



# DKLS INDUSTRIES BERHAD

Incorporated in Malaysia  
[Registration No.: 199501040269 [369472-F]]

## NOTICE OF ANNUAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that the Twenty-Fourth Annual General Meeting ("AGM") of the Company will be held at 11th Floor, Ipoh Tower, Jalan Dato' Seri Ahmad Said, 30450 Ipoh, Perak Darul Ridzuan on Monday, 27 July 2020 at 9.30 a.m. to transact the following businesses:

### AGENDA

- |  |                          |
|--|--------------------------|
| 1. To receive the Audited Financial Statements for the financial year ended 31 December 2019 together with the Directors' and Auditors' Reports thereon.   | [Please refer to Note f] |
| 2. To approve the payment of a first and final single tier dividend of 3 sen per share in respect of the financial year ended 31 December 2019.  | <b>Resolution 1</b>      |
| 3. To approve the additional payment of Directors' fees and benefits of RM28,475 from the month of June 2020 until the date of the conclusion of this AGM that were paid on a monthly basis.     | <b>Resolution 2</b>      |
| 4. To approve the payment of Directors' fees and benefits up to an amount of RM154,800 from the date of the conclusion of this AGM until the date of the next AGM to be paid on a monthly basis. | <b>Resolution 3</b>      |
| 5. To re-elect the following Directors who retire by rotation in accordance with Clause 19.3 of the Constitution:  |                          |
| a. Mr Ding Poi Bor   | <b>Resolution 4</b>      |
| b. Mr Chin Kok Tong  | <b>Resolution 5</b>      |
| 6. To re-appoint Messrs Ernst & Young PLT as Auditors of the Company for the financial year ending 31 December 2020 and to authorise the Directors to fix their remuneration.                    | <b>Resolution 6</b>      |
| 7. To transact any other business of which due notice shall have been given in accordance with the Companies Act 2016 and the Company's Constitution.  |                          |

By order of the Board

### CHEAI WENG HOONG

Company Secretary  
Ipoh  
26 June 2020

### NOTICE OF FIRST AND FINAL DIVIDEND PAYMENT AND CLOSURE OF REGISTER

Subject to the approval of the members, a first and final single tier dividend of 3 sen per share in respect of the financial year ended 31 December 2019 will be paid on 23 October 2020.

Notice is hereby given that the Register of Members of the Company will be closed on 30 September 2020, to determine members' entitlement to the dividend payment.

A depositor will qualify for entitlement only in respect of:

- Share transferred into the Depositors' Securities account before 4.00 p.m. on 30 September 2020 in respect of ordinary transfers; and
- Share bought on Bursa Malaysia Securities Berhad on a cum entitlement basis according to the Rules of Bursa Malaysia Securities Berhad.

### NOTES:

- A member of the Company entitled to attend and vote at the meeting may appoint any person to be his/her proxy to attend and vote in his/her stead. A proxy may but need not be a member of the Company and there shall be no restriction as to the qualification of the proxy. A proxy shall have the same rights as the member to speak at the meeting.
- The instrument appointing a proxy shall be in writing under the hand of the appointor or of his/her attorney duly authorised in writing or, if the appointor is a corporation, either under the corporation's seal or under the hand of an officer or attorney duly authorised.
- The instrument appointing a proxy must be deposited at the Registered Office of the Company at D-3-7, Greentown Square, Jalan Dato' Seri Ahmad Said, 30450 Ipoh, Perak Darul Ridzuan not less than 48 hours before the time appointed for holding the meeting or any adjournment thereof.
- Where a member of the Company is an Exempt Authorised Nominee which holds ordinary shares in the Company for multiple beneficial owners in one securities account ("omnibus account"), there is no limit to the number of proxies which the Exempt Authorised Nominee may appoint in respect of each omnibus account it holds.
- Only members whose names appear on the Record of Depositors as at 20 July 2020 will be entitled to attend and vote at the meeting.
- Audited Financial Statements for the financial year ended 31 December 2019**

The audited financial statements under Agenda 1 are meant for discussion only, as the provision of Section 340(1)(a) of the Companies Act 2016 does not require a formal approval of the members and hence, Agenda 1 is not put forward for voting.

### g. Resolution 1

The Board has considered the dividend of 3 sen per share recommended for the shareholders' approval and the Directors of the Company are satisfied that the Company will be solvent as it will be able to pay its debts as and when the debts become due within 12 months immediately after the distribution is made on 23 October 2020 in accordance with the requirements under Section 132(2) and (3) of the Companies Act 2016.

### h. Resolution 2

The Directors' fees (inclusive of Board Committees' fees) and benefits proposed up to an amount of RM201,000 at the last AGM were insufficient to cover until the conclusion of this AGM due to the delay in convening this AGM.

The Directors' fees and benefits of RM201,000 were paid from the conclusion of the last AGM until the month of May 2020 on a monthly basis. Accordingly, approval will be sought at this AGM for additional fees of RM28,475 to meet the shortfall.

### i. Resolution 3

The Directors' fees (inclusive of Board Committees' fees) and benefits up to an amount of RM154,800 from the conclusion of the date of this AGM until the date of the next AGM to be paid on a monthly basis, where applicable, comprises the following:

#### Company

Directors' fees of RM136,000  
Benefits of RM4,800

#### Subsidiaries

Directors' fees of RM14,000

In the event the Directors' fees and benefits proposed are insufficient (e.g. due to enlarged Board size or additional Board meetings to be convened), approval will be sought at the next AGM for additional fees to meet the shortfall.

### j. Resolutions 4 and 5

The profiles of the Directors standing for re-election are disclosed under Profile of Board of Directors on pages 7 and 8 of the Annual Report 2019 and the details of their interest in the securities of the Company are disclosed under Analysis of Shareholdings on pages 201 and 202 of the Annual Report 2019.

Ms Francisca Lo Fui Khiun who retires in accordance with Clause 19.3 of the Company's Constitution, has expressed her intention not to seek for re-election. Hence, she will retain office until the close of the 24th AGM.

### k. Resolution 6

The Audit Committee and the Board having assessed and satisfied with the quality of audit and services, adequacy of resources, performance, competency and independence of the external auditors, Messrs Ernst & Young PLT, which are in accordance with the Paragraph 15.21 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, had at their respective meetings on 26 February 2020 recommended the re-appointment of Messrs Ernst & Young PLT.

Messrs Ernst & Young PLT have indicated their willingness to continue their services for the ensuing year.