

**TOP GLOVE CORPORATION BHD**

(Company No. 474423-X)

(Incorporated in Malaysia)

MINUTES OF THE EXTRAORDINARY GENERAL MEETING OF THE COMPANY HELD AT TG GRAND BALLROOM 1, LEVEL 9, TOP GLOVE TOWER, 16, PERSIARAN SETIA DAGANG, SETIA ALAM, SEKSYEN U13, 40170 SHAH ALAM, SELANGOR DARUL EHSAN ON FRIDAY, 24 JUNE 2016 AT 10:00 A.M.

---

**DIRECTORS PRESENT** : Tan Sri Dr Lim Wee Chai (*Chairman*)  
Puan Sri Tong Siew Bee  
Tan Sri Dato' Seri Utama Arshad Bin Ayub  
Mr. Lee Kim Meow (*Managing Director*)  
Tan Sri Mohd Sidek Bin Haji Hassan  
Mr. Lim Cheong Guan  
Dato' Lim Han Boon  
Tan Sri Rainer Althoff  
Ms. Sharmila Sekarajasekaran  
Datuk Noripah Binti Kamso  
Mr. Tay Seong Chee Simon

**ABSENT WITH APOLOGIES** : Mr. Lim Hooi Sin

**MEMBERS** : As per Attendance List

**CORPORATE REPRESENTATIVE** : As per Attendance List

**PROXYHOLDERS** : As per Attendance List

**BY INVITATION** : As per Attendance List

**IN ATTENDANCE** : Ms. Chua Siew Chuan (*Company Secretary*)  
Ms. Ngian Yoke Fung (*Company Secretary*)

**WELCOME ADDRESS**

Mr. Lee Kim Meow ("**Mr. KM Lee**"), the Managing Director of the Company welcomed all present to the Extraordinary General Meeting of the Company and introduced the Board of Directors and Company Secretary of the Company to all present.

The Meeting noted that Mr. Lim Hooi Sin, the Executive Director of the Company has extended his apologies for not attending the Meeting due to his other business commitment.

**CHAIRMAN**

Tan Sri Dr Lim Wee Chai ("**Tan Sri Dr Chairman**") was in the Chair. Tan Sri Dr Chairman welcomed all present to the Extraordinary General Meeting of the Company and called the Meeting to order at 10:00 a.m.

**QUORUM**

The requisite quorum being present pursuant to Article 70 of the Company's Articles of Association, Tan Sri Dr Chairman declared the Meeting duly convened.

**TOP GLOVE CORPORATION BHD**

(Company No. 474423-X)

(Incorporated in Malaysia)

(Minutes of the Extraordinary General Meeting held on 24 June 2016 - cont'd)

---

The Meeting noted that the Company used 20 June 2016 as the determinant date of the General Meeting Record of Depositors.

The Meeting further noted that pursuant to Article 74 of the Company's Articles of Association, the following persons could propose that a poll be conducted:-

- (a) by the Chairman; or
- (b) by at least three (3) members present in person or by proxy; or
- (c) by any member or members present in person or by proxy representing not less than one-tenth (1/10) of the total voting rights of all the members having the right to vote at the Meeting; or
- (d) by a member or members holding shares in the Company conferring a right to vote at the Meeting being shares on which an aggregate sum has been paid up equal to not less than one-tenth of the total sum paid up on all the shares conferring that right.

**NOTICE**

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

Mr. KM Lee invited questions from the floor in respect of the following agenda of the Meeting as stipulated in [Annexure "A"](#).

**1.0 SPECIAL RESOLUTION  
PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION OF THE  
COMPANY**

---

The Meeting was informed that only item on the Agenda was to approve a Special Resolution on Proposed Amendments to the Articles of Association of the Company ("**Proposed Amendments**").

The Meeting noted that the Proposed Amendments were intended to facilitate the Proposed Secondary Listing, aligning the Company's Articles of Association to the amendments made/to be made to the Listing Requirements and to streamline the Articles of Association for efficient administration.

Upon the proposal of [Mr. Teoh Han Chong, a proxy](#) and seconded by [Mr. Sekarajasekaran a/l Arasaratnam, a shareholder](#), the Meeting (on a show of hands) unanimously **RESOLVED** that the following Special Resolution be approved:-

**TOP GLOVE CORPORATION BHD**

(Company No. 474423-X)

(Incorporated in Malaysia)

(Minutes of the Extraordinary General Meeting held on 24 June 2016 - cont'd)

---

***SPECIAL RESOLUTION***

***PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION OF THE COMPANY ("PROPOSED AMENDMENTS")***

---

***THAT, approval be and is hereby given to the Company to alter, modify, vary, add and delete the Articles of Association of the Company in the manner as set out in Appendix I of the document issued to shareholders of the Company dated 2 June 2016;***

***AND THAT the Board be and is hereby authorised to give effect to the Proposed Amendments with full power to assent to any conditions, modifications, variations and/or amendments in any manner as may be required by the relevant authorities and to deal with all matters relating thereto and to take all such steps and do all acts and things in any manner as they may deem necessary or expedient to implement, finalise and give full effect to the Proposed Amendments.***

**TERMINATION**

There being no other notice received to transact any other business (as confirmed by the Company Secretary), Tan Sri Dr Chairman concluded the Meeting and thanked all present for their attendance.

The Meeting terminated at 11:00 a.m. with a vote of thanks to Tan Sri Dr Chairman.

**SIGNED AS A CORRECT RECORD**

---

**EXECUTIVE CHAIRMAN  
TAN SRI DR LIM WEE CHAI**

---

**EXECUTIVE DIRECTOR  
LIM CHEONG GUAN**

Dated: 24 June 2016