resolution 6	27,576,477	99.4800	144,135	0.5200
Resolution 7	27,576,477	99.4800	144,135	0.5200
Resolution 8	27,571,460	99.4835	143,135	0.5165

Based on the poll results, The Chairman declared all the Ordinary Resolutions as set out in the Notice of EGM of the Company duly carried.