

## **MALAYSIAN DUTCH BUSINESS COUNCIL**

Company No.: 199601030583 (402935-V)] (Incorporated in Malaysia)

### **NOTICE OF THE TWENTY THIRD (23RD) ANNUAL GENERAL MEETING**

**NOTICE IS HEREBY GIVEN THAT** the Twenty Third (23rd) Annual General Meeting of the Malaysian Dutch Business Council will be held at the DoubleTree by Hilton Hotel Kuala Lumpur, Thursday, 24 September 2020 at 7.00 p.m.

### **A G E N D A**

1. Opening Remarks by the MDBC Chairman.

#### **ORDINARY BUSINESS**

2. To receive and adopt the audited financial statements for the year ended 31 December 2019 and the Reports of the Directors and Auditors thereon.
3. To re-elect the following Directors who are retiring in accordance with Article 25 of the Company's Articles of Association and being eligible, have offered themselves for re-election:
  - 3.1 Tuan Haji Zainul Rahim Bin Mohd Zain
  - 3.2 Mr Koen van Gurp
4. To re-appoint Messrs Hafiz & Associates as Auditors of the Company and to authorise the Directors to fix their remuneration.
5. To recap MDBC Activities for the year 2019 and to present MDBC plans for years 2020-2021

#### **SPECIAL BUSINESS**

To consider and, if thought fit, pass the following resolutions, with or without modifications:

#### **SPECIAL RESOLUTION**

6. Proposed Amendments To The Articles of Association

THAT the existing Articles 46 and 50 of the Articles of Association of the Council be hereby amended by substituting with the following new Articles:

##### Article 46

A notice may be served upon any member personally or by sending it electronically or through the post in a prepaid letter addressed to such member at the registered address given by the member to the Secretary. A notice of twenty one (21) clear days shall be given to the members for every general meeting which may be called to consider special or ordinary transaction and the notice should specify the place, day, and hour of meeting.

Article 50

No business shall be transacted at any general meeting unless a quorum of members or members' representatives is present at the time when the meetings proceeds to business. The quorum for a general meeting shall be five (5) voting members or ten percent (10%) of the voting membership whichever is the higher of the members present personally or by representative and the council from now on is allowed to:

- i) Hold a general meeting at more than one venue using any technologies that gives the members as a whole a reasonable opportunity to participate, including to hear and be heard, to vote and to communicate with each other simultaneously throughout the meeting. The main meeting venue shall be in Malaysia and the chairperson shall be present at the main venue of meeting.
- ii) Anyone using this technology is taken to be present at the meeting and shall be entitled to vote or be counted in a quorum accordingly.

7. To transact any other business for which due notice shall have been received.

8. Closure of meeting.

**BY ORDER OF THE BOARD**

**MARCO JOHN WINTER**

Executive Director

Kuala Lumpur, 3 September 2020

*After the meeting refreshments and cocktail menu will be served. To confirm your attendance, kindly reply the email invitation.*

Note:

1. A member of the Company entitled to attend and vote at the meeting is entitled to appoint one proxy (or in case of a corporation, to appoint a representative) to attend and vote in his stead. A proxy may but need not be a member of the Company. A member shall not be entitled to appoint a person who is not a member as his proxy unless that person is an advocate, an approved company auditor or a person approved by the Registrar.
2. The proxy form must be signed by the appointer. In the case of a corporation, it shall be executed under its Common Seal or signed by its attorney or an officer duly authorised on behalf of the corporation.
3. The instrument appointing a proxy shall be deposited at the Company's Registered Office, -17-1, Menara Bangkok Bank@Berjaya Central Park, No. 105 Jalan Ampang, 50450 Kuala Lumpur, not less than 48 hours before the time for holding the meeting or any adjournment thereof.