

ECOBUILT HOLDINGS BERHAD
(200301033338) (635759-U)
(Incorporated in Malaysia)

MINUTES OF THE EIGHTEENTH ANNUAL GENERAL MEETING OF THE COMPANY HELD AT 18TH FLOOR, VIDA BUKIT CEYLON, 1D JALAN CEYLON, 50200 KUALA LUMPUR ON THURSDAY, 10 NOVEMBER 2022 AT 10.03 A.M.

Present : Dato' Noordin Bin Sulaiman (Chairman)
Others as per Attendance List

1. CHAIRMAN

On behalf of the Board, Dato' Noordin Bin Sulaiman ("Dato' Noordin"), the Chairman of the meeting, welcomed all the members to the Eighteenth Annual General Meeting ("AGM") of the Company.

The Chairman then introduced the Board members and Company Secretary to the shareholders.

2. QUORUM

Upon confirming a quorum pursuant to Clause 56(2) of the Company's Constitution, the Chairman called the meeting to order at 10.03 a.m.

3. NOTICE OF MEETING

There being no objection, the notice convening the meeting, having been circulated earlier to all the members of the Company and advertised in the "The Star" within the statutory period, was taken as read.

Before proceeding to the items of the agenda, the Chairman informed the members that in line with the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions tabled at the AGM were to be voted by poll. The poll would be conducted after all items on the agenda have been dealt with. The Share Registrar, Tricor Investor & Issuing House Services Sdn Bhd., had been appointed as the Poll Administrator for the polling process and Asia Securities Sdn Bhd had been appointed as the independent Scrutineer to validate the votes cast.

4. AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 MAY 2022

The Audited Financial Statements for the financial year ended 31 May 2022, 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 before the meeting.

The Chairman then invited questions from the floor. Kok Sak Lin, a shareholder of the Company, enquired about the Group's outlook for next 12 months.

Datuk Ong Chee Koen, the Chief Executive Officer of the Company, replied that Management was looking forward to having a positive outlook for next 12 months as Management has recently secured new projects for the coming year 2023 which will contribute to the revenue to the Group in addition to the existing projects in hand. However, the Group continues to face challenges such as material price fluctuation including escalation and labour issues. Management hoped all the issues could be resolved in 2023.

After dealing with the questions raised by the shareholders, the Audited Financial Statements for the financial year ended 31 May 2022, together with the Reports of the Directors and Auditors thereon, were received and noted by the meeting.

5. RESOLUTION 1: RE-ELECTION OF DATO' NOORDIN BIN SULAIMAN PURSUANT TO CLAUSE 76(3) OF THE COMPANY'S CONSTITUTION

The Chairman informed the meeting that Dato' Noordin Bin Sulaiman had offered himself for re-election.

The following motion was put to the meeting for consideration and the poll on this resolution was conducted after the meeting had deliberated on all the items on the agenda:

"THAT Dato' Noordin Bin Sulaiman, retiring pursuant to Clause 76(3) of the Company's Constitution and being eligible, be hereby re-elected a Director of the Company."

6. RESOLUTION 2: RE-ELECTION OF DATO INDERA TUN PUTERA MATIN AHMAD SHAH BIN MUNIR PURSUANT TO CLAUSE 78 OF THE COMPANY'S CONSTITUTION

The Chairman informed the meeting that Dato Indera Tun Putera Matin Ahmad Shah Bin Munir had offered himself for re-election.

The following motion was put to the meeting for consideration and the poll on this resolution was conducted after the meeting had deliberated on all the items on the agenda:

“THAT Dato Indera Tun Putera Matin Ahmad Shah Bin Munir, retiring pursuant to Clause 78 of the Company’s Constitution and being eligible, be hereby re-elected a Director of the Company.”

7. RESOLUTION 3: APPROVE THE PAYMENT OF DIRECTORS’ FEES TO THE DIRECTORS OF THE COMPANY AMOUNTING TO RM136,800 FOR THE FINANCIAL YEAR ENDING 31 MAY 2023

The Chairman informed that the Board had proposed the payment of Directors’ Fees of up to RM136,800 for the financial year ending 31 May 2023.

The following motion was put to the meeting for consideration and the poll on this resolution was conducted after the meeting had deliberated on all the items on the agenda:

“THAT the payment of Directors’ fees of up to RM136,800 for the financial year ending 31 May 2023 be approved.”

8. RESOLUTION 4: APPROVAL OF DIRECTORS’ BENEFITS FOR THE PERIOD FROM 11 NOVEMBER 2022 UNTIL THE NEXT ANNUAL GENERAL MEETING OF THE COMPANY

The Chairman informed that the Board had proposed the payment of Directors’ Benefits of up to RM18,000 for the period from 11 November 2022 until the next Annual General Meeting of the Company.

The following motion was put to the meeting for consideration and the poll on this resolution was conducted after the meeting had deliberated on all the items on the agenda:

“THAT the payment of Directors’ Benefits of up to RM18,000 for the period from 11 November 2022 until the next Annual General Meeting of the Company be approved.”

9. RESOLUTION 5: APPOINTMENT OF HLB LER LUM CHEW PLT

The Chairman informed the meeting that the Company's existing Auditors, HLB AAC PLT had indicated that they will not be seeking re-appointment and will retire at the conclusion of this meeting.

The Board of Directors had proposed the nomination of HLB Ler Lum Chew PLT as Auditors of the Company for the financial year ending 31 May 2023.

The following motion was put to the meeting for consideration and the poll on this resolution was conducted after the meeting had deliberated on all the items on the agenda:

"THAT HLB Ler Lum Chew PLT, having consented to act, be hereby appointed as the Auditors of the Company in place of the retiring Auditors, HLB AAC PLT, and to hold office until the conclusion of the next Annual General Meeting AND THAT the Directors be authorised to fix their remuneration."

10. RESOLUTION 6: SPECIAL RESOLUTION

WAIVER OF PRE-EMPTIVE RIGHTS PURSUANT TO SECTION 85 OF THE COMPANIES ACT, 2016

The full text of the Special Resolution in relation to the Waiver of Pre-emptive Rights was taken as read.

The following motion was put to the meeting for consideration and the poll on this resolution was conducted after the meeting had deliberated on all the items on the agenda:

"THAT pursuant to Section 85 of the Companies Act, 2016 ("the Act") read together with Clause 12(3) of the Constitution of the Company, approval be and is hereby given to waive the statutory pre-emptive rights of the shareholders of the Company to be offered new shares in the Company ranking equally to the existing issued shares in the Company arising from any issuance of new shares in the Company to the allottees subject to passing Ordinary Resolution – Authority to Issue and Allot Shares pursuant to Sections 75 and 76 of the Act."

**11. RESOLUTION 7: ORDINARY RESOLUTION
AUTHORITY TO ISSUE AND ALLOT SHARES PURSUANT TO SECTIONS 75 AND
76 OF THE COMPANIES ACT, 2016**

The full text of the Ordinary Resolution in relation to the Authority to Issue and Allot Shares was taken as read.

“THAT contingent upon the passing of the Special Resolution on waiver of pre-emptive rights pursuant to Section 85 of the Companies Act, 2016 (“the Act”) and subject always to the Act, the Constitution of the Company, the Main Market Listing Requirements of Bursa Malaysia Securities Berhad (“Bursa Securities”) and the approvals of the relevant governmental/regulatory authorities, the Directors be and are hereby empowered, pursuant to Sections 75 and 76 of the Act, to allot shares in the Company from time to time at such price, 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 issued pursuant to this Resolution does not exceed 10% of the total number of issued shares of the Company for the time being AND THAT the Directors be and are also empowered to obtain the approval from Bursa Securities for the listing of and quotation for the additional shares so issued on the Bursa Securities AND FURTHER THAT such authority shall continue in force until the conclusion of the next Annual General Meeting of the Company.”

12. ANY OTHER BUSINESS

The Chairman informed that no notice for other business pursuant to the Companies Act 2016 had been received.

13. CONDUCT OF POLL

Having dealt with all the items on the agenda, the Chairman invited the Poll Administrator to brief the floor on the polling procedure. The meeting proceeded to vote on Resolutions 1 to 7 by poll. The Chairman adjourned the meeting at 10.32 a.m. for the Poll Administrator and the Scrutineer to complete the counting and verification of the votes.

Upon notification by the Scrutineer on the completion of verification of votes, the Chairman called the meeting to order at 10.47 a.m. and announced the poll results.

Based on the poll results attached hereto as “Appendix A”, the Chairman declared Resolutions 1 to 7 carried.

14. CLOSURE

There being no further business, the meeting concluded at 10.49 a.m. with a vote of thanks to the Chair.

ECOBUILT HOLDINGS BHD

(200301033338)

Eighteenth Annual General Meeting

18th Floor, VIDA Bukit Ceylon, 1d Jalan Ceylon, 50200 Kuala Lumpur

On 10-November-2022 at 10:00AM

Result On Voting By Poll

Resolution(s)	Vote For				Vote Against				Total Votes			
	No of Units	%	No of P/S	%	No of Units	%	No of P/S	%	No of Units	%	No of P/S	%
Resolution 1 (ORDINARY)	169,229,516	100.0000	11	100.0000	0	0.0000	0	0.0000	169,229,516	100.0000	11	100.0000
Resolution 2 (ORDINARY)	169,229,516	100.0000	11	100.0000	0	0.0000	0	0.0000	169,229,516	100.0000	11	100.0000
Resolution 3 (ORDINARY)	169,129,416	99.9999	9	90.0000	100	0.0001	1	10.0000	169,129,516	100.0000	10	100.0000
Resolution 4 (ORDINARY)	169,129,416	99.9999	9	90.0000	100	0.0001	1	10.0000	169,129,516	100.0000	10	100.0000
Resolution 5 (ORDINARY)	169,229,516	100.0000	11	100.0000	0	0.0000	0	0.0000	169,229,516	100.0000	11	100.0000
Resolution 6 (SPECIAL)	169,229,516	100.0000	11	100.0000	0	0.0000	0	0.0000	169,229,516	100.0000	11	100.0000
Resolution 7 (ORDINARY)	169,229,416	99.9999	10	90.9091	100	0.0001	1	9.0909	169,229,516	100.0000	11	100.0000

