

**WAH SEONG CORPORATION BERHAD**  
**Registration No. 199901020946 (495846-A)**  
**(Incorporated in Malaysia)**

**MINUTES OF THE TWENTY-THIRD ANNUAL GENERAL MEETING (“AGM”) OF THE COMPANY CONDUCTED THROUGH LIVE STREAMING AND ONLINE REMOTE PARTICIPATION USING REMOTE PARTICIPATION AND VOTING (“RPV”) FACILITIES AS A FULLY VIRTUAL GENERAL MEETING AT THE BROADCASTING VENUE HELD AT MATAHARI 3 & 4, LEVEL 5, CITITEL MID VALLEY, MID VALLEY CITY, LINGKARAN SYED PUTRA, 59200 KUALA LUMPUR, WILAYAH PERSEKUTUAN, MALAYSIA ON TUESDAY, 30 MAY 2023 AT 3.00 P.M.**

**Shareholders present – As per Appendix I**

**Proxies present – As per Appendix II**

**Corporate Representative – As per Appendix III**

**Directors Present – Dato’ Seri Robert Tan Chung Meng**  
**Chan Cheu Leong**  
**Gian Carlo Maccagno**  
**Halim Bin Haji Din**  
**Tan Sri Professor Lin See Yan**  
**Tan Jian Hong, Aaron**  
**Tan Sri Saw Choo Boon**  
**Datin Wan Daneena Liza Binti Wan Abdul Rahman**  
**Lily Rozita Binti Mohamad Khairi**

**In Attendance – Ms. Irene Woo Ying Pun (Group Company Secretary)**

---

**1. CHAIRMAN**

Dato’ Seri Robert Tan Chung Meng, the Non-Independent Non-Executive Chairman presided as Chairman of the Meeting.

**2. WELCOMING ADDRESS**

The Chairman welcomed everyone present at the meeting.

Before the meeting proceeded to the agenda items, the Chairman introduced the video recording of the speech by Mr. Gian Carlo Maccagno, the Deputy Managing Director on the outlook and future prospect of Wah Seong Corporation Berhad.

The Chairman mentioned that with the Transformation Plan and promising outlook as presented by Mr. Maccagno, he believed that Wah Seong Corporation Berhad would continue to build on its strength and become more successful in the future.

The Chairman also took the opportunity to record the Board’s appreciation to Mr. Chan Cheu Leong, the Managing Director/ Group Chief Executive Officer for his contributions to the Group and that Mr. Chan would step down from his current designations effective from 1 July, 2023 and would be redesignated as a Non-Independent Non-Executive Director.

**3. INTRODUCTION OF BOARD OF DIRECTORS, THE SENIOR MANAGEMENT AND EXTERNAL AUDITORS**

The Chairman informed the Meeting that all the Directors and the Group Company Secretary were present in person at the Broadcasting Venue as well as in attendance remotely and introduced each and every one of them accordingly.

The Chairman further informed the Meeting that Mr. Ramanathan Singaram, the Chief Financial Officer of the Company, Puan Ariesza Noor, the Chief Strategy Officer of Wasco Energy Group of Companies and Mr. Tiang Woon Meng, the Audit Engagement Partner from PricewaterhouseCoopers PLT, the External Auditors of the Company were present in person at the Broadcasting Venue. The Company's appointed Independent Scrutineer from Quantegic Services Sdn. Bhd. ("**Independent Scrutineer**") was attending the AGM remotely.

**4. NOTICE OF MEETING**

The Chairman proposed that the Notice of the AGM which had been duly announced and incorporated in the Company's Annual Report 2022 on pages 213 to 218 and also published in The New Straits Times on 28 April 2023 be taken as read of which the shareholders and proxies who participated at the Meeting duly consented.

**5. QUORUM**

The Chairman informed the Meeting that the quorum of the AGM comprised as follows:-

- (a) 25 shareholders participated in the Meeting via RPV Facilities, represented 0.027% of the total voting rights of the Company;
- (b) 2 proxies participated in the Meeting via RPV Facilities on behalf of the shareholders, represented 3.86% of the total voting rights of the Company; and
- (c) A total of 74 proxy forms, represented 37.16% of the total voting rights of the Company were received, out of which 64 proxy forms, represented 24.96% of the total voting rights of the Company, had appointed the Chairman as their proxy.

Upon the confirmation by the Group Company Secretary that a quorum was present, the Chairman called the AGM to order at 3.18 p.m.

**6. VOTING BY POLL**

The Chairman informed the Meeting that pursuant to paragraph 8.29A(1), Chapter 8 of the Main Market Listing Requirements ("**MMLR**") of Bursa Malaysia Securities Berhad ("**Bursa Securities**"), all resolutions set out in the Notice of AGM would be put to vote by poll which would be conducted electronically via the RPV facility provided by the Company's appointed agent, Tricor Investor & Issuing House Services Sdn. Bhd. ("**Tricor**"). Tricor was appointed to act as the Poll Administrator to

conduct the poll by way of electronic voting and the Independent Scrutineer was appointed to scrutinise and verify the votes cast at the Meeting.

The Chairman advised the Meeting that the poll voting session had commenced for electronic voting at the inception of the AGM and the voting session would end upon an official announcement to be made later. The Chairman added that once the poll voting process was completed, the AGM would be adjourned for 20 minutes to facilitate the computation and verification of the poll voting results and the AGM would be resumed for the declaration of the poll results thereafter.

## **7. POLLING PROCEDURES**

At this juncture, the Poll Administrator, Tricor was invited to explain the polling procedures. The polling procedures were presented by Tricor via a video presentation.

## **8. AGENDA OF THE AGM**

### **ORDINARY BUSINESS**

#### **AGENDA ITEM NO. 1 – TO RECEIVE THE AUDITED FINANCIAL STATEMENTS**

##### **TO RECEIVE THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY AND THE GROUP FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2022 AND THE REPORTS OF THE DIRECTORS AND AUDITORS THEREON**

The Chairman reported that the first agenda item was to receive the Audited Financial Statements of the Company and the Group for the financial year ended 31 December 2022 together with the Reports of the Directors and Auditors thereon.

The Audited Financial Statements were laid at the 23<sup>rd</sup> AGM in accordance with Section 340(1)(a) of the Companies Act, 2016 for discussion purpose only and did not require shareholders' approval.

#### **AGENDA ITEM NO. 2 – ORDINARY RESOLUTION 1**

##### **TO APPROVE THE DIRECTORS' FEES OF RM530,000 AND DIRECTORS' MEETING ALLOWANCES OF RM216,000 PAYABLE FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2022**

The Chairman reported that Ordinary Resolution 1 was to approve the payment of Directors' Fees of RM530,000 and Directors' Meeting Allowances of RM216,000 for the financial year ended 31 December 2022.

Based on the poll voting results computed and verified by the Independent Scrutineer, the resolution was carried and it was resolved:-

**"THAT** the Directors' Fees of RM530,000 and Directors' Meeting Allowances of RM216,000 for the financial year ended 31 December 2022 be approved for payment."

### **AGENDA ITEM NO. 3 – ORDINARY RESOLUTION 2**

#### **TO APPROVE THE PROPOSED INCREASE IN DIRECTORS' FEES OF UP TO RM950,000 AND DIRECTORS' MEETING ALLOWANCES OF UP TO RM450,000 PAYABLE FOR THE FINANCIAL YEAR ENDING 31 DECEMBER 2023 AND SUBSEQUENT FINANCIAL YEARS**

The Chairman reported that Ordinary Resolution 2 was to approve the proposed increase in Directors' Fees of up to RM950,000 and Directors' Meeting Allowances of up to RM450,000 payable for the financial year ending 31 December 2023 and subsequent financial years.

Based on the poll voting results computed and verified by the Independent Scrutineer, the resolution was carried and it was resolved:-

**"THAT** the proposed increase in Directors' Fees of up to RM950,000 and Directors' Meeting Allowances of up to RM450,000 payable for the financial year ending 31 December 2023 and subsequent financial years be hereby approved."

### **AGENDA ITEM NO. 4(i) – ORDINARY RESOLUTION 3**

#### **TO RE-ELECT DATO' SERI ROBERT TAN CHUNG MENG AS DIRECTOR WHO RETIRES PURSUANT TO CLAUSE 117 OF THE COMPANY'S CONSTITUTION**

The Chairman advised the Meeting that Ordinary Resolution 3 was in relation to the re-election of himself, Dato' Seri Robert Tan Chung Meng as Director, who was retiring pursuant to Clause 117 of the Company's Constitution and being eligible, had given his consent for re-election.

Based on the poll voting results computed and verified by the Independent Scrutineer, the resolution was carried and it was resolved:-

**"THAT** Dato' Seri Robert Tan Chung Meng be re-elected as Director of the Company pursuant to Clause 117 of the Company's Constitution."

### **AGENDA ITEM NO. 4(ii) – ORDINARY RESOLUTION 4**

#### **TO RE-ELECT CHAN CHEU LEONG AS DIRECTOR WHO RETIRES PURSUANT TO CLAUSE 117 OF THE COMPANY'S CONSTITUTION**

The Chairman advised the Meeting that Ordinary Resolution 4 was in relation to the re-election of Mr. Chan Cheu Leong as Director, who was retiring pursuant to Clause 117 of the Company's Constitution and being eligible, had given his consent for re-election.

Based on the poll voting results computed and verified by the Independent Scrutineer, the resolution was carried and it was resolved:-

**"THAT** Chan Cheu Leong be re-elected as Director of the Company pursuant to Clause 117 of the Company's Constitution."

**AGENDA ITEM NO. 4(iii) – ORDINARY RESOLUTION 5**

**TO RE-ELECT TAN JIAN HONG, AARON AS DIRECTOR WHO RETIRES PURSUANT TO CLAUSE 117 OF THE COMPANY'S CONSTITUTION**

The Chairman advised the Meeting that Ordinary Resolution 5 was in relation to the re-election of Mr. Tan Jian Hong, Aaron as Director, who was retiring pursuant to Clause 117 of the Company's Constitution and being eligible, had given his consent for re-election.

Based on the poll voting results computed and verified by the Independent Scrutineer, the resolution was carried and it was resolved:-

**"THAT** Tan Jian Hong, Aaron be re-elected as Director of the Company pursuant to Clause 117 of the Company's Constitution."

**AGENDA ITEM NO. 5(i) – ORDINARY RESOLUTION 6**

**TO RE-ELECT DATIN WAN DANEENA LIZA BINTI WAN ABDUL RAHMAN AS DIRECTOR WHO RETIRES PURSUANT TO CLAUSE 124 OF THE COMPANY'S CONSTITUTION**

The Chairman advised the Meeting that Ordinary Resolution 6 was in relation to the re-election of Datin Wan Daneena Liza Binti Wan Abdul Rahman as Director, who was retiring pursuant to Clause 124 of the Company's Constitution and being eligible, had given her consent for re-election.

Based on the poll voting results computed and verified by the Independent Scrutineer, the resolution was carried and it was resolved:-

**"THAT** Datin Wan Daneena Liza Binti Wan Abdul Rahman be re-elected as Director of the Company pursuant to Clause 124 of the Company's Constitution."

**AGENDA ITEM NO. 5(ii) – ORDINARY RESOLUTION 7**

**TO RE-ELECT LILY ROZITA BINTI MOHAMAD KHAIRI AS DIRECTOR WHO RETIRES PURSUANT TO CLAUSE 124 OF THE COMPANY'S CONSTITUTION**

The Chairman advised the Meeting that Ordinary Resolution 7 was in relation to the re-election of Ms. Lily Rozita Binti Mohamad Khairi as Director, who was retiring pursuant to Clause 124 of the Company's Constitution and being eligible, had given her consent for re-election.

Based on the poll voting results computed and verified by the Independent Scrutineer, the resolution was carried and it was resolved:-

**"THAT** Lily Rozita Binti Mohamad Khairi be re-elected as Director of the Company pursuant to Clause 124 of the Company's Constitution."

## **AGENDA ITEM NO. 6 – ORDINARY RESOLUTION 8**

### **TO RE-APPOINT PRICEWATERHOUSECOOPERS PLT AS AUDITORS OF THE COMPANY FOR THE ENSUING YEAR AND TO AUTHORISE THE DIRECTORS TO FIX THEIR REMUNERATION**

---

The Chairman informed the Meeting that the retiring auditors, PricewaterhouseCoopers PLT had expressed their willingness to continue in office. He then proceeded to Ordinary Resolution 8 on the re-appointment of PricewaterhouseCoopers PLT as the Auditors of the Company for the ensuing year and to authorise the Directors to fix their remuneration.

Based on the poll voting results computed and verified by the Independent Scrutineer, the resolution was carried and it was resolved:-

**“THAT** PricewaterhouseCoopers PLT be re-appointed as the Auditors of the Company for the ensuing year and the Directors be authorised to fix their remuneration.”

## **SPECIAL BUSINESS**

### **AGENDA ITEM NO. 7 – ORDINARY RESOLUTION 9**

#### **AUTHORITY TO ISSUE SHARES BY THE DIRECTORS OF THE COMPANY**

The Chairman highlighted that the first Special Business on the Agenda was to consider Ordinary Resolution 9 pertaining to the authority to be given for the Directors to issue and allot shares pursuant to Sections 75 and 76 of the Companies Act, 2016 (**“the Act”**).

The Chairman explained that the Ordinary Resolution 9, if passed, would empower the Directors of the Company, from the date of the AGM under review, with the authority to issue and allot shares of up to 10% (ten per centum) from the total number of issued shares of the Company for such purposes as the Directors consider would be in the best interest of the Company. This authority shall continue to be in force until the conclusion of the next AGM or the expiration of the period within which the next AGM is required by law to be held or revoked or varied by a resolution passed by the shareholders in general meeting, whichever is earlier.

Based on the poll voting results computed and verified by the Independent Scrutineer, the resolution was carried and it was resolved:-

**“THAT**, subject always to the Companies Act, 2016 (**“the Act”**), the Company’s Constitution and approvals from the relevant governmental and/or regulatory bodies where such approvals shall be necessary, authority be and is hereby given to the Directors of the Company pursuant to Sections 75 and 76 of the Act, to issue and allot shares in the share capital of the Company from time to time upon such terms and conditions and for such purposes as may be determined by the Directors of the Company to be in the interest of the Company provided always that the aggregate number of shares to be issued pursuant to this resolution does not exceed 10% (ten per centum) of the total number of issued shares (excluding treasury shares) of the Company for the time being **AND THAT** the Directors of the Company be also

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 continue to be in force until the conclusion of the next Annual General Meeting (“AGM”) of the Company or the expiration of the period within which the next AGM is required by law to be held, whichever is the earlier; but an approval may be revoked or varied at any time by a resolution of the Company in general meeting.”

#### **AGENDA ITEM NO. 8 – ORDINARY RESOLUTIONS 10, 11, 12 AND 13**

##### **PROPOSED RENEWAL OF SHAREHOLDERS’ MANDATE FOR THE EXISTING RECURRENT RELATED PARTY TRANSACTIONS AND PROVISION OF FINANCIAL ASSISTANCE**

The Chairman proceeded to Ordinary Resolutions 10, 11, 12 and 13 in relation to the Proposed Renewal of Shareholders’ Mandate for the Existing Recurrent Related Party Transactions (“RRPTs”) and Provision of Financial Assistance.

The Chairman explained that Ordinary Resolutions 10, 11, 12 and 13, if passed, would allow the Company and/or its subsidiaries to enter into RRPTs of a revenue or trading nature and the provision of financial assistance between the related parties pursuant to Paragraph 10.09 of Chapter 10 of the MMLR of Bursa Securities with the detailed particulars as set out under Section 2.5.1, on pages 9 to 21 of Part A of the Circular to Shareholders dated 28 April 2023.

The Chairman continued to highlight that those interested substantial shareholders and Directors and their related parties as listed in the said Circular to Shareholders were deemed interested either directly or indirectly in the proposed shareholders’ mandate and would accordingly abstain from exercising their voting rights pertaining to Ordinary Resolutions 10, 11, 12 and 13.

Based on the poll voting results computed and verified by the Independent Scrutineer, the resolutions were 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 to the Company and/or its subsidiaries (“WSC Group”) to enter into recurrent related party transactions of a revenue or trading nature and the provision of financial assistance as specified in Section 2.5 of Part A of the Circular to Shareholders dated 28 April 2023 which transactions are necessary for the day-to-day operations in the ordinary course of business of WSC Group on terms not more favourable to the related parties than those generally available to the public and are not to the detriment of the minority shareholders of the Company as follows:

- (i) Proposed renewal of shareholders’ mandate for the existing recurrent related party transactions of a revenue or trading nature and the provision of financial assistance involving:-
  - (a) Dato’ Seri Robert Tan Chung Meng, Madam Pauline Tan Suat Ming, Mr Tony Tan Choon Keat, Tan Chin Nam Sendirian Berhad, Tan Kim Yeow Sendirian Berhad and Wah Seong (Malaya) Trading Co. Sdn. Bhd.
  - (b) Mr Chan Cheu Leong, Mr Chan Wei Keat and Mr Goh Eng Hooi

- (c) Dato' Mohamed Nizam Bin Abdul Razak and Encik Mohd Azlan Bin Mohammed
- (ii) Proposed renewal of shareholders' mandate for the existing recurrent related party transactions for the provision of financial assistance involving Mr Li Bao Guo and Mr Guo Jun

The shareholders' mandate is subject to annual renewal and disclosure is made in the Annual Report of the aggregate value of transactions conducted pursuant to the shareholders' mandate during the financial year and that such approval shall continue to be in force until:

- i) the conclusion of the next Annual General Meeting ("AGM") of the Company, at which time the proposed shareholders' mandate will lapse, unless renewed by a resolution passed at the meeting;
- ii) the expiration of the period within which the next AGM of the Company after the date it 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
- iii) revoked or varied by resolution passed by the shareholders of the Company in a general meeting;

whichever is earlier.

**AND THAT** the Directors of the Company be and are hereby authorised to complete and to do all such acts and things (including executing all such documents as may be required) as they may consider expedient or necessary to give effect to the transactions contemplated and/or authorised by this resolution."

#### **AGENDA ITEM NO. 9 – ORDINARY RESOLUTION 14**

##### **PROPOSED GRATUITY PAYMENT TO MANAGING DIRECTOR/GROUP CHIEF EXECUTIVE OFFICER**

The Chairman proceeded to Ordinary Resolution No. 14 in relation to the proposed gratuity payment to the Managing Director/Group Chief Executive Officer.

The Chairman explained that the Ordinary Resolution No. 14, if approved by the shareholders, would allow the Company to pay the gratuity amounting to RM12,751,180.50 to Mr. Chan Cheu Leong, in recognition and appreciation of his service, dedication and contribution to the Company and the Group during his 29 years tenure in office as the Managing Director/Group Chief Executive Officer.

Based on the poll voting results computed and verified by the Independent Scrutineer, the resolution was carried and it was resolved:-

**"THAT** approval be and is hereby given for the Company to pay the gratuity amounting to RM12,751,180.50 to Chan Cheu Leong, the Managing Director/Group Chief Executive Officer of the Company, in recognition and appreciation of his 29 years of service and contribution to the WSC Group.



**AND THAT** the Directors of the Company be and are hereby authorised to do all such acts and things (including executing all such documents as may be required) as they may consider necessary to give effect to this resolution.”

#### **AGENDA ITEM NO. 10 – SPECIAL RESOLUTION 1**

##### **PROPOSED CHANGE OF NAME FROM WAH SEONG CORPORATION BERHAD TO WASCO BERHAD**

The Chairman proceeded to the Special Resolution No. 1 in relation to the proposed change of name from “Wah Seong Corporation Berhad” to “Wasco Berhad”.

The Chairman explained that the rationale for the proposed change of name was to improve the Company’s brand recognition at an international level, aligning with the Group’s branding and focus with that of the Company’s successful subsidiaries. It would improve the Company’s brand perception on the ESG front and would signal the Group’s commitment to sustainability and open up opportunities for a larger pool of investors who are looking at ESG investing. The Board believed that the proposed change of name would strengthen the Company’s position in the market, leveraging WASCO’s successful international brand and reflecting the growth and evolution as a company.

Based on the poll voting results computed and verified by the Independent Scrutineer, the resolution was carried and it was resolved:-

“**THAT** the name of the Company be hereby changed from Wah Seong Corporation Berhad to Wasco Berhad effective from the date of issuance of the Notice of Registration of New Name by the Companies Commission of Malaysia pursuant to Section 28(4) of the Companies Act, 2016 (“Proposed Change of Name”).

**THAT** the Constitution of the Company be hereby amended accordingly, wherever the name of the Company appears.

**AND THAT** the Directors of the Company and/or the Company Secretary be and are hereby authorised and empowered to do all such acts and things (including executing all such documents as may be required) as they may consider necessary and/or expedient to give effect to the Proposed Change of Name.”

#### **AGENDA ITEM NO. 11**

The Chairman reported that the Group Company Secretary informed that there was no due notice being received in accordance with the Company’s Constitution for the transaction of any other business that may be transacted at the AGM. Hence, there was no other business transacted.

## **9. QUESTIONS AND ANSWERS SESSION**

The Chairman informed that the Company had received questions from the shareholders as of 3.00 p.m. on 29 May 2023. The questions posted by the shareholders and the Company's replies were read out by Puan Ariesza at the Meeting and projected on the screen for shareholders' information as follows:-

Questions from shareholders received as of 3.00 p.m. on 29 May 2023 and the replies by the Company

---

### Question 1

What would be the reason for the increase in fees other than the increase in the number of new directors? Based on our estimate, average fee per director would be up to RM105,555.5 (RM950,000 / 9 directors) compared to current fee of RM75,714 per director on average for FY2022. (as per ordinary resolution 2)

### Answer 1

On the same basis of arriving at the average fee of RM75,714 per Director, the anticipated fee for 2023 would be RM73,333 per Director. Therefore, the overall anticipated payment was RM660,000. The RM950,000 was an approval request for an upper ceiling limit.

### Question 2

Is there any change in the fee and meeting allowance structure? Please confirm. (as per ordinary resolution 1 & 2)

### Answer 2

The meeting allowance had actually been reduced from RM3,000 to RM2,000 per meeting now.

The fees had been rationalize to be consistent across committees and the committee chairman had been adjusted to reflect the additional responsibility they carry. On overall basis the fee had reduced from RM94,500 to RM85,000.

### Question 3

How do you determine the amount of gratuity. Please provide more details on this. (as per ordinary resolution 14)

### Answer 3

The Gratuity Payment was part of the employment contract package of the Managing Director/ Group CEO. The determination of gratuity was based on a fair and consistent approach to market that takes into account various factors, including the responsibilities, growth and success of the company and recognition of his service.

The Gratuity amounts was computed using a formula on the total remuneration earned by the Managing Director/ Group CEO over the 29 years of service to the Group.

Upon reading all the questions received as of 3.00 p.m. on 29 May 2023 and their answers, Puan Ariesza then handed the floor back to the Chairman.

At this juncture, the Chairman informed that the Company had also received questions online in the Query Box during the Meeting. The Chairman then invited Mr. Maccagno to address the questions received from the shareholders/proxies in the Query Box.

Questions from shareholders/proxies received during the AGM and the replies by the Company

---

Question 1

Does Wasco engineering have high opportunity to get the award from Bahrain Tatweer petroleum?

Answer 1

Mr. Gian Carlo Maccagno ("**Mr. Maccagno**") replied that Wasco's engineering division and the pipe coating facilities in Qatar were well positioned not just for the Bahrain project, but also for the opportunities for gas projects in the Middle East. Wasco had established an engineering and fabrication yard in Dubai and a large pipe coating yard in Qatar, and both facilities were very well positioned for the Bahrain project, as well as for other targeted projects in the region including in Abu Dhabi, Saudi Arabia and Qatar which were foreseen to have tremendous opportunities in the next 5 to 8 years.

Question 2

Could you provide the remaining unbilled amount for the EACOP and Qatar projects respectively. What is the revenue recognition period for the unbilled portions?

Answer 2

Mr. Maccagno replied that the total price value of the EACOP project in Tanzania amounted to approximately USD300 million, with the pipe coating work scheduled to begin next year. Wasco was well in advance on the mobilisation of its plant and was on target to complete and commission the plant before the end of this year. At present, Wasco still had about USD200 million to be recognised on the project.

The Qatar project amounted to approximately USD97 million. The project had just begun and Wasco had not taken up any sales in relation to the project.

With these two projects in hand, Wasco estimated a revenue of about USD300 million which would be captured in the next 12 to 18 months.

### Question 3

What are the biggest EPC contracts on hand and what's their unbilled value?

### Answer 3

Mr. Maccagno highlighted that the largest contract Wasco currently had was the EACOP project which totalled approximately USD300 million, the second largest project was the Yinson project for Agogo FPSO at about USD127 million, and the third largest was the Qatar project for pipe coating which amounted to approximately USD97 million.

### Question 4

Hi management of Wah Seong/ Wasco. Firstly I would like to applaud your effort to post quarterly briefings on your website. Your transparency and good communication is highly appreciated and reflects your effort to good governance. I would like to understand more about the margins reflected across your projects, do pipe coating jobs normally have higher margin than the other engineering jobs? If yes, how much of the RM3.5 billion orderbook is pipe coating?

### Answer 4

Mr. Maccagno replied that even in past briefings, the Company did not disclose profit margins especially those of future projects, but he could provide an indication on the status of the order book.

Approximately half of the current order book consisted of pipe coating jobs while the remaining comprised of the Group's other businesses. From past experience, the margin for Wasco's core business, namely pipe coating usually showed better improvement than its other businesses as Wasco had less competition and a strong position in the pipe coating market.

### Question 5

Can I know, what drives the tender book for pipe coating projects globally? Are you seeing a pick up in these projects from recent headlines of de-globalisation, war and energy crunch? How are you better than your closest competitors and peers like Shawcor?

### Answer 5

Mr. Maccagno explained that the energy industry was undergoing a transition to cleaner energy. The world was in the midst of exploring and investing heavily in green and renewable energy, with the transition fuel of choice being gas. The Russia-Ukraine war had resulted in a surge of demand for gas, with countries especially in Europe that were dependent on gas supplied from Russia, now rushing to obtain supply from alternative sources. This had created a huge demand for gas and gas pipelines.

The Group's order book currently stood at RM3.5 billion, the highest ever recorded by the Group.

Wasco had just started in the business in 1990 when Shawcor was occupying 70% to 80% of the market share with very few competitors. At present, Wasco was equal to or larger than Shawcor in terms of size, having taken over approximately 50% of the market share. The Group's commitment to deliver what was promised to customers in terms of safety first, delivery of products on time, reliability of Wasco, and competitiveness had helped Wasco to reach our position in the global market.

Wasco was the leading pipe coating company in this region and also the largest pipe coating company in Europe. Shawcor still held a large presence in South America where Wasco had not ventured into yet, but Wasco was keen to explore the market as there were tremendous opportunities especially for deep water coating in the Gulf of Mexico and other areas in the region, where Wasco would bring in our technology, capability, and ability to perform jobs successfully, safely, with good quality and competitiveness.

#### Question 6

What are the main steps that will contribute to Wasco net zero by 2026 and what are the capex requirement to fulfil this goal?

#### Answer 6

Mr. Maccagno replied that Wasco had set in place a detailed plan to achieve net zero carbon emissions by 2026. As there were a lot of greenwashing in the market, we wanted to ensure that a solid plan was put in place to achieve the set goal.

Wasco had begun capturing carbon emissions since 2013, and had been audited by third parties to ensure that the actions taken were according to proper standards. The Group was well ahead of many other companies as a lot of data had been compiled to tackle the issues on carbon emission.

He explained that the Group's carbon emissions were monitored and consolidated on a daily basis. The intention to reduce carbon emissions had also been cascaded down to the individual units of the Group that were taking steps towards reducing their respective carbon output and reduce energy usage.

In terms of initiatives on a group level, Wasco had been steering towards solar as an alternative energy source. Currently in Malaysia, a large capex was not required to invest in solar energy as there were companies prepared to invest in the setting up of the necessary facilities, these companies also charged at an equal or inferior price per kW hour on energy usage compared to the cost from utilising dirty energy.

Mr. Maccagno added that there would always be some residual carbon footprint that would be impossible to bring down to zero due to business operations. To counter that, Wasco had started the "Wasco Forest" reforestation project several years ago. Wasco had been granted a 30 years lease on a piece of land measuring a hundred acres by the state government of Pahang for the purpose of replanting trees in an area where illegal logging had been carried out in the past. The replanted trees would slowly provide Wasco with carbon credits of approximately 10,000 tons by the year

2026 which should be sufficient to counter the residual carbon after all planned initiatives were in place.

#### Question 7

Thanks for entertaining all my questions. One last question – are you busier now than the Nordstream 2 days? Is it more exciting time for the company if compared to those years? Thank you once again everyone.

#### Answer 7

Mr. Maccagno replied that Nordstream 2 had been a large and extremely challenging project, being the largest pipeline project ever done by anyone in the world. Wasco previously had two large facilities in Finland and Germany working to coat a tremendous amount of pipes and moving millions of tons of pipes around the North Sea and the Baltic Sea. The contract totalled around EUR750 million.

During that time, the market was in an extreme downturn due to the 2014-2015 capex cut by many oil and gas companies ranging from 60% up to 80% due to the large drop in oil price, resulting in very little demand for Wasco's product and services. Wasco had fortunately secured the Nordstream 2 project that managed to keep us occupied for the following 3 years.

As we speak, it was definitely a much more exciting time for the Group, being busy throughout the year with fabrication, engineering and pipe coating in multiple projects around the world which provided more sustainability in the long term.

The Chairman informed that there were no further questions received online from the shareholders/proxies in the Query Box.

### **10. END OF POLL VOTING AND ADJOURNMENT OF MEETING**

The Chairman then reminded the shareholders and proxies to cast their votes if they had not done so by providing another 10 minutes for them to cast their votes.

Upon the closing of the poll voting process and with the consent of the Meeting, the Chairman adjourned the AGM at 4.04 p.m. to facilitate the computation and verification of the poll voting results.

The Poll Administrator was invited to conduct the poll voting computation and the results of the poll voting would be verified by the Independent Scrutineer accordingly.

### **11. DECLARATION OF POLL VOTING RESULTS**

The AGM was resumed at 4.25 p.m. for the declaration of poll voting results. The Chairman informed the Meeting that he received the duly verified poll voting results from the appointed Independent Scrutineer and the poll voting results were presented on the screen at the AGM. The detailed poll voting results are as set out in Appendix IV attached herewith and which forms an integral part of this Minutes.

Based on the poll voting results, the Chairman declared that all the fourteen (14) Ordinary Resolutions and one (1) Special Resolution as set out in the Notice of AGM were carried.

## **12. CONCLUSION**

There being no further business, the Meeting concluded at 4.26 p.m. with a vote of thanks accorded to the Chair. The Chairman thanked all shareholders and proxies that had participated at the AGM for their time and continuous support.

### **CONFIRMED AS A CORRECT RECORD OF THE PROCEEDINGS**

**Dato' Seri Robert Tan Chung Meng**  
**CHAIRMAN**

**Date:** 30 May 2023

**WAH SEONG CORPORATION BERHAD**

(199901020946 (495846-A))

**23rd Annual General Meeting**

Matahari 3 & 4, Level 5, Cititel Mid Valley, Mid Valley City, Lingkaran Syed Putra,  
59200 Kuala Lumpur, Wilayah Persekutuan, Malaysia

On 30-May-2023 at 03:00PM

**Result On Voting By Poll**

Resolution(s)	Vote For		Vote Against		Total Votes	
	No of Units	%	No of Units	%	No of Units	%
Ordinary Resolution 1	518,385,822	99.9963	19,000	0.0037	518,404,822	100.0000
Ordinary Resolution 2	518,361,577	99.9917	43,245	0.0083	518,404,822	100.0000
Ordinary Resolution 3	503,481,799	99.9389	308,005	0.0611	503,789,804	100.0000
Ordinary Resolution 4	518,204,817	99.9614	200,105	0.0386	518,404,922	100.0000
Ordinary Resolution 5	492,198,899	97.6993	11,590,905	2.3007	503,789,804	100.0000
Ordinary Resolution 6	518,311,554	99.9820	93,368	0.0180	518,404,922	100.0000
Ordinary Resolution 7	518,311,554	99.9820	93,368	0.0180	518,404,922	100.0000
Ordinary Resolution 8	518,299,879	99.9797	105,043	0.0203	518,404,922	100.0000
Ordinary Resolution 9	488,142,030	94.1623	30,262,892	5.8377	518,404,922	100.0000
Ordinary Resolution 10	177,036,179	99.9364	112,751	0.0636	177,148,930	100.0000
Ordinary Resolution 11	453,688,852	99.9989	4,851	0.0011	453,693,703	100.0000
Ordinary Resolution 12	518,398,779	99.9991	4,851	0.0009	518,403,630	100.0000
Ordinary Resolution 13	518,383,779	99.9962	19,851	0.0038	518,403,630	100.0000
Ordinary Resolution 14	408,965,685	99.9462	220,125	0.0538	409,185,810	100.0000
Special Resolution 1	518,402,362	99.9998	1,268	0.0002	518,403,630	100.0000