

TANCO HOLDINGS BERHAD

Registration No. 195801000190 (3326-K)

(Incorporated in Malaysia)

MINUTES OF THE SIXTY-FIFTH ANNUAL GENERAL MEETING (“65th AGM” or “Meeting”) OF THE COMPANY CONDUCTED ON A FULLY VIRTUAL BASIS THROUGH LIVE STREAMING AND ONLINE REMOTE VOTING USING REMOTE PARTICIPATION AND VOTING FACILITIES PROVIDED BY VOTE2U VIA ONLINE MEETING PLATFORM AT <https://web.vote2u.my> (Domain Registration No. with MYNIC D6A471702) ON FRIDAY, 20 DECEMBER 2024 AT 10.30 A.M.

PRESENT:

Via Remote Participation

Directors

Dato’ Dr. Mohd. Aminuddin bin Mohd. Rouse	: Chairman of the Meeting, Non-Independent Non-Executive Chairman
Dato’ Sri Andrew Tan Jun Suan	: Group Managing Director
Datuk Rashidi bin Hasbullah	: Independent Non-Executive Director
Dato’ Martini binti Osman	: Independent Non-Executive Director
Mr. Wong Jee Seng	: Independent Non-Executive Director
Madam Syafinaz Merican binti Isahak Merican	: Independent Non-Executive Director
Mr. Koay Ghee Teong	: Executive Director
Mr. Christopher Tan Khoon Suan	: Executive Director
Ms. Chew Shen Hoay	: Executive Director and Group Chief Financial Officer

Company Secretary

Madam Choi Siew Fun

By Invitation

Ms. Yap Choy Lai	: Assistant Company Secretary	} Representatives from Management Team
Ms. Vicky Chong Yen Hung	: Senior Executive, Secretarial	
Madam Yap Chon Yoke	: Representing Quantegic Services Sdn. Bhd. (“ Independent Scrutineer ”)	
Ms. Soh Lee Ching	: Representing Agmo Digital Solutions Sdn. Bhd. (“ Poll Administrator ”)	
Mr. Jason Wong Yew Ming	} Representing Messrs. Baker Tilly Monteiro Heng PLT (“ External Auditors ”)	
Ms. Teo Wen Ni		
Ms. Amelia Gan Xiu Hui		
Ms. Stephanie Chan Pik Jia	: Representing Messrs. David Lai & Tan (“ Solicitors ”)	

The attendance of shareholders and proxies is as per the Summary of Attendance List via Remote Participation and Voting (“**RPV**”) facilities provided by the Poll Administrator, Agmo Digital Solutions Sdn. Bhd. (“**Agmo**”), via its Vote2U online meeting platform (“**Vote2U**”) at <https://web.vote2u.my> and shall form an integral part of these Minutes of the 65th AGM.

1. CHAIRMAN OF THE MEETING

Dato' Dr. Mohd. Aminuddin bin Mohd. Rouse, the Chairman ("**Dato' Chairman**") welcomed all shareholders, proxies and invitees to the 65th AGM of the Company which was conducted on a fully virtual basis through live streaming and online remote voting using the RPV facilities provided by Agmo, and in compliance with Section 327 of the Companies Act 2016, Clause 63 of the Constitution of the Company and the Guidance Note on the Conduct of General Meetings for Listed Issuers by Securities Commission Malaysia.

Dato' Chairman introduced the other eight (8) members of the Board of Directors ("**Board**"), the Company Secretary as well as the representatives from the Company's External Auditors and the Solicitors to the Meeting. Dato' Chairman further informed that the representatives from the Management Team, the Poll Administrator and the Independent Scrutineer were also participated at the 65th AGM.

2. QUORUM

Upon confirming the presence of the requisite quorum pursuant to Clause 73 of the Company's Constitution, Dato' Chairman called the Meeting to order at 10.30 a.m.

3. NOTICE OF MEETING

The Notice convening the Meeting, having been previously circulated to all members of the Company within the prescribed period and advertised in The New Straits Times on 21 November 2024, was taken as read.

4. PROXIES

As part of good governance, Dato' Chairman reported that the Company had received a total of 102 proxy forms from the shareholders for a total of 1,449,861,220 ordinary shares, representing 66.033% of the total number of issued shares of the Company.

Dato' Chairman further informed that he has been appointed to act as proxy for shareholders representing 23.013% of the total number of issued shares of the Company, and he would vote in accordance with the instruction given.

5. VOTING PROCEDURES

Before Dato' Chairman proceeded with the items on the Agenda, he explained to the shareholders the procedures to be adhered to in tabling and approving the resolutions at the Meeting.

Dato' Chairman informed the Meeting that pursuant to Paragraph 8.29A of the Main Market Listing Requirements ("**Listing Requirements**") of Bursa Malaysia Securities Berhad ("**Bursa Malaysia**"), all the proposed resolutions set out in the Notice of AGM would be voted by poll and at least one (1) Scrutineer has to be appointed to validate the votes cast at the Meeting.

Dato' Chairman further informed that pursuant to the Clause 77(1) of the Company's Constitution, all the proposed resolutions set out in the Notice of the 65th AGM would be voted by way of electronic polling ("**e-polling**").

Dato' Chairman then informed that Agmo as the Poll Administrator would conduct the voting by way of e-polling using RPV facilities and Quantegic Services Sdn. Bhd. ("**Quantegic**") as the Independent Scrutineer would verify and validate the poll results.

Dato' Chairman further informed that the questions and answers ("**Q&A**") session and the e-polling for the resolutions would be conducted after dealing with all the business of the Meeting. All shareholders and proxies may raise questions in real time by transmitting their question via the messaging chat box.

Dato' Chairman further informed that the Company has taken its best efforts to ensure a smooth live streaming, however, the quality of the broadcast was dependent on the participants' own internet bandwidth connection and stability.

Dato' Chairman then invited the Poll Administrator to present a short video on the e-polling procedure and on how to participate in the Meeting, including posting questions and vote through the RPV facilities.

[A short video presentation by the Poll Administrator was shown.]

Dato' Chairman informed that the shareholders and proxies may cast their votes for all the proposed resolutions throughout the Meeting proceeding until the closure of the voting session.

6. AUDITED FINANCIAL STATEMENTS AND REPORTS FOR THE FINANCIAL YEAR ENDED 30 JUNE 2024

The Audited Financial Statements of the Company for the financial year ended 30 June 2024 together with the Reports of the Directors and the Auditors thereon were tabled for discussion.

Dato' Chairman informed that the Audited Financial Statements were meant for discussion only as the provision of Section 340(1)(a) of the Companies Act 2016 did not require a formal approval of the shareholders for the Audited Financial Statements. Hence, the Audited Financial Statement was not put forward for voting.

Dato' Chairman then declared that the Audited Financial Statements of the Company for the financial year ended 30 June 2024 together with the Reports of the Directors and the Auditors thereon as received and duly tabled at the 65th AGM.

**7. ORDINARY RESOLUTION 1
RE-ELECT DATO' SRI ANDREW TAN JUN SUAN AS DIRECTOR**

Dato' Chairman informed that Ordinary Resolution 1 was to re-elect Dato' Sri Andrew Tan Jun Suan as Director of the Company, who would be retiring in accordance with Clause 114 of the Company's Constitution. Dato' Sri Andrew Tan Jun Suan, being eligible, had offered himself for re-election.

**8. ORDINARY RESOLUTION 2
RE-ELECT MR. KOAY GHEE TEONG AS DIRECTOR**

Dato' Chairman then proceeded to Ordinary Resolution 2 to re-elect Mr. Koay Ghee Teong as Director of the Company, who would be retiring in accordance with Clause 114 of the Company's Constitution. Mr. Koay Ghee Teong, being eligible, had offered himself for re-election.

**9. ORDINARY RESOLUTION 3
RE-ELECT DATO' MARTINI BINTI OSMAN AS DIRECTOR**

Dato' Chairman informed that Ordinary Resolution 3 was to re-elect Dato' Martini binti Osman as Director of the Company, who would be retiring in accordance with Clause 114 of the Company's Constitution. Dato' Martini binti Osman, being eligible, had offered herself for re-election.

**10. ORDINARY RESOLUTION 4
PAYMENT OF DIRECTORS' FEES FOR THE PERIOD FROM 21 DECEMBER 2024 UNTIL THE NEXT AGM OF THE COMPANY TO BE HELD IN 2025 FOR THE NON-EXECUTIVE DIRECTORS OF THE COMPANY**

Dato' Chairman then proceeded to Ordinary Resolution 4 to approve the payment of Directors' fees of up to RM221,000.00 for the period from 21 December 2024 until the next AGM of the Company to be held in 2025 for the Non-Executive Directors of the Company.

**11. ORDINARY RESOLUTION 5
PAYMENT OF BENEFITS PAYABLE (EXCLUDING DIRECTORS' FEES) FOR THE PERIOD FROM 21 DECEMBER 2024 UNTIL THE NEXT AGM OF THE COMPANY TO BE HELD IN 2025 FOR THE NON-EXECUTIVE DIRECTORS OF THE COMPANY**

Dato' Chairman informed that Ordinary Resolution 5 was to approve the payment of benefits payable (excluding Directors' fees) of up to an amount of RM109,000.00 for the period from 21 December 2024 until the next AGM of the Company to be held in 2025 for the Non-Executive Directors of the Company.

**12. ORDINARY RESOLUTION 6
APPOINTMENT OF MESSRS. KPMG PLT AS AUDITORS OF THE COMPANY
IN PLACE OF THE RETIRING AUDITORS, MESSRS. BAKER TILLY
MONTEIRO HENG PLT, AND AUTHORISE THE DIRECTORS TO FIX THEIR
REMUNERATION**

Dato' Chairman proceeded to the next item on the Agenda and informed that Ordinary Resolution 6 was to consider the appointment of Messrs. KPMG PLT as Auditors of the Company in place of the retiring Auditors, Messrs. Baker Tilly Monteiro Heng PLT for the financial year ending 30 June 2025 and to hold office until the conclusion of the next AGM of the Company, and to authorise the Directors to fix their remuneration.

Dato' Chairman further informed that Messrs. KPMG PLT have given their written consent to act as Auditors of the Company for the financial year ending 30 June 2025.

**13. AS SPECIAL BUSINESS:
ORDINARY RESOLUTION 7
AUTHORITY UNDER SECTION 75 AND SECTION 76 OF THE COMPANIES
ACT 2016 FOR THE DIRECTORS TO ISSUE AND ALLOT NEW SHARES**

Dato' Chairman informed that the first Special Business of the Meeting under Ordinary Resolution 7 was to seek shareholders' approval for the Directors to issue and allot new ordinary shares in the Company up to and not exceeding in total ten percent (10%) of the total number of issued shares of the Company for the time being, for such purposes as they consider would be in the interest of the Company pursuant to Sections 75 and 76 of the Companies Act 2016. This mandate, if granted at this AGM, unless revoked or varied by the Company at a general meeting, would expire at the conclusion of the next AGM of the Company. The full text of the resolution was set out in item 5 of the Explanatory Notes on Special Business in the Notice of the 65th AGM.

Dato' Chairman further informed that the authority to issue and allot new ordinary shares, if passed, would provide flexibility to the Company for any possible fund raising activities, including but not limited to further placing of shares, for purpose of funding current and/or future investment project(s), working capital and/or acquisition(s).

**14. AS SPECIAL BUSINESS:
ORDINARY RESOLUTION 8
PROPOSED RENEWAL OF SHAREHOLDERS' MANDATE FOR RECURRENT
RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE**

Dato' Chairman informed the Meeting that the next item on the Agenda under Special Business was to approve the ordinary resolution in respect of the proposed renewal of shareholders' mandate for Recurrent Related Party Transactions ("RRPT") of a revenue or trading nature ("Proposed Renewal of Shareholders' Mandate").

Dato' Chairman explained that the proposed resolution would allow the Company and/or its subsidiaries ("**Tanco Group**") to enter into RRPT of a revenue or trading nature with the related parties in accordance with Paragraph 10.09 of the Listing Requirements of Bursa Malaysia, which transactions are necessary for the day-to-day operations, in the ordinary course of business of Tanco Group and are carried out at arm's length basis on normal commercial terms of Tanco Group on terms not more favourable to the related parties than those generally available to the public and are not, in the Company's opinion, detrimental of the minority shareholders of the Company. Further details of the Proposed Renewal of Shareholders Mandate were provided in Part A of the Circular to Shareholders dated 21 November 2024.

TJN Capital Sdn. Bhd. and Dato' Sri Andrew Tan Jun Suan, being the interested major shareholders, had abstained from voting in respect of their interests pertaining to the proposal. Dato' Chairman further informed that the Board had considered all aspects of the proposal and opined that the Proposed Renewal of Shareholders' Mandate is in the best interest of the Company. This renewed mandate, unless revoked or varied by the Company at a general meeting, would expire at the conclusion of the next AGM of the Company.

15. AS SPECIAL BUSINESS:
ORDINARY RESOLUTION 9
PROPOSED AUTHORITY FOR THE COMPANY TO PURCHASE ITS OWN
ORDINARY SHARES ("PROPOSED SHARE BUY-BACK AUTHORITY")

Dato' Chairman informed that the next Special Business of the Meeting was to approve Ordinary Resolution 9 in relation to the Proposed Share Buy-Back Authority.

Dato' Chairman briefed that the proposed resolution if passed, would empower the Directors to exercise the power of the Company to purchase its own shares of not more than ten percent (10%) of the total number of issued shares of the Company at any time within the time stipulated by utilising the funds allocated which shall not exceed the total retained profits of the Company. Further details of the Proposed Share Buy-Back Authority were provided in Part B of the Circular to Shareholders dated 21 November 2024.

Dato' Chairman further informed that the Board had considered all aspects of the proposed resolution and opined that the Proposed Share Buy-Back Authority is in the best interest of the Company. This authority, unless revoked or varied by the Company at a general meeting, would expire at the conclusion of the next AGM of the Company.

16. ANY OTHER BUSINESS

Dato' Chairman informed that the last item on the Agenda was to transact any other business for which due notice had been given. Upon confirmation with the Secretary, Dato' Chairman apprised that there was no other business to be transacted.

17. Q&A SESSION

Dato' Chairman informed that the Company had received questions/request from the shareholders and proxies via the online messaging chat box during the Meeting. The questions/request together with the Company's responses as follows were summarised and published on the screen for the information of the shareholders:

(i) *Question:*

Will the Board consider giving door gifts such as e-vouchers, food vouchers or e-wallets for those participating in the AGM as a token of appreciation?

Answer:

The Board responded that distributing door gifts at general meetings is not a practice of the Company.

(ii) *Question:*

Any new great projects management might want to share with us shareholders?

Answer:

The Board responded that the Company has announced all major projects and will continue to share updates and announcements with the shareholders.

(iii) *Request:*

Please get registrar to send me physical copy of annual report and circulars.

Answer:

The Board responded that shareholders are required to complete the requisition form, which can be downloaded from the Company's website, to receive printed copies of the requested documents.

Dato' Chairman informed that as there were no other questions raised by the shareholders and proxies, he then declared the Q&A session closed.

18. E-POLLING PROCESS

At this juncture, Dato' Chairman announced the registration for attendance at the Meeting closed at 10.55 a.m.

As all the resolutions of the Meeting have been dealt with, Dato' Chairman reminded the shareholders, proxies and corporate representatives to cast their votes, and another ten (10) minutes were given for the e-polling session.

Upon closure of the voting session at 11.05 a.m., Dato' Chairman adjourned the Meeting for the counting of votes by Agmo as the Poll Administrator, and validation of the poll results by Quantegic as the Independent Scrutineer.

19. ANNOUNCEMENT OF E-POLLING RESULTS

The Meeting resumed at 11.18 a.m. and Dato' Chairman called the Meeting to order for the declaration of e-polling results which were displayed on screen for the participants' information.

Dato' Chairman then announced that the results of the e-polling for all resolutions set out in the Notice of the 65th AGM as follows:

(1) Ordinary Resolution 1 Re-elect Dato' Sri Andrew Tan Jun Suan as Director

Resolution	Voted For		Voted Against	
	No. of Shares	%	No. of Shares	%
<u>Ordinary Resolution 1</u> Re-elect Dato' Sri Andrew Tan Jun Suan as Director	314,707,415	99.7836	682,602	0.2164

Based on the results of the e-polling, Dato' Chairman therefore declared that Ordinary Resolution 1 was carried and it was RESOLVED:

“THAT Dato' Sri Andrew Tan Jun Suan who retires by rotation in accordance with Clause 114 of the Company's Constitution, be and is hereby re-elected as a Director of the Company.”

(2) Ordinary Resolution 2 Re-elect Mr. Koay Ghee Teong as Director

Resolution	Voted For		Voted Against	
	No. of Shares	%	No. of Shares	%
<u>Ordinary Resolution 2</u> Re-elect Mr. Koay Ghee Teong as Director	1,462,752,850	99.2447	11,132,731	0.7553

Based on the results of the e-polling, Dato' Chairman therefore declared that Ordinary Resolution 2 was carried and it was RESOLVED:

“THAT Mr. Koay Ghee Teong who retires by rotation in accordance with Clause 114 of the Company's Constitution, be and is hereby re-elected as a Director of the Company.”

(3) Ordinary Resolution 3
Re-elect Dato’ Martini binti Osman as Director

Resolution	Voted For		Voted Against	
	No. of Shares	%	No. of Shares	%
Ordinary Resolution 3 Re-elect Dato’ Martini binti Osman as Director	1,473,466,163	99.9716	419,318	0.0284

Based on the results of the e-polling, Dato’ Chairman therefore declared that Ordinary Resolution 3 was carried and it was RESOLVED:

“THAT Dato’ Martini binti Osman who retires in accordance with Clause 114 of the Company’s Constitution, be and is hereby re-elected as a Director of the Company.”

(4) Ordinary Resolution 4
Payment of Directors’ fees for the period from 21 December 2024 until the next AGM of the Company to be held in 2025 for the Non-Executive Directors of the Company

Resolution	Voted For		Voted Against	
	No. of Shares	%	No. of Shares	%
Ordinary Resolution 4 Payment of Directors’ fees for the period from 21 December 2024 until the next AGM of the Company to be held in 2025 for the Non-Executive Directors of the Company	1,473,877,957	99.9995	7,618	0.0005

Based on the results of the e-polling, Dato’ Chairman therefore declared that Ordinary Resolution 4 was carried and it was RESOLVED:

“THAT the payment of Directors’ fees of up to RM221,000.00 for the period from 21 December 2024 until the next AGM of the Company to be held in 2025 for the Non-Executive Directors of the Company be and is hereby approved.”

(5) Ordinary Resolution 5
Payment of Benefits Payable (Excluding Directors’ fees) for the period from 21 December 2024 until the next AGM of the Company to be held in 2025 for the Non-Executive Directors of the Company

Resolution	Voted For		Voted Against	
	No. of Shares	%	No. of Shares	%
<u>Ordinary Resolution 5</u> Payment of benefits payable (excluding Directors' fees) for the period from 21 December 2024 until the next AGM of the Company to be held in 2025 for the Non-Executive Directors of the Company	1,473,876,757	99.9994	8,818	0.0006

Based on the results of the e-polling, Dato' Chairman therefore declared that Ordinary Resolution 5 was carried and it was RESOLVED:

“THAT the payment of benefits payable (excluding Directors' fees) up to an amount of RM109,000.00 for the period from 21 December 2024 until the next AGM of the Company to be held in 2025 for the Non-Executive Directors of the Company be and is hereby approved.”

- (6) **Ordinary Resolution 6**
Appointment of Messrs. KPMG PLT as Auditors of the Company in place of the retiring Auditors, Messrs. Baker Tilly Monteiro Heng PLT, and authorise the Directors to Fix Their Remuneration

Resolution	Voted For		Voted Against	
	No. of Shares	%	No. of Shares	%
<u>Ordinary Resolution 6</u> Appointment of Messrs. KPMG PLT as Auditors of the Company in place of the retiring Auditors, Messrs. Baker Tilly Monteiro Heng PLT, and authorise the Directors to fix their remuneration	1,473,885,164	99.9999	417	0.0001

Based on the results of the e-polling, Dato' Chairman therefore declared that Ordinary Resolution 6 was carried and it was RESOLVED:

“THAT Messrs. KPMG PLT be and are hereby appointed as Auditors of the Company in place of the retiring Auditors, Messrs. Baker Tilly Monteiro Heng PLT, for the financial year ending 30 June 2025 and to hold office until the conclusion of the next AGM of the Company at a remuneration to be fixed by the Directors.”

(7) **Ordinary Resolution 7**
Approval for issuance of new Ordinary Shares pursuant to Section 75 and Section 76 of the Companies Act 2016

Resolution	Voted For		Voted Against	
	No. of Shares	%	No. of Shares	%
Ordinary Resolution 7 Approval for issuance of new Ordinary Shares pursuant to Section 75 and Section 76 of the Companies Act 2016	1,473,877,757	99.9995	7,818	0.0005

Based on the results of the e-polling, Dato' Chairman therefore declared that Ordinary Resolution 7 was carried and it was RESOLVED:

“THAT subject always to the Companies Act 2016 (“the Act”), the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, the Constitution of the Company and approvals of the relevant governmental and/or regulatory authorities, the Directors be and are hereby empowered and authorised, pursuant to Section 75 and Section 76 of the Act to issue and allot new ordinary shares in the Company from time to time at such price and upon such terms and conditions and for such purposes and to such person/persons or party/parties whomsoever as the Directors may, in their absolute discretion deem fit and expedient in the interest of the Company, provided that the aggregate number of shares to be issued pursuant to this resolution does not exceed ten percent (10%) of the total number of issued shares of the Company at the time of issue AND THAT the Directors be and are hereby also empowered to obtain approval from Bursa Malaysia Securities Berhad for the listing of and quotation for the additional shares to be issued AND THAT such authority shall commence immediately upon the passing of this Resolution and continue to be in force until the conclusion of the next Annual General Meeting of the Company;

AND THAT pursuant to Section 85 of the Act to be read together with Clause 13(1) of the Constitution of the Company, approval be and is hereby given to waive the statutory pre-emptive rights of the shareholders of the Company to be offered new shares of the Company ranking equally to the existing issued shares arising from any issuance of new shares in the Company pursuant to Section 75 and Section 76 of the Act.”

(8) **Ordinary Resolution 8**
Proposed Renewal of Shareholders' Mandate for RRPT of a Revenue or Trading Nature

Resolution	Voted For		Voted Against	
	No. of Shares	%	No. of Shares	%
Ordinary Resolution 8 Proposed Renewal of shareholders' mandate for RRPT of a revenue or trading nature	315,388,499	99.9995	1,518	0.0005

Based on the results of the e-polling, Dato' Chairman therefore declared that Ordinary Resolution 8 was carried and it was RESOLVED:

“THAT, subject to the provisions of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, approval be and is hereby given for the Company and/or its subsidiaries (“Tanco Group”) to enter into recurrent related party transactions of a revenue or trading nature as set out in Section 2.3.3 of the Circular to Shareholders dated 21 November 2024 (“Circular”) with the related parties listed in Section 2.3.2 of the Circular which transactions are necessary for the day-to-day operations, in the ordinary course of business of Tanco Group and are carried out at arm’s length basis on normal commercial terms of Tanco Group on terms not more favourable to the related parties than those generally available to the public and are not, in the Company’s opinion, detrimental of the minority shareholders of the Company;

THAT such authority shall commence immediately upon the passing of this resolution and shall continue to be in force until:

- (a) the conclusion of the next Annual General Meeting (“AGM”) of the Company, at which time the said authority shall lapse, unless renewed by a resolution passed at that meeting; or*
- (b) the expiration of the period within which the next AGM of the Company is required to be held pursuant to Section 340(2) of the Companies Act 2016 (“the Act”) (but shall not extend to such extension as may be allowed pursuant to Section 340(4) of the Act); or*
- (c) revoked or varied by resolution passed by the shareholders of the Company in a general meeting;*

whichever is the earlier;

AND THAT, the Directors and/or any of them be and are hereby authorised to do all acts, deeds, things and execute all necessary documents as may consider necessary and expedient in the best interest of the Company with full power to assent to any conditions, variations, modifications and/or amendments in any manner as may be required or permitted under relevant authorities to deal with all matters in relation thereto and to take such steps and do all acts and things in any manner as they may deem necessary and expedient to implement, finalise and give full effect to the transactions contemplated and/or authorised by this resolution.”

**(9) Ordinary Resolution 9
Proposed Authority for the Company to Purchase its own Ordinary Shares**

Resolution	Voted For		Voted Against	
	No. of Shares	%	No. of Shares	%
Ordinary Resolution 9 Proposed Authority for the Company to Purchase its own Ordinary Shares	1,473,885,163	99.9999	418	0.0001

Based on the results of the e-polling, Dato' Chairman therefore declared that Ordinary Resolution 9 was carried and it was RESOLVED:

“THAT, subject always to the provision of Companies Act 2016 (“the Act”), the Constitution, the Main Market Listing Requirements (“MMLR”) of Bursa Malaysia Securities Berhad (“Bursa Securities”) and/or any other applicable laws, rules and regulations and guidelines for the time being in force and the approvals of all relevant governmental and/or regulatory authority, approval be and is hereby given to the Company, to purchase such number of ordinary shares in the Company (“Company Shares”) as may be determined by the Directors of the Company from time to time through Bursa Securities as the Directors may deem fit, necessary and expedient in the interest of the Company, provided that:

- (i) the maximum aggregate number of Company Shares which may be purchased and/or held by the Company as treasury shares shall not exceed 10% of the total number of issued shares of the Company at any point in time of the said purchase(s); and*
- (ii) the maximum funds to be allocated by the Company for the purpose of purchasing Company Shares shall not exceed the total retained profits of the Company based on the latest audited financial statements and/or the latest unaudited financial statements of the Company (where applicable) available at the time of the purchase(s).*

THAT the authority conferred by this resolution will commence immediately upon passing of this resolution and shall continue to be in force until:

- (i) the conclusion of the next Annual General Meeting (“AGM”) at which time the said authority shall lapse, unless by an ordinary resolution passed at that meeting, the authority is renewed, either unconditionally or subject to conditions; or*
- (ii) the expiration of the period within which the next AGM after that date is required by law to be held; or*
- (iii) the authority is revoked or varied by an ordinary resolution passed by the shareholders in a general meeting,*

whichever occurs first.

THAT upon completion of the purchase of Company Shares by the Company, the Directors of the Company be and are hereby authorised to deal with the Company Shares purchased in their absolute discretion in the following manner:

- (i) cancel the Company Shares so purchased; or*
- (ii) retain all or part of the Company Shares so purchased as treasury shares for distribution as shares dividends to shareholders and/or resell on the market of Bursa Securities in accordance with the relevant rules of Bursa Securities and/or transferred for the purposes of an employees' share scheme and/or transferred as purchase consideration and/or cancelled subsequently; or*

(iii) *retain part of the Company Shares so purchased as treasury shares and cancel the remainder of the Company Shares; or*

(iv) *deal with the Company Shares so purchased in any other manner as may be permitted by the applicable laws and/or regulations in force from time to time,*

and such authority to deal with the Company Shares so purchased shall continue to be valid until all such Company Shares have been dealt with by the Directors of the Company.

AND THAT the Directors of the Company be and are hereby authorised to take all such steps as are necessary and enter into any instrument, agreements or arrangements with any party or parties to implement, finalise and give full effect to the aforementioned purchase of Company Shares by the Company with full powers to assent to any conditions, modifications, revaluations, variations and/or amendments (if any) as may be imposed by the relevant authorities from time to time or as the Directors may in their discretion, deem necessary and to do all such acts and things as the Directors may deem fit and expedient in the best interest of the Company.”

20. CONCLUSION

There being no other business to be transacted, Dato’ Chairman declared the Meeting closed and thanked all present for their attendance.

The Meeting concluded at 11.20 a.m. with a vote of thanks to the Chair.

SIGNED AS A CORRECT RECORD

DATO’ DR. MOHD. AMINUDDIN BIN MOHD. ROUSE
CHAIRMAN