

# PASUKHAS GROUP BERHAD

[Registration No. 200501009342 (686389-A)]  
(Incorporated in Malaysia)

**MINUTES OF THE 16<sup>TH</sup> ANNUAL GENERAL MEETING OF PASUKHAS GROUP BERHAD (“PGB” OR “THE COMPANY”) DULY CONVENED AND HELD FULLY VIRTUAL BASIS AND ENTIRELY VIA REMOTE PARTICIPATION AND VOTING FROM THE BROADCAST VENUE AT LEVEL 4, MENARA LIEN HOE, NO. 8, PERSIARAN TROPICANA, TROPICANA GOLF & COUNTRY RESORT, 47410 PETALING JAYA, SELANGOR, MALAYSIA ON TUESDAY, 25 MAY 2021 AT 3.00 P.M.**

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Present:

## Directors

1. Mejar Dato' Ismail Bin Ahmad (Independent Non-Executive Director)
2. Dato' Nik Ismail Bin Dato' Nik Yusoff (Independent Non-Executive Director) *(joined via teleconference)*
3. Mr Wan Thean Hoe (Executive Director cum CEO)
4. Mr Mak Siew Wei (Executive Director)
5. Mr Tang Boon Koon (Executive Director) *(joined via teleconference)*
6. Mr Teoh Kim Hooi (Independent Non-Executive Director)
7. Mr Yap Chee Keong (Independent Non-Executive Director) *(joined via teleconference)*

## Company Secretary

1. Mr. Tan Tong Lang

## Shareholders/ Proxies

As per the Annexure I

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## **1.0 CONVENING OF MEETING**

- 1.1 Mejar Dato' Ismail Bin Ahmad (“the Chairman”) presided the meeting and welcomed the shareholders and proxy holders (“the Members”) to the 16<sup>th</sup> Annual General Meeting (“AGM”) of the Company.
- 1.2 The Chairman introduced the Directors present and drew attention to some housekeeping matters and poll voting, which would be conducted after completion of deliberations of all agenda items in accordance with Rule 8.31(A)(1) of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad. The Members were informed that Shareworks Sdn. Bhd. was appointed as the Poll Administrator to conduct the polling process, whilst Sharepolls Sdn. Bhd. was appointed as the Scrutineers to verify the poll results.
- 1.3 The Chairman then invited the Poll Administrator to present a short video to brief the Members on the polling procedures by way of electronic means.
- 1.4 There being a quorum present at the 16<sup>th</sup> AGM, the Chairman declared the meeting duly convened at 3.10 p.m.
- 1.5 With consent of the Members, the notice convening the 16<sup>th</sup> AGM having been circulated within the prescribed period was taken as read. The Chairman then proceeded with the business on hand.

**2.0 AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2020 TOGETHER WITH THE REPORTS OF THE DIRECTORS AND AUDITORS THEREON**

- 2.1 The Chairman informed that the audited financial statements in respect of the financial year ended 31 December 2020 (“Audited Financial Statements”) was meant for discussion only, and therefore, it would not be put forward for voting, in accordance with Section 340(1)(a) of the Companies Act, 2016.
- 2.2 Thereafter, the Chairman welcomed questions from the Members in respect of the Audited Financial Statements. As there were no questions raised by the Members, the Chairman proceeded with the next item on the agenda.

**3.0 ORDINARY RESOLUTION 1  
TO RE-ELECT WAN THEAN HOE WHO RETIRES PURSUANT TO CLAUSE 97 OF THE COMPANY’S CONSTITUTION AND WHO BEING ELIGIBLE, HAS OFFERED HIMSELF FOR RE-ELECTION**

- 3.1 The Chairman informed that the next item on the agenda was to re-elect Mr Wan Thean Hoe who was retiring pursuant to Clause 97 of the Company’s Constitution and being eligible, had offered himself for re-election.
- 3.2 The Chairman sought questions from the Members. There being no questions raised by Members, the Chairman proceeded with the next agenda of the meeting.

**4.0 ORDINARY RESOLUTION 2  
TO RE-ELECT MEJAR DATO’ ISMAIL BIN AHMAD WHO RETIRES PURSUANT TO CLAUSE 104 OF THE COMPANY’S CONSTITUTION AND WHO BEING ELIGIBLE, HAS OFFERED HIMSELF FOR RE-ELECTION**

- 4.1 As the agenda was related to the Chairman, Mr Mak Siew Wei (“Mr Mak”) had facilitated the agenda. Mr Mak informed that the next item on the agenda was to re-elect Mejar Dato’ Ismail who was retiring pursuant to Clause 104 of the Company’s Constitution and being eligible, had offered himself for re-election
- 4.2 Mr Mak sought questions from the Members. There being no questions raised by Members, Mr Mak had invited the Chairman to facilitate the conduct of the next agenda of the meeting.

**5.0 ORDINARY RESOLUTION 3  
TO RE-ELECT DATO’ NIK ISMAIL BIN DATO’ NIK YUSOFF WHO RETIRES PURSUANT TO CLAUSE 104 OF THE COMPANY’S CONSTITUTION AND WHO BEING ELIGIBLE, HAS OFFERED HIMSELF FOR RE-ELECTION**

- 5.1 The Chairman informed that the next item on the agenda was to re-elect Dato’ Nik Ismail Dato’ Nik Yusoff who was retiring pursuant to Clause 104 of the Company’s Constitution and being eligible, had offered himself for re-election.
- 5.2 The Chairman sought questions from the Members. There being no questions raised by Members, the Chairman proceeded with the next agenda of the meeting.

**6.0 ORDINARY RESOLUTION 4**

**TO RE-ELECT MAK SIEW WEI WHO RETIRES PURSUANT TO CLAUSE 104 OF THE COMPANY'S CONSTITUTION AND WHO BEING ELIGIBLE, HAS OFFERED HIMSELF FOR RE-ELECTION**

- 6.1 The Chairman informed that the next item on the agenda was to re-elect Mr Mak Siew Wei who was retiring pursuant to Clause 104 of the Company's Constitution and being eligible, had offered himself for re-election.
- 6.2 The Chairman sought questions from the Members. There being no questions raised by Members, the Chairman proceeded with the next agenda of the meeting.

**7.0 ORDINARY RESOLUTION 5**

**TO RE-ELECT TANG BOON KOON WHO RETIRES PURSUANT TO CLAUSE 104 OF THE COMPANY'S CONSTITUTION AND WHO BEING ELIGIBLE, HAS OFFERED HIMSELF FOR RE-ELECTION**

- 7.1 The Chairman informed that the next item on the agenda was to re-elect Mr Tang Boon Koon who was retiring pursuant to Clause 104 of the Company's Constitution and being eligible, had offered himself for re-election.
- 7.2 The Chairman sought questions from the Members. There being no questions raised by Members, the Chairman proceeded with the next agenda of the meeting.

**8.0 ORDINARY RESOLUTION 6**

**TO APPROVE THE PAYMENT OF DIRECTORS' FEES AMOUNTING TO RM600,000 TO THE DIRECTORS OF THE COMPANY FOR THE FINANCIAL PERIOD FROM 1 JANUARY 2020 UP TO THE CONCLUSION OF THE 17TH AGM**

- 8.1 The Chairman informed that the next agenda was to approve the payment of directors' fees amounting to RM600,000 to the Directors of the Company from the financial period from 1 January 2020 up to the conclusion of the 17<sup>th</sup> AGM.
- 8.2 The Chairman sought questions from the Members. There being no questions raised by Members, the Chairman proceeded with the next agenda of the meeting.

**9.0 ORDINARY RESOLUTION 7**

**TO APPROVE THE PAYMENT OF DIRECTORS' BENEFITS TO THE DIRECTORS OF THE COMPANY AND ITS SUBSIDIARIES UP TO AN AMOUNT OF RM1,000,000 FOR THE FINANCIAL PERIOD FROM 1 JULY 2021 UP TO THE CONCLUSION OF THE 17TH AGM**

- 9.1 The Chairman informed that the next agenda was to approve the payment of Directors' Benefits to the Directors of the Company and its subsidiaries up to an amount of RM1,000,000 for the financial period from 1 July 2021 up to the conclusion of the 17<sup>th</sup> AGM.
- 9.2 The Chairman sought questions from the Members. There being no questions raised by Members, the Chairman proceeded with the next agenda of the meeting.

**10.0 ORDINARY RESOLUTION 8**

**TO RE-APPOINT MESSRS. CROWE MALAYSIA PLT AS AUDITORS OF THE COMPANY AND TO HOLD OFFICE UNTIL THE CONCLUSION OF THE NEXT AGM AT SUCH REMUNERATION TO BE DETERMINED BY THE DIRECTORS OF THE COMPANY**

- 10.1 The Chairman informed that the next agenda was to re-appoint Messrs Crowe Malaysia PLT as Auditors of the Company and to hold office until the conclusion of the next AGM at such remuneration to be determined by the Directors of the Company.
- 10.2 The Chairman sought questions from the Members. There being no questions raised by Members, the Chairman proceeded with the next agenda of the meeting.

**11.0 ORDINARY RESOLUTION 9**

**AUTHORITY TO ALLOT AND ISSUE SHARES IN GENERAL PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT, 2016**

- 11.1 The Chairman informed that the next agenda of the Meeting under special business was to seek a general mandate from the shareholders to authorise the Directors to allot and issue shares pursuant to Sections 75 and 76 of the Companies Act, 2016.
- 11.2 The Chairman further informed the Members that the Ordinary Resolution 9, if passed, the authority would give the Directors flexibility to allot and issue shares from time to time for such purposes as the Directors in their absolute discretion consider to be in the best interest of the Company, without having to convene separate general meetings, subject to the limitation that the shares to be allotted and issued do not exceed 20% of the issued share capital of the Company for the time being.
- 11.3 The Chairman sought questions from the Members. There being no questions raised by Members, the Chairman proceeded with the next agenda of the meeting.

**12.0 SPECIAL RESOLUTION 1**

**PROPOSED AMENDMENTS TO THE CONSTITUTION OF THE COMPANY**

- 12.1 The Chairman informed that the next agenda of the Meeting was to approve for the Proposed Amendments to the Constitution of the Company.
- 12.2 The Chairman sought questions from the Members. There being no questions raised by Members, the Chairman proceeded with the next agenda of the meeting.

**13.0 ANY OTHER BUSINESS**

- 13.1 The Chairman was advised by the Company Secretary that no notice had been received by the Company to transact any other business.
- 13.2 Thereafter, the polling process took place at 3.45 p.m.

**14.0 DECLARATION OF RESULTS**

14.1 Upon completion of the polling process at 3.50 p.m., the Chairman announced the results of the poll voting after verification and confirmation by the Scrutineer and declared that, all nine (9) ordinary resolutions and one (1) special resolution as set out in the Notice of AGM dated 30 April 2021, carried, as attached hereto as Annexure II.

**15.0 CLOSURE**

15.1 There being no other business, the AGM was closed at 3.55 p.m. with a vote of thanks to the Chairman.

**Confirmed as a correct record of  
the proceedings held thereat**

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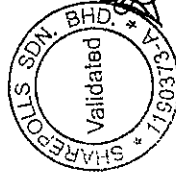
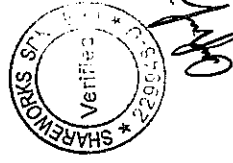
Chairman



PASUKHAS GROUP BERHAD ( 200501009342(686389-A) )  
SIXTEENTH ANNUAL GENERAL MEETING (16TH AGM) ON 25-MAY-2021 AT 03:00 PM

ANNEXURE I  
EVENT ATTENDANCE STATUS

ATTENDANCE TYPE	NO. OF HEADCOUNTS	NO. OF ACCOUNTS	NO. OF SHARES / UNITS	PERCENTAGE (%)
Holder Accounts	12	13	1,311,302	0.079281
Chairman Represented	1	48	269,495,900	16.293677
Proxy Accounts	0	0	0	0.000000
Chairman as Third Proxy	1	1	140,000	0.008464
Corporate Representative	0	0	0	0.000000
Total Accounts Registered [ A ]	13	62	270,947,202	16.381422
Total Accounts ( fr. ROD ) [ B ]	6,061	7,956	1,653,990,732	100.000000
Total Accounts Unregistered [ B ] - [ A ]	N/A	7,894	1,383,043,530	83.618578





PASUKHAN GROUP BERHAD (200501009342(686389-A))

SIXTEENTH ANNUAL GENERAL MEETING (16TH AGM)

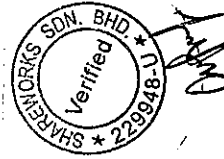
BROADCAST VENUE AT LEVEL 4, MENARA LIEN HOE, NO. 8 PERSIARAN TROPICANA, TROPICANA GOLF & COUNTRY RESORT 47410 PETALING JAYA, SELANGOR, MALAYSIA.

Tuesday, 25 May 2021 at 03:00 PM

ANNEXURE II

RESULT ON VOTING BY HEAD COUNT

RESOLUTION	VOTED	SHAREHOLDERS / UNITHOLDERS	NO. OF SHARES / UNITS	SHARES / UNITS	% OF SHARES / UNITS	NO. OF SHARES / UNITS	ABSTAIN *
ORDINARY RESOLUTION 1 TO RE-ELECT WAN THEAN HOE WHO RETIRES	FOR	7	270,237,902	270,237,902	99.924088	504,000	
	AGAINST	4	205,300	205,300	0.075912		
ORDINARY RESOLUTION 2 TO RE-ELECT MEJAR DATO' ISMAIL BIN AHMAD WHO RETIRES	FOR	8	270,337,902	270,337,902	99.961064	504,000	
	AGAINST	3	105,300	105,300	0.038936		
ORDINARY RESOLUTION 3 TO RE-ELECT DATO' NIK ISMAIL BIN DATO' NIK YUSOFF WHO RETIRES	FOR	7	270,237,902	270,237,902	99.924088	504,000	
	AGAINST	4	205,300	205,300	0.075912		
ORDINARY RESOLUTION 4 TO RE-ELECT MAK SIEW WEI WHO RETIRES	FOR	7	270,237,902	270,237,902	99.924088	504,000	
	AGAINST	4	205,300	205,300	0.075912		
ORDINARY RESOLUTION 5 TO RE-ELECT TANG BOON KOON WHO RETIRES	FOR	7	270,237,902	270,237,902	99.924088	504,000	
	AGAINST	4	205,300	205,300	0.075912		
ORDINARY RESOLUTION 6 TO APPROVE THE PAYMENT OF DIRECTORS' FEES AMOUNTING TO RM600,000 TO THE DIRECTORS OF THE COMPANY	FOR	5	270,235,900	270,235,900	99.923347	504,000	
	AGAINST	6	207,302	207,302	0.076653		
ORDINARY RESOLUTION 7 TO APPROVE THE PAYMENT OF DIRECTORS' BENEFITS TO THE DIRECTORS OF THE COMPANY AND ITS SUBSIDIARIES UP TO AN AMOUNT OF RM1,000,000	FOR	5	270,235,900	270,235,900	99.923347	504,000	
	AGAINST	6	207,302	207,302	0.076653		





PASUKHAN GROUP BERHAD (200501009342(686389-A))

SIXTEENTH ANNUAL GENERAL MEETING (16TH AGM)

BROADCAST VENUE AT LEVEL 4, MENARA LIEN HOE, NO. 8 PERSIARAN TROPICANA, TROPICANA GOLF & COUNTRY RESORT 47410 PETALING JAYA, SELANGOR, MALAYSIA.

Tuesday, 25 May 2021 at 03:00 PM

**RESULT ON VOTING BY HEAD COUNT**

RESOLUTION	VOTED	SHAREHOLDERS / UNITHOLDERS	NO. OF SHARES / UNITS	NO. OF SHARES / UNITS	% OF SHARES / UNITS	ABSTAIN * NO. OF SHARES / UNITS
<b>ORDINARY RESOLUTION 8</b> TO RE-APPOINT MESSRS. CROWE MALAYSIA PLT AS AUDITORS OF THE COMPANY	FOR	8	270,301,202	270,301,202	99.947494	504,000
	AGAINST	3	142,000	142,000	0.052506	
<b>ORDINARY RESOLUTION 9</b> AUTHORITY TO ALLOT AND ISSUE SHARES IN GENERAL PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT 2016	FOR	6	270,237,900	270,237,900	99.924087	504,000
	AGAINST	5	205,302	205,302	0.075913	
<b>SPECIAL RESOLUTION 1</b> PROPOSED AMENDMENT TO THE CONSTITUTION OF THE COMPANY	FOR	7	270,302,900	270,302,900	99.948121	504,000
	AGAINST	4	140,302	140,302	0.051879	

Note: \* These votes refer to holders who have pre-determined abstain from voting in the Proxy Form or holders refrained from voting due to conflict of interest.

