

CONCRETE ENGINEERING PRODUCTS BERHAD

**Registration No. 198201008420(Co. No.(88143 P)
(Incorporated in Malaysia)**

Minutes of the 39th Annual General Meeting ("39th AGM") of the Company held at Bilik Perdana, Dewan Perdana Felda, Jalan Maktab, Off Jalan Semarak, 50400 Kuala Lumpur on Wednesday, 18 January 2024 at 10.00 am.

PRESENT:

Directors : Encik Abdul Khudus bin Mohd Naaim
Mr Leong Kway Wah
Y.Bhg Dato' Ir Dr Abdul Aziz bin Arshad
Encik Abdul Rahman bin Siraj
Y. Bhg Datin Sabrina Ainie

Shareholders, Proxies : As per attendance list.
And Corporate
Representatives

By Invitation : As per attendance list

In Attendance : Dr Lilian Au Yong – Financial Controller
Puan Norakhmar binti Baharom
SSM PC No. 201908003114 (LS 0001698)

1. CHAIRMAN OF THE MEETING

Upon retirement of Encik Abdul Khudus bin Mohd Naaim, Y.Bhg Dato' Ir Dr Abdul Aziz bin Arshad took the chair and cordially welcomed all the attendees to the Meeting.

The Chairman proceeded to introduce CEPCO's Board of Directors who were present at the Venue as well as the Company Secretary and Financial Controller who were in attendance at today's AGM.

The Chairman encouraged all shareholders and proxies to post question or seek clarification relevant to the Company's performance, the resolutions or issues to be discussed at the AGM. All questions shall be dealt during the Question & Answer session (Q&A session) upon completion of the remaining business of this AGM.

2. QUORUM

There being a quorum, the 39th Annual General Meeting was duly convened.

3. NOTICE OF MEETING AND VOTING PROCEDURES

The notice convening the meeting was taken as read.

The Chairman informed that the Company has appointed Messrs Mega Corporate Services Sdn Bhd as Independent Scrutineers to verify the poll results. The poll voting will be conducted upon completion of the deliberation of all items to be transacted at the meeting.

4. QUESTIONS FROM THE MINORITY SHAREHOLDERS WATCH GROUP (MSWG)

The Chairman highlighted that the Company had received a number of questions from the Minority Shareholder Watchdog Group ("MSWG") which Management had responded accordingly before the AGM. For the benefit of the shareholders, the Managing Director of the Company, Mr Leong Kway Wah gave a brief summary of the Company's reply to MSWG.

5. TO RECEIVE THE AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED ("FYE") 31ST AUGUST 2023

The Chairman then tabled the Audited Financial Statements for the Financial Year ended 31 August 2023 together with the Reports of the Directors and Auditors thereon.

The Audited Financial Statements for the year ended 31st August 2023 together with the Reports of Directors and the Auditors thereon was meant for discussion only, as it does not require shareholders' approval in accordance with Section 340(1)(a) of the Companies Act 2016. Hence, it would not be put to vote.

The Chairman then declared that the Audited Financial Statements had been received by shareholders and proxies.

**6. RESOLUTION 1
TO APPROVE THE PAYMENT OF DIRECTORS' FEES IN RESPECT TO THE
FINANCIAL YEAR ENDED 31 AUGUST 2023**

The resolution on the proposed payment of Directors' fees in respect to the financial year ended 31 August 2023 was tabled.

The Chairman informed the Meeting that Resolution 1 would put to vote by poll upon completion of the remaining businesses of the AGM.

7. RESOLUTION 2
RE-ELECTION OF ENCIK ABDUL RAHMAN BIN SIRAJ WHO RETIRES BY
ROTATION PURSUANT TO ARTICLE 96 OF THE COMPANY'S CONSTITUTION

The resolution on the re-election of Encik Abdul Rahman bin Siraj who is subjected to retire by rotation in accordance with Article 96 of the Company's Constitution and, being eligible, offered himself for re-election.

The Chairman informed the Meeting that Resolution 2 would put to vote by poll upon completion of the remaining businesses of the AGM.

8. RESOLUTION 3
APPOINTMENT OF TGS TW PLT AS AUDITORS OF THE COMPANY AND
AUTHORISE THE DIRECTORS TO FIX THEIR REMUNERATION.

The resolution on the appointment of TGS TW PLT as Auditors of the Company and authorise the Directors to fix their remuneration was tabled.

The Chairman informed the Meeting that Resolution 3 would put to vote by poll upon completion of the remaining businesses of the AGM.

9. RESOLUTION 4
TO RETAIN ENCIK ABDUL KHUDUS BIN MOHD NAAIM AS INDEPENDENT NON-
EXECUTIVE DIRECTOR

The resolution is to retain Encik Abdul Khudus bin Mohd Naa'im as Independent Non-Executive Director.

Encik Abdul Khudus bin Mohd Naa'im has served as Independent Non-Executive Directors for more than 9 years. According to the requirement of the new Malaysia Code on Corporate Governance, a two tier voting process needs to be done to seek Shareholders' approval to retain an Independent Director beyond 9 years, and Encik Abdul Khudus bin Mohd Naa'im has voluntarily declined for re-election.

The Chairman informed the Meeting that Resolution 4 was withdrawn and will not be put to vote.

**10. RESOLUTION 5
AUTHORITY TO ISSUE AND ALLOT SHARES PURSUANT TO SECTIONS 75 AND
76 OF THE COMPANIES ACT 2016.**

The Resolution on the authority to Directors to allot and issue shares pursuant to Sections 75 and 76 of the Companies Act 2016 was tabled. The full text of the Resolution 5 is set out in the Notice of the Meeting.

The Chairman informed the Meeting that Resolution 5 would put to vote by poll upon completion of the remaining businesses of the AGM.

11. ANY OTHER BUSINESS

The Secretary reported that no notice has been received to transact any other business.

With that, the Chairman declared that all the items on the Agenda have been tabled and discussed and would now put to vote by way of polling.

12. ANNOUNCEMENT OF POLL RESULTS

The Chairman called the Meeting to order for the declaration of results. He informed that he had received the poll results, attached as Appendix "A", which were verified by the Scrutineers, Messrs Cygnus Technology Solutions Sdn Bhd.

All resolutions tabled at the 39th AGM of the Company were duly passed by the shareholders of the Company and the poll results of the resolutions as below:-

**POLL RESULTS FOR CONCRETE ENGINEERING PRODUCTS BERHAD AGM ON
JANUARY 18, 2024**

NO	ORDINARY RESOLUTION	VOTE FOR			VOTE AGAINST			RESOLU TION
		Vot ers	No of Shares	%	Voter s	No. of Shares	%	
1	To approve Director Fees	56	64,855,070	99.9927	2	4,708	0.0073	CARRIED
2	To re-elect Encik Abdul Rahman bin Siraj	58	64,859,778	100	0	0	0	CARRIED
3	To Appoint TGS TW PLT	58	64,859,778	100	0	0	0	CARRIED
4	Continuation in Office- Encik Abdul Khudus bin Mohd Naaim		NOT TO BE PUT ON VOTE					
5	To empower the Directors to issue shares	56	64,854,245	99.9915	2	5,533	0.0085	CARRIED

13. CLOSE OF MEETING

The Board expressed their deepest appreciation to the Shareholders and proxies for their participation and continued support to the Company.

There being no other business to be transacted, the Meeting concluded at 11.15am

CONFIRMED AS A CORRECT RECORD

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CHAIRMAN