

LTKM BERHAD

[Registration No. 199701027444 (442942-H)]

(Incorporated in Malaysia)

MINUTES OF THE TWENTY-FIFTH ANNUAL GENERAL MEETING OF THE COMPANY HELD AT BALLROOM 3, LEVEL 1, WYNDHAM ACMAR KLANG, NO. 1-G-1, PERSIARAN BUKIT RAJA 2/KUI1, BANDAR BARU KLANG 41150 KLANG, SELANGOR ON 6 SEPTEMBER 2022 AT 10:00 A.M.

PRESENT

: DIRECTORS:

Datuk Tan Kok

(Executive Chairman)

Ms. Tan Chee Huey

(Executive Director)

Ms. Loh Wei Ling

(Executive Director)

Datin Lim Hooi Tin

(Non-Independent Non-Executive Director)

Mr. Choo Seng Choon

(Independent Non-Executive Director)

Mr. Tan Kah Poh

(Independent Non-Executive Director)

Mr. Mok Kam Loong

(Independent Non-Executive Director)

OTHERS:

Ms. Jancy Oh Suan Tin (Group Financial Controller)

Mr. Ng Kim Ling (Ernst & Young, Engagement Partner)

Ms. Nyanamary Francis Sinnappar (Ernst & Young, Engagement Manager)

Ms. Azlinda Tammatulmadzi (Senior Accountant/ Emcee)

**SHAREHOLDERS/
PROXY HOLDERS** : As Per Attendance List

BY INVITATION : As Per Attendance List

IN ATTENDANCE : Mr. Ng Yim Kong (Company Secretary)

1.0 EMCEE

1.1 The Emcee invited the Shareholders to be seated as the meeting was about to begin.

1.2 The Emcee also briefed the Shareholders on the housekeeping rules to be observed during the whole of the 25th Annual General Meeting and invited Datuk Tan Kok to conduct the

meeting proper.

2.0 CHAIRMAN

- 2.1 The Chairman, Datuk Tan Kok welcomed everyone to the Twenty-Fifth Annual General Meeting (“25th AGM”) of the Company and called the Meeting to order at 10.00 a.m.

Datuk Tan Kok then introduced himself, and the other members of the Board of Directors, the Company Secretary and the External Auditors to the Members. On behalf of his fellow Directors, Datuk Tan Kok also thanked the Members for taking the time of to attend the 25th AGM of the Company.

3.0 QUORUM AND NOTICE

- 3.1 The Chairman announced the presence of a quorum and called the Meeting to order.
- 3.2 The Chairman then called upon Ms. Loh Wei Ling (“Ms. Loh”), an Executive Director of the Company to assist him to conduct the rest of the 25th AGM.
- 3.3 Ms. Loh then took over from the Chairman, and informed the Members that the Notice of Meeting was sent out to the shareholders on 28 July 2022, and was duly advertised in the “New Straits Times” within the prescribed period.
- 3.4 As there was no objection from the Floor, Ms. Loh Wei Ling declared that the Notice was taken as read.

4.0 ANNOUNCEMENT ON ADMINISTRATIVE MATTERS

- 4.1 Before discussing the agenda of the 25th AGM, Ms. Loh proceeded to make some announcements on the proceedings of the Meeting:
- All resolutions to be tabled at the Annual General Meeting will be voted by poll in accordance with Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad.
 - Members were informed that the Board of Directors had decided that the voting by poll on all the resolutions shall be conducted after all the Agenda had been dealt with.
 - For the conduct of poll, Tricor Investor & Issuing House Services Sdn Bhd (“Tricor”) had been appointed as the Polling Agent to facilitate the poll process and Strategy Corporate House Sdn Bhd had been appointed as the Independent Scrutineer to verify the polling results.
 - The Members were informed that the Voting Session would be open until the Voting Session’s closure to be announced later. The poll voting results would be announced after the Scrutineer had verified the poll results upon the Voting Session’s Closure.

4.2 Ms. Loh also informed that Members were welcomed to raise questions or comment on each resolution.

5.0 AGENDA 1

TO RECEIVE THE AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 MARCH 2022 AND THE REPORTS OF THE DIRECTORS AND AUDITORS THEREON

5.1 Ms. Loh informed the Members that Agenda 1 which is to receive the Audited Financial Statements for the financial year ended 31 March 2022 is meant for discussion only as the provisions of Section 340 (1) (a) of the Companies Act 2016 did not require a formal approval of the said Audited Financial Statements by the Shareholders of the Company. Hence, Agenda 1 was not subject to voting.

5.2 The Members were also informed that the Board of Directors, however, would be pleased to answer any question that the Members might wish to ask the Directors regarding the reports and accounts by using the microphones provided in the aisle, and by introducing themselves by names and stating whether they were shareholders or proxies.

5.3 Before the Q&A section, Ms. Loh read out Board of Directors' reply to the letter from the Minority Shareholder Watch Group ("MSWG") dated 29 August 2022.

5.4 As there were no further questions or comment the reply to MSWG's letter and on Agenda 1, on behalf of the Board, Ms. Loh declared that the Audited Financial Statements for the financial year ended 31 March 2022 were duly received.

6.0 AGENDA 2 (RESOLUTION 1)

TO APPROVE THE DIRECTORS' FEES OF RM261,000 AND BENEFITS PAYABLE FOR THE PERIOD FROM 6 SEPTEMBER 2022 UP TO THE NEXT AGM IN 2023

6.1 Agenda 2, Resolution 1 was to seek Shareholders' approval for the Directors' Fees of RM261,000 and benefits payable for the period from 6 September 2022 up to the next Annual General Meeting of the Company to be held in 2023.

6.2 The Members were informed that the breakdown of the Directors' fees paid to Executive and Non-Executive Director for Year 2022 were disclosed on page 21 in the Company's Annual Report 2022.

6.3 Ms. Loh invited questions from the Floor regarding Resolution 1. As there was no question regarding Resolution 1, Ms. Loh requested for a Proposer and Secunder for the motion.

6.4 The motion was proposed by Leong Chue Chue, and duly seconded by Soon Wai Mei.

6.5 Ms. Loh proceeded to Agenda 3 (Resolution 2).

**7.0 AGENDA 3 (RESOLUTION 2)
TO RE-ELECT MR. TAN KAH POH WHO IS RETIRING BY ROTATION IN
ACCORDANCE WITH CLAUSE 88 OF THE COMPANY'S CONSTITUTION**

7.1 Agenda 3, Resolution 2 was to seek Shareholders' approval for the re-election of Mr. Tan Kah Poh ("Mr. Tan") who is retiring in accordance with Clause 88 of the Company's Constitution. Mr. Tan being eligible for re-election, had offered himself for re-election accordingly.

7.2 Ms. Loh informed the Members that the profile of Mr. Tan could be found on page 3 of the Annual Report 2022, and that the Nomination Committee had recommended his re-election as a Director of the Company.

7.3 Ms. Loh invited questions from the Floor regarding Resolution 2. As there was no question regarding Resolution 2, Ms. Loh requested for a Proposer and Secunder for the motion.

7.4 The motion was proposed by Poravi A/L SP Sithambaram Pillay, and duly seconded by Rusmiana Sufisalliha.

7.5 Ms. Loh passed the Chair to Mr. Choo Seng Choon ("Mr. Choo"), an Independent Director to proceed with Agenda 4, which is to re-elect herself as she is retiring in accordance with Clause 88 of the Company's Constitution.

**8.0 AGENDA 4 (RESOLUTION 3)
TO RE-ELECT MS. LOH WEI LING WHO IS RETIRING BY ROTATION IN
ACCORDANCE WITH CLAUSE 88 OF THE COMPANY'S CONSTITUTION**

8.1 Agenda 4, Resolution 3 was to seek Shareholders' approval for the re-election of Ms. Loh who is retiring in accordance with Clause 88 of the Company's Constitution. Ms. Loh being eligible for re-election, had offered herself for re-election accordingly.

8.2 Mr. Choo informed the Members that the profile of Ms. Loh could be found on page 3 of the Annual Report 2022, and that the Nomination Committee had recommended her re-election as a Director of the Company.

8.3 Mr. Choo invited questions from the Floor regarding Resolution 3. As there was no question regarding Resolution 3, Mr. Choo requested for a Proposer and Secunder for the motion.

8.4 The motion was proposed by Loo Leng Fong, and duly seconded by Leong Chue Chue.

8.5 Mr. Choo passed the Chair back to Ms. Loh to continue with Agenda 5 (Resolution 4).

**9.0 AGENDA 5 (RESOLUTION 4)
TO RE-ELECT DATIN LIM HOOI TIN WHO IS RETIRING BY ROTATION IN
ACCORDANCE WITH CLAUSE 88 OF THE COMPANY'S CONSTITUTION**

- 9.1 Agenda 5, Resolution 4 was to seek Shareholders' approval for the re-election of Datin Lim Hooi Tin ("Datin Lim") who is retiring in accordance with Clause 88 of the Company's Constitution. Datin Lim being eligible for re-election, had offered herself for re-election accordingly.
- 9.2 Ms. Loh informed the Members that the profile of Datin Lim could be found on page 3 of the Annual Report 2022, and that the Nomination Committee had recommended her re-election as a Director of the Company.
- 9.3 Ms. Loh invited questions from the Floor regarding Resolution 4. As there was no question regarding Resolution 4, Ms. Loh requested for a Proposer and Secunder for the motion.
- 9.4 The motion was proposed by Poravi A/L SP Sithambaram Pillay, and duly seconded by Chow Yee Ying.
- 9.5 Ms. Loh proceeded to Agenda 6 (Resolution 5).

**10.0 AGENDA 6 (RESOLUTION 5)
TO RE-APPOINT MESSRS. ERNST & YOUNG AND TO AUTHORISE THE
BOARD OF DIRECTORS TO FIX THEIR REMUNERATION**

- 10.1 Agenda 6, Resolution 5 was to seek Shareholders' approval to re-appoint Messrs. Ernst & Young, the retiring Auditors of the Company and to authorise the Board of Directors to fix their remuneration. The Company's Auditors, Messrs. Ernst & Young had expressed their willingness to continue in office.
- 10.2 The Chairman invited questions from the Floor regarding Resolution 5. As there was no question regarding Resolution 5, the Chairman requested for a Proposer and Secunder for the motion.
- 10.3 The motion was proposed by Rusmiana Sufisalliha, and duly seconded by Soon Wai Mei.
- 10.4 The Chairman proceeded to the Special Business (Agenda 7, Resolution 6).

**11.0 AGENDA 7 (RESOLUTION 6)
AUTHORITY FOR DIRECTORS TO ALLOT AND ISSUE SHARES**

- 11.1 Agenda 7, Resolution 6 was to seek Shareholders' approval for the Proposed Authority for Directors to allot and issue shares up to 10% of the total share capital of the Company. The full text of Ordinary Resolution 6 was set out in the Notice of Meeting on page 122 of the Annual Report 2022. The proposed Ordinary Resolution 6 if passed would enable the

Company to allot and issue ordinary shares at any time to such person on their absolute discretion without convening a general meeting provided that the aggregate number of the ordinary shares does not exceed 10% of the total number of issued shares of the Company for the time being.

11.2 Ms. Loh invited questions from the Floor regarding Resolution 6. As there was no question regarding Resolution 6, Ms. Loh requested for a Proposer and Seconder for the motion.

11.3 The motion was proposed by Loo Leng Fong, and duly seconded by Poravi A/L SP Sithambaram Pillay.

11.4 Ms. Loh proceeded to Agenda 8 (Resolution 7).

12.0 AGENDA 8 (RESOLUTION 7) PROPOSED RENEWAL OF AUTHORITY FOR SHARE BUY-BACK

12.1 Ordinary Resolution 7 was to seek Shareholders' approval for the Proposed Renewal of Authority for Share Buy-Back.

12.2 Ms. Loh informed that the full text of the Ordinary Resolution 7 was set out in the Notice of Meeting on page 123 of the Annual Report 2022.

12.3 Ms. Loh invited questions from the Floor regarding Resolution 7. As there was no question regarding Resolution 7, the Chairman requested for a Proposer and Seconder for the motion.

12.4 The motion was proposed by Leong Chue Chue, and duly seconded by Rusmiana Sufisalliha.

12.5 Ms. Loh proceeded to the last item of the Agenda.

13.0 AGENDA 9 TO TRANSACT ANY OTHER BUSINESS OF THE COMPANY OF WHICH DUE NOTICE SHALL HAVE BEEN GIVEN IN ACCORDANCE WITH THE COMPANY'S CONSTITUTION AND THE COMPANIES ACT 2016

13.1 Agenda 9 was to transact any other business of the Company as may be properly transacted at this meeting.

13.2 Ms. Loh informed the Shareholders that no notice had been received by the Company Secretary prior to the 25th AGM for the transaction of any other business. Accordingly, the Shareholders were informed that all the Agenda in the 25th AGM had been dealt with.

14.0 VOTING

14.1 Ms Loh informed the Shareholders that the Voting Session would be closed after 10

minutes. The Members were advised to vote if they had still not done so. The Shareholders were also informed that the Scrutineer was Ms. Cheang Siow Voon representing Strategy Corporate House Sdn. Bhd.

14.2 The meeting was adjourned for 30 minutes while the Poll Administrators and Scrutineers carry out their tasks. The Shareholders were informed that the 25th AGM would resume after 30 minutes for the declaration of the polling results.

15.0 ANNOUNCEMENT OF POLL RESULTS

15.1 Datuk Tan Kok, the Chairman resumed the Meeting for the declaration of the polling results. The polling results were read out to the audience. With that, the Chairman declared that all the 8 Resolutions had been duly carried. A copy of the polling results is attached to these Minutes as record.

16.0 CONCLUSION

16.1 As all resolutions had been completed and dealt with, the Chairman declared that the 25th AGM closed at 11.00 a.m. A vote of thanks was proposed for the Chair.

CONFIRMED AS THE CORRECT RECORD OF THE PROCEEDINGS THEREAT

DATUK TAN KOK
CHAIRMAN

Date: 6 September 2022
Klang, Selangor Darul Ehsan

(Ref: LTKM/25thAGM/NYK/VAL/PY)