

**ASTRAL ASIA BERHAD**  
Registration No. 199601002254 (374600-X)  
(Incorporated in Malaysia)

Minutes of the Twenty-Ninth Annual General Meeting of the Company held at Board Room, Level 12, Menara TSR, No. 12, Jalan PJU 7/3, Mutiara Damansara, 47810 Petaling Jaya, Selangor Darul Ehsan on Friday, 30 May 2025 at 10.00 a.m.

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Chairman : Dato' Haji Arpan Shah Bin Satu

Directors' Present : Dato' Lim Kang Poh ("via tele-conference")  
Mr. Lim Guan Shiun  
Tan Sri' Dato Lim Kang Yew ("via tele-conference")  
Dato' Suhaimi Bin Mohd Yunus  
Tuan Haji Khalit Bin Kasmoin  
Ms. Lee Siew Chen

In Attendance : Ms. Chua Hoon Ping, Company Secretary  
Ms. Ng Chen Khim, Group Accountant cum Company Secretary

*Representatives from Grant Thornton Malaysia PLT*  
Ms. Chan Loo Pei  
Ms. Teh Shu Hao  
Mr. Hoe Wen Qian

**CHAIRMAN**

Dato' Haji Arpan Shah Bin Satu, the Chairman of the Board presided over this meeting. The Chairman welcomed all the members, proxies and invitees to the Meeting.

**QUORUM**

The Company Secretary reported that the requisite quorum was present pursuant to Clause 71 of the Constitution of the Company.

**PROXIES**

The Company Secretary reported that Five Hundred Thirty-Three Million Two Hundred One Thousand Nine Hundred and Fourteen (533,201,914) shares representing 77.01% of the total shareholding of the Company in proxies have been received.

**NOTICE**

The Company Secretary confirmed that the notice of the meeting has been duly and properly despatched to the shareholders on 29 April 2025. The meeting agreed that the Notice shall be taken as read.

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**PRELIMINARY**

The Chairman advised the members present of their voting rights. Pursuant to Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad (“Bursa Securities”) (“Listing Requirements”), the proposed resolutions would be put to vote by way of poll, whereby every member who is present in person or by proxy shall have one vote for every share held.

The Company has appointed Insurban Corporate Service Sdn Bhd as the Poll Administrator to conduct the polling process which will be conducted by way of Paper Voting and Ms. Koh Pei Leng as the Scrutineer to verify the poll results.

The polling process for the resolutions would be conducted upon the completion of the deliberation of the item to be transacted at this Annual General Meeting (“AGM”). The Chairman informed the shareholders and proxies that the Voting Slips will be collected by Poll Administrator in the meeting room with the ballot box within the allocated time for voting.

**AGENDAS**

The following agendas were presented to the shareholders:-

**1. TO RECEIVE THE AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2024 TOGETHER WITH THE REPORTS OF THE DIRECTORS AND AUDITORS THEREON**

The Chairman laid the Audited Financial Statements for the financial year ended 31 December 2024 together with the Reports of the Directors and Auditors thereon (“AFS 2024”) for discussion.

The Chairman informed that under Section 340(1)(a) of the Companies Act 2016 (“the Act”), the AFS 2024 were required to be laid before the meeting and did not require a resolution to be put to vote.

There being no question from the floor, the Chairman declared that the AFS 2024 had in accordance with the Act, been properly laid and received.

**2. ORDINARY RESOLUTION NO. 1**  
**TO APPROVE THE PAYMENT OF DIRECTORS’ FEES OF UP TO AN AMOUNT OF RM350,000.00 FOR THE FINANCIAL YEAR ENDING 31 DECEMBER 2025**

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The Meeting proceeded with the next item on the agenda pertaining to the payment of Directors' Fees of up to an amount of RM350,000.00 in respect of the financial year ending 31 December 2025.

**3. ORDINARY RESOLUTION NO. 2**  
**TO APPROVE THE PAYMENT OF DIRECTORS' BENEFITS OF UP TO AN**  
**AMOUNT OF RM50,000.00 FOR THE FINANCIAL YEAR ENDING 31**  
**DECEMBER 2025**

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The meeting moved on to the agenda pertaining to the payment of Directors' Benefits of up to an amount of RM50,000.00 for the financial year ending 31 December 2025.

**4. ORDINARY RESOLUTIONS 3 AND 4**  
**TO RE-ELECT THE DIRECTORS WHO RETIRE PURSUANT TO CLAUSE 119**  
**OF THE COMPANY'S CONSTITUTION**

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The Meeting proceeded with the next items on the agenda which were the re-election of Dato' Suhaimi Bin Mohd Yunus and Mr. Lim Guan Shiun pursuant to Clause 119 of the Company's Constitution. The Chairman shared that Dato' Suhaimi Bin Mohd Yunus and Mr. Lim Guan Shiun, who were eligible for re-election, had offer themselves to be re-elected under Resolutions 3 and 4 respectively.

**5. ORDINARY RESOLUTION 5**  
**TO RE-APPOINT GRANT THORNTON MALAYSIA PLT AS AUDITORS OF**  
**THE COMPANY FOR THE ENSUING YEAR AND TO AUTHORISE THE**  
**DIRECTORS TO FIX THEIR REMUNERATION**

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The Chairman reported that the Board has recommended the re-appointment of Grant Thornton Malaysia PLT as the Auditors of the Company and to authorised the Directors to fix their remuneration.

**SPECIAL BUSINESS**

**6. ORDINARY RESOLUTION 6**  
**AUTHORITY FOR DIRECTORS TO ALLOT SHARES AND WAIVER OF THE**  
**PRE-EMPTIVE RIGHTS FOR THE ISSUANCE OF THE NEW SHARES**

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The Chairman explained that the objective of Resolution 6 was to seek the shareholders' approval on the authority for Directors to allot shares and waiver of pre-emptive rights for the issuance of new shares. The proposed resolution read as follow:

**“THAT** subject to the Companies Act 2016 (“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 and/or regulatory authorities, the Directors be and are hereby empowered, pursuant to Sections 75 and 76 of the Act, to allot shares in the Company, grant rights to subscribe for shares in the Company, convert any securities into shares in the Company, or allot shares under an agreement or option or offer from time to time, at such price, to such persons and for such purposes and upon such terms and conditions, and 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 (excluding treasury shares) of the Company for the time being **AND THAT** the Directors of the Company be and are also empowered to obtain approval from Bursa Securities for the listing of and quotation of the additional shares so issued **AND THAT** such authority shall continue to be in force until:

- (i) the conclusion of the next Annual General Meeting (“AGM”) of the Company held after the approval was given;
- (ii) the expiration of the period within which the next AGM is required to be held after the approval was given; or
- (iii) revoked or varied by resolution passed by the shareholders of the Company in a general meeting;

whichever is the earlier.

**THAT** pursuant to Section 85(1) of the Act which must read together with Clause 55 of the Constitution of the Company, by approving the resolution, the shareholders do hereby waive the statutory pre-emptive rights of the offered shares in proportion of their holdings at such price and at such terms to be offered arising from any issuance of the new shares above by the Company.

**AND THAT** the Directors be and are hereby authorised to issue any new shares (including rights or options over subscription of such shares) and with such preferred, deferred, or

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other special rights or such restrictions, whether with regard to dividend, voting, return of capital or otherwise, for such consideration and to any person as the Directors may determine.

## **7. ANY OTHER BUSINESS**

The Company Secretary informed that no notice of any other business to be transacted at the meeting had been received.

## **POLLING PROCESS**

The Chairman requested the Company Secretary to explain the polling procedures to the members. He then informed the meeting that he has been appointed to act as proxy for a number of shareholders and shall vote in accordance with the instructions given.

The Chairman adjourned the meeting at 10.25 a.m. to allow the Poll Administrator and Official Scrutineer to count and verify the votes.

## **ANNOUNCEMENT ON POLL RESULTS**

At 10.35 a.m., the Chairman reconvened the meeting and announced the poll voting results as follows:-

<b>RESOLUTIONS</b>	<b>FOR</b>			<b>AGAINST</b>		
	<b>No. of Shares</b>	<b>% of Votes</b>	<b>No. of Shareholders</b>	<b>No. of Shares</b>	<b>% of Votes</b>	<b>No. of Shareholders</b>
<b>Resolution 1</b> Approval of Directors' Fees of up to an amount of RM350,000.00 for the financial year ending 31 December 2025	533,199,497	100%	16	0	0.00%	0
<b>Resolution 2</b> Approval of Directors' Benefits of up to an amount of RM50,000.00 for	533,199,497	100%	16	0	0.00%	0

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RESOLUTIONS	FOR			AGAINST		
	No. of Shares	% of Votes	No. of Shareholders	No. of Shares	% of Votes	No. of Shareholders
the financial year ending 31 December 2025						
<b>Resolution 3</b> Re-election of Dato' Suhaimi Bin Mohd Yunus as Director (Clause 119)	533,199,497	100%	16	0	0.00%	0
<b>Resolution 4</b> Re-election of Mr. Lim Guan Shiun as Director (Clause 119)	533,199,497	100%	16	0	0.00%	0
<b>Resolution 5</b> Re-appointment of Grant Thornton Malaysia PLT as Auditors	533,199,497	100%	16	0	0.00%	0
<b>Resolution 6</b> Authority for Directors to allot shares and waiver of pre-emptive rights for the issuance of the new shares	533,199,497	100%	16	0	0.00%	0

Based on the poll results announced, the Chairman declared that all resolutions tabled at the Twenty-Ninth Annual General Meeting were duly carried.

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**CONCLUSION**

There being no other business, the Chairman declared the meeting closed at 10.45 a.m.

On behalf of the Board, the Chairman expressed appreciation to the members for their attendance.

CONFIRMED AS A CORRECT RECORD

*SIGNED*

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**DATO' HAJI ARPAN SHAH BIN SATU**  
**CHAIRMAN**

Date: 16 June 2025