THIS STATEMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.

If you are in any doubt as to the course of action to be taken, you should consult your stockbroker, bank manager, solicitor, accountant or other professional adviser immediately.

Bursa Malaysia Securities Berhad ("Bursa Securities") has not perused this Statement prior to its issuance as it is an exempt document pursuant to Practice Note 18 of the Main Market Listing Requirements of Bursa Securities. Bursa Securities takes no responsibility for the contents of this Statement, makes no representation as to its accuracy or completeness and expressly disclaims any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this Statement.

THREE-A RESOURCES BERHAD

199901006659 (481559-M)
(Incorporated in Malaysia)

STATEMENT TO SHAREHOLDERS IN RELATION TO THE PROPOSED RENEWAL OF AUTHORITY FOR THE COMPANY TO PURCHASE ITS OWN SHARES

The ordinary resolution in respect of the above proposal will be tabled as Special Business at the Nineteenth Annual General Meeting ("**AGM**") of Three-A Resources Berhad ("**3A**" or "**Company**"). The AGM will be conducted on a fully virtual basis through live streaming from the broadcast venue at 12th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia ("**Broadcast Venue**") on Monday, 21 June 2021 at 10 a.m. or any adjournment thereof using the Remote Participation and Electronic Voting ("**RPEV**") facilities provided by Boardroom Share Registrars Sdn. Bhd. ("**Boardroom**") via https://web.lumiagm.com.

The Notice of AGM and Proxy Form are available for download at the Company's website at www.three-a.com.my. **Please read the Notes in the Notice of AGM carefully and follow the procedures in the Administrative Guide for the AGM in order to participate remotely via RPEV.**

The completed Proxy Form may be made in hard copy form or by electronic form. In the case of an appointment made in hard copy form, the proxy form must be deposited with the Share Registrar of the Company, Boardroom at Ground Floor or 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor, Malaysia. In the case of an appointment of a proxy made in electronic form, the Proxy Form must be deposited through the Share Registrar's website, Boardroom Smart Investor Online Portal at https://boardroomlimited.my. Please refer to the procedures as set out in the Administrative Guide for the electronic lodgement of proxy form. All Proxy Form submitted must be received by the Company on or before the date and time indicated below should you be unable to attend the meeting.

Last date and time for lodging the Proxy Form : Saturday, 19 June 2021 at 10 a.m.

Date and time of the AGM : Monday, 21 June 2021 at 10 a.m.

This Statement is dated 30 April 2021

DEFINITIONS

Unless otherwise indicated, the following definitions shall apply throughout this Statement:-

Act	:	The Malaysian Companies Act 2016, as amended from time to time and include any re-enactment thereof
AGM	:	Annual General Meeting
Annual Report 2020	:	Annual Report of 3A for the financial year ended 31 December 2020
Board	:	The Board of Directors of 3A
Bursa Securities	:	Bursa Malaysia Securities Berhad Company No. 200301033577 (635998-W)
Code	:	The Malaysian Code on Take-Overs and Mergers 2016, as amended from time to time and include any re-enactment thereof
Directors	:	Shall have the meaning given in Section 2(1) of the Capital Markets and Services Act 2007
EPS	:	Earnings per share
Listing Requirements	:	Bursa Securities Main Market Listing Requirements and any amendments made thereto from time to time
LPD	:	31 March 2021, being the latest practicable date prior to the printing of this Statement
Major Shareholders	:	Means a person who has an interest or interests in one or more voting shares in the Company and the number or aggregate number of those shares; is:- (a) 10% or more of the total number of the voting shares in the Company; or (b) 5% or more of the total number of voting shares in the Company where such person is the largest shareholder of the Company. For the purpose of this definition, "interest" shall have the meaning of "interest in shares" given in Section 8 of the Act.
NA	:	Net assets
Proposed Renewal	:	Proposed renewal of authority for 3A to purchase its own shares up to ten percent (10%) of the total number of issued shares of 3A
Purchased Shares	:	3A Shares purchased by the Company pursuant to the Proposed Renewal
RM and sen	:	Ringgit Malaysia and sen, respectively
3A or Company	:	3A Company No. 199901006659 (481559-M)
3A Group or Group	:	3A and its subsidiaries, collectively
3A Share(s) or Share(s)	:	Ordinary share(s) in 3A
SC	:	Securities Commission Malaysia
Statement	:	Statement to Shareholders dated 30 April 2021 in relation to the Proposed Renewal
Substantial Shareholder	:	Has the meaning given in Section 136 of the Act
Treasury Shares	:	Purchased Shares which are or will be retained in treasury by the Company and shall have the meaning given under Section 127(4)(b) of the Act.

All references to "you" in this statement are referred to 3A's shareholders.

Words importing the singular shall, where applicable, include the plural and vice versa, and words referring to the masculine gender shall, where applicable, include the feminine and neuter genders and vice versa. Reference to persons shall include companies or corporations.

Any enactment referred to in this Statement is a reference to that enactment as for the time being amended or re-enacted.

All references to dates and time in this Statement are references to dates and time in Malaysia, unless otherwise stated.

Any discrepancy in the tables between the amounts listed and the totals in this Statement are due to rounding.

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THREE-A RESOURCES BERHAD

Company No. 199901006659 (481559-M)
(Incorporated in Malaysia)

Registered Office:

AL 308, Lot 590 & Lot 4196
Jalan Industri, U19
Kampung Baru Sungai Buloh
40160 Shah Alam
Selangor Darul Ehsan,
Malaysia

30 April 2021

Board of Directors:

Dato' Jagjit Singh a/l Bant Singh *(Independent Non-Executive Chairman)*
Fong Chu King @ Tong Chu King *(Managing Director)*
Liew Kuo Shin *(Non-Independent Executive Director)*
Fang Siew Ping *(Non-Independent Executive Director)*
Chew Eng Chai *(Independent Non-Executive Director)*
Khoo Wee Boon *(Independent Non-Executive Director)*
Tan Chon Sing @ Tan Kim Tieng *(Independent Non-Executive Director)*
Mohd Zaki Bin Hamzah *(Independent Non-Executive Director)*
Lim Yee Mein (Non-Independent Non-Executive Director)
Kee Thuan Chai (Non-Independent Non-Executive Director)

To: The Shareholders of Three-A Resources Berhad

Dear Sir/Madam,

PROPOSED RENEWAL OF AUTHORITY FOR THE COMPANY TO PURCHASE ITS OWN SHARES

1. INTRODUCTION

On 23 February 2021, the Board announced to Bursa Securities that the Company intends to seek shareholders' approval for the Proposed Renewal at the Nineteenth AGM.

The purpose of this Statement is to provide you with information in relation to the Proposed Renewal and to seek your approval on the ordinary resolution pertaining to the Proposed Renewal to be tabled at the forthcoming AGM of the Company. The Notice of the Nineteenth AGM and the Form of Proxy are enclosed in the Annual Report 2020, despatched to you together with this Statement.

SHAREHOLDERS ARE ADVISED TO READ THE CONTENTS OF THIS STATEMENT CAREFULLY BEFORE VOTING ON THE RESOLUTION PERTAINING TO THE PROPOSED RENEWAL AT THE FORTHCOMING AGM.

2. DETAILS OF THE PROPOSED RENEWAL

At the last AGM held on 29 June 2020, the Company had obtained its shareholders' approval to purchase up to ten percent (10%) of the total number of issued shares of the Company and the aforesaid approval will expire at the conclusion of the Nineteenth AGM of the Company unless the approval is renewed.

The Company proposes to seek approval from its shareholders at the Nineteenth AGM for the renewal of authority for the proposed purchase of the Company's own shares of up to ten percent (10%) of the total number of issued shares of the Company, subject to compliance with the provision of the Act, the Listing Requirements and/or any other relevant authorities.

As at LPD, the Company had purchased a total of 1,768,800 Shares which were retained as Treasury Shares. The total number of issued shares as at LPD before adjusting for the Treasury Shares held is 492,000,010 3A Shares.

The Proposed Renewal shall be effective immediately upon the passing of the ordinary resolution to be tabled at the Nineteenth AGM of the Company to be convened and will continue to be in force until:-

(a) The conclusion of the next AGM of the Company following the Nineteenth AGM at which the ordinary resolution for the Proposed Renewal was passed, at which time the authority shall lapse unless by ordinary resolution passed at that meeting, the authority is renewed, either unconditionally or subject to conditions;

(b) The expiration of the period within which the next AGM of the Company after the Nineteenth AGM is required by law to be held; or

(c) The authority is revoked or varied by ordinary resolution passed by the shareholders of the Company at a general meeting,

whichever occurs first, but shall not prejudice the completion of purchase(s) by the Company before the aforesaid expiry date and, in any event, in accordance with the provisions of the Act and Listing Requirements.

3. QUANTUM

The maximum number of 3A Shares which may be purchased by the Company shall not exceed ten percent (10%) of the total number of issued shares of the Company in compliance with Paragraph 12.09 of the Listing Requirements.

However, the actual number of 3A Shares to be purchased by the Company pursuant to the Proposed Renewal, the total amount of funds involved for each purchase(s) and the time of the purchase(s) will depend on *inter alia*, the market conditions and sentiments of the stock market, the availability of financial resources of the Company and the availability of the retained profits of the Company.

4. MAXIMUM AMOUNT OF FUNDS TO BE ALLOCATED AND SOURCE OF FUNDS

The funding for the purchase of 3A Shares pursuant to the Proposed Renewal will be from internally generated funds and/or borrowings or a combination of both, the proportion of which will depend on the actual number of 3A Shares to be purchased, the price(s) of the Shares, available funds at the time of purchase(s) and other relevant cost factors.

The maximum amount allocated for such transactions shall not exceed the aggregate balance standing in the retained profits of the Company.

Based on the latest Audited Financial Statements of the Company for the financial year ended 31 December 2020, the retained profits of the Company are RM16,556,000.

In the event the Company purchases its own shares using external borrowings, the Board will ensure that the Company has sufficient funds to repay the external borrowings and that the repayment is not expected to have a material effect on the cash flow of the Company.

5. RATIONALE FOR THE PROPOSED RENEWAL

The Proposed Renewal will enable the Company to utilise its financial resources not immediately required for use to purchase its own Shares from Bursa Securities. It may help to stabilise the supply and demand and price of its Shares traded on Bursa Securities, thereby supporting the fundamental value of the Shares.

The 3A Shares purchased, whether to be held as Treasury Shares or subsequently cancelled, will effectively reduce the number of Shares carrying voting and participation rights. Therefore, the Proposed Renewal may increase shareholders' value and to improve, *inter alia*, the return on equity of the Group. The purchase of 3A Shares may result in an improvement to the consolidated EPS and/or NA per Share of the Group (given the decreased share base used for the computation of the EPS and NA).

The Purchased Shares can be held as Treasury Shares and resold on Bursa Securities at a higher price with the intention of realising potential gain without affecting the total issued share capital of the Company. Should any Treasury Shares be distributed as share dividends, this would serve to reward the shareholders of the Company.

6. TREATMENT OF PURCHASED SHARES

In accordance with Section 127 of the Act, the Board may, at its discretion, deal with any Purchased Shares in the following manners:-

(a) To cancel the Purchased Shares;

(b) To retain the Purchased Shares as Treasury Shares for distribution as share dividends to the Shareholders of the Company, which then may be applied as a reduction of the retained earnings of the Company, and/or resell on market of Bursa Securities in accordance with the relevant rules of Bursa Securities, and/or transfer for purposes of or under an employees' share scheme, and/or transfer as purchase consideration, and/or cancel subsequently;

(c) To retain part of the Purchased Shares as Treasury Shares and cancel the remainder; or

(d) In any other manners as may be prescribed by all applicable laws and/or regulations and guidelines applied from time to time by Bursa Securities and/or relevant authority for the time being in force.

Section 127(8) of the Act states that the holder of Treasury Shares which are held under Section 127(5) of the Act shall not confer:-

(a) The right to attend or vote at meetings and any purported exercise of such rights is void; and
(b) The right to receive dividends or other distribution, whether cash or otherwise, of the company's assets including any distribution of assets upon winding up of the company.

While the Purchased Shares are held as Treasury Shares, the Treasury Shares shall not be taken into account in calculating the number or percentage of shares or of a class of shares in the Company for any purpose including, without limiting the generality of Section 127(9) of the Act, the provisions of any law or requirements of the constitution of the Company or the listing requirements of a stock exchange on substantial shareholding, takeovers, notices, the requisitioning of meetings, the quorum for a meeting and the result of a vote on a resolution at a meeting.

As at the date of this Statement, the Board has yet to decide on the treatment of the Shares so purchased and will take into consideration the effects of such treatment on the Company in arriving at its decision. An immediate announcement will be made to Bursa Securities upon each purchase, cancellation, resale and/or transfer of Shares pursuant to the Proposed Renewal.

7. POTENTIAL ADVANTAGES AND DISADVANTAGES OF THE PROPOSED RENEWAL

The potential advantages of the Proposed Renewal to the Company and its shareholders are as follows:-

(a) The Proposed Renewal will allow the Company to utilise its financial resources where there are no immediate use, to purchase the 3A Shares. If the 3A Shares purchased are held as Treasury Shares or cancelled immediately, this may improve the consolidated EPS of the Group;

(b) The Proposed Renewal may also help to stabilise the supply and demand and price of 3A Shares traded on Bursa Securities and reduce the volatility of 3A Share prices. The stability of 3A Share prices is important to maintain investors' confidence to facilitate future fund-raising exercises of the Company via the equity market;

(c) The Proposed Renewal will provide the Company opportunities for potential gains if the Purchased Shares which are retained as Treasury Shares are resold at prices higher than the purchase prices; and

(d) In the event the Treasury Shares are distributed as share dividends, it will serve to reward the shareholders of 3A.

The potential disadvantages of the Proposed Renewal to the Company and its shareholders are as follows:-

(a) The Proposed Renewal, if implemented, will reduce the financial resources of the Company;

(b) The cash flow of the Company may be affected if the Company decides to utilise bank borrowings to finance the Proposed Renewal;

(c) The funds allocated for the Proposed Renewal could be used for other better investment opportunities which may emerge in the future; and

(d) As the funds to be allocated for the Proposed Renewal must be made wholly out of the Company's retained profits, the amount available from this account for distribution of dividends to shareholders of the Company may decrease accordingly.

The Proposed Renewal, however, is not expected to have any potential material disadvantages to the Company and its shareholders, as it will be exercised only after in-depth consideration of the financial resources of 3A which need to be balanced against investment opportunities and other proposals that can enhance the value to its shareholders. The Board, in exercising any decision in implementing the Proposed Renewal, will be mindful of the interests of the Company and its shareholders.

8. EFFECTS OF THE PROPOSED RENEWAL

The effects of the Proposed Renewal on the share capital, NA, working capital, earnings and shareholdings of Directors and Substantial Shareholders of the Company are set out below:-

(a) Share Capital

The effect of the Proposed Renewal on the issued share capital of the Company will depend on whether the Purchased Shares are cancelled or retained as Treasury Shares. On the assumption that the Proposed Renewal is carried out in full and all the 3A Shares so acquired are subsequently cancelled, the Proposed Renewal will result in the total number of issued shares of the Company as at the LPD to be reduced as follows:

	No. of Shares
Issued share capital as at LPD	492,000,010
Less: Maximum number of 3A Shares that may be purchased and cancelled pursuant to the Proposed Renewal	(49,200,001)
Resultant issued share capital after cancellation of 3A Shares purchased under the Proposed Renewal	442,800,009

In the event that all the 3A Shares so purchased are retained as Treasury Shares and not to be cancelled, the Proposed Renewal will not have any effect on the total number of issued shares of the Company.

(b) Earnings

The effects of the Proposed Renewal on the consolidated earnings and EPS of 3A Group would depend on, *inter alia*, the number of Purchased Shares, the effective cost of funding as well as the interest income foregone in connection with funding such Purchased Shares. If the Purchased Shares are retained as Treasury Shares or cancelled subsequently, the number of shares applied in the computation of the EPS will be reduced and, this may improve the consolidated EPS of 3A Group.

(c) NA

The consolidated NA of the Group may increase or decrease depending on the number of 3A Shares purchased, the purchase price(s) of the 3A Shares, the effective cost of funding and the treatment of the 3A Shares purchased.

The Proposed Renewal will reduce the NA per Share when the purchase price exceeds the NA per Share at the time of purchase. On the contrary, the NA per Share will increase when the purchase price is less than the NA per Share at the time of purchase.

(d) Working Capital

The Proposed Renewal, as and when implemented, will reduce the working capital and cash flow of 3A Group, the quantum of which depends on, among others, the number of 3A Shares so purchased and the purchase price(s) of the 3A Shares.

For 3A Shares so purchased which are kept as Treasury Shares, upon their resale, the working capital and the cash flow of 3A Group will increase upon the receipt of the proceeds of the resale. The quantum of the increase in the working capital and cash flow will depend on the actual selling price(s) of the Treasury Shares and the number of Treasury Shares resold.

(e) Dividends

Assuming the Proposed Renewal is implemented in full and the dividend quantum is maintained at historical levels, the Proposed Renewal will have the effect of increasing the dividend rate of the Company as a result of the suspension of the rights of Treasury Shares to dividend entitlement or the reduction in the total number of issued shares of the Company in the event of the Treasury Shares being cancelled.

The Proposed Renewal may reduce the cash available which may otherwise be used for dividend payments. Nonetheless, the Treasury Shares may be distributed as dividends to the shareholders of the Company, if the Company so decides.

(f) Gearing

The effect of the Proposed Renewal on the gearing of the Group will depend on the proportion of borrowings utilised to fund any purchase of Shares. The utilisation of any borrowings to fund the purchase of any Shares will increase the gearing of the Group.

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(g) Directors' and Substantial Shareholders' Shareholdings

Based on the Registers of Directors' Shareholdings and Substantial Shareholders as at LPD and assuming that the Proposed Renewal is implemented up to the maximum of 10% of the total number of issued shares of the Company and that the Purchased Shares are from the shareholders other than the Directors and Substantial Shareholders of 3A, the effect of the Proposed Renewal on the shareholdings of the Directors and Substantial Shareholders of 3A are set out below:-

	Number of Shares held as at LPD[@]				**After the Proposed Renewal[#]**			
	Direct	**%**	**Indirect**	**%**	**Direct**	**%**	**Indirect**	**%**
Directors								
Dato' Jagjit Singh a/l Bant Singh	-	-	-	-	-	-	-	-
Fong Chu King @ Tong Chu King	13,745,500	2.804	1,714,975[1]	0.350	13,745,500	3.104	1,714,975[1]	0.387
Chew Eng Chai	200,000	0.041	8,750[2]	0.002	200,000	0.045	8,750[2]	0.002
Tan Chon Sing @ Tan Kim Tieng	-	-	2,243,625[3]	0.458	-	-	2, 243,625[3]	0.507
Mohd Zaki Bin Hamzah	625,000	0.127	-	-	625,000	0.141	-	-
Khoo Wee Boon	-	-	-	-	-	-	-	-
Liew Kuo Shin	125,000	0.025	-	-	125,000	0.028	-	-
Fang Siew Ping	-	-	-	-	-	-	-	-
Lim Yee Mein	-	-	-	-	-	-	-	-
Kee Thuan Chai	-	-	-	-	-	-	-	-
Substantial Shareholders								
Wilmar International Limited	77,000,000	15.707	-	-	77,000,000	17.389	-	-
Fang Chew Ham Holdings Sdn Bhd	100,750,000	20.552	1,577,600[4]	0.322	100,750,000	22.753	1,577,600[4]	0.356
Fang Chew Ham	100,000	0.020	102,327,600[5]	20.873	100,000	0.023	102,327,600[5]	23.109
Fang Siew Yee	-	-	102,327,600[5]	20.873	-	-	102,327,600[5]	23.109
Teo Kwee Hock	46,778,050	9.542	554,375[6]	0.113	46,778,050	10.5640	554,375[6]	0.125

Notes:-

@ Computation of percentage of shareholdings is based on total issued Shares of 3A excluding 1,768,800 Shares held by the Company as Treasury Shares.

\# Based on the assumption that the maximum number of Shares bought back by 3A is 10% of the total number of issued shares.

1 *Indirect interest via shareholdings of his son, Fong Peng Fai (137,375 ordinary shares) pursuant to Section 59 (11) (c) of the Act, and Seong Chan Sauce & Foodstuff Sdn Bhd (1,577,600 ordinary shares) pursuant to Section 8 of the Act.*

2 *Indirect interest via shareholdings of his spouse Lim Tong Lean pursuant to Section 59 (11) (c) of the Act.*

3 *Indirect interest via shareholdings of his spouse Ng Faai @ Ng Yoke Pei pursuant to Section 59 (11) (c) of the Act.*

4 *Deemed interest through Seong Chan Sauce & Foodstuff Sdn Bhd pursuant to Section 8 of the Act.*

5 *Indirect interest via shareholdings of Fang Chew Ham Holdings Sdn Bhd (100,750,000 ordinary shares) and Seong Chan Sauce & Foodstuff Sdn Bhd (1,577,600 ordinary shares) pursuant to Section 8 of the Act.*

6 *Deemed interest via shareholdings held by his family pursuant to Section 8 of the Act.*

neg *Negligible*

9. PUBLIC SHAREHOLDING SPREAD

The public shareholding spread of the Company as at the LPD and the resulting public shareholding spread of the Company, assuming the Company implements the Proposed Renewal in full, are as follows:-

	As at the LPD[@]	**After the Proposed Renewal[#]**
Public Shareholding Spread	44.97%	39.07%

Notes:-

@ Computation of percentage of shareholdings based on total issued Shares of 3A and excluding 1,768,800 Shares held by 3A as Treasury Shares.

\# Based on the assumption that the maximum number of Shares bought back by 3A are up to 10% of the Company's total number of issued shares.

The Board is mindful of the requirement to maintain the public shareholding spread of at least twenty-five percent (25%) of the total number of listed shares of the Company (excluding treasury shares) pursuant to Paragraph 8.02(1) of the Listing Requirements and will continue to be mindful of such requirement when making any purchase of 3A Shares pursuant to the Proposed Renewal.

10. IMPLICATIONS OF THE CODE

Pursuant to the Code, if the Proposed Renewal results in any one of the Directors and/or Substantial Shareholders and their respective parties acting in concert ("Affected Persons") obtain control in the Company or if his/their existing shareholdings is between thirty-three percent (33%) and fifty percent (50%) of the voting shares or voting rights of the Company and as a result of the Proposed Renewal, increase(s) his/their holding of the voting shares or voting rights by more than two percent (2%) in any six (6) months period, the Affected Persons would be obliged to undertake a mandatory offer to acquire the remaining 3A Shares not already owned by him/them pursuant to the Code. However, a waiver to undertake a mandatory offer may be granted by the SC under the Code, subject to the Affected Persons complying with certain conditions in the Code.

The Company intends to implement the Proposed Renewal in the manner that will not result in any of the shareholders having to undertake a mandatory offer pursuant to the Code. In this respect, the Board will be mindful of the requirements of the Code when implementing the Proposed Renewal.

11. PREVIOUS PURCHASE, RESALE, CANCELLATION AND/OR TRANSFER OF TREASURY SHARES MADE IN THE PRECEDING TWELVE (12) MONTHS

As at the LPD, a total of 1,768,800 Shares were held as Treasury Shares. The Company has not purchased, resold, transferred and/or cancelled any Treasury Shares in the previous 12 months preceding this Statement.

12. HISTORICAL SHARE PRICES

The monthly highest and lowest prices of 3A Shares as traded on Bursa Securities for the past 12 months are as follows:-

	High RM	Low RM
2020		
April	0.770	0.615
May	0.825	0.720
June	0.805	0.720
July	0.845	0.760
August	0.880	0.800
September	0.830	0.790
October	0.895	0.800
November	0.900	0.805
December	1.030	0.835
2021		
January	0.865	0.795
February	0.815	0.790
March	0.810	0.775
Last transacted market price of 3A Shares on LPD		0.790

(Source: The Wall Street Journal)

13. INTERESTS OF DIRECTORS, MAJOR SHAREHOLDERS AND/OR PERSONS CONNECTED TO THEM

None of the Directors and/or major shareholders and/or persons connected to them, has any interest, direct or indirect, in the Proposed Renewal or the subsequent resale of the Treasury Shares, if any.

14. APPROVAL REQUIRED

The Proposed Renewal is subject to the approval of the shareholders of 3A at the forthcoming Nineteenth AGM to be convened. Save for the approval of the shareholders of 3A, there is no other approvals required for the Proposed Renewal.

15. DIRECTORS' RECOMMENDATION

The Board, having considered the Proposed Renewal, is of the opinion that the Proposed Renewal is in the best interest of the Company. Accordingly, the Board recommends that the shareholders of 3A vote in favour of the ordinary resolution pertaining to the Proposed Renewal to be tabled at the Nineteenth AGM of the Company.

16. AGM

The Nineteenth AGM, the notice of which is enclosed in the Annual Report 2020 will be conducted on a fully virtual basis through live streaming from the broadcast venue at 12th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia on Monday, 21 June 2021 at 10 a.m. or any adjournment thereof using the Remote Participation and Electronic Voting ("**RPEV**") facilities provided by Boardroom via https://web.lumiagm.com for the purpose of considering and if thought fit, passing, *inter alia*, the ordinary resolution in relation to the Proposed Renewal under the agenda of "Special Business", to give effect to the Proposed Renewal.

Shareholders will not be allowed to attend the AGM in person at the Broadcast Venue on the day of the meeting.

The Notice of AGM and Proxy Form are available for download at the Company's website at www.three-a.com.my. **Please read the Notes in the Notice of AGM carefully and follow the procedures in the Administrative Guide for the AGM in order to participate remotely via RPEV.**

If you are unable to attend, participate, speak and vote at the AGM, you may appoint a proxy(ies) to do so on your behalf by completing, signing and depositing the Proxy Form in accordance with the instructions contained therein. Alternatively, you may appoint the Chairman of the meeting as your proxy and indicate your voting instructions in the Proxy Form.

The completed Proxy Form may be made in hard copy form or by electronic form. In the case of an appointment made in hard copy form, the proxy form must be deposited with the Share Registrar of the Company, Boardroom at Ground Floor or 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor, Malaysia. In the case of an appointment of a proxy made in electronic form, the Proxy Form must be deposited through the Share Registrar's website, Boardroom Smart Investor Online Portal at https://boardroomlimited.my. Please refer to the procedures as set out in the Administrative Guide for the electronic lodgement of proxy form. All Proxy Form submitted must be received by the Company not less than forty-eight (48) hours before the time for holding the AGM no later than Saturday, 19 June 2021 at 10 a.m. or any adjourment thereof.

17. FURTHER INFORMATION

You are advised to refer to the attached Appendix I for further information.

Yours faithfully
For and on behalf of the Board of Directors
THREE-A RESOURCES BERHAD

DATO' JAGJIT SINGH A/L BANT SINGH
INDEPENDENT NON-EXECUTIVE CHAIRMAN

FURTHER INFORMATION

1. DIRECTORS' RESPONSIBILITY STATEMENT

This Statement has been approved by the Board of 3A who, individually and collectively, accept full responsibility for the accuracy of the information contained in this Statement and confirm that, after making all reasonable enquiries and to the best of their knowledge and belief, there are no other facts the omission of which would make any statement herein misleading.

2. DOCUMENT FOR INSPECTION

Copies of the following documents will be available for inspection at the registered office of 3A at AL 308, Lot 590 & Lot 4196, Jalan Industri, U19, Kampung Baru Sungai Buloh, 40160 Shah Alam, Selangor Darul Ehsan, during normal business hours from the date of this Statement to the date of the Nineteenth AGM:-

(a) Constitution of the Company; and

(b) Audited consolidated financial statements of 3A for the financial years ended 31 December 2019 and 31 December 2020.

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