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**BGMC International Limited**

**璋利國際控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

(Stock Code: 1693)

**POLL RESULTS OF THE  
EXTRAORDINARY GENERAL MEETING  
HELD ON 18 NOVEMBER 2019**

Reference is made to the notice (the “**EGM Notice**”) of the extraordinary general meeting (the “**EGM**”) of BGMC International Limited (the “**Company**”) dated 29 October 2019 and the circular (the “**Circular**”) of the Company dated 29 October 2019. Unless otherwise defined, terms used in this announcement shall have the same meanings as those defined in the Circular.

The Board is pleased to announce that all the proposed resolutions (the “**Resolutions**”) as set out in EGM Notice were duly passed by the shareholders of the Company by way of poll at the EGM held on 18 November 2019.

The poll results in respect of the Resolutions put to the vote of the EGM are set out as follows:

<b>Ordinary Resolutions (Note)</b>		<b>Number of Votes (%)</b>	
		<b>For</b>	<b>Against</b>
1.	To approve, confirm and ratify the New Master EXA Agreement entered into between the Company and EXA Power Sdn. Bhd., the proposed annual cap amounts for the continuing connected transactions under the New Master EXA Agreement for each of the years ending 30 September 2020 and 2021 and the transactions contemplated thereunder.	325,598,000 (100%)	0 (0%)

Ordinary Resolutions ( <i>Note</i> )		Number of Votes (%)	
		For	Against
2.	To approve, confirm and ratify the New Master B&G Construction Agreement entered into between the Company and B&G Capital Resources Berhad, the proposed annual cap amount for the continuing connected transactions under the New Master B&G Construction Agreement for the year ending 30 September 2020 and the transactions contemplated thereunder.	325,598,000 (100%)	0 (0%)
3.	To authorise any director(s) of the Company, for and on behalf of the Company, to enter into any agreement, deed or instrument and/or to execute and deliver all such documents and/or do all such acts on behalf of the Company as he/she may consider necessary, desirable or expedient for the purpose of, or in connection with: (i) the New Master EXA Agreement; (ii) the New Master B&G Construction Agreement; and/or (iii) any amendment, variation or modification of the New Master EXA Agreement and/or the New B&G Construction Agreement, upon such terms and conditions as the board of directors of the Company may think fit.	325,598,000 (100%)	0 (0%)

*Note: Please refer to the EGM Notice for the full text of the Resolutions.*

As more than 50% of the votes were cast in favour of each of the Resolutions, all of the Resolutions were duly passed as ordinary resolutions of the Company.

As at the date of the EGM, the total number of issued shares of the Company was 1,800,000,000. In view of the interests of Tan Sri Dato' Sri Goh Ming Choon and Dato' Teh Kok Lee in the New Master EXA Agreement, the New Master B&G Construction Agreement and the transactions contemplated thereunder as stated in the Circular, Tan Sri Dato' Sri Goh Ming Choon and Dato' Teh Kok Lee were required to abstain, and had abstained, from voting on the Resolutions at the EGM. As at the date of the EGM, Tan Sri Dato' Sri Goh Ming Choon and Dato' Teh Kok Lee, being parties acting in concert, were interested in 1,208,250,000 Shares, representing approximately 67.1% of the total number of issued shares of the Company. To the best of the knowledge and information of the Directors having made all reasonable enquiries, no Shareholder apart from Tan Sri Dato' Sri Goh Ming Choon and Dato' Teh Kok Lee had to abstain and had abstained from voting on the Resolutions at the EGM. As such, as at the date of the EGM, the total number of Shares entitling the holders to attend and vote on the Resolutions was 591,750,000.

There were no Shares entitling the holders to attend and abstain from voting in favour of the Resolutions as set out in Rule 13.40 of the Listing Rules. Save for Tan Sri Dato' Sri Goh Ming Choon and Dato' Teh Kok Lee, no Shareholders had stated their intention in the Circular to vote against any of the Resolutions or to abstain from voting at the EGM.

The Company's branch share registrar and transfer office in Hong Kong, Boardroom Share Registrars (HK) Limited, was appointed by the Company and acted as the scrutineer for the vote-taking at the EGM.

By order of the Board  
**BGMC International Limited**  
**Tan Sri Dato' Sri Goh Ming Choon**  
*Chairman and Executive Director*

Selangor, Malaysia, 18 November 2019

*As at the date of this announcement, the board of directors of the Company comprises Tan Sri Dato' Sri Goh Ming Choon (Chairman), Dato' Mohd Arifin bin Mohd Arif (Vice-chairman), Dato' Teh Kok Lee (Chief Executive Officer) and Ir. Azham Malik bin Mohd Hashim as executive Directors; and Tan Sri Dato' Seri Kong Cho Ha, Chan May May and Ng Yuk Yeung as independent non-executive Directors.*