

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

**MINUTES OF THE 27<sup>th</sup> ANNUAL GENERAL MEETING OF KIA LIM BERHAD  
HELD AT THE KATERINA HOTEL, 8, JALAN ZABEDAH, 83000 BATU PAHAT,  
JOHOR DARUL TAKZIM ON TUESDAY, 24 MAY 2022 AT 12.00 NOON**

---

**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

**AGM22/01 CHAIRMAN**

Mr Loh Chee Kan took the Chair and welcomed all Members present at the Meeting.

**AGM22/02 QUORUM**

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

**AGM22/03 PROXY**

The Secretary announced that eleven (11) proxy forms with a total of 25,441,283 ordinary shares equivalent to 41.08% in the capital of the Company were received during the prescribed period.

**AGM22/04 NOTICE**

The Chairman informed the members present that the Notice convening the 27<sup>th</sup> 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 27<sup>th</sup> AGM as read. There being no objection, the Chairman declared that the Notice convening the 27<sup>th</sup> AGM dated 27 April 2022 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 SKY Corporate Services Sdn. Bhd. had been appointed as scrutineers for today's polling.

**AGM22/05 AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2021 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 2021 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 2021 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.

**AGM22/06 DIRECTORS' FEES FOR THE FINANCIAL YEAR ENDING 31 DECEMBER 2022**

The Chairman proceeded to table the second item of the agenda, to approve Directors' fees amounting to RM35,000 per annum for the Non-Executive Chairman, RM20,000 per annum for each of the Non-Executive Directors (NEDs), and RM17,400 per annum for each of the Executive Directors (EDs) in respect of the financial year ending 31 December 2022.

Mr. Ng Cheng Yew 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.

**AGM22/07 DIRECTORS' BENEFITS FOR THE FINANCIAL YEAR ENDING 31 DECEMBER 2022 AND UP TO THE DATE OF THE NEXT ANNUAL GENERAL MEETING OF THE COMPANY.**

The Chairman proceeded to table the third item of the agenda, to approve the proposed payment of Non-Executive Directors' (NEDs) benefits of up to RM28,800 for the financial year ending 31 December 2022 and up to the date of the next Annual General Meeting of the Company.

Ms. Lim Ling Yee proposed and Ms. Lim Ling Er seconded the motion. When there was no question raised, the Chairman put it to vote by poll to be taken later.

**AGM22/08 RE-ELECTION OF DIRECTORS**

In accordance with Article 90 of the Company's Constitution, Mr. Ng Chin Kang shall retire from the Board at this Meeting and being eligible, has offered himself for re-election to the Board.

The Chairman put to the meeting the motion to re-elect Mr. Ng Chin Kang to the Board. On the proposal of Mr. Ng Cheng Yew and seconded by Datuk Ariss bin Samsudin, as there was no question raised, the Chairman put the motion to vote by poll which would be conducted later today.

The Chairman subsequently put to the meeting the motion to re-elect Pn. Haryanti Binti Othman to the Board in accordance with Article 97 of the Company's Constitution. On the proposal of Mr. Ong Yu Hock and seconded by Datuk Ariss bin Samsudin, as there was no question raised, the Chairman put the motion to vote by poll which would be conducted later today.

The Chairman also put to the meeting the motion to re-elect Ms Sam Ming Chia to the Board in accordance with Article 97 of the Company's Constitution. On the proposal of Mr. Ng Yin Sheng and seconded by Mr. Ng Cheng Yew, as there was no question raised, the Chairman put the motion to vote by poll which would be conducted later today.

#### **AGM22/09 RE-APPOINTMENT OF AUDITORS**

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

The Chairman put this motion to the floor for discussion, however there was no question raised. Datuk Ariss bin Samsudin proposed and Mr. Ng Chin Kang seconded the motion. The Chairman put the motion to vote by poll to be conducted later today.

#### **AGM22/10 CONTINUATION OF TERMS OF OFFICE AS INDEPENDENT DIRECTOR**

The Chairman, Mr. Loh Chee Kan informed the Members present that the Ordinary Resolutions 1 to 2 were tabled in compliance with the Malaysian Code on Corporate Governance as Mr. Loh Chee Kan and Mr. Chua Syer Cin had served the Company for more than 12 years. Justification to retain their service had been included in the Annual Report 2021 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 Directors in this next motion, he proposed to pass the Chair to Mr. Ng Chin Kang which was seconded by Mr. Ong Yu Hock.

Mr. Ng Chin Kang took the Chair and put the motion to the floor for discussion. Mr. Ong Yu Hock proposed and Mr. Ng Cheng Yew 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 subsequently 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. Ng Yin Sheng, which was seconded by Datuk Ariss bin Samsudin, 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 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 20 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.	25,808,083	100%	0	0%
2.	25,808,083	100%	0	0%
3.	25,808,083	100%	0	0%
4.	25,808,083	100%	0	0%
5.	25,808,083	100%	0	0%
6.	25,808,083	100%	0	0%
7. (Tier 1)	23,556,283	100%	0	0%
7. (Tier 2)	2,416,898	100%	0	0%
8. (Tier 1)	23,556,283	100%	0	0%
8. (Tier 2)	2,416,898	100%	0	0%

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

#### **AGM22/11 TERMINATION**

There being no further business, the Meeting terminated at 12.45 p.m. with a vote of thanks to the Chair.

Confirmed as correct records,

---

Chairman