



# LYSAGHT GALVANIZED STEEL BERHAD

(Registration No. 197901002195 (46426-P))  
(Incorporated in Malaysia)

## NOTICE OF ANNUAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN THAT** the Forty-First Annual General Meeting ("41<sup>st</sup> AGM") of **LYSAGHT GALVANIZED STEEL BERHAD** ("the Company") will be held at Ballroom 1, Level 6, Weil Hotel, 292, Jalan Sultan Idris Shah, 30000 Ipoh, Perak Darul Ridzuan on Thursday, 13 August 2020 at 10:00 a.m. to transact the following business:-

### AGENDA

#### ORDINARY BUSINESS

- To receive the Audited Financial Statements for the financial year ended 31 December 2019 together with the Directors' and Auditors' Reports thereon. **Ordinary Resolution 1**
- To declare a final single tier dividend of 5 sen per ordinary share for the financial year ended 31 December 2019. **Ordinary Resolution 2**
- To approve the payment of Directors' Fees of RM432,000/- for the financial year ending 31 December 2020 to the Non-Executive Directors. **Ordinary Resolution 3**
- To approve the payment of the meeting allowances of RM107,000/- for the financial year ending 31 December 2020 to the Non-Executive Directors. **Ordinary Resolution 3**
- To re-elect the following Directors who retire pursuant to Article 23.4 of the Company's Constitution and who have offered themselves for re-election:-
  - Dato' Ir. Wan Razali Bin Wan Muda **Ordinary Resolution 4**
  - Ir Aik Siaw Kong **Ordinary Resolution 5**
- To re-appoint Ernst & Young PLT as Auditors of the Company for the financial year ending 31 December 2020 at such remuneration to be determined by the Directors. **Ordinary Resolution 6**
- 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.

#### NOTICE OF DIVIDEND ENTITLEMENT AND PAYMENT

**NOTICE IS ALSO HEREBY GIVEN THAT** the final single tier dividend of 5 sen per ordinary share for the financial year ended 31 December 2019, if approved by shareholders at the 41<sup>st</sup> AGM, will be paid on 15 September 2020 to Depositors whose names appear in the Record of Depositors of the Company at the close of business on 1 September 2020.

A Depositor shall qualify for entitlement to the dividend in respect of:-

- Shares transferred to the Depositor's Securities Account before 4:30 p.m. on 1 September 2020 in respect of the transfers; and
- Shares bought on Bursa Malaysia Securities Berhad on a cum entitlement basis according to the Rules of Bursa Malaysia Securities Berhad.

By Order of the Board

**LIM CHIEN JOO**

MAICSA No.: 7063152

SSM PC No.: 201908004025

Company Secretary

Kuala Lumpur

Date: 30 June 2020

#### Notes:

- In respect of deposited securities, only members whose names appear in the Record of Depositors on 5 August 2020 (General Meeting Record of Depositors) shall be eligible to attend, speak and vote at the 41<sup>st</sup> AGM.
- A member of the Company entitled to attend and vote at the meeting is entitled to appoint one or more proxies (subject to a maximum of two (2) proxies) to attend and vote in his/her stead. A proxy may but need not be a member of the Company.
- Where the member appoints two (2) proxies to attend and vote at the 41<sup>st</sup> AGM, such appointment shall be invalid unless the member specifies the proportion of his/her holdings to be represented by each proxy.
- Where a member of the Company is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991, it may appoint at least one (1) proxy in respect of each securities account it holds with ordinary shares of the Company standing to the credit of the said Securities Account.
- 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.
- The instrument appointing a proxy shall be in writing under the hand of the appointer or of his/her attorney duly authorised in writing or, if the appointer is a corporation, either under common seal or under the hand of an officer or attorney duly authorised.
- The instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority shall be deposited at the Company's Registered Office at Suite 13.03, 13th Floor, Menara Tan & Tan, 207 Jalan Tun Razak, 50400 Kuala Lumpur, not less than forty-eight (48) hours before the time appointed for holding the meeting or adjournment meeting at which the person named in the instrument proposes to vote.
- Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all the resolutions set out in the Notice of this 41<sup>st</sup> AGM will be put to vote by poll.

#### Explanatory Notes:

- Audited Financial Statements for the financial year ended 31 December 2019**  
This item of the Agenda is for discussion purposes only, as Section 340(1)(a) of the Companies Act 2016 ("Act") does not require the shareholders to formally approve the Audited Financial Statements. Hence, this item will not put forward for voting.
- Ordinary Resolution 1 – Final Dividend**  
With reference to Section 131 of the Act, a company may only make a distribution to the shareholders out of profits of the Company available if the Company is solvent. On 20 February 2020, the Board had considered the amount of dividend and decided to recommend the same for the shareholders' approval.  
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 twelve (12) months immediately after the distribution is made on 15 September 2020 in accordance with the requirements under Section 132(2) and (3) of the Act.
- Ordinary Resolution 3 – Payment of meeting allowances to the Non-Executive Directors**  
The total estimated amount of meeting allowances payable is calculated based on the number of scheduled Board's and Board Committees' meetings for the current financial year ending 31 December 2020.

#### Measures to minimise risk of COVID-19:

- Your safety is the Company's top priority. As a precautionary measure from the exposure to COVID-19, you are required to undergo a temperature screening and make health declaration before you enter for registration at the meeting. If your temperature is 37.5°C or higher, you may not be allowed into the meeting. Face masks will be provided to all present and hand sanitisers will be placed at the common areas for your use.
- If you are unwell with sore throat/ fever/ flu/ cough/ shortness of breath or showed symptoms of respiratory illness such as coughing and sneezing, you are strongly encouraged not to attend the meeting. In view of this, we encourage that you appoint a proxy and deposit the Proxy Form as per Note 7 above in the event you are not able to attend and vote on the date of the meeting. The appointment of a proxy does not preclude you from attending the meeting should you wish to and are fit to attend.
- On the seating arrangements and number of individuals to be present at the meeting venue, the Company will observe and abide by the prevailing directives, safety and precautionary requirements as prescribed by the Government, the Ministry of Health, the Malaysian National Security Council and other relevant authorities to curb the spread of the COVID-19 pandemic. Shareholders are advised to arrive early at the 41<sup>st</sup> AGM venue given that the above-mentioned precautionary measures may cause delay in the registration process.
- There will be no refreshment served at the 41<sup>st</sup> AGM venue.