

**GO HUB CAPITAL BERHAD**  
[Registration No. 202201019895 (1465592-V)]  
(Incorporated in Malaysia)

**MINUTES OF THE THIRD ANNUAL GENERAL MEETING OF THE COMPANY HELD AT EUGENIA BALLROOM, PALM GARDEN GOLF CLUB, IOI RESORT CITY, 62050 PUTRAJAYA, WILAYAH PERSEKUTUAN PUTRAJAYA ON WEDNESDAY, 28 MAY 2025 AT 10:00 A.M.**

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**PRESENT**

<b>DIRECTORS</b>	:	Encik Zulkifly Bin Zakaria ( <i>Chairman</i> ) Mr. Tan Cherng Thong Madam Lee Li Yee Mr. Lee Yew Weng Puan Alwizah Al-Yafii Binti Ahmad Kamal Ms. Poh Zuan Yin
<b>IN ATTENDANCE</b>	:	Mr. Chew Boon Keat ( <i>Chief Financial Officer</i> ) Mr. Andrew Choong Tuck Kuan ( <i>External Auditors</i> ) Mr. Cheng Chia Ping (Jason) ( <i>Company Secretary</i> )
<b>SHAREHOLDERS</b>	:	As per Attendance List
<b>PROXY HOLDERS</b>	:	As per Attendance List
<b>CORPORATE REPRESENTATIVES</b>	:	As per Attendance List
<b>INVITEES/OTHERS</b>	:	As per Attendance List

**WELCOME ADDRESS**

Encik Zulkifly Bin Zakaria, the Chairman of the Company ("**Chairman**") chaired the Meeting and welcomed all present to the Third ("**3rd**") Annual General Meeting ("**AGM**") of the Company ("**Meeting**") and introduced the Board of Directors and the Secretary of the Company to all present.

**QUORUM**

The requisite quorum being present pursuant to Clause 19.2 of the Company's Constitution, the Chairman declared the Meeting duly convened.

**NOTICE**

The Notice convening the Meeting dated 29 April 2025 having been circulated within the prescribed period was with the permission of the Meeting, taken as read.

The Meeting noted that the determinant date of the General Meeting Record of Depositors was on 21 May 2025.

(Minutes of the Third Annual General Meeting held on 28 May 2025 – cont'd)

## **PROCEEDINGS**

The Company Secretary informed that the Meeting would open the floor to the shareholders, proxies and corporate representatives to request clarifications or raise any questions they may have on each resolution. He informed the Meeting that for administrative efficiency, the polling for all the resolutions will be conducted upon the completion of all deliberations of the resolutions set out in the Agenda.

## **VOTING PROCEDURES**

The Chairman briefed the Meeting that all the resolutions set out in the notice of 3rd AGM shall be voted by way of poll, in accordance with the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad.

The Chairman apprised the Meeting that there were shareholders who were unable to participate in the Meeting, had appointed him to vote on their behalf. Accordingly, The Chairman would be voting as their proxy in accordance with the voting instructions, where indicated.

The Chairman then informed that there is no legal requirement for a proposed resolution to be seconded, hence he would take the Meeting through each item on the Agenda.

The Meeting noted that the Share Registrar of the Company, Securities Services (Holdings) Sdn. Bhd., acted as the Poll Administrator and Commercial Quest Sdn. Bhd. acted as the Independent Scrutineers to verify the results of the poll voting.

### **1.0     AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2024 ("AFS 2024") TOGETHER WITH THE REPORTS OF THE DIRECTORS AND AUDITORS THEREON**

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The Chairman informed the Meeting that the first item on the Agenda was to receive the AFS 2024 together with the Reports of the Directors and Auditors thereon.

The Meeting noted that formal approval from shareholders was not required for this item of the Agenda pursuant to Section 340(1)(a) of the Companies Act 2016 ("**Act**") and hence, the AFS 2024 was not put forward for voting.

The Chairman then invited question from the floor.

There was no question being raised, the Meeting then proceeded with the next item on the Agenda.

The Chairman declared the AFS 2024 together with the Reports of the Directors and Auditors were duly received by the shareholders.

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**2.0 RE-ELECTION OF THE FOLLOWING DIRECTORS WHO WILL RETIRE BY ROTATION IN ACCORDANCE WITH CLAUSE 21.7 OF THE COMPANY'S CONSTITUTION AND BEING ELIGIBLE, HAVE OFFERED THEMSELVES FOR RE-ELECTION:-**

- (A) MADAM LEE LI YEE; AND**  
**(B) MR. LEE YEW WENG.**

The Chairman informed that the next item on the Agenda was to re-elect the retiring Directors, namely Madam Lee Li Yee and Mr. Lee Yew Weng in accordance to Clause 21.7 of the Company's Constitution and being eligible, all of them had offered themselves for re-election.

The Meeting noted that the re-election of each Director is to be voted individually.

The Chairman then invited question from the floor.

There was no question being raised, the Meeting then proceeded with the next item on the Agenda.

**3.0 APPROVAL OF THE PAYMENT OF DIRECTORS' FEES AMOUNTING TO RM342,000 FOR THE FINANCIAL YEAR ENDING 31 DECEMBER 2025 AND UNTIL THE NEXT AGM OF THE COMPANY IN YEAR 2026**

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The Chairman proceeded with the next item on the Agenda and sought shareholders' approval for the payment of Directors' fees of RM342,000.00 (Ringgit Malaysia: Three Hundred and Forty-Two Thousand) only, to the Directors of the Company for the financial year ending 31 December 2025 and until the next AGM of the Company in year 2026.

The Chairman then invited question from the floor.

There was no question being raised, the Meeting then proceeded with the next item on the Agenda.

**4.0 APPROVAL OF THE PAYMENT OF BENEFITS PAYABLE TO THE DIRECTORS OF THE COMPANY UP TO RM45,000 FOR THE PERIOD COMMENCING FROM THE CONCLUSION OF THE 3RD AGM UNTIL THE NEXT AGM OF THE COMPANY IN YEAR 2026**

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The Chairman proceeded with the next item on the Agenda and sought shareholders' approval for the benefits payable to the Directors up to RM45,000.00 (Ringgit Malaysia: Forty-Five Thousand) only, for the period commencing from the conclusion of the 3rd AGM until the next AGM of the Company in year 2026 pursuant to the Act.

The Chairman then invited question from the floor.

(Minutes of the Third Annual General Meeting held on 28 May 2025 – cont'd)

There was no question being raised, the Meeting then proceeded with the next item on the Agenda.

**5.0 RE-APPOINTMENT OF BAKER TILLY MONTEIRO HENG PLT AS THE EXTERNAL AUDITORS OF THE COMPANY UNTIL THE CONCLUSION OF THE NEXT AGM AND TO AUTHORISE THE DIRECTORS TO FIX THEIR REMUNERATION**

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The Chairman proceeded with the next item on the Agenda and sought shareholders' approval for the re-appointment of Baker Tilly Monteiro Heng PLT as Auditors of the Company until the conclusion of the next AGM and to authorise the Board of Directors to fix their remuneration.

The retiring Auditors, Baker Tilly Monteiro Heng PLT, had expressed their willingness to continue in office.

The Chairman then invited question from the floor.

There was no question being raised, the Meeting then proceeded with the next item on the Agenda.

**6.0 SPECIAL BUSINESS**

**- AUTHORITY TO ISSUE AND ALLOT SHARES BY DIRECTORS PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT 2016**

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The Chairman proceeded with the next item on the Agenda and sought shareholders' approval for the authority to issue and allot shares by Directors pursuant to Sections 75 and 76 of the Act ("**General Mandate**").

The Meeting was informed that the purpose to seek the General Mandate was to enable the Directors of the Company to issue and allot shares at any time to such persons in their absolute discretion without convening a general meeting as it would be both time and cost-consuming to organise a general meeting. This authority unless revoked or varied by the Company in general meeting, would expire at the next AGM.

The Meeting noted that the proceeds raised from the General Mandate would provide flexibility to the Company for any possible fund-raising activities, including but not limited to further placing of shares, for purpose of funding future investment project(s), working capital and/or acquisitions.

After having considered aspects of the General Mandate, the Board was of the opinion that the adoption of the General Mandate would be in the best interest of the Company and its shareholders.

The Chairman then invited question from the floor.

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There was no question being raised, the Meeting then proceeded with the next item on the Agenda.

#### **7.0 ANY OTHER ORDINARY BUSINESS**

The Meeting was advised that there was no other business to be transacted at the Meeting of which due notice had been given.

#### **POLLING PROCESS**

After dealing with all the items on the Agenda and for polling purposes, the Chairman declared the closure of the registration for attendance of the 3rd AGM at 10:20 a.m.

The Company Secretary was invited to brief on the poll voting process. The Chairman then declared the commencement of the poll voting process at 10:23 a.m.

After all votes have been casted, the Chairman announced the closure of voting and declared the adjournment of the Meeting at 10:23 a.m. to facilitate the tabulation of votes by the Poll Administrator and the subsequent verification of tabulated votes by the Independent Scrutineer appointed for the Meeting.

#### **ANNOUNCEMENT OF POLL RESULTS**

The Meeting resumed at 10:56 a.m. and the Chairman called the Meeting to order for the declaration of the polling results for all the Resolutions set out in the Agenda.

The Chairman informed that the poll results were verified by the Scrutineer and invited the Company Secretary to read out the following poll results to the floor.

<b>Resolution</b>	<b>Voted in Favour</b>		<b>Voted Against</b>		<b>Results</b>
	<b>No. of Shares</b>	<b>%</b>	<b>No. of Shares</b>	<b>%</b>	
<b><u>Resolution 1</u></b>  Re-election of Madam Lee Li Yee who retires in accordance with Clause 21.7 of the Company's Constitution	258,711,744	100.00	0	0.00	Carried

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<b><u>Resolution 2</u></b>  Re-election of Mr. Lee Yew Weng who retires in accordance with Clause 21.7 of the Company's Constitution	258,411,744	100.00	0	0.00	Carried
<b><u>Resolution 3</u></b>  Approval of the payment of the Directors' Fees amounting to RM342,000 for the financial year ending 31 December 2025 and until the next AGM of the Company in year 2026	257,471,744	100.00	0	0.00	Carried
<b><u>Resolution 4</u></b>  Approval of the payment of benefits payable to the Directors of the Company up to RM45,000 for the period commencing from the conclusion of the 3rd AGM until the next AGM of the Company in year 2026	257,471,744	100.00	0	0.00	Carried
<b><u>Resolution 5</u></b>  Re-appointment of Baker Tilly Monteiro Heng PLT as Auditors of the Company until the conclusion of the next AGM and to authorise the Board of Directors to determine their remuneration	258,711,744	100.00	0	0.00	Carried
<b><u>Resolution 6</u></b>  Special Business  Authority to issue and allot shares of the Company by the Directors pursuant to Sections 75 and 76 of the Act	258,711,744	100.00	0	0.00	Carried

(Minutes of the Third Annual General Meeting held on 28 May 2025 – cont'd)

Based on the results of the poll voting, The Chairman declared that Ordinary Resolutions 1 to 6 were all **CARRIED** and the Meeting **RESOLVED**:-

**RESOLUTION 1**

- **RE-ELECTION OF MADAM LEE LI YEE WHO RETIRES IN ACCORDANCE WITH CLAUSE 21.7 OF THE COMPANY'S CONSTITUTION**
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*"**THAT** Madam Lee Li Yee, a Director who retired pursuant to Clause 21.7 of the Constitution of the Company, being eligible for re-election, be re-elected to serve on the Board of the Company."*

**RESOLUTION 2**

- **RE-ELECTION OF MR. LEE YEW WENG WHO RETIRES IN ACCORDANCE WITH CLAUSE 21.7 OF THE COMPANY'S CONSTITUTION**
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*"**THAT** Mr. Lee Yew Weng, a Director who retired pursuant to Clause 21.7 of the Constitution of the Company, being eligible for re-election, be re-elected to serve on the Board of the Company."*

**RESOLUTION 3**

- **APPROVAL OF THE PAYMENT OF THE DIRECTORS' FEES AMOUNTING TO RM342,000 FOR THE FINANCIAL YEAR ENDING 31 DECEMBER 2025 AND UNTIL THE NEXT AGM OF THE COMPANY IN YEAR 2026**
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*"**THAT** the payment of the Directors' fees amounting to RM342,000 for the financial year ending 31 December 2025 and until the next AGM, be and is hereby approved."*

**RESOLUTION 4**

- **APPROVAL OF THE PAYMENT OF BENEFITS PAYABLE TO THE DIRECTORS OF THE COMPANY UP TO RM45,000 FOR THE PERIOD COMMENCING FROM THE CONCLUSION OF THE 3RD AGM UNTIL THE NEXT AGM OF THE COMPANY IN YEAR 2026**
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*"**THAT** the payment of the benefits payable to the Directors of the Company up to RM45,000 for the period commencing from the conclusion of the 3rd AGM until the next AGM of the Company to be held in year 2026 pursuant to Section 230(1)(b) of the Act, be and is hereby approved."*

**RESOLUTION 5**

- **RE-APPOINTMENT OF BAKER TILLY MONTEIRO HENG PLT AS AUDITORS OF THE COMPANY UNTIL THE CONCLUSION OF THE NEXT AGM AND TO AUTHORISE THE BOARD OF DIRECTORS TO DETERMINE THEIR REMUNERATION**
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*"**THAT** Baker Tilly Monteiro Heng PLT be and are hereby re-appointed as Auditors of the Company to hold office until the conclusion of the next AGM and that authority be given to the Board of Directors to fix their remuneration."*

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**SPECIAL BUSINESS**

**RESOLUTION 6**

**- AUTHORITY TO ISSUE AND ALLOT SHARES OF THE COMPANY BY THE DIRECTORS PURSUANT TO SECTIONS 75 AND 76 OF THE ACT**

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*"**THAT** subject always to the Act, Listing Requirements of Bursa Malaysia Securities Berhad ("**Bursa Securities**") ("**Listing Requirements**"), the Constitution of the Company and the approvals of Bursa Securities and/ or any other relevant governmental and/or regulatory authorities, where such approval is required, the Directors be and are hereby authorised and empowered, pursuant to Sections 75 and 76 of the Act, to issue and allot shares of the Company at any time, at such price and upon such terms and conditions, for such purposes and to such person or persons, as the Directors may in their absolute discretion deem fit and expedient in the interest of the Company, provided always that the aggregate number of shares to be issued pursuant to this resolution does not exceed ten per centum (10%) of the total number of issued shares of the Company (excluding treasury shares, if any) for the time being;*

***AND THAT** the Directors be and are so empowered to obtain the approval from Bursa Securities for the listing of and quotation for the additional shares to be issued and **THAT** such authority shall commence immediately upon the passing of this resolution and continue to be in force until the conclusion of the next Annual General Meeting of the Company unless revoked or varied by ordinary resolution of the Company at a general meeting;*

***AND FURTHER THAT** the new shares to be issued shall, upon allotment and issuance, rank equally in all respects with the existing shares of the Company, save and except that they shall not be entitled to any dividends, rights, allotments and/or any other forms of distribution that may be declared, made or paid before the date of allotment of such new shares."*

**CONCLUSION**

There being no other business, The Chairman concluded the Meeting and thanked all present for their attendance. The Meeting ended at 11:00 a.m. with a vote of thanks to the Chair.

Dated: 28 May 2025