

TASHIN HOLDINGS BERHAD

Registration No. 201701028709 (1242878-H)

(Incorporated in Malaysia)

MINUTES OF THE FIFTH ANNUAL GENERAL MEETING ("AGM" OR "MEETING") OF TASHIN HOLDINGS BERHAD ("THE COMPANY") HELD ON A VIRTUAL BASIS VIDE THE ONLINE MEETING PLATFORM HOSTED ON SECURITIES SERVICES E-PORTAL AT [HTTPS://SSHSB.NET.MY/](https://sshsb.net.my/) PROVIDED BY SS E SOLUTIONS SDN. BHD. AT THE BROADCAST VENUE, WHICH IS THE MAIN MEETING VENUE AT THE MEETING ROOM OF SECURITIES SERVICES (HOLDINGS) SDN. BHD., LEVEL 7, MENARA MILENIUM, JALAN DAMANLELA, PUSAT BANDAR DAMANSARA, DAMANSARA HEIGHTS, 50490 KUALA LUMPUR, WILAYAH PERSEKUTUAN ON WEDNESDAY, 8 JUNE 2022 AT 10:00 A.M.

- DIRECTORS**
- : Dato' Kalsom binti Abd. Rahman (*Independent Non-Executive Chairperson*)
 - : Mr. Lim Choon Teik (*Managing Director*)
 - : Mr. Foong Kok Chuin
(*Chief Financial Officer/Executive Director*)
 - : Dato' Toh Yew Peng
(*Non-Independent Non-Executive Director*)
 - : Mr. Toh Yew Seng
(*Non-Independent Non-Executive Director*)
 - : Mr. Koay Kah Ee
(*Non-Independent Non-Executive Director*)
 - : Mr. Sim Puei Chun
(*Senior Independent Non-Executive Director*)
 - : Ms. Khaw Chooi Kee
(*Independent Non-Executive Director*)
 - : Encik Rusdy bin Ishak
(*Independent Non-Executive Director*)
 - : Ir. Tan Tiong Ben
(*Independent Non-Executive Director*)
- MEMBERS** : As per the Attendance List
- PROXY HOLDERS** : As per the Attendance List
- CORPORATE REPRESENTATIVES** : As per the Attendance List
- INVITEES/OTHERS** : As per the Attendance List
- IN ATTENDANCE** : Ms. Tan Sin Jiang (*M&A Securities Sdn. Bhd., Sponsor/Principal Adviser*)
Mr. Lee Wee Hoong (*Messrs. BDO PLT, External Auditors*)
Ms. Chua Siew Chuan (*Company Secretary*)
Ms. Chin Mun Yee (*Company Secretary*)

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CHAIRPERSON

Dato' Kalsom binti Abd. Rahman ("**Dato' Chairperson**") was in the chair. Dato' Chairperson welcomed all present to the live streaming of the Fifth AGM of the Company and called the Meeting to order at 10:00 a.m.

Dato' Chairperson informed that despite the fact that Malaysia is transitioning to the endemic phase of Covid-19, with the health interest of the shareholders in mind, the Board of Directors of the Company ("**Board**") had decided that the Fifth AGM of the Company be held via live streaming webcast and online remote voting using the remote participation and voting facilities without physical attendance by shareholders, proxies, and corporate representatives.

Dato' Chairperson then proceeded to introduce the Directors, Company Secretary, External Auditors, and Sponsor of the Company to the shareholders.

QUORUM

The requisite quorum being present pursuant to Clause 110 of the Company's Constitution, Dato' Chairperson declared the Meeting duly convened.

NOTICE OF MEETING

The Notice convening the Meeting, having been circulated within the prescribed period was, with the permission of the Meeting be taken as read.

Dato' Chairperson informed the Meeting that only members whose names appeared in the Record of Depositors on 1 June 2022 were eligible to attend the Meeting.

PROCEEDINGS

Dato' Chairperson informed that in compliance with the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad ("**Bursa Malaysia Securities**") and pursuant to Section 330 of the Companies Act 2016, Dato' Chairperson exercised her right as the Chairperson of the Meeting and demanded that a poll be conducted for all the resolutions which were put forth for voting at the Meeting.

The Meeting was informed that with the remote participation and voting facilities, shareholders, proxies, or corporate representatives of the Company are allowed to post question to Dato' Chairperson or the Board and vote remotely at the Meeting.

Dato' Chairperson informed that there were shareholders who were unable to participate in the Meeting remotely and had appointed her to vote on their behalf. Accordingly, Dato' Chairperson would be voting in her capacity as a proxy in accordance with the shareholders' instructions, where indicated.

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Dato' Chairperson then briefed the Meeting that as there was no legal requirement for a proposed resolution to be seconded, the voting session had commenced from the start of the Meeting and shall continue until the closure of the voting session to be announced later. Dato Chairperson further added that an additional ten (10) minutes would be given for shareholders, proxies or corporate representatives to cast their vote after all the questions transmitted during the Meeting had been dealt with.

Ms. Chua Siew Chuan ("**Ms. Chua**"), *Company Secretary of the Company* informed that Dato' Chairperson would take the Meeting through each item on the Agenda, then followed by a question-and-answer ("**Q&A**") session to respond to questions transmitted by shareholders, proxies and corporate representatives. Ms. Chua further informed that as indicated by the Securities Commission Malaysia, shareholders, proxies, and corporate representatives may rely on the real-time submission of typed texts to exercise their rights to speak or communicate in a virtual meeting. Therefore, shareholders, proxies, or corporate representatives who attended the Fifth AGM remotely may use the text box below the live stream player within the same e-portal page to transmit their questions in relation to the Agenda items for the Meeting.

The Meeting was informed that SS E Solutions Sdn. Bhd. was the appointed poll administrator and Commercial Quest Sdn. Bhd. was the appointed independent scrutineer to verify the results of the poll voting.

A step-by-step guide together with a short video clip on the Securities Services e-Portal ("**SSeP**") online voting module was played at this juncture.

Dato' Chairperson thereafter invited Mr. Foong Kok Chuin ("**Mr. Foong**"), *Chief Financial Officer/Executive Director of the Company*, to present the Group financial highlights of the Company and the Meeting noted on the same as annexed hereto as "**Annexure A**" attached to this Minutes.

1.0 AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2021 ("AFS 2021") TOGETHER WITH THE REPORTS OF THE DIRECTORS AND THE AUDITORS THEREON

Dato' Chairperson informed that the first item on the Agenda was to receive the AFS 2021 together with the Reports of the Directors and the Auditors thereon.

The Meeting noted that formal approval from the shareholders was not required for this item of the Agenda pursuant to Section 340(1)(a) of the Companies Act 2016, and hence, the AFS 2021 was not put forward for voting.

Dato' Chairperson **DECLARED:**

That the AFS 2021 together with the Reports of the Directors and the Auditors thereon, be received.

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2.0 APPROVAL OF PAYMENT OF A SINGLE-TIER FINAL DIVIDEND OF 3.0 SEN PER ORDINARY SHARE FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2021

Dato' Chairperson informed that the next item on the Agenda was to approve the payment of a single-tier final dividend of 3.0 sen per ordinary share for the financial year ended 31 December 2021.

3.0 APPROVAL OF PAYMENT OF DIRECTORS' FEES AMOUNTING TO RM363,000.00 FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2021

Dato' Chairperson informed that the next item on the Agenda was to approve the payment of Directors' fees amounting to RM363,000.00 for the financial year ended 31 December 2021.

4.0 APPROVAL OF AN AMOUNT OF UP TO RM40,000.00 AS BENEFITS PAYABLE TO THE DIRECTORS FROM 9 JUNE 2022 UNTIL THE NEXT AGM OF THE COMPANY TO BE HELD IN YEAR 2023

Dato' Chairperson informed that the next item on the Agenda was to approve an amount of up to RM40,000.00 as benefits payable to the Directors from 9 June 2022 until the next AGM of the Company to be held in year 2023.

5.0 RE-ELECTION OF THE FOLLOWING DIRECTORS WHO RETIRED PURSUANT TO CLAUSE 165 OF THE COMPANY'S CONSTITUTION, AND BEING ELIGIBLE, HAD OFFERED THEMSELVES FOR RE-ELECTION:
(A) MS. KHAW CHOOI KEE;
(B) ENCIK RUSDY BIN ISHAK; AND
(C) MR. SIM PUEI CHUN

Dato' Chairperson informed that the next item on the Agenda was to re-elect Ms. Khaw Chooi Kee, Encik Rusdy bin Ishak, and Mr. Sim Puei Chun who were retiring pursuant to Clause 165 of the Company's Constitution. The retiring Directors being eligible for re-election, had offered themselves for re-election.

The Meeting was informed that the re-election of each Director would to be voted on individually.

6.0 RE-APPOINTMENT OF MESSRS. BDO PLT AS THE COMPANY'S EXTERNAL AUDITORS UNTIL THE CONCLUSION OF THE NEXT AGM OF THE COMPANY AND AUTHORISATION TO THE DIRECTORS TO FIX THEIR REMUNERATION

Dato' Chairperson informed that the next item on the Agenda was to re-appoint Messrs. BDO PLT as the Company's External Auditors until the conclusion of the next AGM of the Company and to authorise the Directors to fix their remuneration.

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The Meeting was informed that Messrs. BDO PLT had indicated their willingness to continue in office as Auditors of the Company.

Dato' Chairperson informed that the Audit Committee and the Board had reviewed Messrs. BDO PLT's performance as Auditors of the Company for the past financial years and were satisfied with their effectiveness and performance as External Auditors of the Company.

7.0 SPECIAL BUSINESS

(a) ORDINARY RESOLUTION 1
- AUTHORITY TO ISSUE AND ALLOT SHARES PURSUANT TO THE COMPANIES ACT 2016

Dato' Chairperson informed that the next item on the Agenda was a special business to approve the Ordinary Resolution no. 1 in relation to the authority to issue and allot shares pursuant to the Companies Act 2016.

Dato' Chairperson explained that the proposed adoption of the Ordinary Resolution no. 1 was to empower the Directors of the Company to issue and allot shares in the Company from time to time provided that the aggregate number of shares issued pursuant to the general mandate does not exceed ten per centum (10%) of the total number of issued shares of the Company for the time being.

(b) ORDINARY RESOLUTION 2
- PROPOSED RENEWAL OF EXISTING SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE

Dato' Chairperson informed that the next item on the Agenda was a special business to approve the Ordinary Resolution no. 2 in relation to the proposed renewal of existing shareholders' mandate for recurrent related party transactions of a revenue or trading nature ("**Proposed Renewal of Shareholders' Mandate**").

Dato' Chairperson explained that the proposed adoption of the Ordinary Resolution no. 2 was to renew the existing shareholders' mandate for recurrent related party transactions of a revenue or trading nature granted by the shareholders of the Company at the Fourth AGM of the Company held on 15 July 2021.

Dato' Chairperson further added that the Proposed Renewal of Shareholders' Mandate would enable the Company and/or its subsidiaries ("**the Group**") to enter into the recurrent related party transactions of a revenue or trading nature which are necessary for the Group's day-to-day operations, subject to the transactions being in the ordinary course of business and on normal commercial terms which are not more favourable to the related parties than

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those generally available to the public and are not to the detriment of the minority shareholders of the Company.

The Meeting was informed that the interested Directors, Mr. Lim Choon Teik, Dato' Toh Yew Peng, Mr. Toh Yew Seng and Mr. Koay Kah Ee have abstained and would continue to abstain from all deliberations and voting in respect of their direct and/or indirect interests in the Company on the Proposed Renewal of Shareholders' Mandate.

The Meeting noted that all the interested parties have undertaken to ensure that persons connected to them would abstain from voting on the Proposed Renewal of Shareholders' Mandate at the Meeting.

(c) SPECIAL RESOLUTION
- PROPOSED AMENDMENTS TO THE CONSTITUTION OF THE COMPANY

Dato' Chairperson informed that the next item on the Agenda was a special business to approve the Special Resolution in relation to the proposed amendments to the Constitution of the Company.

Dato' Chairperson explained that the proposed adoption of the Special Resolution was to update the Company's Constitution to enable the signing of the minutes of meetings via electronic means by the Chairman of the meeting at which the proceedings were held or by the Chairman of the next succeeding meeting and if so signed, shall be conclusive evidence without any further proof of the facts thereon stated.

8.0 ANY OTHER ORDINARY BUSINESS

The Meeting was advised that there was no other ordinary business to be transacted at the Meeting of which due notice had been given.

Q&A SESSION

After having dealt with all the items on the Agenda, Dato' Chairperson proceeded with the Q&A session, the details of which is annexed hereto as "**Annexure B**" attached to this Minutes.

POLLING PROCESS

At this juncture, the step-by-step guide together with a short audio clip on the SSeP online voting module within SSeP was played again. Shareholders, proxies and corporate representatives were given another ten (10) minutes to cast and submit their votes.

Upon the closure of the voting session, the scrutineers proceeded to verify the poll results.

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ANNOUNCEMENT OF POLL RESULTS

The Meeting resumed at 10:43 a.m. after the verification of poll results by the scrutineer. The results of the poll as annexed hereto as "**Annexure C**" was shown on the screen.

The results of the poll voting were as follows:

Resolution	Voted for		Voted against		Result
	No. of shares	%	No. of shares	%	
<u>Resolution 1</u> To approve the payment of a single-tier final dividend of 3.0 sen per ordinary share for the financial year ended 31 December 2021.	261,078,678	99.9999	200	0.0001	Carried
<u>Resolution 2</u> To approve the payment of Directors' fees amounting to RM363,000.00 for the financial year ended 31 December 2021.	257,462,478	99.9587	106,400	0.0413	Carried
<u>Resolution 3</u> To approve an amount of up to RM40,000.00 as benefits payable to the Directors from 9 June 2022 until the next AGM of the Company to be held in year 2023.	257,434,478	99.9478	134,400	0.0522	Carried

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Resolution	Voted for		Voted against		Result
	No. of shares	%	No. of shares	%	
<u>Resolution 4</u> To re-elect Ms. Khaw Chooi Kee who retires pursuant to Clause 165 of the Company's Constitution.	260,132,828	99.9757	63,350	0.0243	Carried
<u>Resolution 5</u> To re-elect Encik Rusdy bin Ishak who retires pursuant to Clause 165 of the Company's Constitution.	260,112,828	99.9757	63,350	0.0243	Carried
<u>Resolution 6</u> To re-elect Mr. Sim Puei Chun who retires pursuant to Clause 165 of the Company's Constitution.	260,112,828	99.9757	63,350	0.0243	Carried
<u>Resolution 7</u> To re-appoint Messrs. BDO PLT as the Company's External Auditors until the conclusion of the next AGM of the Company and to authorise the Directors to fix their remuneration.	261,015,628	99.9758	63,250	0.0242	Carried

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Resolution	Voted for		Voted against		Result
	No. of shares	%	No. of shares	%	
<u>Resolution 8</u> Authority to issue and allot shares pursuant to the Companies Act 2016.	260,995,378	99.9680	83,500	0.0320	Carried
<u>Resolution 9</u> Proposed renewal of existing shareholders' mandate for recurrent related party transactions of a revenue or trading nature.	17,195,580	99.6332	63,300	0.3668	Carried
<u>Resolution 10</u> Proposed amendments to the Constitution of the Company.	261,010,578	99.9738	68,300	0.0262	Carried

Based on the results of the poll voting, Dato' Chairperson declared that the following resolutions be and are hereby **CARRIED**:

RESOLUTION 1
APPROVAL OF PAYMENT OF A SINGLE-TIER FINAL DIVIDEND OF 3.0 SEN PER ORDINARY SHARE FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2021

THAT the payment of a single-tier final dividend of 3.0 sen per ordinary share for the financial year ended 31 December 2021 be and is hereby approved.

RESOLUTION 2
APPROVAL OF PAYMENT OF DIRECTORS' FEES AMOUNTING TO RM363,000.00 FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2021

THAT the payment of Directors' fees amounting to RM363,000.00 for the financial year ended 31 December 2021 be and is hereby approved.

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RESOLUTION 3
APPROVAL OF AN AMOUNT OF UP TO RM40,000.00 AS BENEFITS PAYABLE TO THE DIRECTORS FROM 9 JUNE 2022 UNTIL THE NEXT AGM OF THE COMPANY TO BE HELD IN YEAR 2023

THAT an amount of up to RM40,000.00 as benefits payable to the Directors from 9 June 2022 until the next AGM of the Company to be held in year 2023 be and is hereby approved.

RESOLUTION 4
RE-ELECTION OF MS. KHAW CHOOI KEE WHO RETIRED PURSUANT TO CLAUSE 165 OF THE COMPANY'S CONSTITUTION, AND BEING ELIGIBLE, HAD OFFERED HERSELF FOR RE-ELECTION

THAT Ms. Khaw Chooi Kee, being eligible for re-election, be re-elected to serve on the Board.

RESOLUTION 5
RE-ELECTION OF ENCIK RUSDY BIN ISHAK WHO RETIRED PURSUANT TO CLAUSE 165 OF THE COMPANY'S CONSTITUTION, AND BEING ELIGIBLE, HAD OFFERED HIMSELF FOR RE-ELECTION

THAT Encik Rusdy bin Ishak, being eligible for re-election, be re-elected to serve on the Board.

RESOLUTION 6
RE-ELECTION OF MR. SIM PUEI CHUN WHO RETIRED PURSUANT TO CLAUSE 165 OF THE COMPANY'S CONSTITUTION, AND BEING ELIGIBLE, HAD OFFERED HIMSELF FOR RE-ELECTION

THAT Mr. Sim Puei Chun, being eligible for re-election, be re-elected to serve on the Board.

RESOLUTION 7
RE-APPOINTMENT OF MESSRS. BDO PLT AS THE COMPANY'S EXTERNAL AUDITORS UNTIL THE CONCLUSION OF THE NEXT AGM OF THE COMPANY AND AUTHORISATION TO THE DIRECTORS TO FIX THEIR REMUNERATION

THAT the retiring Auditors, Messrs. BDO PLT be re-appointed as the Company's External Auditors until the conclusion of the next AGM of the Company and that authority be and is hereby given to the Directors to fix their remuneration.

SPECIAL BUSINESS

RESOLUTION 8
- ORDINARY RESOLUTION 1: AUTHORITY TO ISSUE AND ALLOT SHARES PURSUANT TO THE COMPANIES ACT 2016

THAT subject always to the Companies Act 2016, the Constitution of the Company, the approvals of Bursa Malaysia Securities Berhad and any other relevant governmental and/or regulatory authorities, where such approval is necessary, the Directors of the Company be

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and are hereby empowered, pursuant to the Companies Act 2016, to issue and allot shares in the Company, at any time, at such price, to such persons and upon such terms and conditions and for such purposes as the Directors of the Company may, in their absolute discretion, deem fit, provided that the aggregate number of shares to be issued does not exceed ten per centum (10%) of the total number of issued shares of the Company for the time being and the Directors of the Company be and are also empowered to obtain the approval for the listing of and quotation for the additional shares so issued on Bursa Malaysia Securities Berhad;

AND THAT such authority shall commence immediately upon the passing of this resolution and continue to be in force until the conclusion of the next Annual General Meeting of the Company.

SPECIAL BUSINESS

RESOLUTION 9

- **ORDINARY RESOLUTION 2: PROPOSED RENEWAL OF EXISTING SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE**

THAT subject to the provisions of the Bursa Malaysia Securities Berhad ACE Market Listing Requirements, approval be and is hereby given to the Company and/or its subsidiaries to enter into the existing recurrent related party transactions of a revenue or trading nature ("**Recurrent Related Party Transactions**") as described in the circular to shareholders dated 29 April 2022 with the related parties mentioned therein subject further to the following:

- (i) the Recurrent Related Party Transactions are in the ordinary course of business which are necessary for day-to-day operations and are on normal commercial terms not more favourable than those generally available to the public and are not detrimental to the minority shareholders of the Company; and
- (ii) disclosure is made in the annual report of the breakdown of the aggregate value of transactions conducted pursuant to the shareholders' mandate during the financial year;

AND THAT the authority conferred by such mandate upon the passing of this ordinary resolution shall continue to be in force until:-

- (a) the conclusion of the next Annual General Meeting ("**AGM**") of the Company, at which time it will lapse, unless by a resolution passed at the meeting, the authority is renewed;
- (b) the expiration of the period within which the next AGM of the Company after that date is required to be held pursuant to Section 340(2) of the Companies Act 2016 (but must not extend to such extension as may be allowed pursuant to Section 340(4) of the Companies Act 2016); or
- (c) revoked or varied by resolution passed by the shareholders of the Company in general meeting, whichever is the earlier,

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AND THAT the Directors and/or any of them be and are hereby authorised to complete and do all such acts and things (including executing all such documents as may be required) as they may consider expedient or necessary to give effect to the transactions contemplated and/or authorised by this resolution.

**SPECIAL BUSINESS
RESOLUTION 10**

- **SPECIAL RESOLUTION: PROPOSED AMENDMENTS TO THE CONSTITUTION
OF THE COMPANY**

THAT approval be and is hereby given for the Company to amend its existing Clause 226 in the form and manner as set out in Appendix I of the Annual Report 2021;

AND THAT the Directors be and are hereby authorised to assent to any modifications, variations and/or amendments as may be required by any relevant authorities and to do all acts and take all such steps as may be considered necessary to give effect to the foregoing.

TERMINATION

Dato' Chairperson concluded the Meeting at 10:44 a.m. and thanked all present for their attendance.

SIGNED AS A CORRECT RECORD

-Signed-

CHAIRPERSON
DATO' KALSOM BINTI ABD. RAHMAN

Dated: 8 June 2022