



**SERN KOU RESOURCES BERHAD**

[Registration No. 200001016496 (519103-X)]

(Incorporated in Malaysia)

Registered Office: Lot PTD 6019 (Lot 8804), Jalan Perindustrian 1, Kawasan Perindustrian  
Bukit Bakri, Mukim Bakri, 84200 Muar, Johor Darul Takzim

Telephone No.: 606-986 5562      Facsimile No.: 606-986 5569

Dear Shareholders of **SERN KOU RESOURCES BERHAD**,

**ADDENDUM TO THE NOTICE OF TWENTIETH ANNUAL GENERAL MEETING  
("20TH AGM") AND FORM OF PROXY FOR THE 20TH AGM**

Date : Wednesday, 25 November 2020

Time : 11.00 a.m.

Broadcast Venue : 12th Floor, Menara Symphony,  
No. 5 Jalan Prof. Khoo Kay Kim,  
Seksyen 13, 46200 Petaling Jaya,  
Selangor Darul Ehsan, Malaysia

Meeting Platform : <https://web.lumiagm.com>

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We refer to the Company's Notice of Twentieth Annual General Meeting ("20th AGM") to the Shareholders dated 27 October 2020 and the Form of Proxy for the 20th AGM.

We have, taken into consideration of the following:

- the announcement by the Government on the extension of the Conditional Movement Control Order ("CMCO") for Selangor, Putrajaya, Kuala Lumpur and the implementation of CMCO in all states in Peninsular Malaysia (except for Perlis, Pahang and Kelantan) for the period from 9 November 2020 to 6 December 2020;
- the "Guidance and FAQs on the Conduct of General Meetings for Listed Issuers" issued by the Securities Commission Malaysia as revised on 13 October 2020, wherein all meetings of company should be conducted via virtual meeting during the CMCO period to curb the spread of the Covid-19 disease and to break the chain of the transmission of Covid-19; and
- the safety of all our shareholders, directors, employees and business associates;

decided to proceed with the 20th AGM via virtual meeting.

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Please find the additional guidance below on the requirements and method of participating in the 20th AGM: -

**ADMINISTRATIVE GUIDE FOR THE 20TH AGM**

**MODE OF MEETING**

Due to the unprecedented circumstances arising from the measures that have been implemented nationally to limit the spread of the COVID-19, and in particular, the Government of Malaysia’s official guidance for practising social distancing, the Company will conduct its forthcoming 20th AGM entirely on a virtual basis via remote participation and electronic voting (collectively referred hereinafter as “**Virtual 20th AGM**”).

The above decision is made pursuant to Section 327 of the Companies Act 2016 and Paragraph 59 of the Constitution of the Company.

In line with the Malaysian Code on Corporate Governance Practice 12.3, conducting a virtual 20th AGM, would facilitate greater shareholder participation as it facilitates electronic voting and remote shareholders’ participation. With the Virtual Meeting Facilities, you may exercise your right as a member of the Company to participate (including the right to pose questions to the Board of Directors and/or Management of the Company) and vote at the 20th AGM. Alternatively, you may also appoint the Chairman of the Meeting as your proxy to attend and vote on your behalf at the 20th AGM.

**BROADCAST VENUE**

The Broadcast Venue is strictly for the purpose of complying with Section 327(2) of the Companies Act 2016 which requires that the Chairman of the meeting to be present at the main venue. Shareholders or proxies are not allowed to be physically present at the Broadcast Venue as the venue is only meant to facilitate the conduct of the Virtual 20th AGM. Shareholders or proxies who turn up at the Broadcast Venue would be requested to leave the venue politely.

**ENTITLEMENT TO PARTICIPATE AND VOTE**

In respect of deposited securities, only members whose names appear in the Record of Depositors on **19 November 2020** (General Meeting Record of Depositors) shall be eligible to participate the 20th AGM or appoint proxy(ies) to participate and/or vote on his/her behalf.

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## **FORM(S) OF PROXY**

Shareholders are encouraged to go online, participate and vote at the 20th AGM using remote participation and electronic voting facilities.

Shareholders who are unable to participate in our online 20th AGM are encouraged to appoint the Chairman of the Meeting as your proxy and indicate the voting instructions in the Form(s) of Proxy. Alternatively, you may use Boardroom Smart Investor Portal proxy appointment service to submit your proxy appointment.

Please take note that you **must** complete the Form(s) of Proxy for the 20th AGM should you wish to appoint a proxy(ies).

Please ensure that the original Form(s) of Proxy is deposited at Registered Office of the Company not less than forty-eight (48) hours before the time appointed for holding the meeting at the following address: -

### **SERN KOU RESOURCES BERHAD**

Lot PTD 6019 (Lot 8804), Jalan Perindustrian 1,  
Kawasan Perindustrian Bukit Bakri, Mukim Bakri,  
84200 Muar, Johor Darul Takzim, Malaysia  
Tel : 606-9865562 Fax : 606-9865569

Alternatively, you may deposit your Form(s) of Proxy by electronic means through the Share Registrar’s website, Boardroom Smart Investor Online Portal at [www.boardroomlimited.my](http://www.boardroomlimited.my) to log in and deposit your Form(s) of Proxy electronically, not less than forty-eight (48) hours before the meeting.

## **REVOCAION OF PROXY**

All Forms of Proxy submitted prior to this notice shall remain valid and acceptable. If you have submitted your Form(s) of Proxy and subsequently decide to appoint another person or wish to participate in our 20th AGM by yourself, please write in to [bsr.helpdesk@boardroomlimited.com](mailto:bsr.helpdesk@boardroomlimited.com) to revoke the earlier appointed proxy forty-eight (48) hours before the meeting.

## **VOTING PROCEDURE**

The Company has appointed Boardroom Share Registrars Sdn. Bhd. (“**Boardroom**”) as Poll Administrator to conduct the poll by way of electronic voting (“**e-voting**”).

During the 20th AGM, the Chairman of the Meeting will invite the Poll Administrator to brief on the e-Polling housekeeping rules. The voting session will commence as soon as the Chairman calls for the poll to be opened and until such time when the Chairman announces the closure of the poll.

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For the purposes of the Virtual 20th AGM, e-voting will be carried out via personal smart mobile phones, tablets or personal computers/laptops.

There are three (3) methods for members and proxies who wish to use their personal voting device to vote remotely. The methods are as follows:-

- (i) Download the free **Lumi AGM App** from Apple App Store or Google Play Store prior to the meeting; **OR**
- (ii) Use the QR Scanner Code given in the email received after successful registration; **OR**
- (iii) Navigate to the website URL <https://web.lumiagm.com/>.

Upon the conclusion of the poll session followed by the declaration by the Chairman of the Meeting whether the resolutions put to vote were successfully carried or not.

**REMOTE PARTICIPATION AND E-VOTING**

Please note that the remote participation and e-voting are available to individual member, corporate shareholder, authorised nominee and exempt authorised nominee.

You will be able to view a live webcast of the 20th AGM proceeding, ask questions and submit your votes in real time whilst the meeting is in progress.



Kindly follow the steps below on how to request for login ID and password:

Before the day of the 20th AGM		
Step		Action
1.	Register Online with Boardroom Smart Investor Portal <i>(for first time registration)</i>	<i>[Note: If you have already signed up with Boardroom Smart Investor Portal, you are not required to register. You may proceed to Step 2.]</i>  a. Access website <a href="https://boardroomlimited.my">https://boardroomlimited.my</a> b. Click <<Login>> and click <<Register>> to sign up as a user. c. Complete registration and upload softcopy of MyKad (front and back) or Passport. d. Please enter a valid email address. e. Your registration will be verified and approved within one business day and an email notification will be provided.
2.	Submit request for Remote Participation User ID and Password	<i>[Note: The registration for remote access will be opened on 16 November 2020]</i>  <b>Individual Members</b> a. Log in to <a href="https://boardroomlimited.my">https://boardroomlimited.my</a> b. Select “Hybrid/Virtual Meeting” from main menu and select the correct Corporate Event “ <b>SERN KOU RESOURCES BERHAD VIRTUAL 20TH AGM</b> ”.

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		<p>c. Enter your CDS Account.          d. Read and agree to the terms and conditions and thereafter submit your request.</p> <p><b>Corporate Shareholders</b></p> <p>a. Write in to <a href="mailto:bsr.helpdesk@boardroomlimited.com">bsr.helpdesk@boardroomlimited.com</a> by providing the name of Member, CDS Account Number accompanied with the Certificate of Appointment of Corporate Representative or Form of Proxy to submit the request.          b. Please provide a copy of Corporate Representative’s MyKad (Front and Back) or Passport as well as his/her email address.</p> <p><b>Authorised Nominee and Exempt Authorised Nominee</b></p> <p>a. Write in to <a href="mailto:bsr.helpdesk@boardroomlimited.com">bsr.helpdesk@boardroomlimited.com</a> by providing the name of Member, CDS Account Number accompanied with the Form of Proxy to submit the request.          b. Please provide a copy of Corporate Representative’s MyKad (Front and Back) or Passport as well as his/her email address.</p> <p>✓ You will receive notification(s) from Boardroom that your request(s) has been received and is/are being verified.          ✓ Upon system verification against the General Meeting Record of Depositories as at <b>19 November 2020</b>, you will receive an email from Boardroom either approving or rejecting your registration for remote participation.          ✓ You will also receive your remote access user ID and password along with email from Boardroom if your registration is approved.          ✓ Please note that the closing time to submit your request for remote participation User ID and Password is on <b>23 November 2020</b> (forty-eight (48) hours before the commencement of the 20th AGM).</p>
3.	Login to Virtual Meeting Portal	<p><i>[Please note that the quality of the connectivity to Virtual Meeting Portal for live web cast as well as for remote online voting is highly dependent on the bandwidth and the stability of the internet connectivity available at the location of the remote users.]</i></p> <p>a. The Virtual Meeting Portal will be open for login starting an hour [1 hour] before the commencement of the 20th AGM on 25 November 2020 at 10.00 a.m.          b. Follow the steps given to you in the email along with your remote access user ID and password to login to the Virtual Meeting Portal [Refer to Step 2 above].</p>

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<b>On the day of the 20th AGM on 25 November 2020</b>		
4.	Participate	<p><i>[Note: Questions submitted online will be moderated before being sent to the Chairman to avoid repetition. All question and messages will be presented with the full name and identity of the participant raising the question.]</i></p> <p>a. If you would like to view the live webcast, select the  broadcast icon.</p> <p>b. If you would like to ask a question during the 20th AGM, select the messaging icon. </p> <p>c. Type your message within the chat box, once completed click the send button.</p>
5.	Online Remote Voting	<p>a. Once voting has been opened, the polling page will appear with the resolutions and your voting choices.</p> <p>b. To vote, simply select your voting direction from the options provided.</p> <p>c. To change your vote, simply select another voting direction.</p> <p>d. If you wish to cancel your vote, please press “Cancel”.</p>
6.	End of Remote Participation	<p>a. Upon the announcement by the Chairman on the closure of the 20th AGM, the live webcast will end and the Messaging window will be disabled.</p> <p>b. You can now logout from Virtual Meeting Portal</p>

**NO FOOD/DOOR GIFTS**

There will be **NO FOOD OR ANY DOOR GIFT(S)** for shareholders/proxies who participate in the 20th AGM.

**PRE-MEETING SUBMISSION OF QUESTIONS TO THE BOARD OF DIRECTORS**

The shareholders may submit questions to the Company via e-mail to [tang\\_acct@sernkou.com](mailto:tang_acct@sernkou.com) prior to the 20th AGM to transmit questions to Board of Directors. The Chairman and Board of Directors will endeavour their best to respond to the questions submitted by the shareholders which are related to the resolutions to be tabled at the 20th AGM.

**RECORDING OR PHOTOGRAPHY AT THE 20TH AGM**

Strictly no recording or photography of the 20th AGM proceedings is allowed.

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**ENQUIRY**

If you have any enquiries prior to the 20th AGM, please contact the following during office hours from Mondays to Fridays (except for public holidays):

**Boardroom Share Registrars Sdn. Bhd.**

General Line : 603-7890 4700  
Fax Number : 603-7890 4670  
Email : [bsr.helpdesk@boardroomlimited.com](mailto:bsr.helpdesk@boardroomlimited.com)

**Sern Kou Resources Berhad**

General Line : 606-986 5562  
Fax Number : 606-986 5569  
Email : [tang\\_acct@sernkou.com](mailto:tang_acct@sernkou.com)

**PERSONAL DATA POLICY**

By registering for the remote participation and electronic voting meeting and/or submitting the instrument appointing a proxy(ies) and/or representative(s), the member of the Company has consented to the use of such data for purposes of processing and administration by the Company (or its agents); and to comply with any laws, listing rules, regulations and/or guidelines. The member agrees that he/she will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the shareholder's breach of warranty.