

SENI JAYA CORPORATION BERHAD

Registration No. 199301025122 (279860-X)

Incorporated in Malaysia

MINUTES OF THE TWENTY-NINETH ANNUAL GENERAL MEETING (“29TH AGM”) OF THE COMPANY HELD ON A FULLY VIRTUAL BASIS AND ENTIRELY VIA REMOTE PARTICIPATION AND VOTING THROUGH AN ONLINE MEETING PLATFORM AT www.swsb.com.my ON MONDAY, 27 JUNE 2022 AT 2.00 P.M.

Directors present:

1. Tengku Amir Nasser Ibni Tengku Ibrahim (Independent Non-Executive Chairman)
2. Dato’ Sri Anne Teo (Non-Independent Non-Executive Director)
3. Datin Lee Nai Yee (Non-Independent Non-Executive Director)
4. Mr Julian Koh Lu Ern (Independent Non-Executive Director)
5. Mr Lee Chin Cheh (Independent Non-Executive Director)

In Attendance: Mr Tan Tong Lang (Company Secretary)

By Invitation:

1. Mr Cheah See Heong (Chief Executive Officer)
2. Ms. Esther Yap (Messrs. Mazars PLT)
3. Mr. Selvakumaran Selvanathan (Messrs. Mazars PLT)

Shareholders/ Proxies (by remote participation)

As per the Attendance List

1.0 CHAIRMAN

Tengku Amir Nasser Ibni Tengku Ibrahim (the “**Chairman**”) chaired the Meeting and welcomed all present to the 29th AGM of the Company. The Chairman then welcomed the shareholders and proxies who have joined the 29th AGM of the Company via remote participation and voting facility (“**RPV Facility**”) and introduced the Board of Directors and the Company Secretary who joined the Meeting.

2.0 QUORUM

The requisite quorum being present, the Chairman declared the Meeting duly convened at 2.02 p.m.

3.0 NOTICE

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

4.0 PROCEEDINGS OF MEETING

The Chairman informed the Meeting that pursuant to Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all the resolutions at the general meeting would be voted by poll.

The Chairman then informed the Meeting that the Company had appointed ShareWorks Sdn Bhd ("**ShareWorks**") as the Poll Administrator and SharePolls Sdn Bhd as the Independent Scrutineers to validate the poll results.

The Chairman further informed that the 29th AGM would proceed according to the sequence in the agenda, which was to be followed by a question and answer ("**Q&A**") session. Shareholders were given the opportunity to ask question on the agendas, which would be responded during the Q&A session. The responses to questions not addressed during the Q&A session due to time constraint would be emailed to the shareholder earliest possible.

A video presentation from ShareWorks was played to brief the participants on the online voting procedure through the RPV Facility.

5.0 AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2021 TOGETHER WITH THE REPORTS OF THE DIRECTORS AND AUDITORS THEREON

The Chairman informed that the audited financial statements of the Company and of the Group for the financial year ended 31 December 2021 together with the Reports of the Directors and Auditors thereon ("**Audited Financial Statements**") was meant for discussion only in accordance with Section 340 of the Companies Act 2016, and therefore, it would not be put forward for voting. Hereafter, the Chairman declared that the Audited Financial Statements were received.

6.0 ORDINARY RESOLUTION 1 TO APPROVE THE PAYMENT OF DIRECTORS' FEES AND BENEFITS OF NOT EXCEEDING RM849,000.00 FOR THE PERIOD FROM 1 JANUARY 2022 UNTIL THE CONCLUSION OF THE 30TH AGM TO BE HELD IN YEAR 2023

The Chairman informed that Ordinary Resolution 1 of the agenda was to approve the payment of Directors' fees and benefits of not exceeding RM849,000.00 for the period from 1 January 2022 until the conclusion of the 30th AGM to be held in year 2023.

**7.0 ORDINARY RESOLUTION 2
TO RE-ELECT DATO' SRI ANNE TEO WHO RETIRES PURSUANT TO CLAUSE 117 OF THE
CONSTITUTION OF THE COMPANY**

The Chairman informed that Ordinary Resolution 2 of the agenda was to re-elect Dato' Sri Anne Teo, who retires pursuant to Clause 117 of the Constitution of the Company and being eligible, had offered herself for re-election.

**8.0 ORDINARY RESOLUTION 3
TO RE-ELECT TENGKU AMIR NASSER IBNI TENGKU IBRAHIM WHO RETIRES PURSUANT TO
CLAUSE 116 OF THE CONSTITUTION OF THE COMPANY**

The Chairman informed that the next agenda of the Meeting was to re-elect himself. The Chairman then handed over his chairmanship to Mr Lee Chin Cheh, the Independent Non-Executive Director of the Company, to chair the Meeting.

Mr Lee Chin Cheh took over the chairmanship and informed the Meeting that Ordinary Resolution 3 of the agenda was to re-elect Tengku Amir Nasser Ibni Tengku Ibrahim, who retires pursuant to Clause 116 of the Constitution of the Company and being eligible, had offered himself for re-election.

Thereafter, Mr Lee Chin Cheh passed the Chair back to the Chairman.

**9.0 ORDINARY RESOLUTION 4
TO RE-ELECT MR LEE CHIN CHEH WHO RETIRES PURSUANT TO CLAUSE 116 OF THE
CONSTITUTION OF THE COMPANY**

The Chairman informed that Ordinary Resolution 4 of the agenda was to re-elect Mr Lee Chin Cheh, who retires pursuant to Clause 116 of the Constitution of the Company and being eligible, had offered himself for re-election.

**10.0 ORDINARY RESOLUTION 5
TO RE-APPOINT MESSRS. MAZARS 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**

The Chairman informed that Ordinary Resolution 5 of the agenda was to re-appoint Messrs. Mazars 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.

The Chairman further informed the Meeting that Messrs. Mazars PLT had expressed their willingness to accept the re-appointment as the Company's auditors for the ensuing year.

11.0 SPECIAL BUSINESS - ORDINARY RESOLUTION 6
PROPOSED AUTHORITY TO DIRECTORS TO ALLOT AND ISSUE NEW ORDINARY SHARES
PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT 2016

The Chairman informed that the next agenda of the Meeting under special business was to seek a general mandate from the shareholders to empower the Directors to allot and issue new ordinary shares pursuant to Sections 75 and 76 of the Companies Act 2016.

The Chairman further informed the Meeting that the Ordinary Resolution 6, if passed, the authority would provide the Directors the 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 10% of the total number of issued shares of the Company for the time being. This authority, unless revoked or varied by the Company in general meeting, shall be in force until the conclusion of the next AGM of the Company.

12.0 ANY OTHER BUSINESS

The Chairman informed the Meeting that the Company had not received any due notice to transact any other business in accordance with the Companies Act 2016 and the Constitution of the Company.

13.0 QUESTION & ANSWER SESSION

Following the presentation of all resolutions in the agenda, Mr. Cheah See Heong, the Chief Executive Officer of the Company informed the Meeting that no questions were received during the Meeting.

14.0 VOTING SESSION

Thereafter, the Chairman advised the shareholders to proceed to submit their vote via the RPV Facility as the polling process would conclude after 5 minutes; followed by a short break for the verification of the poll votes by the Scrutineers.

The Chairman then adjourned the Meeting.

15.0 DECLARATION OF RESULTS

The Meeting resumed after the conclusion of the verification of the poll votes.

The Chairman called the Meeting to order for the declaration of the poll results. The Chairman then announced the results of the poll voting and declared that all the following resolutions set out in the Notice of AGM dated 29 April 2022 were carried, as attached hereto as Appendix I: -

Ordinary Resolution 1

“THAT the payment of Directors’ fees and benefits of not exceeding RM849,000.00 for the period from 1 January 2022 until the conclusion of the 30th AGM to be held in year 2023 be hereby approved.”

Ordinary Resolution 2

“THAT Dato' Sri Anne Teo, the Director retiring pursuant to Clause 117 of the Constitution of the Company, be hereby re-elected as Director of the Company.”

Ordinary Resolution 3

“THAT Tengku Amir Nasser Ibni Tengku Ibrahim, the Director retiring pursuant to Clause 116 of the Constitution of the Company, be hereby re-elected as Director of the Company.”

Ordinary Resolution 4

“THAT Mr Lee Chin Cheh, the Director retiring pursuant to Clause 116 of the Constitution of the Company, be hereby re-elected as Director of the Company.”

Ordinary Resolution 5

“THAT the re-appointment of Messrs. Mazars 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 be hereby approved.”

Special Business - Ordinary Resolution 6

*“THAT pursuant to Sections 75 and 76 of the Companies Act, 2016 and subject to approvals from Bursa Malaysia Securities Berhad for the listing of and quotation for the additional shares so issued and other relevant authorities, where approval is necessary, authority be and is hereby given to the Directors to allot and issue shares in the Company at any time upon such terms and conditions and for such purposes as the Directors may in their absolute discretion deem fit provided always that the aggregate number of shares to be issued shall not exceed 10% of the total number of issued shares of the Company for the time being **AND THAT** such authority shall continue to be in force until the conclusion of the next AGM of the Company.”*

16.0 CLOSURE

There being no other business, the AGM was closed at 2.35 p.m. with a vote of thanks to the Chairman.

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

-SIGNED-

TENGGU AMIR NASSER IBNI TENGGU IBRAHIM
Chairman

29TH ANNUAL GENERAL MEETING TO BE HELD ON 27-Jun-2022 AT 02:00 PM



AFTER TABULATION OF RESULTS

THE CHAIRMAN : THE POLL RESULT(S) ARE / IS BASED ON THOSE WHO ARE PRESENT AND HAVE VOTED.

THE RESULTS ARE :-

ORDINARY RESOLUTION 1



DESCRIPTION	TO APPROVE THE PAYMENT OF DIRECTORS FEES AND BENEFITS OF NOT EXCEEDING RM849,000 FOR THE PERIOD FROM 1 JANUARY 2022 UNTIL THE CONCLUSION OF THE 30TH AGM 2023		
VOTED		FOR	AGAINST
NO. OF HOLDERS		5	2
NO. OF SHARES/UNITS		29,257,176	110
% OF VOTED SHARES/UNITS		99.999624	0.000376
NO. OF ABSTAIN		0	
RESULT	ACCEPTED / REJECTED		

(SCRUTINEERS)

ORDINARY RESOLUTION 2

DESCRIPTION	TO RE-ELECT DATO' SRI ANNE TEO WHO RETIRES PURSUANT TO CLAUSE 117 OF THE CONSTITUTION OF THE COMPANY		
VOTED		FOR	AGAINST
NO. OF HOLDERS		7	0
NO. OF SHARES/UNITS		29,257,286	0
% OF VOTED SHARES/UNITS		100.000000	0.000000
NO. OF ABSTAIN		0	
RESULT	ACCEPTED / REJECTED		

(SCRUTINEERS)

AFTER TABULATION OF RESULTS

THE CHAIRMAN : THE POLL RESULT(S) ARE / IS BASED ON THOSE WHO ARE PRESENT AND HAVE VOTED.

THE RESULTS ARE :-

ORDINARY RESOLUTION 3

DESCRIPTION	TO RE-ELECT TENGKU AMIR NASSER IBNI TENGKU IBRAHIM WHO RETIRES PURSUANT TO CLAUSE 116 OF THE CONSTITUTION OF THE COMPANY	
VOTED	FOR	AGAINST
NO. OF HOLDERS	6	1
NO. OF SHARES/UNITS	29,257,276	10
% OF VOTED SHARES/UNITS	99.999966	0.000034
NO. OF ABSTAIN	0	
RESULT	ACCEPTED / REJECTED	



(SCRUTINEERS)

ORDINARY RESOLUTION 4

DESCRIPTION	TO RE-ELECT LEE CHIN CHEH WHO RETIRES PURSUANT TO CLAUSE 116 OF THE CONSTITUTION OF THE COMPANY	
VOTED	FOR	AGAINST
NO. OF HOLDERS	7	0
NO. OF SHARES/UNITS	29,257,286	0
% OF VOTED SHARES/UNITS	100.000000	0.000000
NO. OF ABSTAIN	0	
RESULT	ACCEPTED / REJECTED	



(SCRUTINEERS)

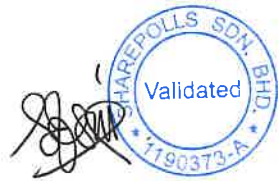
AFTER TABULATION OF RESULTS

THE CHAIRMAN : THE POLL RESULT(S) ARE / IS BASED ON THOSE WHO ARE PRESENT AND HAVE VOTED.

THE RESULTS ARE :-

ORDINARY RESOLUTION 5

DESCRIPTION	TO RE-APPOINT MESSRS. MAZARS PLT AS AUDITORS OF THE COMPANY	
VOTED	FOR	AGAINST
NO. OF HOLDERS	7	0
NO. OF SHARES/UNITS	29,257,286	0
% OF VOTED SHARES/UNITS	100.000000	0.000000
NO. OF ABSTAIN	0	
RESULT	ACCEPTED / REJECTED	



Validated

(SCRUTINEERS)

ORDINARY RESOLUTION 6

DESCRIPTION	PROPOSED AUTHORITY TO DIRECTORS TO ALLOT AND ISSUE NEW ORDINARY SHARES PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT, 2016	
VOTED	FOR	AGAINST
NO. OF HOLDERS	7	0
NO. OF SHARES/UNITS	29,257,286	0
% OF VOTED SHARES/UNITS	100.000000	0.000000
NO. OF ABSTAIN	0	
RESULT	ACCEPTED / REJECTED	



Validated

(SCRUTINEERS)