

PASUKHAS GROUP BERHAD
Registration No. 200501009342 (686389-A)
(Incorporated in Malaysia)

MINUTES OF THE NINETEENTH (“19TH”) ANNUAL GENERAL MEETING OF THE COMPANY HELD ON A VIRTUAL BASIS AND ENTIRELY VIA REMOTE PARTICIPATION AND VOTING FROM THE BROADCAST VENUE AT LOT 4.1, 4TH FLOOR, MENARA LIEN HOE, NO. 8, PERSIARAN TROPICANA, TROPICANA GOLF & COUNTRY RESORT, 47410 PETALING JAYA, SELANGOR DARUL EHSAN ON THURSDAY, 28 NOVEMBER 2024 AT 10:00 A.M.

Present at Broadcast Venue : **Board of Directors**
Mejar Dato’ Ismail Bin Ahmad – Independent Non-Executive Chairman
Mr. Tang Boon Koon – Executive Director
Dato’ Nik Ismail Bin Dato’ Nik Yusoff – Independent Non-Executive Director
Ms. Tan Yee Ping – Independent Non-Executive Director
Mr. Teoh Kim Hooi – Non-Independent Non-Executive Director

In Attendance
: Mr. Chin Hoong Lim – Chief Financial Officer
Ms. Adeline Tang Koon Ling – Company Secretary
Mr. Lim Kai Jie } Representative of Messrs. Morison LC PLT
Mr. James Lee }
Mr. Wan Thean Hoe

Attended via video conferencing : Ms. Nor Syazwana Binti Khairul Baki – Representative of Workshire Corporate Services Sdn. Bhd.

Attendance of Shareholders

The attendance of shareholders/ corporate representatives/ proxies is as per the summary of attendance list via the Remote Participation and Voting (“RPV”) facilities operated by InsHub Sdn. Bhd. (“InsHub”) in Malaysia via <https://rebrand.ly/PasukhasAGM>.

CHAIRMAN

On behalf of the Board of Directors (the “Board”) of Pasukhas Group Berhad (“Pasukhas” or the “Company”), Mejar Dato’ Ismail Bin Ahmad, Chairman of the meeting, welcomed the members and attendees to the Company’s 19th Annual General Meeting (“19th AGM”).

The Chairman introduced the Board members, CFO, company secretary and the external auditors to the members.

NOTICE

There being no objection, the notice convening the meeting dated 30 October 2024, having been circulated earlier to all the members of the Company within the statutory period, was taken as read.

QUORUM

The Chairman informed the meeting that the Constitution of the Company required the presence of at least two (2) members or proxies or corporate representatives to form a quorum. For a virtual general meeting, the quorum shall be determined by the number of members who logged-in at the commencement of the meeting.

Upon confirming the presence of the requisite quorum pursuant to the Company's Constitution as confirmed by the company secretary, the Chairman called the meeting to order at 10:00 a.m.

POLLING AND ADMINISTRATIVE MATTERS

The meeting being informed that pursuant to Rule 8.31A of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad and Company's Constitution, all resolutions set out in the Notice of the 19th AGM shall be voted by poll. The poll would be conducted after all items on the agenda were dealt with.

The attendees were being informed on the flow of the meeting as follows:-

- (1) The meeting would go through all the seven (7) ordinary resolutions of the Company as set out in the Notice of the 19th AGM.
- (2) Questions and Answers ("Q&A") session whereby the Board addressed the questions submitted by the members using Q&A panel via the InsHub RPV facilities.
- (3) After having dealt with the Q&A, all the seven (7) ordinary resolutions shall be put to vote electronically via RPV application operated by InsHub.

The members were informed that the Company had appointed Workshire Share Registration Sdn. Bhd. as the Poll Administrator to conduct the polling process and SharePolls Sdn. Bhd. as the Independent Scrutineer to verify the poll results.

The guide on the remote voting procedures and the manner to navigate through the RPV application were then shared to the members and that the online voting on all the ordinary resolutions would remain open until the closure of voting session.

The meeting proceeded with the business of the agenda of the 19th AGM.

1. AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 30 JUNE 2024 TOGETHER WITH THE REPORTS OF THE DIRECTORS AND AUDITORS

The Audited Financial Statements ("AFS") for the financial year ended 30 June 2024 ("AFS FYE 2024") together with the Reports of the Directors and Auditors, having been circulated to all the members of the Company within the statutory period, were tabled to the meeting.

The Chairman informed that the AFS FYE 2024 was meant for discussion only as pursuant to the Companies Act 2016 and the AFS does not require a formal approval of the shareholders. Therefore, it was not put forward for voting. The Chairman declared that the AFS FYE 2024 together with the Reports of the Directors and Auditors thereon be received.

2. PAYMENT OF DIRECTORS' FEES AMOUNTING TO RM600,000 TO THE DIRECTORS OF THE COMPANY FROM 19TH AGM UP TO THE CONCLUSION OF 20TH AGM

The meeting proceeded to ordinary resolution 1 on the payment of Directors' fees amounting to RM600,000 to the Directors of the Company from 19th AGM up to the conclusion of 20th AGM. The following ordinary resolution was put to the meeting for consideration and voting:-

"THAT the payment of Directors' fees amounting to RM600,000 to the Directors of the Company from 19th AGM up to the conclusion of 20th AGM."

3. PAYMENT OF DIRECTORS' BENEFITS TO THE DIRECTORS OF THE COMPANY AND ITS SUBSIDIARIES UP TO AN AMOUNT OF RM200,000 FROM 19TH AGM UP TO THE CONCLUSION OF 20TH AGM

The meeting proceeded to ordinary resolution 2 on the payment of Directors' benefits to the Directors of the Company and its subsidiaries up to an amount of RM200,000 from 19th AGM up to the conclusion of 20th AGM. The following ordinary resolution was put to the meeting for consideration and voting:-

"THAT the payment of Directors' benefits to the Directors of the Company and its subsidiaries up to an amount of RM200,000 from 19th AGM up to the conclusion of 20th AGM."

4. RE-ELECTION OF MR. MAK SIEW WEI AS A DIRECTOR WHO RETIRES PURSUANT TO CLAUSE 97 OF THE COMPANY'S CONSTITUTION

Ordinary resolution 3 was withdrawn and not to put to vote as Mr. Mak Siew Wei has resigned as the Executive Director of the Company on 15 November 2024.

5. RE-ELECTION OF MR. TANG BOON KOON AS A DIRECTOR WHO RETIRES PURSUANT TO CLAUSE 97 OF THE COMPANY'S CONSTITUTION

Ordinary resolution 4 on the re-election of Mr. Tang Boon Koon, the following ordinary resolution was put to the meeting for consideration and voting:-

"THAT Mr. Tang Boon Koon retiring pursuant to Clause 97 of the Company's Constitution and being eligible, be re-elected as Director of the Company."

6. RE-ELECTION OF DATO' NIK ISMAIL BIN DATO' NIK YUSOF AS A DIRECTOR WHO RETIRES PURSUANT TO CLAUSE 97 OF THE COMPANY'S CONSTITUTION

Ordinary resolution 5 on the re-election of Dato' Nik Ismail bin Dato' Nik Yusof, the following ordinary resolution was put to the meeting for consideration and voting:-

"THAT Dato' Nik Ismail bin Dato' Nik Yusof retiring pursuant to Clause 97 of the Company's Constitution and being eligible, be re-elected as Director of the Company."

7. RE-APPOINTMENT OF MESSRS. MORISON LC PLT AS AUDITORS OF THE COMPANY

The Chairman then moved on to ordinary resolution 6 on the re-appointment of Auditors. The Chairman informed that Messrs. Morison LC PLT had indicated their willingness to continue in office. He then put the following ordinary resolution to the meeting for consideration and voting:-

“THAT Messrs. Morison LC PLT be hereby re-appointed as Auditors of the Company at a fee to be agreed upon with the Directors and to hold office until the conclusion of the next Annual General Meeting AND THAT the Directors be authorised to fix their remuneration.”

8. AUTHORITY TO ALLOT SHARES

The Chairman then proceeded to ordinary resolution 7 on the authority for the Directors to allot shares in accordance with Sections 75 and 76 of the Companies Act 2016.

The full text of the proposed ordinary resolution is set out in the Notice of 19th AGM dated 30 October 2024 be taken as read.

The meeting being informed that the ordinary resolution 7 if passed, will empower the Directors from the date of this 19th AGM, to allot ordinary shares of not more than 10% of the total number of issued share capital of the Company for the time being for such purposes as they consider would be in the best interests of the Company, and that the existing shareholders of the Company will waive their pre-emptive rights to be offered new shares pursuant to Section 85 of the Companies Act 2016 read together with Clause 54 of the Constitution of the Company arising from any issuance of new shares of the Company.

This authority shall, unless be revoked or varied at a General Meeting, expired at the next AGM.

The following ordinary resolution was put to the meeting for consideration and voting:-

“THAT subject always to Sections 75 and 76 of the Companies Act 2016 (“the Act”), the Constitution, the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad (“Bursa Securities”) and the approval of any governmental and/or regulatory authorities, the Directors be and are hereby authorised to allot and issue shares in the Company at any time 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 pursuant to this resolution does not exceed ten percent (10%) of the total number of issued shares (excluding treasury shares) of the Company at the time of issuance and such authority under this resolution shall continue in force until the conclusion of the 20th AGM or when it is required by law to be held, whichever is earlier, AND THAT the Directors be and are empowered to obtain the approval for the listing of and quotation for the additional shares so issued on Bursa Securities.

THAT the existing shareholders of the Company hereby waive their pre-emptive rights to be offered new shares ranking equally to the existing issued shares in the Company pursuant to Section 85 of the CA 2016 read together with Clause 54 of the Constitution of the Company arising from any issuance of new shares of the Company pursuant to Sections 75 and 76 of the CA 2016.

AND THAT the Directors of the Company be and are hereby authorised to implement, finalise, complete and take all necessary steps and to do all acts (including execute such documents as may be required), deeds and things in relation to the Proposed General Mandate.”

9. ANY OTHER BUSINESS

The company secretary informed that the Company had not received notice for any other business pursuant to the Companies Act 2016.

QUESTION AND ANSWER (“Q&A”) SESSION

After tabling all ordinary resolutions, the Chairman then invited Mr. Tang Boon Koon, the Executive Director of the Company to address the following question raised by shareholder in the AGM:

Q1. : Any door gifts given to the members who attended the 19th AGM?

A1. : The Company would be giving 1 piece of XOX prepaid Sim card and product vouchers worth RM80 from online Shopee store (Pack “n” Back) as the door gifts to its members attended the 19th AGM.

CONDUCT OF VOTING BY POLL

After having dealt with all the items on the agenda and the Q&A session, the meeting continued for another 5 minutes to allow shareholders, corporate representatives and proxies to complete their voting on ordinary resolutions 1 to 7 by poll via RPV.

After 5 minutes, the Chairman announced the closing of the voting session. The meeting was adjourned at 10:25 a.m. for approximately 20 minutes, to facilitate the counting of votes by the poll administrator and verification of poll results by the scrutineer.

ANNOUNCEMENT OF POLL RESULTS

Upon the availability of the poll results, the Chairman called the meeting to resume at 10:40 a.m.

The results of the poll which had been verified by the scrutineer was projected on the screen for the members’ information.

Based on the results of the poll attached marked as “Appendix A”, the Chairman declared that the ordinary resolutions 1 to 7 were carried.

CLOSURE OF MEETING

There being no further business, the meeting was closed at 10.42 a.m. with a vote of thanks to the Chair.

Dated: 28 November 2024

Resolutions	FOR			AGAINST			Results
	No. of Shareholders	No. of Shares	% of Voted Shares	No. of Shareholders	No. of Shares	% of Voted Shares	
<p><u>Ordinary Resolution 1</u></p> <p>To approve the payment of Directors' Fees amounting to RM600,000 to the Directors of the Company from 19th AGM up to the conclusion of 20th AGM.</p>	14	15,899,850	99.9647	7	5,617	0.0353	Accepted
<p><u>Ordinary Resolution 2</u></p> <p>To approve the payment of Directors' Benefits to the Directors of the Company up to an amount of RM200,000 from 19th AGM up to the conclusion of 20th AGM.</p>	14	15,899,850	99.9647	7	5,617	0.0353	Accepted
<p><u>Ordinary Resolution 3</u></p> <p>To re-elect Mr. Mak Siew Wei who is retiring under Clause 97 of the Constitution of the Company.</p>	0	0	0.0000	0	0	0.0000	Withdrawn/ Postponed
<p><u>Ordinary Resolution 4</u></p> <p>To re-elect Mr. Tang Boon Koon who is retiring under Clause 97 of the Constitution of the Company.</p>	16	15,905,060	99.9981	4	306	0.0019	Accepted
<p><u>Ordinary Resolution 5</u></p> <p>To re-elect Dato' Nik Ismail bin Dato' Nik Yusoff who is retiring under Clause 97 of the Constitution of the Company.</p>	17	15,905,251	99.9986	4	216	0.0014	Accepted

Resolutions	FOR			AGAINST			Results
	No. of Shareholders	No. of Shares	% of Voted Shares	No. of Shareholders	No. of Shares	% of Voted Shares	
<p><u>Ordinary Resolution 6</u></p> <p>To re-appoint Messrs. Morison LC PLT as Auditors of the Company for the ensuing year and to authorise the Directors to fix their remuneration.</p>	19	15,905,262	99.9987	2	205	0.0013	Accepted
<p><u>Ordinary Resolution 7</u></p> <p>Authority to Allot and Issue Shares Pursuant to Sections 75 and 76 of the Companies Act 2016.</p>	14	15,905,151	99.9980	5	316	0.0020	Accepted