

HONG LEONG CAPITAL BERHAD
(Registration No. 199101002695 (213006-U))

Summary of key matters discussed at the **28th Annual General Meeting** (“AGM”) of **Hong Leong Capital Berhad** (“HLCB” or the “Company”) held at the Auditorium, Ground Floor, Menara Hong Leong, No. 6, Jalan Damanlela, Bukit Damansara, 50490 Kuala Lumpur on **Thursday, 31 October 2019** at **10:30 a.m.**

1. In connection with the suspension in trading of the Company's shares imposed by Bursa Malaysia Securities Berhad (“Bursa”), what are the actions taken by the Company to increase its public shareholding spread and uplift the suspension in trading of the Company's shares? What is the public shareholding spread imposed by Bursa? What is the existing public shareholding spread of the Company?

Response:

- After the trading of the Company's shares was suspended by Bursa, the Company had appointed an independent investment bank for practical options to address the non-compliance of public shareholding spread requirement and was advised that none of the available options could be implemented without the support and approval of its major shareholder, Hong Leong Financial Group Berhad (“HLFG”). The Company will continue to discuss with HLFG on options to comply with the shareholding spread requirement.
- Pursuant to the Main Market Listing Requirements of Bursa, the Company is required to ensure that at least 25% of its total listed shares are in the hands of public shareholders. The existing public shareholding spread of the Company was 18.67%.

2. What are the changes made to the Constitution?

Response:

- There were 4 key changes to the Constitution as follows:
 - Deletion of existing object clauses of the Company, which is permitted under the Companies Act 2016, to allow the Company to have full capacity to carry on or undertake any business in pursuance of its commercial objectives, subject to applicable law and regulatory requirements.
 - Deletion of references to par or nominal value in line with the abolishment of the concept of par value under the new Companies Act.
 - Deletion of provisions in the existing Constitution which have already been codified in the new Companies Act.
 - Modification of the existing provision and insertion of new provisions to align with the new Companies Act and the amended Main Market Listing Requirements. For example, insertion of new provisions to permit the use of electronic means for issuance of notice and documents to the shareholders of the Company.