

# UOA DEVELOPMENT BERHAD

Registration No. 200401015520 (654023-V)  
(Incorporated in Malaysia)

**SUMMARY OF KEY MATTERS DISCUSSED AT THE NINETEENTH ANNUAL GENERAL MEETING OF THE COMPANY (“AGM” OR “THE MEETING”) HELD AT SUMMIT 1, CONNEXION CONFERENCE & EVENT CENTRE (CCEC), LEVEL M1, THE VERTICAL PODIUM, AVENUE 3, BANGSAR SOUTH CITY, NO. 8, JALAN KERINCHI, 59200 KUALA LUMPUR ON MONDAY, 22 MAY 2023 AT 10.00 A.M.**

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PRESENT: : MS. ANG KHENG IM (Chairwoman of the Meeting)  
MR. KONG CHONG SOON @ CHI SUIM  
MR. KONG PAK LIM  
MR. EUGENE LEE CHIN JIN  
MR FONG HENG BOO  
TUAN HAJI RAMLEY BIN ALAN

BY INVITATION : MR. KHO KIM ENG (Audit Partner, Grant Thornton Malaysia)

IN ATTENDANCE : MR. YAP KAI WENG (Company Secretary)

SHAREHOLDERS AND : AS PER ATTENDANCE LIST  
PROXIES PRESENT

## **WELCOMING ADDRESS BY CHAIRMAN**

Mr. Kong Pak Lim introduced himself as Chairman of the Board of Directors. He then introduced the Directors and Company Secretary of the Company and welcomed the shareholders of the Company (“Shareholders”), invitees and Mr Kho Kim Eng, Audit Partner of Grant Thornton Malaysia who were present at the 19<sup>th</sup> Annual General Meeting of the Company (“AGM”).

## **QUORUM**

The Chairman enquired from the Company Secretary whether the requisite quorum was present for convening the AGM. The Company Secretary confirmed that the requisite quorum was present.

## **CHAIRMAN OF THE MEETING**

Mr. Kong Pak Lim informed the shareholders that he would be retiring under rotation as director and seeking re-election pursuant to Resolution 3, and as a matter of corporate governance, he passed the chair to Ms. Ang Kheng Im, an Executive Director to chair the meeting with the concurrence of the Board of Directors.

Ms Ang Kheng Im took the Chair and introduced herself as one of the Executive Directors of the Company. On behalf of the Board, she welcomed the Shareholders who were present at the AGM. She called the meeting to order and proceeded to the business on the agenda.

## **NOTICE**

The Notice of Meeting having been circulated earlier was taken as read.

## **PROCEEDINGS**

The Chairwoman briefed the Shareholders on the proceedings of the meeting and voting procedures. She further explained to the Shareholders present that all the resolutions would be put to vote via electronic voting upon the completion of all motions to be tabled at the meeting.

The Company had appointed Quantegic Services Sdn. Bhd. to be the Independent Scrutineer for verification of the poll results.

## **QUESTIONS RAISED BY THE MINORITY SHAREHOLDERS WATCH GROUP**

The Chairwoman informed the Shareholders that the Board of Directors (“Board”) would like to share with them the questions received from the Minority Shareholders Watch Group (“MSWG”) and the answers given by the Company.

The responses provided by the Company to the questions raised in the letter from MSWG are attached to this Minutes as Appendix 1. The Board further answered other queries raised by the Shareholders at the meeting.

## **AGENDA OF THE MEETING**

The Chairwoman of the Meeting explained that the first agenda which was to lay the Audited Financial Statements for the year ended 31 December 2022 (“AFS”) before the Shareholders of the Company, was meant for discussion only and did not require voting by the Shareholders. As all the questions on the AFS were dealt with, she declared that the AFS were duly laid before the Shareholders at the Nineteenth AGM of the Company.

The following proposed resolutions as set out in the Notice of the Nineteenth AGM were tabled, proposed and seconded by the Shareholders/Proxies of the Company.

RESOLUTION	AGENDA
Ordinary Resolution 1	First and Final Single Tier Dividend of 10 sen per share for the financial year ended 31 December 2022.
Ordinary Resolution 2	Payment of Directors’ fees and meeting allowances payable up to an amount of RM211,000.00 for the financial year ending 2023.
Ordinary Resolution 3	Re-election of Mr. Kong Pak Lim.
Ordinary Resolution 4	Re-election of Mr. Eugene Lee Chin Jin.
Ordinary Resolution 5	Re-election of Tuan Haji Ramley Bin Alan.
Ordinary Resolution 6	Re-appointment of Messrs. Grant Thornton Malaysia PLT as Auditors of the Company.
Ordinary Resolution 7	Authority to Issue Shares pursuant to Section 75 and 76 of the Companies Act 2016.
Ordinary Resolution 8	Authority to allot and issue new ordinary shares for the purpose of the Company’s Dividend Reinvestment Scheme.
Ordinary Resolution 9	Renewal of Shareholders’ Mandate for Existing Recurrent Related Party Transactions and Provision of Financial Assistance with UOA Holdings Group.
Ordinary Resolution 10	Renewal of Shareholders’ Mandate for Existing Recurrent Related Party Transactions and Provision of Financial Assistance with Transmetro Group.
Ordinary Resolution 11	New Shareholders’ Mandate for New Recurrent Related Party Transactions of a Revenue or Trading Nature
Ordinary Resolution 12	Renewal of Share Buy-Back Authority

**POLL RESULTS**

The Poll Results attached to this Minutes as Appendix 2, were verified and confirmed by the Independent Scrutineers. The Chairwoman of the Meeting duly declared to the Shareholders/Proxies present at the AGM that all the resolutions tabled at the AGM were carried.