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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)

(1) POSTPONEMENT OF ANNUAL GENERAL MEETING; AND (2) WITHDRAWAL OF RESOLUTION NUMBERED 2.(b) AT THE ANNUAL GENERAL MEETING

References are made to the announcement of annual results for the year ended 31 March 2024 dated 28 June 2024 (the “**Annual Results Announcement**”), the annual report for the year ended 31 March 2024 (the “**Annual Report**”), the notice (the “**Notice**”) of the annual general meeting (the “**AGM**”) and the circular both dated 16 August 2024 (the “**Circular**”) and the proxy form (the “**Proxy Form**”) issued by BGMC International Limited (the “**Company**”).

Capitalised terms used in this announcement shall have the same meanings as those defined in the Notice and the Circular unless otherwise defined.

A. POSTPONEMENT OF AGM

The Board hereby announces that due to administrative reason, the date of the AGM (which was originally scheduled at 10:00 a.m. on Monday, 9 September 2024) will be postponed and rescheduled to 10:00 a.m. on Tuesday, 24 September 2024 (the “**Postponed AGM**”).

NO CHANGE ON BOOK CLOSURE PERIOD

The closure period of the register of members of the Company for determining the entitlement to attend, speak and vote at the AGM, from Wednesday, 4 September 2024 to Monday, 9 September 2024 (both days inclusive), shall remain unchanged. Accordingly, in order to be eligible to attend, speak and vote at the Postponed AGM, all transfers of Shares accompanied by the relevant share certificates and appropriate transfer forms must be lodged for registration with the Company’s branch share registrar in Hong Kong, Boardroom Share Registrars (HK) Limited at Room 2103B, 21/F, 148 Electric Road, North Point, Hong Kong for registration not later than 4:30 p.m. on Tuesday, 3 September 2024.

B. WITHDRAWAL OF RESOLUTION NUMBERED 2.(b) AT THE AGM

RETIREMENT OF DATUK KANG

The Company has been notified by Datuk Kang Hua Keong (“**Datuk Kang**”) that he wishes to retire as an independent non-executive Director due to his other business engagements and not offer himself for re-election at the forthcoming Postponed AGM. As such, he will retire from office as an independent non-executive Director with effect from the conclusion of the Postponed AGM. He will also cease to be (i) the chairman of the risk committee; (ii) a member of the audit committee; (iii) a member of the nomination committee; and (iv) a member of the remuneration committee of the Board upon his retirement.

Consequently, the ordinary resolution numbered 2.(b) in respect of his re-election as an independent non-executive Director as set out in the Notice and the Proxy Form respectively is no longer applicable and will not be put forward for consideration and approval by the shareholders of the Company (the “**Shareholders**”) at the Postponed AGM.

Datuk Kang has confirmed that he has no claims whatsoever against the Company for fees, compensation for loss of office, remuneration, severance payments, pension, expenses or otherwise.

Datuk Kang has also confirmed that he has no disagreement with the Board and that there is no other matter in respect of his retirement that needs to be brought to the attention of the Shareholders.

Shareholders are reminded to read the Notice for details in respect of the other resolutions which remain scheduled for consideration and approval at the Postponed AGM.

C. PROXY FORM

Save and except as stated in the sub-section headed “RETIREMENT OF DATUK KANG” in the section headed “B. WITHDRAWAL OF RESOLUTION NUMBERED 2.(b) AT THE AGM” above in relation to ordinary resolution numbered 2.(b), all resolutions as set out in the Notice will remain unchanged for the Postponed AGM. The Proxy Form, which have been dispatched to the Shareholders on 16 August 2024 together with Circular and the Notice, will remain valid for the Postponed AGM except that no poll will be conducted or counted for the ordinary resolution numbered 2.(b).

Shareholders who have yet to return the Proxy Form are required to complete and return the Proxy Form in accordance with the instructions printed thereon to the Company’s branch share registrar in Hong Kong, Boardroom Share Registrars (HK) Limited at Room 2103B, 21/F, 148 Electric Road, North Point, Hong Kong no later than 48 hours before the time appointed for the holding of the Postponed AGM or any adjournment thereof. For the avoidance of doubt, any Proxy Form duly completed and returned in accordance with the instructions printed thereon remains valid for the Postponed AGM and the relevant Shareholders are not required to return another Proxy Form. If any Shareholder chooses to re-submit the Proxy Form, the last Proxy Form received will revoke and supersede the Proxy Form previously submitted by such Shareholder. Save for the date of the Postponed AGM, all other information set out in the Annual Results Announcement, the Annual Report, the Circular, the Notice and the Proxy Form shall remain unchanged.

By Order of the Board
BGMC International Limited
Datuk Kamalul Arifin Bin Othman
Chairman and Independent Non-Executive Director

Malaysia, 6 September 2024

As at the date of this announcement, the Board comprises Dato’ Teh Kok Lee (Chief Executive Officer) as executive Director; and Datuk Kamalul Arifin Bin Othman (Chairman), Kua Choh Leang and Datuk Kang Hua Keong as independent non-executive Directors.