

**ORIENTAL INTEREST BERHAD**  
(Registration No. 199301017406/272144-M)  
(Incorporated in Malaysia)

Minutes of the Twenty-Eighth Annual General Meeting (“28<sup>th</sup> AGM”) of Oriental Interest Berhad (“OIB” or “the Company”) held at Grand Ballroom, Kompleks Perniagaan Ampang, Lebuhraya Sultanah Bahiyah, 05050 Alor Setar, Kedah Darul Aman on Monday, 24 January 2022 at 11.05 am

- Present** : 1. Dato’ Wira Lim Teong Kiat, Independent Non-Executive Chairman  
2. Mr Low Kok Shen, Executive Director & Chief Executive Officer  
3. Mr Low Kok Aun, Executive Director  
4. Mr Low Kok Kean, Executive Director  
5. Mr Low Ping Kun, Executive Director  
6. Tunku Mohamad Zulkifli Bin Osman, Independent Non-Executive Director (“INED”)  
7. Mr Low Kok Horng, Non-INED
- In Attendance** : Ms Ong Tze-En, Joint Company Secretary
- Shareholders / Corporate Representatives / Proxies / Invitees** : As per the Attendance List attached

The shareholders, corporate representatives, proxies and invitees (collectively “the Attendees”) who attended the 28<sup>th</sup> Annual General Meeting (“AGM” or “Meeting”) are set out in the Attendance List attached to and which formed an integral part of these Minutes.

**Welcome address**

- (A) The Chairman of the Board of Directors (“Board”) of OIB, Dato’ Wira Lim Teong Kiat (“Dato’ Wira Chairman”) welcomed all Attendees to the 28<sup>th</sup> AGM. He thanked all for their patience and cooperation in observing the protocols put in place to ensure the smooth running of the 28<sup>th</sup> AGM in a socially distant, safe and comfortable environment.
- (B) He also requested all Attendees to note the administrative arrangements as sent together with the Notice of the AGM and encouraged them to have a word with representative of management should the need arose.
- (C) Dato’ Wira Chairman then introduced his fellow Board members, the Company Secretary and the engagement partner from the external auditors, KPMG PLT.

Minutes of 28<sup>th</sup> Annual General Meeting held on 24 January 2022 (cont'd)

### **Call to order and determination of quorum**

- (E) Thereafter, Dato' Wira Chairman called the meeting to order and proceeded with the meeting proper upon receipt of confirmation from the Company Secretary, Ms. Ong Tze-En, that a quorum was present.

### **Notice of meeting**

- (F) Dato' Wira Chairman informed that the Notice of the 28<sup>th</sup> AGM was first announced and circulated to the shareholders, Directors and the external auditors, KPMG PLT on 24 December 2021.
- (G) Dato' Wira Chairman also pointed the right of every member present at this AGM today either in person, or by corporate representative or by proxy, to participate, speak and vote on the resolutions as stated in the agenda of this meeting. He requested for each member to introduce him or herself by stating their name and whether he/she is a shareholder or a proxy or a corporate representative before raising questions.
- (H) Dato' Wira Chairman also highlighted that some of the shareholders had appointed the Chairman of the Meeting as their proxy to vote on their behalf. Therefore, he would vote for each resolution in accordance with the instructions given by the shareholders.
- (I) Dato' Wira Chairman informed that there were seven (7) Ordinary Resolutions to be tabled for approval by the shareholders on poll in accordance with the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities") ("MMLR"). He then exercised his right, as Chairman of the meeting, to demand for poll in accordance with Clause 86 of the Company's Constitution for all seven (7) resolutions as stated in the Notice of the 28<sup>th</sup> AGM.
- (J) Dato' Wira Chairman then introduced Boardroom Share Registrars Sdn. Bhd. ("BRSRS") and SKY Corporate Services Sdn. Bhd. as the appointed Polling Administrator and Independent Scrutineer to conduct the polling and to verify the polling process respectively.
- (K) He then invited the Company Secretary to brief all on the polling procedures. Upon conclusion of the briefing, Dato' Wira Chairman proceeded to deal with meeting agenda.

Minutes of 28<sup>th</sup> Annual General Meeting held on 24 January 2022 (cont'd)

- 1. Audited financial statements for the financial year ended 31 August 2021 together with the Reports of the Directors and Auditors thereon**
  - 1.1 The Audited Financial Statements (“AFS”) for the full 12-month financial year ended 31 August 2021 (“FYE2021”) together with the Directors’ and Auditors’ Reports thereon which had been previously circulated were laid at the Meeting for discussion.
  - 1.2 Dato’ Wira Chairman proceeded to invite questions from the floor pertaining to any relevant accounting related matters on AFS for FYE2021.
  - 1.3 There being no question raised, it was recorded that the AFS for FYE2021 of the Company had been duly tabled and received.
  
- 2. To re-elect the following Directors retiring in accordance with Clause 103 of the Company’s Constitution**
  - (a) **Dato’ Wira Lim Teong Kiat (Ordinary Resolution 1)**
  - (b) **Mr. Low Kok Horng (Ordinary Resolution 2)**
  - 2.1 Dato’ Wira Chairman informed that Ordinary Resolutions 1 and 2 dealt with the re-election of two (2) Directors, Mr. Low Kok Horng and himself. Both of them retired pursuant to Clause 103 of the Company’s Constitution and being eligible, have offered themselves for re-election.
  - 2.2 On the proposal of Dato’ Wira Chairman, the Ordinary Resolutions 1 and 2 was put to vote separately by way of poll.
  
- 3. To approve the payment of Directors’ fees of the Company of up to RM600,000 for the period commencing 24 January 2022 until the conclusion of the next AGM of the Company (Ordinary Resolution 3)**
  - 3.1 Dato’ Wira Chairman informed that the next agenda of the meeting was to approve Directors’ fees of the Company of up to RM600,000 for the period commencing 24 January 2022 until the conclusion of the next AGM of the Company.
  - 3.2 Dato’ Wira Chairman added that all Directors and persons connected to them were deemed interested and had therefore, abstained from voting in respect of their direct and/or indirect interest on Ordinary Resolution 3.
  - 3.3 On the proposal of Dato’ Wira Chairman, the motion for Ordinary Resolution 3 was put to vote by way of poll.

Minutes of 28<sup>th</sup> Annual General Meeting held on 24 January 2022 (cont'd)

**4. To approve the payment of benefits payable to the Directors of the Company of up to an aggregate amount of RM150,000 from 24 January 2022 until the conclusion of the next AGM of the Company (Ordinary Resolution 4)**

4.1 Dato' Wira Chairman informed that the agenda item 4 of the meeting was to approve the benefits payable to the Directors of the Company of up to an aggregate amount of approximately RM150,000 for the period commencing 24 January 2022 until the conclusion of the next AGM of the Company.

4.2 On the proposal of Dato' Wira Chairman, the motion for Ordinary Resolution 4 was put to a vote by way of poll.

**5. To re-appoint KPMG PLT as Auditors of the Company and to authorise the Directors to fix their remuneration (Ordinary Resolution 5)**

5.1 Dato' Wira Chairman informed that Ordinary Resolution 5 was to re-appoint KPMG PLT as Auditors of the Company for ensuing year to hold office until the conclusion of the next AGM and to authorise the Directors to fix their remuneration. He added that KPMG PLT had indicated their willingness to accept re-appointment.

5.2 On the proposal of Dato' Wira Chairman, the Ordinary Resolution 5 was put to a vote by way of poll.

5.3 Having concluded the ordinary business of the Meeting, Dato' Wira Chairman proceeded on with the Special Business.

**6. Authority to allot and issue shares by directors pursuant to Sections 75 and 76 of the Companies Act 2016 (Ordinary Resolution 6)**

6.1 Dato' Wira Chairman informed that Ordinary Resolution 6, if passed, would empower the Directors to allot and issue shares up to an amount not exceeding 10% of the total issued shares capital of the Company. As at the date of notice of the 28<sup>th</sup> AGM, no new shares in the Company were issued pursuant to the mandate granted to the Directors at the last AGM held on 8 April 2021.

6.2 Dato' Wira Chairman further informed that the renewal of this general mandate would provide flexibility to the Company for any possible fundraising activities, including but not limited to further placing of shares, for purpose of funding future investment, working capital and/or acquisitions.

6.3 Details of this resolution are set out in the Annual Report 2021 as well as the Notice of 28<sup>th</sup> AGM.

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6.4 On the proposal of Dato' Wira Chairman, the Ordinary Resolution 6 was put to a vote by way of poll.

**7. Proposed renewal of existing shareholders' mandate for the recurrent related party transactions of a revenue or trading nature and proposed new shareholders' mandate for additional recurrent related party transactions of a revenue or trading nature ("Proposed Shareholders' Mandate") (Ordinary Resolution 7)**

7.1 Dato' Wira Chairman informed that Ordinary Resolution 7 dealt with the Proposed Renewal of Existing Shareholders' Mandate for the Recurrent Related Party Transactions of a Revenue or Trading Nature ("RRPT") and Proposed New Shareholders' Mandate for Additional RRPT ("Proposed Shareholders' Mandate") for RRPT, details which were set out in the Circular to Shareholders dated 24 December 2021 ("Circular").

7.2 Dato' Wira Chairman briefed that these RRPT are necessary for the Group's day to day operations and are carried out in the ordinary course of business on normal commercial terms which are not more favourable to the related party than those generally available to the public and not detrimental to the minority shareholders.

7.3 Dato' Wira Chairman added that the Interested Persons (as listed in the Circular) were deemed interested in the Proposed Shareholders' Mandate and accordingly had abstained from voting in respect of their direct and/or indirect interest on Ordinary Resolution 7.

7.4 On the proposal of Dato' Wira Chairman, the above motion for Ordinary Resolution 7 the motion was put to a vote by way of poll.

**8. Any other business**

8.1 The Company Secretary informed that no notice of any other business for transaction at the Meeting had been received.

8.2 The Meeting then stood adjourned at 11.30 am after all shareholders, corporate representatives and proxy holders had duly casted their votes. The Attendees were invited to partake in the refreshments provided.

**9. Polling Results**

9.1 The Meeting was reconvened at 11.50 am. Dato' Wira Chairman called the Meeting to order and thanked the Attendees for waiting for the results.

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9.2 Dato' Wira Chairman then announced the poll results for all 7 Ordinary Resolutions as tabulated below upon receipt of report from the Scrutineers, SKY Corporate Services Sdn. Bhd.. The results of the poll were also projected for ease of view by all Attendees:

	For		Against		Total voted		Abstained	Spoilt
	No. of shares	%	No. of shares	%	No. of shares	%	No. of shares	No. of shares
OR 1	319,680,452	100	-	-	319,680,452	100	-	-
OR 2	319,680,452	100	-	-	319,680,452	100	-	-
OR 3	27,600,359	100	-	-	27,600,359	100	292,080,093	-
OR 4	319,680,452	100	-	-	319,680,452	100	-	-
OR 5	319,680,452	100	-	-	319,680,452	100	-	-
OR 6	319,680,452	100	-	-	319,680,452	100	-	-
OR 7	27,600,359	100	-	-	27,600,359	100	292,080,093	-

9.3 Dato' Wira Chairman then declared that all 7 Ordinary Resolutions were passed unanimously.

**Resolved:**

Ordinary Resolution 1

"THAT Dato' Wira Lim Teong Kiat be and is hereby re-elected as Director of the Company pursuant to the Company's Constitution."

Ordinary Resolution 2

"THAT Mr Low Kok Horng be and is hereby re-elected as Director of the Company pursuant to the Company's Constitution."

Ordinary Resolution 3

"That the payment of Directors' fees of the Company of up to RM600,000 for the period commencing 24 January 2022 until the conclusion of the next annual general meeting of the Company be and is hereby approved."

Ordinary Resolution 4

"That the payment of benefits payable to the Directors of the Company of up to an aggregate amount of RM150,000 from 24 January 2022 until the conclusion of the next AGM of the Company be and is hereby approved."

Minutes of 28<sup>th</sup> Annual General Meeting held on 24 January 2022 (cont'd)

#### Ordinary Resolution 5

“THAT KPMG PLT be and are hereby re-appointed as Auditors of the Company, to hold office until the conclusion of the next AGM and the Directors be and are hereby authorised to fix their remuneration.”

#### Ordinary Resolution 6

“THAT, subject to the passing of the Special Resolution, the Companies Act 2016 (“the Act”), the Company’s Constitution, the Main Market Listing Requirements (“MMLR”) of Bursa Malaysia Securities Berhad (“Bursa Securities”) and the approvals of the relevant government or regulatory authorities, where such approval is required, the Directors be and are hereby authorised and empowered pursuant to Sections 75 and 76 of the Act to allot and issue shares in the Company at any time, at such price, upon such terms and conditions, for such purpose and to such person or persons, as the Directors may in their absolute discretion deem fit and expedient in the interest of the Company, provided that the aggregate number of shares to be issued to this resolution does not exceed ten per centum (10%) of the total number of issued shares of the Company for the time being AND THAT the Directors are also empowered to obtain the approval from Bursa Securities for the listing and quotation for the additional shares to be issued AND THAT such authority shall continue to be in force until the conclusion of the next AGM of the Company.”

#### Ordinary Resolution 7

“THAT approval be and is hereby given to the Company and its subsidiaries, to enter and to give effect to the recurrent related party transactions of a revenue or trading nature (hereinafter to be referred to as “Recurrent Transactions”) with the related parties as stated in the Circular to Shareholders dated 24 December 2021 which are necessary for the Company’s day-to-day operations subject further to the following:

- (i) the Recurrent Transactions contemplated are in the ordinary course of business and on terms which are not more favourable to related parties than those generally available to the public, and are not to the detriment of the minority shareholders;
- (ii) the approval is subject to annual renewal and shall only continue to be in force until:
  - (a) the conclusion of the next AGM of the Company following the forthcoming AGM of the Company at which the Proposed Shareholders’ Mandate is approved, at which time it will lapse unless by a resolution passed at the AGM the mandate is again renewed;
  - (b) the expiration of the period within which the next AGM of the Company after the date it is required to be held pursuant to Section 340(2) of the Act (but shall not extend to such extensions as may be allowed pursuant to Section 340(4) of the Act); or
  - (c) revoked or varied by resolution passed by the shareholders in general meeting,whichever is the earlier.

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AND THAT the Directors of the Company be and are hereby authorised to do all acts and things to give full effect to the Recurrent Transactions contemplated and/or authorised by this resolution, as the Directors of the Company, in their absolute discretion, deem fit.”

**10. Conclusion**

- 10.1 There being no other business, the Meeting concluded at 11.55 am with a vote of thanks to the Chair.

Confirmed as correct

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Chairman



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**Twenty-Eighth Annual General Meeting held on 24 January 2022**  
**Summary of Attendance List**

**Directors** : 1. Dato' Wira Lim Teong Kiat, Independent Non-Executive Chairman  
2. Low Kok Shen, Executive Director & Chief Executive Officer  
3. Low Kok Aun, Executive Director  
4. Low Kok Kean, Executive Director  
5. Low Ping Kun, Executive Director  
6. Tunku Mohamad Zulkifli Bin Osman, Independent Non-Executive Director  
7. Low Kok Horng, Non-Independent Non-Executive Director

**In attendance** : Ong Tze-En, Joint Company Secretary

**Members** : 1. Teoh Keat Keit  
2. Lai Chong Eu  
3. Ooi Gim Lian  
4. Tay Eng Lee  
5. Ooi Ban Tong  
6. Tan Shu Hao  
7. Tan Ah Kiang  
8. Phang Fatt Khaw

**Proxy(ies) and Corporate Representative(s) for the following were received:**

<u>Name of Shareholders</u>	<u>Name of Proxy(ies)</u>
1. Abu Salihu A/L Mohamed Shariff	} Chairman
2. Lee Soo Ee Holdings Sendirian Berhad	} Chairman
3. Ooi Beng Liew & Sons Sdn. Bhd.	} Chairman
4. Lee Siong Ser	} Chairman
5. Lee Siong Ser	} Chairman
6. Lim Yew Chee	} Chairman
7. Chua Chew Ping	} Loke Yong Zhao
8. Chua Keng Lim & Sons Sdn. Bhd.	} Chua See Mauh
9. Yian May Fun	} Soo Ling Ling
10. Lim Lean Brothers Enterprise Sdn. Bhd.	} Lim Wooi Leat
11. Lim Lian Pian & Sons Sdn. Bhd.	} Lim Wooi Leat
12. RHB Nominees (Tempatan) Sdn. Bhd. Pledged Securities Account for Kim Lin Teng	} Kim Lin Teng
13. Jessica Yian Ooi Kah Ho	} Ooi Ban Tong

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**Twenty-Eighth Annual General Meeting held on 24 January 2022**  
**Summary of Attendance List**

<b>Name of Corporate Shareholders</b>	<b>Corporate Representative</b>
14. Jupiter Sunrise Sdn. Bhd.	} Low Kok Kean
15. LLSB 1980 Holdings Sdn. Bhd.	} Low Kok Kean

**By Invitation:**

<b>Invitees</b>	<b>Representing</b>
1. Jenine Soon Xin-Jen	Oriental Interest Berhad
2. Leow Chin Huey	Oriental Interest Berhad
3. Dato' Ooi Kok Seng	KPMG PLT
4. Ong Soon Kheng	KPMG PLT
5. Tan Shu Chun	Fairy Food Industries Sdn. Bhd.
6. Lim Aik Cheng	Alam Maju Construction Sdn. Bhd.