

COMPUGATES HOLDINGS BERHAD

Registration No. 200401030779 (669287-H)
(Incorporated in Malaysia)

Minutes of the Extraordinary General Meeting (“EGM” or “Meeting”) of **COMPUGATES HOLDINGS BERHAD** (“CHB” or the “Company”) duly held and conducted on a fully virtual basis through live streaming and online remote voting using Remote Participation and Voting (“RPV”) facilities on an online meeting platform via TIIH Online website at <https://tjih.online> provided by Tricor Investor & Issuing House Services Sdn Bhd (“Tricor”) in Malaysia on Tuesday, 30 May 2023 at 11.45 a.m.

PRESENT

Board of Directors:

Encik Mohamed Fauzi bin Omar (“**Encik Mohamed Fauzi**”)

- Non-Independent Non-Executive Director

Mr. Goh Tai Wai

- Non-Independent Non-Executive Director

Madam See Thoo Chan (“**Madam See**”)

- Executive Director

Madam Low Geok Eng (“**Madam Low**”)

- Independent Non-Executive Director

Madam Tan Siew Li (“**Madam Tan**”)

- Independent Non-Executive Director

Chief Executive Officer:

Mr. Goh Kheng Peow (“**Mr. Goh**”)

ABSENT

Tan Sri Datuk Asmat bin Kamaludin (“**Tan Sri Chairman**” or “**Tan Sri Asmat**”)

(Chairman of the Meeting)

- Non-Independent Non-Executive Chairman

Members and Proxies:

As per attendance list

Company Secretary:

Mr. Chang Ngee Chuang

Principal Adviser, UOB Kay Hian Securities (M) Sdn. Bhd.:

Mr. Kenneth Chong

Encik Syed Muhammad Hakim

1. **CHAIRMAN**

Madam See Chairman took the chair and called the Meeting to order at 11.45 a.m.

2. **WELCOME ADDRESS**

Madam See Chairman extended a warm welcome to the Members and proxies present and introduced the members of the Board of Directors (“**Board**”), Company Secretary and Principal Adviser present.

3. **QUORUM**

The Company Secretary confirmed the presence of a requisite quorum for the Meeting.

4. **NOTICE OF MEETING**

Madam See Chairman informed that the Notice of the Meeting had been issued and despatched to the Members and Auditors of the Company and advertised in the New Straits Times on 15 May 2023. The Notice convening the Meeting was taken as read.

5. **VOTING ON RESOLUTION**

Madam See Chairman explained that the voting on the Ordinary Resolution as set out in the Notice of the Meeting would be conducted by way of poll in accordance with Paragraph 8.29A(1) of the Main Market Listing Requirements (“**MMLR**”) of Bursa Malaysia Securities Berhad (“**Bursa Securities**”) via electronic voting. For this purpose, Madam See Chairman exercised her right as the Chairman of the Meeting to demand for a poll in accordance with Clause 92 of the Company’s Constitution in respect of the Ordinary Resolution which would be put to voting at the Meeting.

The Company had appointed Tricor as Poll Administrator to conduct the polling process for the Meeting and Asia Securities Sdn Berhad as Independent Scrutineer to verify the poll result.

The voting session had commenced at 11.50 a.m.

Madam See Chairman informed the Meeting that in order to ensure the orderliness of the proceeding of the Meeting, the Board members would deal with the questions received from the Members and proxies after the presentation of the proposed Ordinary Resolution.

A short video by Tricor was played to demonstrate to the Members and proxies who were present at the Meeting on the procedure and process for posing questions and online voting.

6. **ORDINARY RESOLUTION TABLED AT THE MEETING**

The Chairman then proceeded to brief the Members and the proxies present on the Ordinary Resolution tabled at the Meeting:

Ordinary Resolution 1

Proposed Diversification of the Existing Principal Activities of the Company and its subsidiaries to include property development (“Proposed Diversification Into Property Development”)

The Ordinary Resolution was to consider the Proposed Diversification Into Property Development.

Ordinary Resolution 2

Proposed Diversification of the Existing Principal Activities of the Company and its subsidiaries to include Agarwood Plantation (“Proposed Diversification Into Agarwood Plantation”)

The Ordinary Resolution was to consider the Proposed Diversification Into Agarwood Plantation.

The details of the Proposed Diversification Into Property Development and Agarwood Plantation were set out in the Circular to Shareholders dated 15 May 2023 (“**Circular**”).

7. QUESTIONS AND ANSWERS (“Q&A”) SESSION

The Chairman informed the Meeting that the Company had received request and questions from the Members and proxies of the Company. Madam See Chairman of the Company answered the request and questions as summarised below:

Question 1:

“Did the EGM also got e-wallet RM10?”

Answer to Question 1:

Madam See replied that the Company also given RM10 as a token of appreciation for who had attended and participated in the EGM.

There being no other questions raised by the Members and proxies present, Madam See Chairman thanked the Members and proxies for their questions and concluded the Q&A session.

8. POLLING PROCESS

At 12.00 p.m., the Chairman reminded the Members and proxies present that the voting session would be continue for another 5 minutes and thereafter, the Independent Scrutineer would take approximately 10 to 15 minutes to verify the poll result.

A short video by Tricor was played again to demonstrate to the Members and proxies who were present at the Meeting to assist the Members and proxies present in casting their votes.

The voting session closed at 12.05 a.m. and the Independent Scrutineer proceeded to verify the poll result.

9. ANNOUNCEMENT OF POLL RESULT

At 12.10 p.m., the Chairman called the Meeting to order for the declaration of poll result. MadTan Sri Chairman informed that he had received the poll result which had been validated by the Independent Scrutineer and displayed on the screen as follows:

Resolution	Voted For		Voted Against	
	No. of shares	%	No. of shares	%
Ordinary Resolution 1	3,170,118,276	99.9891	346,907	0.0109
Ordinary Resolution 2	3,170,118,676	99.9891	346,507	0.0109

The Chairman then declared the Ordinary Resolution was carried and passed as follows:

Ordinary Resolution 1
Proposed Diversification into Property Development

PROPOSED DIVERSIFICATION OF THE EXISTING PRINCIPAL ACTIVITIES OF CHB AND ITS SUBSIDIARIES TO INCLUDE PROPERTY DEVELOPMENT (“PROPOSED DIVERSIFICATION INTO PROPERTY DEVELOPMENT”)

“**THAT** subject to the approvals of all relevant authorities and/or parties being obtained, approval be and is hereby given to the Company and its subsidiaries to diversify its existing principal activities to include property development as described in the Circular to shareholders dated 15 May 2023.

THAT the Board of Directors of CHB be and is hereby authorised to sign and execute all documents, do all acts, deeds and things as may be required to give effect to the Proposed Diversification into Property Development with full power to assent to any conditions, variations, modifications and/or amendments in any manner as may be required or permitted by any relevant authorities and to deal with all matters relating thereto and to take all such steps and do all acts, deeds and things in any manner as it may deem fit or necessary or expedient to implement, finalise and give full effect to the Proposed Diversification into Property Development

AND THAT the Company Secretary(ies) be authorised to take such steps and action as deemed necessary including but not limited to the lodgment of the relevant documents with the Companies Commission of Malaysia in accordance with the CA 2016 and make the relevant announcements to Bursa Malaysia Securities Berhad.”

Ordinary Resolution 2
Proposed Diversification into Agarwood Plantation

PROPOSED DIVERSIFICATION OF THE EXISTING PRINCIPAL ACTIVITIES OF CHB AND ITS SUBSIDIARIES TO INCLUDE AGARWOOD PLANTATION (“PROPOSED DIVERSIFICATION INTO AGARWOOD PLANTATION”)

“**THAT** subject to the approvals of all relevant authorities and/or parties being obtained, approval be and is hereby given to the Company and its subsidiaries to diversify its existing principal activities to include agarwood plantation as described in the Circular to shareholders dated 15 May 2023.

THAT the Board of Directors of CHB be and is hereby authorised to sign and execute all documents, do all acts, deeds and things as may be required to give effect to the Proposed Diversification into Agarwood Plantation with full power to assent to any conditions, variations, modifications and/or amendments in any manner as may be required or permitted by any relevant authorities and to deal with all matters relating thereto and to take all such steps and do all acts, deeds and things in any manner as it may deem fit or necessary or expedient to implement, finalise and give full effect to the Proposed Diversification into Agarwood Plantation.

AND THAT the Company Secretary(ies) be authorised to take such steps and action as deemed necessary including but not limited to the lodgment of the relevant documents with the Companies Commission of Malaysia in accordance with the CA 2016 and make the relevant announcements to Bursa Malaysia Securities Berhad.”

10. **CLOSE OF MEETING**

There being no other business, the Meeting ended at 12.15 p.m. with a vote of thanks to the Chair.

C O N F I R M E D

SEE THOO CHAN
Chairman

Date: 30 May 2023