

YEW LEE PACIFIC GROUP BERHAD
[Registration No. 202001036243 (1392564-D)]
(Incorporated in Malaysia)

MINUTES OF THE SECOND ANNUAL GENERAL MEETING (“2ND AGM”) OF YEW LEE PACIFIC GROUP BERHAD (“YEW LEE” OR “THE COMPANY”) HELD AT KAMPAR HALL, LEVEL 2, HOTEL TRAVELODGE IPOH @ JALAN RAJA DIHILIR, 30350 PERAK DARUL RIDZUAN ON TUESDAY, 30 MAY 2023 AT 10.30 A.M.

Directors’ attendance

1. En. Mahdzir bin Othman – Independent Non-Executive Chairman
2. Mr. Ang Lee Leong – Managing Director
3. Ms. Chee Wai Ying – Executive Director
4. Mr. Ang Lee Seng – Executive Director
5. Ms. Ang Poh Yee – Executive Director cum Chief Operating Officer
6. Ms. Lim See Tow – Independent Non-Executive Director
7. Mr. Andrew Yaw Mun Keng – Independent Non-Executive Director
8. Mr. Andrea Huong Jia Mei – Independent Non-Executive Director

In Attendance: Ms. Ang Wee Min (Company Secretary)

By Invitation:

1. Mr. Ken Choong Chyan Leong (Chief Financial Officer)
2. Ms. Yong Hui Nee (External Audit Partners)
3. Ms. Yap Yin Siew (Representative of Ecovis Malaysia PLT)
4. Mr. Adrian Lim (Representative of M&A Securities Sdn Bhd)
5. Mr. Wan Ahmad (Representative of M&A Securities Sdn Bhd)

Shareholders/ Proxies

As per the Attendance List

1.0 CHAIRMAN

- 1.1 Encik Mahdzir bin Othman (“the Chairman”) chaired the meeting and welcomed the shareholders and proxies (“Members”) to the 2nd AGM of the Company.

2.0 QUORUM

- 2.1 The requisite quorum being present, the Chairman declared the Meeting duly convened at 10.30 a.m.

3.0 NOTICE

- 3.1 The Notice of the Meeting having been circulated within the prescribed period, was taken as read. The Chairman then proceeded to the official business of the 2nd AGM.

4.0 ANNOUNCEMENT ON POLLING AND ADMINISTRATIVE MATTERS

- 4.1 The Chairman informed the Meeting that pursuant to Rule 8.31A of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad, all the resolutions at the general meeting would be voted by poll.
- 4.2 The Chairman informed the Meeting that the Company had appointed Aldpro Corporate Services Sdn Bhd (“Aldpro”) as the Poll Administrator and CSC Securities Services Sdn Bhd as Scrutineers to validate the poll results.

5.0 AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2022 TOGETHER WITH THE REPORTS OF THE DIRECTORS AND AUDITORS THEREON

- 5.1 The Chairman informed that the Audited Financial Statements of the Company and of the Group for the financial year ended 31 December 2022 together with the Reports of the Directors and Auditors thereon (“Audited Financial Statements”) was meant for discussion only in accordance with Section 340 of the Companies Act 2016, and therefore, it would not be put forward for voting.
- 5.2 The Chairman informed that the Board of Directors would be pleased to deal with any questions from Members on the Audited Financial Statements.
- 5.3 There being no further question raised by the Members, the Chairman declared that the Audited Financial Statements for the financial year ended 31 December 2022 together with the Reports of the Directors and Auditors thereon, be properly laid and received. The Chairman proceeded with the next agenda of the meeting.

**6.0 ORDINARY RESOLUTION 1
TO RE-ELECT ANG LEE SENG, AS DIRECTOR WHO RETIRES PURSUANT TO CLAUSE 105(1) OF THE CONSTITUTION AND BEING ELIGIBLE, HAS OFFERED HIMSELF FOR RE-ELECTION**

- 6.1 The Chairman informed that the next agenda of the Meeting was to re-elect Mr. Ang Lee Seng, who retires by rotation pursuant to Clause 105(1) of the Constitution and being eligible, has offered himself for re-election.
- 6.2 There being no question raised by the Members, the Chairman proceeded with the next agenda of the meeting.

**7.0 ORDINARY RESOLUTION 2
TO RE-ELECT ANDREW YAW MUN KENG, AS DIRECTOR WHO RETIRES BY ROTATION PURSUANT TO CLAUSE 105(1) OF THE CONSTITUTION AND BEING ELIGIBLE, HAS OFFERED HIMSELF FOR RE-ELECTION**

- 7.1 The Chairman informed that the next agenda of the Meeting was to re-elect Mr. Andrew Yaw Mun Keng, who retires by rotation pursuant to Clause 105(1) of the Constitution and being eligible, has offered himself for re-election.
- 7.2 There being no question raised by the Members, the Chairman proceeded with the next agenda of the meeting.

8.0 ORDINARY RESOLUTION 3

TO RE-ELECT ANDREA HUONG JIA MEI, AS DIRECTOR WHO RETIRES BY ROTATION PURSUANT TO CLAUSE 105(1) OF THE CONSTITUTION AND BEING ELIGIBLE, HAS OFFERED HERSELF FOR RE-ELECTION

8.1 The Chairman informed that the next agenda of the Meeting was to re-elect Ms. Andrea Huong Jia Mei, who retires by rotation pursuant to Clause 105(1) of the Constitution and being eligible, has offered herself for re-election.

8.2 There being no question raised by the Members, the Chairman proceeded with the next agenda of the meeting.

9.0 ORDINARY RESOLUTION 4

TO APPROVE THE PAYMENT OF DIRECTORS' FEES AND OTHER BENEFITS AMOUNTING TO RM240,200 TO THE DIRECTORS OF THE COMPANY FROM 2ND AGM UP TO THE CONCLUSION OF THE 3RD AGM

9.1 The Chairman informed that the next agenda of the Meeting was to approve the payment of Directors' fees and other benefits amounting to RM240,200 to Directors of the Company from 2nd AGM up to the conclusion of the 3rd AGM of the Company.

9.2 There being no question raised by the Members, the Chairman proceeded with the next agenda of the meeting.

10.0 ORDINARY RESOLUTION 5

TO RE-APPOINT MESSRS. ECOVIS MALAYSIA PLT AS AUDITORS OF THE COMPANY UNTIL THE CONCLUSION OF THE NEXT AGM AND TO AUTHORISE THE DIRECTORS TO FIX THEIR REMUNERATION

10.1 The Chairman informed that the next agenda of the Meeting was to re-appoint Messrs. Ecovis Malaysia PLT as auditors of the Company and to hold office until the conclusion of the next AGM at such remuneration to be determined by the Directors of the Company.

10.2 The Chairman further informed the Meeting that Messrs. Ecovis Malaysia PLT had expressed their willingness to accept the re-appointment as the Company's auditors for the ensuing year.

10.3 There being no question raised by the Members, the Chairman proceeded with the next agenda of the meeting.

11.0 SPECIAL BUSINESS - ORDINARY RESOLUTION 6

AUTHORITY TO ISSUE AND ALLOT SHARES PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT 2016

11.1 The Chairman informed that the next agenda of the Meeting under special business was to seek a general mandate from the shareholders to authorise the Directors to allot and issue shares pursuant to Sections 75 and 76 of the Companies Act 2016.

- 11.2 The Chairman further informed that the Ordinary Resolution 6, if passed, would give the Directors flexibility to allot and issue shares from time to time for such purposes as the Directors in their absolute discretion consider to be in the best interest of the Company, without having to convene separate general meetings, subject to the limitation that the shares to be allotted and issued do not exceed 10% of the total number of issued shares of the Company or such higher percentage as Bursa Malaysia Securities Berhad allowed for the time being. The proposal is in line with the Listing Requirements of Bursa Malaysia Securities Berhad.

In connection with the above, pursuant to Section 85 of the Companies Act 2016 to be read together with Clause 61 of the Constitution of the Company, the shareholders of the Company do hereby waive their pre-emptive rights over all new shares, options over or grants of new shares or any other convertible securities in the Company and/or any new shares to be issued pursuant to such options, grants or other convertible securities, such new shares when issued, to rank pari passu with existing issued shares in the Company.

This authority, unless revoked or varied by the Company in general meeting, shall be in force until the conclusion of the next AGM of the Company.

- 11.3 There being no question raised by the Members, the Chairman proceeded with the next agenda of the meeting.

12.0 ANY OTHER BUSINESS

- 12.1 The Chairman informed that the Company had not received any due notice to transact any other business in accordance with the Companies Act 2016 and the Company's Constitution.

13.0 VOTING SESSION

- 13.1 The Chairman then invited the Poll Administrator to brief the Floor on the polling procedures and advised the shareholders to proceed to submit their votes. Thereafter, the Chairman adjourned the Meeting for the verification of the votes by the Scrutineer.

14.0 DECLARATION OF RESULTS

- 14.1 The Meeting resumed after the conclusion of the verification of the poll votes.
- 14.2 The Chairman called the Meeting to order and declared that all the following resolutions set out in the Notice of AGM dated 28 April 2023 were carried, as attached hereto as Annexure I:-

“Ordinary Resolution 1

“THAT Ang Lee Seng, the Director who retires by rotation pursuant to Clause 105(1) of the Constitution of the Company and being eligible, has offered himself for re-election, be hereby re-elected as Director of the Company.”

Ordinary Resolution 2

“THAT Andrew Yaw Mun Keng, the Director who retires by rotation pursuant to Clause 105(1) of the Constitution of the Company and being eligible, has offered himself for re-election, be hereby re-elected as Director of the Company.”

Ordinary Resolution 3

“THAT Andrea Huang Jia Mei, the Director who retires by rotation pursuant to Clause 105(1) of the Constitution of the Company and being eligible, has offered herself for re-election, be hereby re-elected as Director of the Company.”

Ordinary Resolution 4

“THAT the payment of Directors’ fees and other benefits amounting to RM240,200 payable to Directors of the Company from 2nd AGM up to the conclusion of the 3rd AGM be hereby approved.”

Ordinary Resolution 5

“THAT the re-appointment of Messrs. Ecovis Malaysia PLT as Auditors of the Company and to hold office until the conclusion of the next AGM at such remuneration to be determined by the Directors of the Company be hereby approved.”

Ordinary Resolution 6

“THAT subject to Sections 75 and 76 of the Companies Act 2016 and approvals of the relevant governmental/regulatory authorities, the Directors be and are hereby empowered to issue and allot shares in the Company, at any time to such persons, firms or corporations and 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 issued share capital of the Company or such higher percentage as Bursa Malaysia Securities Berhad allowed for the time being AND THAT the Directors be and are also empowered to obtain the approval for the listing of and quotation for the additional shares so issued on Bursa Malaysia Securities Berhad; 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.

AND THAT in connection with the above, pursuant to Section 85 of the Companies Act 2016 to be read together with Clause 61 of the Constitution of the Company, the shareholders of the Company do hereby waive their pre-emptive rights over all new shares, options over or grants of new shares or any other convertible securities in the Company and/or any new shares to be issued pursuant to such options, grants or other convertible securities, such new shares when issued, to rank pari passu with existing issued shares in the Company.”

15.0 CLOSURE

- 15.1 There being no other business, the 2nd AGM was closed at 10.45 a.m. with a vote of thanks to the Chairman.

**Confirmed as a correct record of
the proceedings held thereat**

MAHDZIR BIN OTHMAN
Chairman

Date:



YEW LEE PACIFIC GROUP BERHAD (202001036243 (1392564-D))
SECOND ANNUAL GENERAL MEETING ("2ND AGM")
 KAMPAR HALL, LEVEL 2, HOTEL TRAVELODGE IPOH @ JALAN RAJA DIHILIR, 30350 PERAK DARUL RIDZUAN, PERAK,
 MALAYSIA.
 TUESDAY, 30 MAY 2023 AT 10:30 AM



RESULT ON POLL VOTING

RESOLUTION	VOTED	NO. OF SHAREHOLDERS / PROXIES	NO. OF SHARES / UNITS	% OF SHARES / UNITS
ORDINARY RESOLUTION 1 TO RE-ELECT ANG LEE SENG WHO RETIRES PURSUANT TO CLAUSE 105 (1) OF THE COMPANY'S CONSTITUTION	FOR	9	345,143,442	99.999305
	AGAINST	1	2,400	0.000695
ORDINARY RESOLUTION 2 TO RE-ELECT ANDREW YAW MUN KENG WHO RETIRES PURSUANT TO CLAUSE 105(1) OF THE COMPANY'S CONSTITUTION	FOR	9	388,686,900	99.999383
	AGAINST	1	2,400	0.000617
ORDINARY RESOLUTION 3 TO RE-ELECT ANDREA HUONG JIA MEI WHO RETIRES PURSUANT TO CLAUSE 105(1) OF THE COMPANY'S CONSTITUTION	FOR	10	389,086,900	99.999383
	AGAINST	1	2,400	0.000617
ORDINARY RESOLUTION 4 TO APPROVE THE PAYMENT OF DIRECTORS' FEES AND OTHER BENEFITS AMOUNTING TO RM240,200 TO THE DIRECTORS OF THE COMPANY FROM 2ND AGM UP TO THE CONCLUSION OF THE 3RD AGM	FOR	8	388,086,900	99.999382
	AGAINST	1	2,400	0.000618
ORDINARY RESOLUTION 5 TO RE-APPOINT MESSRS. ECOVIS MALAYSIA PLT AS AUDITORS OF THE COMPANY UNTIL THE CONCLUSION OF THE NEXT AGM AND TO AUTHORISE THE DIRECTORS TO FIX THEIR REMUNERATION.	FOR	10	389,086,900	99.999383
	AGAINST	1	2,400	0.000617
ORDINARY RESOLUTION 6 AUTHORITY TO ALLOT AND ISSUE SHARES IN GENERAL PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT 2016	FOR	10	389,086,900	99.999383
	AGAINST	1	2,400	0.000617