

**GABUNGAN AQRS BERHAD**  
[Registration No. 201001028608 (912527-A)]  
(Incorporated in Malaysia)

MINUTES OF TWELFTH ANNUAL GENERAL MEETING OF GABUNGAN AQRS BERHAD HELD AS A VIRTUAL MEETING AT A BROADCAST VENUE AT THE FUNCTION ROOM, G-53-3, BLOCK G, JALAN TEKNOLOGI 3/9, BISTARI 'DE' KOTA, KOTA DAMANSARA, PJU 5, 47810 PETALING JAYA, SELANGOR DARUL EHSAN ON THURSDAY, 16 JUNE 2022 AT 10.00 A.M.

---

**ATTENDANCE AT THE BROADCAST VENUE**

**DIRECTORS** : Y.M. Tunku Alizan bin Raja Muhammad Alias (*Tunku Chairman*)  
(*Independent Non-Executive Director and Chairman*)  
Dato' Sri Azizan bin Jaafar  
(*Executive Director and Group Chief Executive Director*)  
Dato' Ow Chee Cheoon  
(*Executive Director and Group Deputy Chief Executive Director*)  
Dato' Muraly Daran A/L M. Narayana Menon  
(*Independent, Non-Executive Director*)  
Dato' Ir. Mohd Dom bin Ahmad  
(*Independent, Non-Executive Director*)  
Puan Masleena binti Zaid  
(*Independent, Non-Executive Director*)

**IN ATTENDANCE** : Ms. Ooi Li Ann (*Joint Company Secretary*)

**ATTENDANCE VIA VIDEO-CONFERENCING**

**DIRECTORS** : Ms Ow Yin Yee  
(*Executive Director and Group Chief Financial Officer*)  
Dato' Kamisah binti Johan  
(*Non-Independent and Non-Executive Director*)

**IN ATTENDANCE** : M. Francis Cyril Singam (*Auditor, Messrs BDO PLT*)  
Ms. Lu Yan Fen (*Auditor, Messrs BDO PLT*)  
Mr. Pang Yi Lynn (*Auditor, Messrs BDO PLT*)

**ATTENDANCE VIA REMOTE PARTICIPATION AND VOTING FACILITIES**

**MEMBERS & PROXYHOLDERS PRESENT** : Members and Proxies logged-in to participate online at  
<https://www.sshsb.net.my/login.aspx>

**BY INVITATION** : Invitees logged-in to participate online at  
<https://www.sshsb.net.my/login.aspx>

**CHAIRMAN**

Y.M. Tunku Alizan bin Raja Muhammad Alias ("**Tunku Chairman**"), the Chairman of Gabungan AQRS Berhad ("**Gabungan**" or "**Company**") welcomed all present to the live streaming of the Twelfth Annual General Meeting ("**12th AGM**" or "**Meeting**") and called the Meeting to order at 10:00 a.m.

Tunku Chairman informed the Meeting that despite the fact that Malaysia was transitioning to the endemic phase of the Coronavirus (COVID-19), with the health interest of the shareholders in mind, the Board of

Directors had decided the 12th AGM to be conducted via live stream webcast and online remote voting from the broadcast venue of the Company's office, using the remote participation and voting facilities without any physical attendance by shareholders and proxies.

Tunku Chairman then introduced the members of the Board, the Joint Company Secretary present at the broadcast venue as well as the Directors and representatives from Messrs. BDO PLT, the External Auditors of the Company, who were in attendance remotely.

### **QUORUM**

The Company Secretary confirmed that a quorum was present in accordance with Clause 97 of the Constitution. The requisite quorum being present, Tunku Chairman declared the Meeting duly convened.

Tunku Chairman informed the Meeting that the Company was using 9 June 2022 as the determinate date of the General Meeting Record of Depositors.

The registered shareholders, proxies and the corporate representatives were reminded to refrain from any forms of recording of the proceedings of the 12th AGM as the discussions which transpired in this AGM were deemed confidential. Any form of visual or audio recording, whilst the live streaming of the 12th AGM was conducted, was therefore strictly prohibited.

### **NOTICE**

There being no objection, the Notice convening the Meeting, having been circulated earlier to all the members of the Company within the statutory period, was taken as read.

### **MEETING PROCEEDINGS AND VOTING PROCEDURES**

Tunku Chairman informed the Meeting that in compliance with the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all the resolutions to be tabled at the Meeting shall be voted by poll electronically.

Tunku Chairman apprised the Meeting that there were shareholders who were unable to participate in the Meeting remotely and had appointed the Chairman of the Meeting to vote on their behalf. Accordingly, Tunku Chairman would be voting in his capacity as proxy in accordance with the shareholders' instructions, where indicated.

Tunku Chairman briefed the Meeting that there was no legal requirement for a proposed resolution to be seconded. The voting session had commenced from the start of the Meeting and shall continue until the closure of the voting session to be announced later. Alternatively, shareholders, proxies or corporate representatives may cast their vote after all the questions and answers in relation to each Agenda and resolution have been dealt with.

Tunku Chairman invited the Company Secretary to give an overview of the process of poll voting to the floor.

The Company Secretary explained that the Meeting would first be taken through each item of the Agenda and followed by a question and answer (Q&A) session to respond to questions transmitted during the Meeting. The shareholders and proxies who were attending the 12th AGM may use the query box facility under the live stream player within the Securities Services e-Portal (SSeP) page to transmit their questions or remarks in real time during the Meeting. The Board shall endeavour to respond to the questions transmitted by members and proxies during the Q&A session.

The Meeting was informed that the Company had appointed SS E Solutions Sdn. Bhd. as the Poll Administrator and Commercial Quest Sdn. Bhd. as Scrutineer to verify the poll result at today's AGM. A

step-by-step guide together with a short audio clip on the online voting module within Securities Services e-Portal (SSeP) was then played.

## **PRESENTATION BY THE GROUP CHIEF EXECUTIVE OFFICER AND EXECUTIVE DIRECTOR**

Tunku Chairman then invited Dato' Sri Azizan bin Jaafar, ("**Dato' Sri Azizan**"), Group Chief Executive Officer and Executive Director, to give a brief presentation on the Group's performance and key highlights for financial year 2021.

Dato' Sri Azzian presented the Group's Key Financial Performance for the financial year ended 31 December 2021 as set out in **Annexure 1** annexed hereto. The presentation covered the following areas:-

- a) Milestones;
- b) Group Highlights & Prospects;
- c) Financial Highlights – Profit & Loss, Balance Sheet
- d) Group Highlights in terms of Construction, Property Development Divisions and IBS Manufacturing;
- e) Strategic Investments;
- f) Key Environmental, Social and Governance (ESG) Achievements; and
- g) Awards & Recognition.

Tunku Chairman thanked Dato' Sri Azizan for his presentation and announced that the Meeting would proceed with the tabling of the Agenda items set out in the Notice of 12th AGM.

## **ORDINARY BUSINESS**

### **1. AUDITED FINANCIAL STATEMENTS FOR FINANCIAL YEAR ENDED 31 DECEMBER 2021 AND THE REPORTS OF DIRECTORS AND AUDITORS THEREON**

Tunku Chairman informed the Meeting that the first item on the Agenda was to receive the Audited Financial Statements for the financial year ended 31 December 2021 together with the Reports of the Directors and the Auditors thereon.

Tunku Chairman explained that the Audited Financial Statements for the financial year ended 31 December 2021 were meant for discussion only and shareholders' approval was not required pursuant to Section 340(1) of the Companies Act 2016. As such, the Audited Financial Statements would not be put forward for voting. Questions on the Audited Financial Statements would be attended to after all the motions had been moved.

Tunku Chairman then declared that the Audited Financial Statements for the financial year ended 31 December 2021 together with the Reports of the Directors and Auditors thereon, be received.

### **2. ORDINARY RESOLUTIONS 1 TO 5 RE-ELECTION OF THE RETIRING DIRECTORS PURSUANT TO CLAUSES 119 AND 118 OF THE COMPANY'S CONSTITUTION**

Tunku Chairman proceeded to the next five (5) Ordinary Resolutions in respect of the re-election of Directors who were retiring pursuant to the provisions of the Company's Constitution.

#### **2.1 Ordinary Resolution 1 Re-election of Dato' Ow Chee Cheoon**

Tunku Chairman informed the Meeting that pursuant to Clause 119 of the Company's Constitution, Dato' Ow Chee Cheoon, who was retiring at this Meeting and being eligible, had offered himself for re-election.

#### **2.2 Ordinary Resolutions 2 to 5**

**Re-election of Dato' Kamisah binti Johan, Dato' Muraly Daran A/L M. Narayana Menon, Datuk Ir. Mohd Dom bin Ahmad and Puan Masleena binti Zaid**

Tunku Chairman moved on to Ordinary Resolutions 2 to 5 and informed the Meeting that pursuant to Clause 118 of the Company's Constitution, Dato' Kamisah binti Johan, Dato' Muraly Daran A/L M. Narayana Menon, Datuk Ir. Mohd Dom bin Ahmad and Puan Masleena binti Zaid, who were retiring at this Meeting and being eligible, had offered themselves for re-election.

Tunku Chairman advised that each re-election of the abovementioned Directors would be voted upon individually.

**3. ORDINARY RESOLUTION 6**  
**APPROVAL OF PAYMENT FOR UNDER PROVISION OF DIRECTOR'S FEES OF UP TO RM37,162 PAYABLE TO DATO KAMISAH BINTI JOHAN FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2021**

Tunku Chairman informed that the next item on the Agenda was to seek shareholders' approval for the payment for under provision of Directors' fees of up to RM37,162 payable to Dato' Kamisah binti Johan for the period from 12 August 2021 to 31 December 2021.

**4. ORDINARY RESOLUTIONS 7 AND 8**  
**APPROVAL OF DIRECTORS' FEES, PAYABLE ON A MONTHLY BASIS STARTING FROM 1 JANUARY 2022 AND UNTIL THE DATE OF THE NEXT ANNUAL GENERAL MEETING TO BE HELD IN YEAR 2023**

Tunku Chairman advised the Meeting that Ordinary Resolutions 7 and 8 were in relation to the payment of Directors' fees payable on a monthly basis to the following Directors from 1 January 2022 and until the date of the next Annual General Meeting to be held in year 2023:-

<b>Directors</b>	<b>Amount of Fees from 1 January 2022 until next 2023 AGM</b>	<b>Ordinary Resolution</b>
Y.M. Tunku Alizan bin Raja Muhammad Alias	RM222,000	7
Dato' Kamisah binti Johan	RM144,000	8

**5. ORDINARY RESOLUTIONS 9 TO 11**  
**APPROVAL OF DIRECTORS' FEES, PAYABLE ON A MONTHLY BASIS STARTING FROM 28 FEBRUARY 2022 AND UNTIL THE DATE OF THE NEXT ANNUAL GENERAL MEETING TO BE HELD IN YEAR 2023**

Tunku Chairman presented the Ordinary Resolutions 9 to 11 in respect of the payment of Directors' fees on a monthly basis to the following Directors from 28 February 2022 and until the date of the next Annual General Meeting to be held in year 2023:-

<b>Directors</b>	<b>Amount of Fees from 28 February 2022 until next 2023 AGM</b>	<b>Ordinary Resolution</b>
Dato' Muraly Daran A/L M. Narayana Menon	RM80,000	9
Datuk Ir. Mohd Dom bin Ahmad	RM80,000	10
Puan Masleena binti Zaid	RM80,000	11

**6. ORDINARY RESOLUTIONS 12 TO 14**

**APPROVAL OF PAYMENT OF DIRECTORS' FEES TO THE FORMER DIRECTORS FOR THEIR SERVICES RENDERED IN THE FINANCIAL YEAR 2022**

Tunku Chairman announced that Ordinary Resolutions 12 to 14 were to seek shareholders' approval for the payment of Directors' fees to the following former Directors for their services rendered in the financial year 2022:-

<b>Former Directors</b>	<b>Amount of Fees</b>	<b>Ordinary Resolution</b>
Puan Latifah binti Abdul Latiff	RM2,581	12
Datuk Kamarudin bin Md. Ali	RM16,000	13
Muk Sai Tat	RM16,000	14

**7. ORDINARY RESOLUTION 15****APPROVAL OF DIRECTORS' BENEFITS (EXCLUDING DIRECTORS' FEES) OF UP TO RM48,000 FROM 17 JUNE 2022 UNTIL THE NEXT ANNUAL GENERAL MEETING OF THE COMPANY IN YEAR 2023**

Tunku Chairman informed the Meeting that the motion set out in Ordinary Resolution 5 was to approve the payment of Directors' benefits to the Non-Executive Directors up to an amount of RM48,000 based on the benefits structure below, with effect from 17 June 2022 until the next Annual General Meeting of the Company in year 2023:-

<b>Board Committee</b>	<b>Chairman</b>	<b>Member</b>
Audit Committee	RM1,000	RM500
Risk Management and Sustainability Committee	RM1,000	RM500
Nomination Committee	RM500	RM500
Remuneration Committee	RM500	RM500

The benefits payable to the Non-Executive Directors comprised solely meeting allowances which will be accorded based on the attendance of Board Committee meetings by the Non-Executive Directors.

**8. ORDINARY RESOLUTION 16****RE-APPOINTMENT OF MESSRS. BDO PLT AS AUDITORS OF THE COMPANY AND TO HOLD OFFICE UNTIL THE CONCLUSION OF THE NEXT ANNUAL GENERAL MEETING OF THE COMPANY AND TO AUTHORISE THE BOARD OF DIRECTORS TO FIX THEIR REMUNERATION**

Tunku Chairman proceeded to Ordinary Resolution 16 in respect of the re-appointment of Messrs. BDO PLT as Auditors of the Company until the conclusion of the next Annual General Meeting of the Company and to authorise the Directors to fix their remuneration. Messrs. BDO PLT had expressed their willingness to continue in office as Auditors of the Company.

**SPECIAL BUSINESS****9. ORDINARY RESOLUTION 17****AUTHORITY TO ISSUE AND ALLOT SHARES PURSUANT TO THE COMPANIES ACT 2016**

Tunku Chairman advised that the next item on the Agenda was a Special Business to consider and if thought fit, pass an Ordinary Resolution to authorise the Directors to issue an aggregate number of shares up to 10% of the total number of issued shares of the Company pursuant to the Companies Act 2016.

The Meeting was informed that this general mandate would provide flexibility to the Board of Directors to issue and allot shares of up to 10% of the total number of issued shares of the Company at any time at their absolute discretion without convening a general meeting, for any possible fund raising activities

and placement of shares. If approved, this authority would be valid, unless revoked or varied by the Company in a general meeting, until the next Annual General Meeting.

**10. ORDINARY RESOLUTION 18**

**PROPOSED RENEWAL OF AUTHORITY FOR SHARE BUY-BACK**

Tunku Chairman informed that the motion for consideration as set out in Ordinary Resolution 18, was to seek the shareholders' approval on the proposed renewal of authority for the Company to purchase its own shares ("**Proposed Renewal of Authority for Share Buy-Back**").

The Proposed Renewal of Authority for Share Buy-Back would provide the Directors with authority to purchase not more than 10% of the total number of issued shares of the Company, at any time within the time period as quoted on the Bursa Malaysia Securities Berhad. This authority shall, unless revoked or varied by the Company in a general meeting, expire at the conclusion of the next Annual General Meeting.

The details and rationale of the Proposed Renewal of Authority for Share Buy-Back were provided in the Statement Accompanying Notice of Annual General Meeting.

**9. ANY OTHER BUSINESS**

The Meeting was advised that there was no other business to be transacted at this Meeting of which due notice had been given.

**QUESTION AND ANSWER SESSION**

After tabling of all resolutions, Tunku Chairman announced that the Meeting was opened for question and answer (Q&A) session.

The Meeting was informed that questions received which were similar in nature would be collated to avoid repetition and may also be summarised for reasons of brevity.

Upon addressing all the questions received, Tunku Chairman closed the Q&A session.

The list of the questions received during the 12th AGM together with the responses were set out in **Annexure II** annexed to the Minutes.

**POLLING PROCESS**

Tunku Chairman highlighted that the voting has started since the commencement of the Meeting. The voting session would continue for another 10 minutes to allow the shareholders, corporate representatives and proxies to cast their votes electronically.

The step-by-step guide together with a short audio clip on the SSeP online voting module within SSeP was replayed.

Upon the closure of the voting session, the Scrutineer proceeded to verify the poll results while the Company's corporate video was being played.

**ANNOUNCEMENT OF POLL RESULTS**

The Meeting resumed at 11.05 a.m. for the declaration of the poll results which had been verified by the Scrutineer.

Tunku Chairman announced the poll results as follows and subsequently declared that based on the results of the verified poll votes, Ordinary Resolutions 1 to 18 were all **CARRIED**:-

1. Re-election of Dato' Ow Chee Cheoon pursuant to Clause 119 of the Company's Constitution

Resolution	Voted For		Voted Against		Abstained
	No. of shares	%	No. of shares	%	No. of shares
<b>Ordinary Resolution 1</b>	170,208,009	99.9764	40,254	0.0236	33,968,774

*“THAT Dato' Ow Chee Cheoon. Ali retiring pursuant to Clause 119 of the Company's Constitution and being eligible be hereby re-elected as a Director of the Company.”*

2. Re-election of Dato' Kamisah binti Johan pursuant to Clause 118 of the Company's Constitution

Resolution	Voted For		Voted Against		Abstained
	No. of shares	%	No. of shares	%	No. of shares
<b>Ordinary Resolution 2</b>	152,344,229	99.9744	38,956	0.0256	51,832,552

*“THAT Dato' Kamisah binti Johan retiring pursuant to Clause 118 of the Company's Constitution, and being eligible be hereby re-elected as a Director of the Company.”*

3. Re-election of Dato' Muraly Daran A/L M. Narayana Menon pursuant to Clause 118 of the Company's Constitution

Resolution	Voted For		Voted Against		Abstained
	No. of shares	%	No. of shares	%	No. of shares
<b>Ordinary Resolution 3</b>	204,174,781	99.9803	40,256	0.0197	2,000

*“THAT Dato' Muraly Daran A/L M. Narayana Menon retiring pursuant to Clause 118 of the Company's Constitution and being eligible be hereby re-elected as a Director of the Company.”*

4. Re-election of Datuk Ir. Mohd Dom bin Ahmad pursuant to Clause 118 of the Company's Constitution

Resolution	Voted For		Voted Against		Abstained
	No. of shares	%	No. of shares	%	No. of shares
<b>Ordinary Resolution 4</b>	204,174,781	99.9803	40,256	0.0197	2,000

*“THAT Datuk Ir. Mohd Dom bin Ahmad retiring pursuant to Clause 118 of the Company's Constitution and being eligible be hereby re-elected as a Director of the Company.”*

5. Re-election of Puan Masleena binti Zaid pursuant to Clause 118 of the Company's Constitution

Resolution	Voted For		Voted Against		Abstained
	No. of shares	%	No. of shares	%	No. of shares
<b>Ordinary Resolution 5</b>	204,174,781	99.9803	40,256	0.0197	2,000

*“THAT Puan Masleena binti Zaid retiring pursuant to Clause 118 of the Company's Constitution, and being eligible be hereby re-elected as a Director of the Company.”*

6. Approval for payment of under provision of Director's Fees amounting to RM37,162 payable to Dato' Kamisah binti Johan for the financial year ended 31 December 2021

Resolution	Voted For		Voted Against		Abstain
	No. of shares	%	No. of shares	%	No. of shares
<b>Ordinary Resolution 6</b>	152,340,108	99.9696	46,377	0.0304	53,830,552

*"THAT the payment of under provision of Director's fees amounting to RM37,162 payable to Dato' Kamisah binti Johan for the financial year ended 31 December 2021 be approved."*

7. Approval for payment of Director's Fees to Y.M. Tunku Alizan bin Raja Muhammad Alias amounting to RM222,000 starting from 1 January 2022 and until the date of the next annual general meeting to be held in 2023

Resolution	Voted For		Voted Against		Abstain
	No. of shares	%	No. of shares	%	No. of shares
<b>Ordinary Resolution 7</b>	202,970,168	99.9781	44,377	0.0219	1,202,492

*"THAT the payment of Directors' Fee to Y.M. Tunku Alizan bin Raja Muhammad Alias amounting to RM222,000 starting from 1 January 2022 and until the date of the next annual general meeting to be held in 2023 be approved."*

8. Approval for payment of Director's Fees to Dato' Kamisah binti Johan amounting to RM144,000 starting from 1 January 2022 and until the date of the next annual general meeting to be held in 2023

Resolution	Voted For		Voted Against		Abstain
	No. of shares	%	No. of shares	%	No. of shares
<b>Ordinary Resolution 8</b>	152,340,108	99.9709	44,377	0.0291	51,832,552

*"THAT the payment of Director's Fees to Dato' Kamisah binti Johan amounting to RM144,000 starting from 1 January 2022 and until the date of the next annual general meeting to be held in 2023 be approved."*

9. Approval for payment of Director's Fees to Dato' Muraly Daran A/L M. Narayana Menon amounting to RM80,000 starting from 28 February 2022 and until the date of the next annual general meeting to be held in 2023

Resolution	Voted For		Voted Against		Abstain
	No. of shares	%	No. of shares	%	No. of shares
<b>Ordinary Resolution 9</b>	204,170,660	99.9783	44,377	0.0217	2,000

*"THAT the payment of Director's Fees to Dato' Muraly Daran A/L M. Narayana Menon amounting to RM80,000 starting from 1 January 2022 and until the date of the next annual general meeting to be held in 2023 be approved."*

10. Approval for payment of Director's Fees to Datuk Ir. Mohd Dom bin Ahmad amounting to RM80,000 starting from 28 February 2022 and until the date of the next annual general meeting to be held in 2023

Resolution	Voted For		Voted Against		Abstain
	No. of shares	%	No. of shares	%	No. of shares
<b>Ordinary Resolution 10</b>	204,170,660	99.9783	44,377	0.0217	2,000



*“THAT the payment of Director’s Fees to Datuk Ir. Mohd Dom bin Ahmad amounting to RM80,000 starting from 1 January 2022 and until the date of the next annual general meeting to be held in 2023 be approved.”*

11. Approval for payment of Directors’ Fee to Puan Masleena binti Zaid amounting to RM80,000 starting from 28 February 2022 and until the date of the next annual general meeting to be held in 2023

Resolution	Voted For		Voted Against		Abstain
	No. of shares	%	No. of shares	%	No. of shares
<b>Ordinary Resolution 11</b>	204,170,660	99.9783	44,377	0.0217	2,000

*“THAT the payment of Directors’ Fee to Puan Masleena binti Zaid amounting to RM80,000 starting from 1 January 2022 and until the date of the next annual general meeting to be held in 2023 be approved.”*

12. Approval for payment of Directors’ Fee to Puan Latifah binti Abdul Latiff amounting to RM2,581 for her service rendered in the financial calendar year 2022

Resolution	Voted For		Voted Against		Abstain
	No. of shares	%	No. of shares	%	No. of shares
<b>Ordinary Resolution 12</b>	204,170,660	99.9783	44,377	0.0217	2,000

*“THAT the payment of Directors’ Fee to Puan Latifah binti Abdul Latiff amounting to RM2,581 for her service rendered in the financial calendar year 2022 be approved.”*

13. Approval for payment of Directors’ Fee to Datuk Kamarudin bin Md. Ali amounting to RM16,000 for his service rendered in the financial calendar year 2022

Resolution	Voted For		Voted Against		Abstain
	No. of shares	%	No. of shares	%	No. of shares
<b>Ordinary Resolution 13</b>	204,170,660	99.9783	44,377	0.0217	2,000

*“THAT the payment of Directors’ Fee to Datuk Kamarudin bin Md. Ali amounting to RM16,000 for his service rendered in the financial calendar year 2022 be approved.”*

14. Approval for payment of Directors’ Fee to Mr Muk Sai Tat amounting to RM16,000 for his service rendered in the financial calendar year 2022

Resolution	Voted For		Voted Against		Abstain
	No. of shares	%	No. of shares	%	No. of shares
<b>Ordinary Resolution 14</b>	204,170,660	99.9783	44,377	0.0217	2,000

*“THAT the payment of Directors’ Fee to Mr Muk Sai Tat amounting to RM16,000 for his service rendered in the financial calendar year 2022 be approved.”*

15. Approval for payment of Directors’ Benefits (excluding Directors’ Fees) up to an amount of RM48,000 from 17 June 2022 until the next Annual General Meeting of the Company in year 2023

Resolution	Voted For		Voted Against		Abstain
	No. of shares	%	No. of shares	%	No. of shares
<b>Ordinary Resolution 15</b>	151,132,116	99.9644	53,877	0.0356	53,031,044

*“THAT the payment of Directors’ benefit (excluding Directors’ fees) of up to RM48,000 from 17 June 2022 until the next Annual General Meeting of the Company in year 2023 be approved.”*

16. Re-appointment of Messrs. BDO PLT as the Company’s Auditors for the ensuing year and to authorise the Board of Directors to fix their remuneration

Resolution	Voted For		Voted Against		Abstained
	No. of shares	%	No. of shares	%	No. of shares
<b>Ordinary Resolution 16</b>	195,171,073	95.5728	9,040,964	4.4272	2,000

*“THAT BDO PLT be re-appointed as the Auditors of the Company to hold office until the conclusion of the next Annual General Meeting of the Company AND THAT the Board of Directors be authorised to fix their remuneration.”*

17. Authority to Issue and Allot Shares pursuant to the Companies Act 2016

Resolution	Voted For		Voted Against		Abstained
	No. of shares	%	No. of shares	%	No. of shares
<b>Ordinary Resolution 17</b>	197,375,961	96.6510	6,839,076	3.3490	2,000

*“THAT subject always to the Companies Act 2016, the Constitution of the Company, the approvals from Bursa Malaysia Securities Berhad and any other relevant governmental and/or regulatory authorities, where such approval is necessary, the Directors of the Company be and are hereby authorised and empowered pursuant to Sections 75 and 76 of the Companies Act 2016, to issue and allot shares in the capital of the Company from time to time at such price and upon such terms and conditions, for such purposes and to such person or persons whomsoever as the Directors of the Company may in their absolute discretion, deem fit, provided that the aggregate number of shares to be issued does not exceed ten percent (10%) of the total number of issued shares (excluding treasury shares) of the Company for the time being.*

*AND THAT such authority shall continue in force until the conclusion of the next Annual General Meeting of the Company; AND FURTHER THAT the Directors of the Company be and are hereby empowered to obtain the approval for the listing of and quotation for the additional shares so issued on Bursa Malaysia Securities Berhad; AND FURTHER THAT such authority shall commence immediately upon the passing of this resolution and continue to be in force until the conclusion of the next AGM of the Company.”*

18. Proposed Renewal of Authority for Share Buy-Back

Resolution	Voted For		Voted Against	
	No. of shares	%	No. of shares	%
<b>Ordinary Resolution 18</b>	204,212,592	99.9978	4,445	0.0022

*“THAT, subject to Section 127 of the Companies Act 2016 (“Act”), the provisions of the Constitution of the Company, the Main Market Listing Requirements of Bursa Malaysia Securities Berhad (“Bursa Securities”) and all 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 as may be determined by the Directors of the Company from time to time through Bursa Securities as the Directors may deem and expedient in the interest of the Company, provided that:-*

- (i) *the aggregate number of ordinary shares to be purchased and/or held by the Company pursuant to this resolution shall not exceed ten percent (10%) of the total number of issued shares of the Company as quoted on Bursa Securities as at the point of purchase; and*
- (ii) *the maximum funds to be allocated by the Company for the purpose of purchasing its own shares shall not exceed the aggregate of the 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** upon completion of the purchase by the Company of its own shares, the Directors of the Company be authorised to deal with the shares purchased in their absolute discretion in the following manner:-

- (i) cancel all or part of the shares so purchased; and/or
- (ii) retain all the shares so purchased as treasury shares; and/or
- (iii) retain part of the shares so purchased as treasury shares and cancel the remainder; and/or
- (iv) distribute the treasury shares as share dividends to the shareholders of the Company; and/or
- (v) resell the treasury shares on the market of Bursa Securities in accordance with the relevant rules of Bursa Securities; and/or
- (vi) transfer the treasury shares as purchase consideration; or

in any other manner as prescribed by the Act, rules, regulations and orders made pursuant to the Act and the requirements of Bursa Securities and any other relevant authority for the time being in force.

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

- (i) the conclusion of the next Annual General Meeting (“AGM”) of the Company following this AGM at which such resolution was passed, at which time it will 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 of the Company after that date is required by law to be held; or
- (iii) revoked or varied by an ordinary resolution passed by the shareholders of the Company in a general meeting;

whichever occurs first.

**AND THAT** the Board be and is hereby authorised to do all such acts, deeds and things as they may consider expedient or necessary in the best interest of the Company to give full effect to the Proposed Renewal of Authority for Share Buy-Back with full powers to assent to any conditions, modifications, variations and/or amendments as may be imposed by the relevant authorities and to take all such steps, and do all such acts and things as the Board may deem fit and expedient in the best interest of the Company.”

## **CLOSURE**

There being no other business to be transacted, Tunku Chairman concluded the 12th AGM.

Tunku Chairman thanked all present again for their attendance as well as those parties involved in making the virtual 12th AGM a successful event.

The Meeting ended at 11.10 a.m. with a vote of thanks to Tunku Chairman.

**Confirmed correct record of proceedings**

-SIGNED-

**CHAIRMAN**