

**KIA LIM BERHAD**  
**(Registration No. 199501013667 (342868-P))**  
(Incorporated in Malaysia)

**MINUTES OF THE TWENTY-FIFTH ANNUAL GENERAL MEETING OF KIA LIM BERHAD HELD AT THE KATERINA HOTEL, 8 JALAN ZABEDAH, 83000 BATU PAHAT, JOHOR DARUL TAKZIM ON THURSDAY, 27 AUGUST 2020 AT 12.00 NOON**

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**PRESENT** : Mr Loh Chee Kan (Chairman)  
and as per attendance list

**IN ATTENDANCE** : Ms Leong Siew Foong (Company Secretary)

**BY INVITATION** : As per attendance list

**AGM20/01 CHAIRMAN**

Mr Loh Chee Kan took the Chair and welcomed all Members present at the Meeting. AGM of the Company is conducted in accordance with the General Standard Operating Procedures to Government and Private Sector (“General SOP”) issued by Malaysian National Security Council on 16 June 2020 and Guidance Note and FAQs on the Conduct of General Meetings for Listed Issuers issued by the Securities Commission of Malaysia on 18 June 2020 (“SC Guidance Note & FAQs”).

He reminded the members to wear mask and practice social distancing throughout the meeting today.

**AGM20/02 QUORUM**

The requisite quorum being present in accordance with Article 68 of Company’s Constitution, the Chairman declared the Meeting duly convened.

**AGM20/03 PROXY**

The Secretary announced that eleven (11) proxy forms with a total of 28,635,698 ordinary shares equivalent to 46.23% in the capital of the Company were received during the prescribed period.

**AGM20/04 NOTICE**

The Chairman informed the members present that the Notice convening the Twenty-Fifth Annual General Meeting (“AGM”) had been previously circulated to all members within the prescribed period and advertised in the newspaper.

He sought the members’ consent to take the Notice convening the Twenty-Fifth AGM as read. There being no objection, the Chairman declared that the Notice convening the Twenty-Fifth AGM dated 28 July 2020 be taken as read.

He briefed the members present of the procedure to be adhered to in tabling and approving the resolutions in this meeting. He added that all the resolutions would be voted on by poll at the end of the discussion of today's agenda. He further added that Boardroom Corporate Services Sdn Bhd had been appointed as scrutineers for today's polling.

**AGM20/05 AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2019 TOGETHER WITH THE REPORTS OF DIRECTORS AND AUDITORS THEREON**

The Chairman proceeded to the first item of the agenda, which was to receive the Audited Financial Statements for the financial year ended 31 December 2019 together with the Reports of the Directors and Auditors thereon.

He informed the members present that the Audited Financial Statements for the financial year ended 31 December 2019 together with the Reports of the Directors and Auditors thereon had been circulated to all members within the prescribed period, a copy of which was tabled at the Meeting. He then invited questions from the floor.

As there was no question raised, the Chairman proceeded to the next item of the agenda of the meeting.

**AGM20/06 DIRECTORS' FEES AND BENEFITS FOR THE FINANCIAL YEAR ENDING 31 DECEMBER 2020**

The Chairman proceeded to table the second item of the agenda, to approve the payment of Directors' fees and benefits for the Company and its subsidiaries of RM121,800.00 for the financial year ending 31 December 2020.

Ms. Ng Wah Peh proposed and Mr. Ng Yin Sheng seconded the motion. When there was no question raised, the Chairman put it to vote by poll to be taken later.

**AGM20/07 RE-ELECTION OF DIRECTORS**

In accordance with Article 90 of the Company's Constitution, Mr. Loh Chee Kan and En. Mohd Salleh Bin Jantan shall retire from the Board at this Meeting and being eligible, have offered themselves for re-election to the Board.

As the Chairman was the Director seeking re-election in the next motion, he proposed to pass the Chair to Mr. Chua Syer Cin to proceed with the Meeting and it was duly seconded by Ms. Ng Wah Peh. Mr. Chua took the Chair and proceeded to put to the meeting the motion to re-elect Mr. Loh Chee Kan to the Board. On the proposal of Mr. Ng Cheng Chai and seconded by Mr. Ong Yu Hock, as there was no question raised, the Chairman put the motion to vote by poll which would be conducted later today.

Upon his re-election to the Board, the Chair was handed back to Mr Loh Chee Kan who thanked the members for his re-election and proceeded with the remaining agenda.

The Chairman then put to the meeting the motion to re-elect En. Mohd Salleh Bin Jantan to the Board. On the proposal of Mr. Ng Cheng Chai and seconded by Ms. Goh May Lee, as there was no question raised, the Chairman put the motion to vote by poll which would be conducted later today.

#### **AGM20/08 RE-APPOINTMENT OF AUDITORS**

The Chairman informed the members present that the retiring auditors, Messrs Ernst & Young have indicated their willingness to continue in office.

The Chairman put this motion to the floor for discussion, however there was no question raised. Ms. Lim Ling Yee proposed and Ms. Ng Wah Peh seconded the motion. The Chairman put the motion to vote by poll to be conducted later today.

#### **AGM20/09 AUTHORITY TO ALLOT SHARES**

The Chairman proceeded to the special business pertaining to the authority to the Directors to allot shares pursuant to Sections 75(1) and 76(1) of the Companies Act, 2016 subject to the Constitution of the Company and approvals from the Bursa Malaysia Securities Berhad and other regulatory bodies.

The Chairman put this motion to the floor for discussion and there was no question raised. Mr. Ng Cheng Yew proposed and Ms. Ng Wah Peh seconded the motion. The Chairman put the motion to vote by poll to be conducted later today.

#### **AGM20/10 CONTINUATION OF TERMS OF OFFICE AS INDEPENDENT DIRECTOR**

The Chairman, Mr. Loh Chee Kan informed the Members present that the Ordinary Resolutions 2 to 4 were tabled in compliance with the Malaysian Code on Corporate Governance as Mr. Loh Chee Kan, Mr. Chua Syer Cin and En. Mohd Salleh Bin Jantan had served the Company for more than 12 years. Justification to retain their service had been included in the Annual Report 2019 and the relevant procedure had been adhered to accordingly.

The Chairman proceeded to the next item of agenda of the meeting. As he was the Interested Director in this next motion, he proposed to pass the Chair to Mr. Chua Syer Cin which was seconded by Ms. Lim Ling Yee.

Mr. Chua Syer Cin took the Chair and put to the floor the motion to approve the continuation of terms of office of Mr. Loh Chee Kan as an Independent Director. Mr. Ng Cheng Chai proposed and Mr. Ong Yu Hock seconded the motion. As there was no question raised, the Chairman put it to be voted by poll

later today. The Chair was subsequently passed back to Mr. Loh Chee Kan to continue with the rest of the agenda.

The Chairman put to the meeting the motion to approve the continuation of terms of office of Mr. Chua Syer Cin as an Independent Director. With the proposal from Mr. Ong Yu Hock, which was seconded by Ms. Ng Wah Peh, the Chairman put the motion to the floor for discussion and there was no question raised. Subsequently, the Chairman put the motion to be voted by way of poll and it would be conducted later.

The Chairman put to the meeting the motion to approve the continuation of terms of office of En. Mohd Salleh Bin Jantan as an Independent Director. With the proposal from Mr. Ng Cheng Leong, and was duly seconded by Mr. Ng Yin Sheng, the Chairman put the motion to the floor for discussion. Thereafter, as there was no question raised, the Chairman put the motion to be voted by way of poll and it would be conducted later today.

The Chairman informed all members present that the polling would be conducted shortly simultaneously with all of the day's agendas. There would be a short break of 15 minutes to conduct the poll count.

After the short break, the meeting resumed where the results of polling was handed to the Chairman. The results of the polling were as follows:-

Resolutions	For		Against	
	No. of Shares	Percentage	No. of Shares	Percentage
1.	30,323,669	100%	0	0%
2.	30,323,669	100%	0	0%
3.	30,323,669	100%	0	0%
4.	30,323,669	100%	0	0%
5.	30,323,669	100%	0	0%
6. (Tier 1)	24,645,255	100%	0	0%
6. (Tier 2)	5,678,414	100%	0	0%
7. (Tier 1)	24,645,255	100%	0	0%
7. (Tier 2)	5,678,414	100%	0	0%
8. (Tier 1)	24,645,255	100%	0	0%
8. (Tier 2)	5,678,414	100%	0	0%

The Chairman went on to announce the result of the poll, and on the basis of the result all the resolutions as set out in the day's agenda were declared duly carried.

**AGM20/12    TERMINATION**

There being no further business, the Meeting terminated at 12.30 p.m. with a vote of thanks to the Chair.

Confirmed as correct records,

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Chairman