

**TEK SENG HOLDINGS BERHAD**

Registration No. 200201011909 (579572-M)

(Incorporated in Malaysia)

**MINUTES OF GENERAL MEETING**

MINUTES OF THE 19<sup>TH</sup> ANNUAL GENERAL MEETING (“AGM”) OF TEK SENG HOLDINGS BERHAD (“THE COMPANY”) HELD FULLY VIRTUAL THROUGH LIVE STREAMING AND ONLINE PARTICIPATION AND VOTING USING REMOTE PARTICIPATION AND VOTING (“RPV”) FACILITIES VIA THE ONLINE MEETING PLATFORM AT [HTTPS://AGM.DIGERATI.COM.MY/PASB-ONLINE](https://agm.digerati.com.my/pasb-online) (DOMAIN REGISTRATION NO. D1A119533) PROVIDED BY DIGERATI TECHNOLOGIES SDN BHD IN MALAYSIA ON FRIDAY, 10 SEPTEMBER 2021 AT 9.30 AM

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Present : Directors  
Loh Kok Beng (In the Chair)  
Loh Kok Cheng  
Loh Joo Eng  
Loh Eng Chun  
Leow Chan Khiang  
Tan Soo Mooi  
Tuan Haji Mohamed Haniffah Bin S.M. Mydin

Senior Management

Lim Li Ming (Deputy General Manager)  
Look Fong Lian (Accountant)  
Loh Jia Wooi (PA to Managing Director)

By Invitation

Lee Beng Tuan (External Auditors, BDO PLT)  
Ngan Tuong Soon (External Auditors, BDO PLT)  
Cheang Siow Voon (Independent Scrutineer, Quantegic Services Sdn Bhd)  
Yap Chon Yoke (Independent Scrutineer, Quantegic Services Sdn Bhd)  
Tai Yew Wong (Share Registrar, Plantation Agencies Sdn Berhad)  
Alex Kong (System Technical Support, Digerati Technologies Sdn Bhd)  
Jason Low (System Technical Support, Digerati Technologies Sdn Bhd)  
Danon Kung (System Technical Support, Digerati Technologies Sdn Bhd)  
Evay (System Technical Support, Digerati Technologies Sdn Bhd)

Members/Proxy Holders/Corporate Representatives

Total number of members participated: 28  
Total number of proxy holders participated: 0  
Total number of corporate representatives participated: 0

In Attendance : Mr. Lee Peng Loon (Company Secretary)  
Ms. Riko P’ng (Company Secretary)

**1. COMMENCEMENT**

The Chairman of the Company, Mr. Loh Kok Beng welcomed all members and invited guests to the Company’s fully virtual 19<sup>th</sup> AGM.

As the AGM was a fully virtual meeting, the Chairman highlighted that the Company had taken all efforts and tried its best to ensure a smooth live streaming, however the quality of the broadcast was very much depend on the participants’ own internet bandwidth connection and stability.

The Chairman then introduced his fellow Board members, the Company Secretary and the External Auditors who had participated in the AGM virtually from their respective location.

Without further ado, the Chairman called upon the Company Secretary to confirm the number of proxy forms received and the presence of a quorum for the Company's 19<sup>th</sup> AGM.

The Company Secretary, Mr. Lee Peng Loon, confirmed that 10 proxy forms were received within the prescribed period.

The Company Secretary also confirmed the presence of the requisite quorum as at the commencement of this meeting.

The requisite quorum being present, the Chairman called the Company's 19<sup>th</sup> AGM to order at 9.30 a.m.

**2. CHAIRMAN'S ADDRESS**

The Chairman delivered his speech, which was annexed hereto as Appendix I.

**3. NOTICE OF MEETING**

The notice convening the Company's 19<sup>th</sup> AGM had been sent to all members, Bursa Malaysia Securities Berhad, the Stock Exchange and Messrs. BDO PLT, the External Auditors of the Company in accordance with the Company's Constitution.

As there were no objections, the Chairman declared the notice convening the 19<sup>th</sup> AGM as read.

Pursuant to Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad and the Company's Constitution, all the Resolutions set out in the Notice of the 19<sup>th</sup> AGM had to be voted upon by poll electronically.

The Chairman then declared a poll to be carried out on all the Resolutions set out in the Notice of the 19<sup>th</sup> AGM.

**4. PROCEEDINGS OF FULLY VIRTUAL MEETING**

The Chairman invited the Company Secretary to brief members on the proceedings of a fully virtual AGM.

The Company Secretary informed that he would first go through all the agendas set out in the Notice of the 19<sup>th</sup> AGM. Next, he explained on how questions may be raised during the meeting as well as the online voting procedures.

With a view to facilitate the flow of today's virtual meeting, the Company Secretary informed that Ms. Liang Geik Mei and Ms. Khoo Ai Lang, the members of the Company had offered themselves to be the Proposer and Secunder for all the motions to be tabled for approval by members today.

The Company Secretary also informed that the Company had appointed the Share Registrar, Plantation Agencies Sdn Berhad as the Poll Administrator and Quantegic Services Sdn Bhd as the Independent Scrutineer to verify the poll results.

**5. AUDITED FINANCIAL STATEMENTS**

The first item on the agenda was to receive the Company's Audited Financial Statements for the financial year ended 31 December 2020 together with the Reports of Directors and Auditors thereon ("AFS 2020").

The Company Secretary informed that the AFS 2020 was for discussion only as it does not require members' approval under Section 340(1)(a) of the Companies Act 2016. Hence, this agenda would not be put forward for voting.

It was recorded that the AFS 2020 together with the Reports of Directors and Auditors thereon had been duly tabled and received by members of the Company.

**6. RESOLUTION NO. 1 - RE-ELECTION OF MADAM LOH JOO ENG AS A DIRECTOR**

The Resolution No. 1 was to re-elect Madam Loh Joo Eng, a Director who retires by rotation in accordance with Article 102 of the Company's Constitution and who, being eligible, offers herself for re-election.

Resolution No. 1 was proposed by Ms. Liang Geik Mei and seconded by Ms. Khoo Ai Lang.

**7. RESOLUTION NO. 2 – RE-ELECTION OF TUAN HAJI MOHAMED HANIFFAH BIN S.M. MYDIN AS A DIRECTOR**

The Resolution No. 2 was to re-elect Tuan Haji Mohamed Haniffah Bin S.M. Mydin, a Director who also retires by rotation in accordance with Article 102 of the Company's Constitution and who, being eligible, offers himself for re-election.

Resolution No. 2 was proposed by Ms. Liang Geik Mei and seconded by Ms. Khoo Ai Lang.

**8. RESOLUTION NO. 3 – PAYMENT OF DIRECTORS' FEES**

The Resolution No. 3 was to approve the increase and payment of Directors' fees amounting to RM200,900.00 for the financial year ended 31 December 2020.

Resolution No. 3 was proposed by Ms. Liang Geik Mei and seconded by Ms. Khoo Ai Lang.

**9. RESOLUTION NO. 4 - PAYMENT OF DIRECTORS' BENEFITS**

The Resolution No. 4 was to approve the payment of Directors' benefits amounting to RM50,000 for the financial year ending 31 December 2022.

Resolution No. 4 was proposed by Ms. Liang Geik Mei and seconded by Ms. Khoo Ai Lang.

**10. RESOLUTION NO. 5 – RE-APPOINTMENT OF AUDITORS**

The Resolution No. 5 was to re-appoint Messrs. BDO PLT as auditors of the Company to hold office until the conclusion of the next AGM of the Company and to authorise the Directors to fix their remuneration.

The Company Secretary informed that Company's auditors, Messrs. BDO PLT had indicated their willingness to continue office until the next AGM of the Company.

Resolution No. 5 was proposed by Ms. Liang Geik Mei and seconded by Ms. Khoo Ai Lang.

**11. RESOLUTION NO. 6 – AUTHORITY FOR DIRECTORS TO ALLOT AND ISSUE NEW SHARES (SPECIAL BUSINESS)**

The next resolution proposed under special business was to consider and if thought fit, to pass with or without modifications, the Resolution No. 6 on the proposed renewal of general mandate for Directors to allot and issue shares.

The Company Secretary informed that the Resolution No. 6 was to seek a renewal of general mandate for the Directors of the Company to allot and issue shares in the Company up to an amount not exceeding 10% of the total number of issued shares of the Company for the time being for such purposes as the Directors consider would be in the best interest of the Company. This authority, unless revoked or varied by the members of the Company in general meeting would expire at the conclusion of the next AGM.

He also informed that the proposed renewal of general mandate for issuance of shares would provide flexibility to the Company for any possible fund raising activities, including but not limited to placing of shares for the purpose of funding future investment, working capital and/or acquisition. The Directors however as at to-date, had not issued any shares pursuant to the general mandate granted at the last AGM of the Company.

Resolution No. 6 was proposed by Ms. Liang Geik Mei and seconded by Ms. Khoo Ai Lang.

**12. RESOLUTION NO. 7 – PROPOSED CONTINUATION OF TUAN HAJI MOHAMED HANIFFAH BIN S.M. MYDIN IN OFFICE AS INDEPENDENT DIRECTOR (SPECIAL BUSINESS)**

The Resolution No. 7 under Special Business was to seek members' approval through a two tier voting process to retain Tuan Haji Mohamed Haniffah Bin S. M. Mydin who had served more than a cumulative term of 9 years as an Independent Director of the Company and to hold office until the conclusion of the next AGM of the Company.

Resolution No. 7 was proposed by Ms. Liang Geik Mei and seconded by Ms. Khoo Ai Lang.

**13. ANY OTHER BUSINESS**

The Company Secretary confirmed that the Company did not receive any notice to transact any other business at today's AGM.

**14. QUESTIONS AND ANSWERS SESSION**

The Company had received numerous questions prior to and during the AGM. The questions received were moderated to avoid repetitions and also summarised for reasons of brevity. All the questions and the Company's responses were projected on the screen.

Mr. Loh Eng Chun, the Executive Director read out to members, the questions received from members and the Company's responses sequentially in the meeting.

For the live questions that the Company had not been able to address during the allocated time, Mr. Loh Eng Chun informed that the responses to those live questions including those that had been answered during the AGM would be made available on the Company's website after the AGM.

A summary of questions together with the responses by the Company was annexed hereto as Appendix II.

#### 15. ONLINE POLL VOTING

Given that the online voting was made accessible at the commencement of the meeting for members and proxies to cast and submit their votes in order to facilitate the polling process, members and proxies were then allowed another 5 minutes to cast and submit their votes online.

A video clip of the online voting process was then shared to members at the AGM.

After all members and proxies had completed their voting during the stipulated time, the Chairman declared the voting closed.

The Chairman then informed that the Independent Scrutineer would proceed to verify the poll results and that the said results would be announced soonest possible.

The meeting was adjourned at 10.10 a.m. for counting and verification of votes.

#### 16. RESULTS OF THE VOTES

The Company's 19<sup>th</sup> AGM resumed at 10.12 a.m.

The results of votes as confirmed and certified by the Independent Scrutineer, Quantegic Services Sdn. Bhd. were as follows:-

Resolution	No. of shares and % voted	
	For	Against
Resolution No. 1 – To re-elect Madam Loh Joo Eng as a Director	170,656,386 (100%)	0
Resolution No. 2 – To re-elect Tuan Haji Mohamed Haniffah Bin S.M. Mydin as a Director	170,609,786 (99.972694%)	46,600 (0.027306%)
Resolution No. 3 – To approve the payment of Directors' Fees	20,760,624 (99.918652%)	16,902 (0.081348%)
Resolution No. 4 - To approve the payment of Directors' Benefits	170,636,544 (99.988373%)	19,842 (0.011627%)
Resolution No. 5 - To re-appoint Messrs. BDO PLT as Auditors of the Company	170,656,386 (100%)	0
Resolution No. 6 - To authorise the Directors to allot and issue new shares in the Company	170,542,884 (99.933491%)	113,502 (0.066509%)

Resolution	No. of shares and % voted	
	For	Against
Resolution No. 7 – To retain Tuan Haji Mohamed Haniffah Bin S.M. Mydin as an Independent Director	Tier 1: 147,963,860 (100%)	0
	Tier 2: 22,645,926 (99.794646%)	46,600 (0.205354%)

The Chairman declared the following Resolutions No. 1 to No. 7 tabled at the 19<sup>th</sup> AGM were duly carried :-

RESOLUTION NO. 1 –

To re-elect Madam Loh Joo Eng, a Director who retires by rotation in accordance with Article 102 of the Company’s Constitution and who, being eligible, offers herself for re-election.

RESOLUTION NO. 2 –

To re-elect Tuan Haji Mohamed Haniffah Bin S.M. Mydin, a Director who retires by rotation in accordance with Article 102 of the Company’s Constitution and who, being eligible, offers himself for re-election.

RESOLUTION NO. 3 –

To approve the increase and payment of Directors’ fees amounting to RM200,900.00 for the financial year ended 31 December 2020.

RESOLUTION NO. 4 –

To approve the payment of Directors’ benefits amounting to RM50,000.00 for the financial year ending 31 December 2022.

RESOLUTION NO. 5 –

To re-appoint Messrs. BDO PLT as auditors of the Company to hold office until the conclusion of the next AGM of the Company and to authorise the Directors to fix their remuneration.

RESOLUTION NO. 6 –

AUTHORITY TO ISSUE SHARES

“THAT, subject to the approvals of the regulatory authorities, the Board of Directors of the Company be hereby authorised pursuant to Sections 75 and 76 of the Companies Act, 2016, to allot and issue shares in the Company at any time and upon such terms and conditions and for such purposes as the Board of Directors of the Company may deem fit, provided that the aggregate number of shares to be issued does not exceed 10% of the total number of issued shares of the Company.

AND THAT any Executive Director and/or Secretary of the Company be hereby authorised to obtain the approval from Bursa Malaysia Securities Berhad (“Bursa Securities”) for the listing and quotation of the additional shares to be issued and to do

all such acts and things necessary to give full effect to such transactions as authorised by this resolution.

AND 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.”

RESOLUTION NO. 7 –

PROPOSED CONTINUATION OF TUAN HAJI MOHAMED HANIFFAH BIN S.M. MYDIN IN OFFICE AS INDEPENDENT DIRECTOR

“THAT authority be and is hereby given to Tuan Haji Mohamed Haniffah Bin S.M. Mydin who had served as an Independent Director of the Company for a cumulative term of more than 9 years to continue to act as an Independent Director of the Company and to hold office until the next AGM of the Company.”

**17. TERMINATION**

The meeting was declared closed at 10.13 a.m. with a vote of thanks to the Chair.

CONFIRMED CORRECT,



**LOH KOK BENG**  
Chairman