

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

Minutes of the Twenty Sixth Annual General Meeting of the Company held at Dewan Perdana, Bukit Kiara Equestrian & Country Resort, Jalan Bukit Kiara, Off Jalan Damansara 60000 Kuala Lumpur on Wednesday, 15 June 2022 at 11 a.m.

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Director Present : Dato' Haji Arpan Shah Bin Satu (Chairman)  
Mr. Lim Guan Shiun  
Tuan Haji Md Adanan Bin Abdul Manap  
Mr. Tan En Chong  
Tuan Haji Khalit Bin Kasmoin

Absent with Apologies : Dato' Lim Kang Poh  
Tan Sri Dato' Lim Kang Yew  
Dato' Suhaimi Bin Mohd Yunus

In Attendance : Ms. Leong Yue Han, Company Secretary

By Invitation : List of invitees as per invitees list

**1. CHAIRMAN**

The Chairman welcomed all the members, proxies and invitees to the Meeting.

**2. QUORUM**

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

**3. PROXIES**

The Company Secretary reported that Four Hundred Seventy Eight Million Eight Hundred Thirteen Thousand and Six Hundred Forty Seven (478,813,647) shares representing 72.549% of the total shareholding of the Company in proxies have been received.

**4. NOTICE**

The Company Secretary reported that the notice of the meeting has been duly and properly despatched to the shareholders on 28 April 2022. The meeting agreed that the Notice shall be taken as read.

**5. PRELIMINARY**

The Chairman advised the members present of their voting rights. Pursuant to Paragraph 8.29A of Bursa Malaysia Securities Berhad Main Market Listing Requirement, 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 Dvote Services Sdn Bhd as the Poll Administrator to conduct the

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polling process which will be conducted by way of digital polling/ Touch-n-Vote 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 all items to be transacted at this AGM. Please note that the polling stations have been set-up at the back of the meeting room.

**6. AUDITED FINANCIAL STATEMENTS**

The Chairman reported that the Company has laid the Audited Financial Statements for the financial year ended 31 December 2021 (“**AFS 2021**”) together with the Reports of the Directors and the Auditors thereon for discussion.

The Chairman explained that the AFS 2021 is meant for discussion only and shareholders’ approval are not required, hence, the AFS 2021 will not be put to vote.

There being no question from the floor, the AFS 2021 together with the Directors’ Report and Auditors’ Report thereon were thus taken as received.

**7. RESOLUTION 1**  
**PAYMENT OF DIRECTORS’ FEES AND BENEFITS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2021**

The Chairman tabled the item on the agenda on the total amount of Directors’ fees and benefits payable to the Directors for the financial year ended 31 December 2021.

**8. RESOLUTION 2**  
**TO APPROVE THE PAYMENT OF DIRECTORS’ BENEFITS OF UP TO AN AMOUNT OF RM50,000.00 FROM THE 26TH ANNUAL GENERAL MEETING UNTIL THE NEXT ANNUAL GENERAL MEETING OF THE COMPANY**

The Chairman tabled the item on the agenda on the payment of Directors’ Benefits of up to an amount of RM50,000.00 from the 26th AGM until the next AGM of the Company.

**9. RESOLUTIONS 3, 4 AND 5**  
**RE-ELECTION OF DIRECTORS IN ACCORDANCE WITH CLAUSE 119 AND CLAUSE 96 OF THE COMPANY’S CONSTITUTION**

The items on the agenda, which are to re-elect the Directors who retire by rotation pursuant to Clause 119 of the Company’s Constitution namely themselves, Tuan Haji Md Adanan Bin Abdul Manap and Dato’ Suhaimi Bin Mohd Yunus, being eligible, have offered themselves for re-election under Resolutions 3 and 4 respectively.

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The Resolution 5, which is to re-elect Mr. Lim Guan Shiun as a Director pursuant to Clause 119 and Clause 96 of the Company's Constitution, being eligible, has offered himself for re-election.

**10. RESOLUTION 6**  
**RE-APPOINTMENT OF AUDITORS**

The Chairman continued with the item on the agenda which is the Board has recommended the re-appointment of Grant Thornton Malaysia PLT as Auditors of the Company and to authorize the Directors to fix their remuneration.

**11. RESOLUTION 7**  
**CONTINUING IN OFFICE AS INDEPENDENT NON-EXECUTIVE DIRECTOR**

The Chairman reported that Mr Tan En Chong has served as Independent Non-Executive Director for a cumulative term of more than 9 years. Hence, as explained by the Company Secretary, the voting of the resolutions will be carried out by way of a two-tier voting process.

The two-tier voting process is as follows:

Tier 1: Only the Large Shareholder(s) of the company votes; and  
Tier 2: Shareholders other than Large Shareholders votes.

The Company has identified Dato' Lim Kang Poh and Tan Sri Dato' Lim Kang Yew as the large shareholders pursuant to the Malaysia Code on Corporate Governance.

**12. RESOLUTION 8**  
**AUTHORITY TO ALLOT AND ISSUE SHARES IN GENERAL PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT 2016**

The Chairman reported that the next motion is to seek the shareholders' approval on the Proposed Authority for Directors to allot and issue shares. The proposed resolution read as follows.

"THAT pursuant to Sections 75 and 76 of the Companies Act 2016, and subject to the Main Market Listing Requirements of Bursa Malaysia Securities Berhad and the approvals of the relevant Governmental and/or regulatory authorities, the Directors be and are hereby empowered to issue shares in the Company, at such time and 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 in any one financial year does not exceed 10% of the issued share capital of the Company for the time being and that the Directors be and are also empowered to obtain approval from Bursa Malaysia Securities Berhad for the listing and quotation of the additional shares so issued and that such authority shall continue to be in force until the conclusion of the next Annual General Meeting of the Company or at the expiry of the

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period within which the next Annual General Meeting is required to be held in accordance with the provisions of the Companies Act 2016, whichever is the earlier.”

### 13. ANY OTHER BUSINESS

It was noted that there was no notice received for any other business to be transacted at the AGM.

### 14. POLL PROCESS

The Company Secretary explained the process of poll voting to the meeting.

### 15. ANNOUNCEMENT OF POLL RESULTS

At 11.30 a.m., the Chairman called the meeting to order and announced the poll voting results as follows:

		No of Shares voted <b>FOR</b>	%	No of shares voted <b>AGAINST</b>	%	RESULT
<b>Resolution 1</b> Approval of Directors' fees and Benefits		478,813,647	100.0000	0	0.0000	Carried
<b>Resolution 2</b> Approval of Directors' Benefits of up to an amount of RM50,000		478,813,647	100.0000	0	0.0000	Carried
<b>Resolution 3</b> Re-election of Tuan Haji Md Adanan Bin Abdul Manap		478,813,647	100.0000	0	0.0000	Carried
<b>Resolution 4</b> Re-election of Dato' Suhaimi Bin Mohd Yunus		478,813,647	100.0000	0	0.0000	Carried
<b>Resolution 5</b> Re-election of Mr. Lim Guan Shiun		478,813,647	100.0000	0	0.0000	Carried
<b>Resolution 6</b> Re-appointment Grant Thornton Malaysia PLT as Auditors		478,813,647	100.0000	0	0.0000	Carried

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<b>Resolution 7</b> Approval for Mr Tan En Chong to continue to act as an Independent Non-Executive Director	T1	179,104,578	100.0000	0	0.0000	Carried
	T2	299,709,069	100.0000	0	0.0000	Carried
<b>Resolution 8</b> Authority for Directors to allot and issue shares		478,813,647	100.0000	0	0.0000	Carried

The meeting concluded at 11.32 a.m. with a vote of thanks to the Chair.

CONFIRMED AS A CORRECT RECORD

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