

AEON CREDIT SERVICE (M) BERHAD
[Registration No. 199601040414 (412767-V)]
(Incorporated in Malaysia)

MINUTES OF TWENTY-SEVENTH ANNUAL GENERAL MEETING (“27TH AGM”) OF AEON CREDIT SERVICE (M) BERHAD (“AEON CREDIT” OR “THE COMPANY”) CONDUCTED ON A VIRTUAL BASIS THROUGH LIVE STREAMING AND ONLINE REMOTE VOTING USING THE REMOTE PARTICIPATION AND ELECTRONIC VOTING (“RPEV”) FACILITIES FROM THE BROADCAST VENUE AT PULLMAN ROOM 3, 4 & 5, LEVEL 3, PULLMAN KUALA LUMPUR CITY CENTRE HOTEL & RESIDENCES, NO. 4, JALAN CONLAY, 50450 KUALA LUMPUR, MALAYSIA ON THURSDAY, 20 JUNE 2024 AT 10.00 A.M.

PRESENT:

DIRECTORS

Mr. Ng Eng Kiat	- Chairman/Non-Independent Non-Executive Director/ Shareholder
Mr. Daisuke Maeda	- Managing Director
Mr. S Sunthara Moorthy A/L S Subramaniam	- Independent Non-Executive Director
Datuk Adinan Bin Maning	- Senior Independent Non-Executive Director
Datin Yasmin Ahmad Merican	- Independent Non-Executive Director/Shareholder
Ms. Rashidah Binti Abu Bakar	- Independent Non-Executive Director
Ms. Chin Pik Yuen	- Independent Non-Executive Director
Mr. Mitsugu Tamai	- Non-Independent Non-Executive Director
Ms. Lee Tyan Jen	- Executive Director/Shareholder

IN ATTENDANCE

Ms. Lee Siew Tee	- Chief Financial Officer
Ms. Samantha Tai Yit Chan	- Company Secretary
Mr. Wong Kar Choon	- Audit Engagement Partner, Deloitte PLT

The list of shareholders, corporate representatives and proxies who participated at the Meeting were set out in the Attendance Details attached and shall form an integral part of these Minutes.

1. CHAIRMAN

Mr. Ng Eng Kiat (“Mr. Ng” or “Chairman”), the Chairman of the Meeting, extended a warm welcome to all present at the 27th AGM of the Company.

The Annual General Meeting (“AGM”) was conducted virtually through live streaming and online remote voting using Remote Participation and Voting (“RPV”) facilities, and is in compliance with Section 327 of the Companies Act 2016. The Chairman informed that the decision to convene a virtual meeting was primarily driven by the Board’s commitment to ensuring easier and more efficient access for shareholders to attend the AGM, and offering greater convenience and flexibility to shareholders.

The Chairman then introduced the Board of Directors, Chief Financial Officer, Company Secretary, and the representative of Deloitte PLT (“Deloitte”), the external auditors of the Company.

2. QUORUM

The Company Secretary confirmed that a quorum was present, with a total of 1,345 members, comprising shareholders, proxies and corporate representatives, for a total of 403,305,977 ordinary shares representing 78.98% of the total issued shares of the Company, having registered for RPV facilities for participation at the AGM.

The Company Secretary further informed that a total of 246 proxy forms have been received from the shareholders for a total of 399,713,721 ordinary shares representing 78.28% of the total issued shares of the Company. Out of these, there were 90 shareholders who have appointed the Chairman of the Meeting as a proxy to vote on their behalf and the shares so represented stood at 386,881,187, representing 75.77% of the total issued shares of the Company.

Upon confirmation of the presence of a quorum, the Chairman called the Meeting to order at 10.00 a.m.

3. NOTICE OF MEETING

With the consent of the members present, the Notice convening the Meeting having been circulated for the prescribed period was taken as read. The Chairman then proceeded with the business of the AGM.

4. PROCEDURE FOR THE MEETING

Pursuant to Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in the Notice of the Meeting will be voted on by poll. The Chairman, in his capacity as Chairman of the Meeting, demanded for a poll to be taken on all resolutions as set out in the Notice convening the Meeting, pursuant to Clause 106 of the Constitution of the Company.

The Chairman informed that the Company has appointed Boardroom Share Registrars Sdn Bhd as the Poll Administrator to conduct the poll voting, and Governance Advisory & Solutions Sdn Bhd as the Scrutineer to verify the poll results.

The Chairman went on to invite the Poll Administrator to play a video explaining the electronic and remote poll voting procedure.

After the briefing, the Chairman invited the shareholders and proxies to pose their questions through typed texts via a real-time text-based system utilising the RPV facilities. He informed that the Company has also received written questions from the Minority Shareholders Watch Group (“MSWG”) as well as several individual shareholders prior to the AGM. The responses will be presented before the tabling of the resolutions to the Meeting.

However, due to time constraints, the Board may not be able to address all questions, and responses to unanswered questions will be made available on the Company’s website at the earliest practicable time.

The Chairman then announced the opening of the poll and that shareholders may proceed to cast their votes until the closure of the voting session which will be announced later.

**5. AGENDA 1
TO RECEIVE THE AUDITED FINANCIAL STATEMENTS FOR THE
FINANCIAL YEAR ENDED 29 FEBRUARY 2024 (“FYE2024”) TOGETHER
WITH THE REPORTS OF THE DIRECTORS AND AUDITORS THEREON**

The first item on the Agenda was to receive the audited financial statements for FYE2024 together with the Reports of the Directors and Auditors thereon.

With the permission of the Meeting, the audited financial statements for FYE2024 with the Reports of the Directors and Auditors, were taken as read.

The Chairman informed the Shareholders that the audited financial statements for FYE2024 did not require formal approval from the Shareholders. Therefore, the current item on the Agenda was only for discussion and will not be put to a vote.

The audited financial statements for FYE2024 together with the Reports of the Directors and Auditors thereon were deemed as properly laid and duly received at the Meeting.

The Chairman then presented the Chairman's Address to the shareholders before inviting the Managing Director, Mr. Daisuke Maeda ("Mr. Maeda" or "MD"), to brief the Meeting on the operations of the Group and its financial results for FYE2024.

After the presentation by Mr. Maeda, the Chairman proceeded with the next agenda item.

6. QUESTION AND ANSWER SESSION

The Chairman invited Ms. Lee Siew Tee ("Ms. Lee" or "CFO"), Chief Financial Officer & Head of Corporate Management Division, to address the questions received from MSWG and questions received from the shareholders prior to the AGM.

The list of questions and corresponding responses is attached herein as "Appendix A".

The Meeting proceeded with the live Q&A session, with the questions received during the Meeting displayed on the screen. The questions were addressed by the Chairman, MD and CFO accordingly.

The list of questions and corresponding responses is attached herein as "Appendix B".

The Chairman informed the Meeting that responses to questions which could not be addressed during the allocated time will be made available on the Company's website at the earliest possible time.

The Chairman then proceeded to present the resolutions for the Meeting.

7. AGENDA 2

ORDINARY RESOLUTION 1 - TO APPROVE THE PAYMENT OF FINAL SINGLE-TIER DIVIDEND OF 14.00 SEN PER SHARE IN RESPECT OF FYE2024

The first resolution on the Agenda, Ordinary Resolution 1 is to approve the payment of final single-tier dividend of 14.00 sen per share in respect of FYE2024.

The Chairman presented the motion of this resolution before the Meeting for consideration, and proceeded to the next agenda item.

8. AGENDA 3
ORDINARY RESOLUTION 2 - TO APPROVE THE DIRECTORS' FEES AND ALLOWANCES UP TO AN AGGREGATE AMOUNT OF RM1.538 MILLION IN RESPECT OF FYE2024 AND PAYMENT THEREOF

The Chairman, Mr. Ng, as an interested party in the next three items on the Agenda, Ordinary Resolutions 2 to 4, invited Mr. Maeda to take over the Chair.

The next Agenda, Ordinary Resolution 2, is to approve the Directors' fees and allowances up to an aggregate amount of RM1.538 million in respect of FYE2024 and payment thereof.

Mr. Maeda presented the motion of this resolution before the Meeting for consideration.

Mr. Maeda then proceeded to the next agenda item.

9. AGENDA 4
ORDINARY RESOLUTION 3 - TO APPROVE THE BENEFITS PAYABLE TO THE CHAIRMAN/NON-INDEPENDENT NON-EXECUTIVE DIRECTOR UP TO AN AGGREGATE AMOUNT OF RM31,150 FROM 21 JUNE 2024 UNTIL THE CONCLUSION OF THE NEXT AGM OF THE COMPANY TO BE HELD IN 2025

The next item on the Agenda, Ordinary Resolution 3 is to approve the benefits payable to the Chairman/Non-Independent Non-Executive Director up to an aggregate amount of RM31,150 from 21 June 2024 until the conclusion of the next AGM of the Company to be held in 2025.

Mr. Maeda presented the motion of this resolution before the Meeting for consideration.

Mr. Maeda then proceeded to the next agenda item.

10. AGENDA 5(a)
ORDINARY RESOLUTION 4 - TO RE-ELECT MR. NG, WHO IS RETIRING PURSUANT TO CLAUSE 148 OF THE CONSTITUTION OF THE COMPANY

The next item on the Agenda, Ordinary Resolution 4 is the re-election of Mr. Ng, who is retiring pursuant to Clause 148 of the Constitution of the Company and being eligible, has offered himself for re-election.

Mr. Maeda presented the motion of this resolution before the Meeting for consideration.

Mr. Maeda then handed the Chair back to Mr. Ng. The Chairman thanked Mr. Maeda, and proceeded to the next agenda item.

11. AGENDA 5(b)
ORDINARY RESOLUTION 5 - TO RE-ELECT MR. MAEDA, WHO IS RETIRING PURSUANT TO CLAUSE 148 OF THE CONSTITUTION OF THE COMPANY

The next item on the Agenda, Ordinary Resolution 5 is the re-election of Mr. Maeda, who is retiring pursuant to Clause 148 of the Constitution of the Company and being eligible, has offered himself for re-election.

The Chairman presented the motion of this resolution before the Meeting for consideration.

The Chairman then proceeded to the next agenda item.

12. AGENDA 5(c)
ORDINARY RESOLUTION 6 – TO RE-ELECT MR. S SUNTHARA MOORTHY A/L S SUBRAMANIAM (“MR. SUNTHARA”), WHO IS RETIRING PURSUANT TO CLAUSE 148 OF THE CONSTITUTION OF THE COMPANY

The next item on the Agenda, Ordinary Resolution 6 is the re-election of Mr. Sunthara, who is retiring pursuant to Clause 148 of the Constitution of the Company and being eligible, has offered himself for re-election.

The Chairman presented the motion of this resolution before the Meeting for consideration.

The Chairman then proceeded to the next agenda item.

13. AGENDA 5(d)
ORDINARY RESOLUTION 7 - TO RE-ELECT DATUK ADINAN BIN MANING (“DATUK ADINAN”), WHO IS RETIRING PURSUANT TO CLAUSE 148 OF THE CONSTITUTION OF THE COMPANY

The next item on the Agenda, Ordinary Resolution 7 is the re-election of Datuk Adinan, who is retiring pursuant to Clause 148 of the Constitution of the Company and being eligible, has offered himself for re-election.

The Chairman presented the motion of this resolution before the Meeting for consideration.

The Chairman then proceeded to the next agenda item.

**14. AGENDA 5(e)
ORDINARY RESOLUTION 8 - TO RE-ELECT DATIN YASMIN AHMAD
MERICAN (“DATIN YASMIN”), WHO IS RETIRING PURSUANT TO CLAUSE
148 OF THE CONSTITUTION OF THE COMPANY**

The next item on the Agenda, Ordinary Resolution 8 is the re-election of Datin Yasmin, who is retiring pursuant to Clause 148 of the Constitution of the Company and being eligible, has offered herself for re-election.

The Chairman presented the motion of this resolution before the Meeting for consideration.

The Chairman then proceeded to the next agenda item.

**15. AGENDA 5(f)
ORDINARY RESOLUTION 9 - TO RE-ELECT MS. LEE TYAN JEN (“MS. TJ
LEE”), WHO IS RETIRING PURSUANT TO CLAUSE 148 OF THE
CONSTITUTION OF THE COMPANY**

The next item on the Agenda, Ordinary Resolution 9 is the re-election of Ms. TJ Lee, who is retiring pursuant to Clause 148 of the Constitution of the Company and being eligible, has offered herself for re-election.

The Chairman presented the motion of this resolution before the Meeting for consideration.

The Chairman then proceeded to the next agenda item.

**16. RETIREMENT OF DIRECTORS - MS. RASHIDAH BINTI ABU BAKAR (“MS.
RASHIDAH”) AND MR. MITSUGU TAMAI (“MR. TAMAI”)**

The Chairman informed the Meeting that Ms. Rashidah and Mr. Tamai were not seeking re-election, after having served on the Board of the Company for almost six years and three years respectively since their appointment as Directors. Hence, they will retain office until the close of the 27th AGM, and retire and cease as Directors in accordance with Clause 148 of the Constitution of the Company.

17. AGENDA 6

ORDINARY RESOLUTION 10 - TO RE-ELECT MS. CHIN PIK YUEN (“MS. CHIN”) WHO IS RETIRING PURSUANT TO CLAUSE 153 OF THE CONSTITUTION OF THE COMPANY

The next item on the Agenda, Ordinary Resolution 10 is to re-elect Ms. Chin who is retiring pursuant to Clause 153 of the Constitution of the Company and being eligible, has offered herself for re-election.

The Chairman presented the motion of this resolution before the Meeting for consideration.

The Chairman then proceeded to the next agenda item.

18. AGENDA 7

ORDINARY RESOLUTION 11 - TO RE-APPOINT DELOITTE AS AUDITORS OF THE COMPANY FOR THE FINANCIAL YEAR ENDING 28 FEBRUARY 2025 (“FYE2025”) AND TO AUTHORISE THE BOARD OF DIRECTORS TO DETERMINE THEIR REMUNERATION

The next item on the Agenda, Ordinary Resolution 11 is the re-appointment of Deloitte as auditors of the Company for FYE2025 and to authorise the Board of Directors to determine their remuneration.

The Chairman presented the motion of this resolution before the Meeting for consideration.

The Chairman then proceeded to the next agenda item.

SPECIAL BUSINESS

19. AGENDA 8

ORDINARY RESOLUTION 12 - PROPOSED RENEWAL OF AUTHORITY UNDER SECTIONS 75 AND 76 OF THE COMPANIES ACT 2016 FOR THE DIRECTORS TO ALLOT AND ISSUE SHARES

The next item on the Agenda, Ordinary Resolution 12 is to renew the mandate obtained at the last AGM and authorise the Directors to issue and allot ordinary shares up to 10% of the total number of the issued shares (excluding treasury shares) of the Company for the time being, for purposes of, including but not limited to, fund raising activities, placement of shares, funding future investments or projects, working capital and/or acquisitions and so forth.

The Chairman presented the motion of this resolution before the Meeting for consideration.

The Chairman then proceeded to the next agenda item.

20. AGENDA 9

ORDINARY RESOLUTION 13 - PROPOSED RENEWAL OF EXISTING SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE ("PROPOSED RENEWAL OF EXISTING SHAREHOLDERS' MANDATE")

The next item on the Agenda, Ordinary Resolution 13 is to seek the shareholders' mandate to enable the Company and/or its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature which are necessary for the day-to-day operations of the Company and/or its subsidiaries, subject to the transactions being carried out in the ordinary course of business of the Company and/or its subsidiaries and on normal commercial terms which are generally available to the public and not detrimental to the minority shareholders of the Company. This authority, unless revoked or varied by the Company at a general meeting, will expire at the next AGM of the Company.

The details and rationale for the Proposed Renewal of Existing Shareholders' Mandate are set out in the Circular to Shareholders dated 21 May 2024.

The Chairman presented the motion of this resolution before the Meeting for consideration, and informed that the Interested Major Shareholders, namely AEON Financial Service Co., Ltd., AEON CO., LTD., and Interested Related Party, AEON CO. (M) BHD., for the Proposed New Shareholders' Mandate, will abstain from voting in respect of their direct or indirect shareholdings (if any) in the Company and will undertake to ensure that persons connected with the Interested Major Shareholders, namely Mr. Maeda, Datin Yasmin and Mr. Tamai, will abstain from voting in respect of their direct and indirect shareholdings (if any) in the Company on the resolution approving the Proposed Renewal of Existing Shareholders' Mandate at the AGM.

The Chairman then proceeded to the next agenda item.

21. AGENDA 10**ORDINARY RESOLUTION 14 - PROPOSED NEW SHAREHOLDERS' MANDATE FOR ADDITIONAL RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE ("PROPOSED NEW SHAREHOLDERS' MANDATE")**

The last item on the Agenda, Ordinary Resolution 14 is to seek the shareholders' mandate to enable the Company and/or its subsidiaries to enter into new additional recurrent related party transactions of a revenue or trading nature which are necessary for the day-to-day operations of the Company and/or its subsidiaries, subject to the transactions being carried out in the ordinary course of business of the Company and/or its subsidiaries and on normal commercial terms which are generally available to the public and not detrimental to the minority shareholders of the Company. This authority, unless revoked or varied by the Company at a general meeting, will expire at the next AGM of the Company.

The details and rationale for the Proposed New Shareholders' Mandate are set out in the Circular to Shareholders dated 21 May 2024.

The Chairman presented the motion of this resolution before the Meeting for consideration, and informed that the Interested Major Shareholders, namely AEON Financial Service Co., Ltd., AEON CO., LTD., and Interested Related Party, AEON CO. (M) BHD., for the Proposed New Shareholders' Mandate, will abstain from voting in respect of their direct or indirect shareholdings (if any) in the Company and will undertake to ensure that persons connected with the Interested Major Shareholders, namely Mr. Maeda, Datin Yasmin and Mr. Tamai, will abstain from voting in respect of their direct and indirect shareholdings (if any) in the Company on the resolution approving the Proposed New Shareholders' Mandate at the AGM.

The Chairman then proceeded to the next agenda item.

22. AGENDA 11**TO TRANSACT ANY OTHER BUSINESS OF WHICH DUE NOTICE SHALL HAVE BEEN GIVEN IN ACCORDANCE WITH THE COMPANIES ACT 2016 AND THE CONSTITUTION OF THE COMPANY**

The Chairman informed that there was no other business for which due notice has been given.

23. VOTING SESSION

The Chairman reminded the shareholders to cast their vote if they had not done so earlier, and announced that the voting session will be closed in another 10 minutes. Thereafter the result would be validated by the Scrutineer, and the Meeting shall resume for the declaration of the voting results.

For the benefit of the shareholders, the Chairman informed that a number of shareholders had appointed him as their proxy and he shall vote in accordance with the instructions given.

The Meeting was adjourned, and resumed at 11.53 a.m. for the declaration of the voting results.

24. ANNOUNCEMENT OF POLL RESULTS

The polling results verified by the Scrutineer were projected as follows:

RESOLUTION	Vote FOR			Vote AGAINST			TOTAL Vote	
	NO. OF			NO. OF			NO. OF	
	RECORDS	SHARES	%	RECORDS	SHARES	%	RECORDS	SHARES
ORDINARY RESOLUTION 1	1,310	402,799,527	99.9951	49	19,777	0.0049	1,359	402,819,304
ORDINARY RESOLUTION 2	1,223	402,587,084	99.9650	130	140,968	0.0350	1,353	402,728,052
ORDINARY RESOLUTION 3	1,242	402,681,294	99.9785	112	86,758	0.0215	1,354	402,768,052
ORDINARY RESOLUTION 4	1,261	376,817,215	93.9825	92	24,126,873	6.0175	1,353	400,944,088
ORDINARY RESOLUTION 5	1,287	400,699,948	99.9275	69	290,782	0.0725	1,356	400,990,730
ORDINARY RESOLUTION 6	1,276	400,920,132	99.9824	80	70,598	0.0176	1,356	400,990,730
ORDINARY RESOLUTION 7	1,255	385,283,530	99.8710	81	497,800	0.1290	1,336	385,781,330
ORDINARY RESOLUTION 8	1,241	365,753,505	95.8648	92	15,777,057	4.1352	1,333	381,530,562
ORDINARY RESOLUTION 9	1,282	400,611,718	99.9265	73	294,498	0.0735	1,355	400,906,216
ORDINARY RESOLUTION 10	1,283	400,943,434	99.9885	72	46,096	0.0115	1,355	400,989,530
ORDINARY RESOLUTION 11	1,273	402,243,338	99.8586	83	569,582	0.1414	1,356	402,812,920
ORDINARY RESOLUTION 12	1,251	382,103,670	94.8591	104	20,708,196	5.1409	1,355	402,811,866
ORDINARY RESOLUTION 13	1,272	77,700,457	99.8976	78	79,633	0.1024	1,350	77,780,090
ORDINARY RESOLUTION 14	1,267	77,659,608	99.8451	83	120,482	0.1549	1,350	77,780,090

Based on the results above, the Chairman declared that all the 14 Ordinary Resolutions were carried as follows:

(A) ORDINARY RESOLUTION 1
PAYMENT OF FINAL SINGLE-TIER DIVIDEND OF 14.00 SEN PER SHARE IN RESPECT OF THE FINANCIAL YEAR ENDED 29 FEBRUARY 2024

THAT the payment of the final single-tier dividend of 14.00 sen per share in respect of the financial year ended 29 February 2024, be and is hereby approved.

(B) **ORDINARY RESOLUTION 2**
DIRECTORS' FEES AND ALLOWANCES UP TO AN AGGREGATE
AMOUNT OF RM1.538 MILLION IN RESPECT OF THE FINANCIAL
YEAR ENDED 29 FEBRUARY 2024 AND PAYMENT THEREOF

THAT the Directors' fees and allowances up to an aggregate amount of RM1.538 million in respect of the financial year ended 29 February 2024 and payment thereof, be and is hereby approved.

(C) **ORDINARY RESOLUTION 3**
BENEFITS PAYABLE TO THE CHAIRMAN/NON-INDEPENDENT
NON-EXECUTIVE DIRECTOR UP TO AN AGGREGATE AMOUNT OF
RM31,150 FROM 21 JUNE 2024 UNTIL THE CONCLUSION OF THE
NEXT ANNUAL GENERAL MEETING OF THE COMPANY TO BE
HELD IN 2025

THAT the benefits payable to the Chairman/Non-Independent Non-Executive Director up to an aggregate amount of RM31,150 from 21 June 2024 until the conclusion of the next Annual General Meeting of the Company to be held in 2025, be and is hereby approved.

(D) **ORDINARY RESOLUTION 4**
RE-ELECTION OF NG ENG KIAT AS DIRECTOR

THAT Mr. Ng Eng Kiat, who is retiring pursuant to Clause 148 of the Constitution of the Company and being eligible, be and is hereby re-elected as Director of the Company.

(E) **ORDINARY RESOLUTION 5**
RE-ELECTION OF DAISUKE MAEDA AS DIRECTOR

THAT Mr. Daisuke Maeda, who is retiring pursuant to Clause 148 of the Constitution of the Company and being eligible, be and is hereby re-elected as Director of the Company.

(F) **ORDINARY RESOLUTION 6**
RE-ELECTION OF S SUNTHARA MOORTHY A/L S SUBRAMANIAM
AS DIRECTOR

THAT Mr. S Sunthara Moorthy A/L S Subramaniam, who is retiring pursuant to Clause 148 of the Constitution of the Company and being eligible, be and is hereby re-elected as Director of the Company.

(G) **ORDINARY RESOLUTION 7**
RE-ELECTION OF DATUK ADINAN BIN MANING AS DIRECTOR

THAT Datuk Adinan bin Maning, who is retiring pursuant to Clause 148 of the Constitution of the Company and being eligible, be and is hereby re-elected as Director of the Company.

(H) **ORDINARY RESOLUTION 8**
RE-ELECTION OF DATIN YASMIN AHMAD MERICAN AS DIRECTOR

THAT Datin Yasmin Ahmad Merican, who is retiring pursuant to Clause 148 of the Constitution of the Company and being eligible, be and is hereby re-elected as Director of the Company.

(I) **ORDINARY RESOLUTION 9**
RE-ELECTION OF LEE TYAN JEN AS DIRECTOR

THAT Ms. Lee Tyan Jen, who is retiring pursuant to Clause 148 of the Constitution of the Company and being eligible, be and is hereby re-elected as Director of the Company.

(J) **ORDINARY RESOLUTION 10**
RE-ELECTION OF CHIN PIK YUEN AS DIRECTOR

THAT Ms. Chin Pik Yuen, who is retiring pursuant to Clause 153 of the Constitution of the Company and being eligible, be and is hereby re-elected as Director of the Company.

(K) **ORDINARY RESOLUTION 11**
RE-APPOINTMENT OF DELOITTE PLT AS AUDITORS OF THE COMPANY FOR THE FINANCIAL YEAR ENDING 28 FEBRUARY 2025 AND TO AUTHORISE THE BOARD OF DIRECTORS TO DETERMINE THEIR REMUNERATION

THAT the re-appointment of . Deloitte PLT as Auditors of the Company for the financial year ending 28 February 2025, be and is hereby approved AND THAT the Board of Directors be and is hereby authorised to determine their remuneration.

(L) **ORDINARY RESOLUTION 12**
PROPOSED RENEWAL OF AUTHORITY UNDER SECTIONS 75 AND 76 OF THE COMPANIES ACT 2016 FOR THE DIRECTORS TO ALLOT AND ISSUE SHARES

THAT pursuant to Sections 75 and 76 of the Companies Act 2016 and the Constitution of the Company, the Directors be and are hereby authorised to allot and issue shares in the share capital of the Company at any time until the conclusion of the next AGM, upon such terms and conditions and for such purposes as the Directors may in their absolute discretion deem fit provided that the aggregate number of shares to be issued does not exceed ten per centum (10%) of the total number of issued shares of the Company for the time being, subject always to the approval of all relevant regulatory bodies being obtained for such allotment and issue.

(M) **ORDINARY RESOLUTION 13
PROPOSED RENEWAL OF EXISTING SHAREHOLDERS' MANDATE
FOR RECURRENT RELATED PARTY TRANSACTIONS OF A
REVENUE OR TRADING NATURE ("PROPOSED RENEWAL OF
EXISTING SHAREHOLDERS' MANDATE")**

THAT, subject to the Main Market Listing Requirements ("MMLR") of Bursa Malaysia Securities Berhad ("Bursa Securities"), approval be and is hereby given for the Company and/or its subsidiary company(ies) ("the Group") to enter into the recurrent transactions of a revenue or trading nature as set out in Section 2.2 of the Circular to Shareholders dated 21 May 2024 ("the Circular") with the related parties mentioned therein which are necessary for the day-to-day operations of the Group.

THAT the Company be and is hereby authorised to enter into the recurrent transactions with the related parties mentioned therein provided that:

- (a) the transactions are in the ordinary course of business and on normal commercial terms which are not more favourable to the related parties than those generally available to the public and not to the detriment of the minority shareholders of the Company; and
- (b) the disclosure will be made in the Integrated Annual Report of the breakdown of the aggregate value of the Recurrent Related Party Transactions entered into pursuant to the Proposed Renewal of Existing Shareholders' Mandate during the financial year with details on the nature and type of Recurrent Related Party Transactions, the names of the related parties involved in each type of Recurrent Related Party Transactions and their relationships with the Company.

THAT the authority conferred shall continue to be in force until:

- (i) the conclusion of the next Annual General Meeting ("AGM") of the Company following the forthcoming AGM at which the Proposed Renewal of Existing Shareholders' Mandate is approved, at which time

it will lapse, unless by a resolution passed at the AGM, the mandate is again renewed;

- (ii) the expiration of the period within which the next AGM of the Company is required to be held pursuant to Section 340(2) of the Companies Act 2016 (but shall not extend to such extension as may be allowed pursuant to Section 340(4) of the Companies Act 2016); or
- (iii) revoked or varied by resolution passed by the shareholders in general meeting,

whichever is earlier.

AND THAT the Directors of the Company be and are hereby authorised to complete and 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 Proposed Renewal of Existing Shareholders' Mandate.

(N) **ORDINARY RESOLUTION 14**
PROPOSED NEW SHAREHOLDERS' MANDATE FOR ADDITIONAL RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE ("PROPOSED NEW SHAREHOLDERS' MANDATE")

THAT, subject to the Main Market Listing Requirements ("MMLR") of Bursa Malaysia Securities Berhad ("Bursa Securities"), approval be and is hereby given for the Company and/or its subsidiary company(ies) ("the Group") to enter into the recurrent transactions of a revenue or trading nature as set out in Section 2.2 of the Circular to Shareholders dated 21 May 2024 ("the Circular") with the related parties mentioned therein which are necessary for the day-to-day operations of the Group.

THAT the Company be and is hereby authorised to enter into the recurrent transactions with the related parties mentioned therein provided that:

- (a) the transactions are in the ordinary course of business and on normal commercial terms which are not more favourable to the related parties than those generally available to the public and not to the detriment of the minority shareholders of the Company; and
- (b) the disclosure will be made in the Integrated Annual Report of the breakdown of the aggregate value of the Recurrent Related Party Transactions entered into pursuant to the Proposed New Shareholders' Mandate during the financial year with details on the nature and type of Recurrent Related Party Transactions, the names of the related parties

involved in each type of Recurrent Related Party Transactions and their relationships with the Company.

THAT the authority conferred shall continue to be in force until:

- (i) the conclusion of the next Annual General Meeting (“AGM”) of the Company following the forthcoming AGM at which the Proposed New Shareholders’ Mandate is approved, at which time it will lapse, unless by a resolution passed at the AGM, the mandate is again renewed;
- (ii) the expiration of the period within which the next AGM of the Company is required to be held pursuant to Section 340(2) of the Companies Act 2016 (but shall not extend to such extension as may be allowed pursuant to Section 340(4) of the Companies Act 2016); or
- (iii) revoked or varied by resolution passed by the shareholders in general meeting,

whichever is earlier.

AND THAT the Directors of the Company be and are hereby authorised to complete and 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 Proposed New Shareholders’ Mandate.

25. CONCLUSION

There being no other business, the Meeting concluded at 11.56 a.m. with a vote of thanks to the Chairman.

**SIGNED AS A CORRECT RECORD
OF THE PROCEEDINGS THEREAT**

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CHAIRMAN

Dated: