

SOLID AUTOMOTIVE BERHAD
Registration No. 201201032237 (1016725-P)
(Incorporated in Malaysia)

MINUTES OF THE ELEVENTH ANNUAL GENERAL MEETING OF THE COMPANY DULY CONVENED AND HELD AT PLO 436, JALAN GANGSA, KAWASAN PERINDUSTRIAN PASIR GUDANG, 81700 PASIR GUDANG, JOHOR, MALAYSIA ON WEDNESDAY, 27TH SEPTEMBER 2023 AT 10.00 A.M.

PRESENT

Board of Directors

Mr. Chai Yee Man
Ms. Tan Lay Beng
Ms. Tan Siew Peng
Mr. Ker Min Choo
Mr. Ker Keddy
Mr. Ker Hong
Mr. Ker Shiloong

Secretary

Ms. Santhi A/P Saminathan

Others

The attendance of Shareholders, Corporate Representative and Proxies were as per Attendance list in Appendix I.

CHAIRMAN : The Chairman for the meeting, Mr Chai Yee Man ("Mr Chai"), welcomed all those present at the Eleventh Annual General Meeting ("AGM") and declared the meeting open. Mr Chai greeted the shareholders present and informed that voice or video recording of the meeting is prohibited.

PROXIES AND QUORUM : The Chairman reported that the Company has received 14 proxies totalling 18,252,335 shares representing 3.51% of the Company's total number of shares issued and 6 out of the aforesaid proxies totalling 1,426,451 shares representing 0.27% of the Company's total number of shares issued had appointed the Chairman of the Meeting to be their proxy.

Having noted the presence of a quorum, the Chairman then called the meeting to order.

POLL VOTE : The Chairman informed the shareholders that all the 8 ordinary resolutions to be considered at the Meeting will be voted by way of poll and the poll voting slip had been given to the shareholders upon registration. The shareholders may cast their votes after all the resolutions have been tabled for consideration.

The representative from the Share Registrar, whom has been the Poll Administrator, will be invited to brief the shareholders on the polling procedures before the casting of vote. The results of the polling will be announced at the end of the AGM upon the verification by the independent scrutineer.

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NOTICE OF MEETING : Having been proposed and seconded by the shareholders, the Notice convening the meeting which had been circulated with the Annual Report was taken as read.

ORDINARY RESOLUTIONS:

1. AUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 APRIL 2023

The Chairman explained that the Audited Financial Statements for the year ended 30 April 2023 which have been approved by the Board and circulated to shareholders were tabled before the meeting for discussion only. The Chairman also informed that in accordance with the provision of Section 340(1)(a) of the Companies Act 2016, the Audited Financial Statements for the year ended 30 April 2023 do not require a formal approval of the shareholders and hence is not put forward for voting.

There being no matter arising from the Audited Financial Statements, the Chairman declared the Audited Financial Statements for the year ended 30 April 2023 together with the Reports of the Directors and Auditors thereon be hereby received.

2. DIRECTORS' FEES

The Chairman invited a proposer and a seconder for the Ordinary Resolution 1 in relation to the approval of the payment of Directors' Fees for the year ending 30 April 2024, to be payable on quarterly basis in arrears.

There was no enquiry raised by the shareholders present on the Ordinary Resolution 1. Having proposed and seconded by the shareholders, Ordinary Resolution 1 was put to the meeting for vote by poll.

3. RE-ELECTION OF RETIRING DIRECTORS

3.1 The Chairman then invited a proposer and a seconder for the Ordinary Resolution 2 in relation to the re-election of Mr. Chai Yee Man who was retiring pursuant to Clause 110 of the Company's Constitution as Director of the Company.

Having proposed and seconded by the shareholders, Ordinary Resolution 2 was put to the meeting for vote by poll.

3.2 The Chairman then invited a proposer and a seconder for the Ordinary Resolution 3 in relation to the re-election of Ms. Tan Siew Peng who was retiring pursuant to Clause 117 of the Company's Constitution as Director of the Company.

Having proposed and seconded by the shareholders, Ordinary Resolution 3 was put to the meeting for vote by poll.

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- 3.3 The Chairman then invited a proposer and a seconder for the Ordinary Resolution 4 in relation to the re-election of Mr. Ker Shiloong who was retiring pursuant to Clause 117 of the Company's Constitution as Director of the Company.

Having proposed and seconded by the shareholders, Ordinary Resolution 4 was put to the meeting for vote by poll.

- 3.4 The Chairman then invited a proposer and a seconder for the Ordinary Resolution 5 in relation to the re-election of Mr. Ker Hong who was retiring pursuant to Clause 117 of the Company's Constitution as Director of the Company.

Having proposed and seconded by the shareholders, Ordinary Resolution 5 was put to the meeting for vote by poll.

4. RE-APPOINTMENT OF RETIRING AUDITORS

The Chairman invited a proposer and a seconder for the Ordinary Resolution 6 that the retiring auditors, Messrs Crowe Malaysia PLT be and are hereby re-appointed auditors of the Company to hold office until the conclusion of the next Annual General Meeting and that the Directors be authorised to fix their remuneration.

Having proposed and seconded by the shareholders, Ordinary Resolution 6 was put to the meeting for vote by poll.

5. EMPOWER DIRECTORS TO ISSUE SHARES PURSUANT TO SECTION 75 AND 76 OF THE COMPANIES ACT 2016

The Chairman invited a proposer and a seconder for the Ordinary Resolution 7, empowering the Directors of the Company to issue shares pursuant to Section 75 and 76 of the Companies Act 2016 and to seek the waiver of pre-emptive rights pursuant to the CA 2016.

There was no enquiry raised by the shareholders present on the Ordinary Resolution 7. Having proposed and seconded by the shareholders, Ordinary Resolution 7 was put to the meeting for vote by poll.

6. RETENTION OF INDEPENDENT NON-EXECUTIVE DIRECTOR, MS. TAN LAY BENG

The Chairman invited a proposer and a seconder for the Ordinary Resolution 8 that Ms. Tan Lay Beng be retained as an Independent Non-Executive Director of the Company notwithstanding that she has served the Company for a cumulative term of more than nine (9) years in accordance with the Malaysian Code on Corporate Governance.

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There was no enquiry raised by the shareholders present on the Ordinary Resolution 8. Having proposed and seconded by the shareholders, Ordinary Resolution 8 was put to the meeting for vote by poll.

7. BRIEFING BY THE POLL ADMINISTRATOR, M/S TRICOR INVESTOR & ISSUING SERVICES SDN. BHD. ("TRICOR") ON THE POLLING PROCESS AND POLL RESULTS

The Chairman invited the representative of the Poll Administrator, Tricor, to brief the shareholders on the poll procedures.

After the short briefing by the Poll Administrator, the shareholders were invited to cast their votes accordingly on the poll voting slip provided.

The Meeting was adjourned at 10.30 a.m for some light refreshment at the foyer area while the Poll Administrator compiled the voting results.

The Meeting resumed once the poll results were ready for announcement by the Chairman at 10.50 a.m. The poll results which have been vetted by the independent scrutineer, Needsbridge Advisory Sdn. Bhd., were made available for the Chairman announcement to the shareholders present.

The Meeting resumed at 10.50 a.m. and the Chairman announced the poll result to the shareholders as follows:

Ordinary Resolution No.	Vote For
Resolution No. 1	99.9423%
Resolution No. 2	100.0000%
Resolution No. 3	100.0000%
Resolution No. 4	100.0000%
Resolution No. 5	100.0000%
Resolution No. 6	100.0000%
Resolution No. 7	99.9949%
Resolution No. 8	
Tier 1 – Large Holders	100.0000%
Resolution No. 8	
Tier 2 – Other Holders	100.0000%

In view of the above, the Chairman declared that all the resolutions tabled at the Meeting had been duly passed.

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GUDANG, 81700 PASIR GUDANG, JOHOR, MALAYSIA ON WEDNESDAY, 27TH SEPTEMBER 2023
AT 10.00 A.M.

8. CLOSE OF MEETING

The Secretary informed the Chairman that no notice of any other business for transacting at the meeting has been received. The Chairman thanked the shareholders for their attendance and declared the meeting closed at 10.57 a.m.

CONFIRMED AND SIGNED AS A CORRECT RECORD

CHAI YEE MAN
Chairman