

BINA PURI HOLDINGS BHD.

Registration No. 199001015515 (207184-X)

(Incorporated in Malaysia)

MINUTES OF THE THIRTY-FIRST ANNUAL GENERAL MEETING OF THE COMPANY BROADCASTED LIVE VIA ONLINE STREAMING FROM TRICOR BUSINESS CENTRE, MANUKA 2 & 3 MEETING ROOM, UNIT 32-01, LEVEL 32, TOWER A, VERTICAL BUSINESS SUITE, AVENUE 3, BANGSAR SOUTH, NO. 8, JALAN KERINCHI, 59200 WILAYAH PERSEKUTUAN KUALA LUMPUR (“THE BROADCAST VENUE”) ON MONDAY, 5 DECEMBER 2022 AT 11:00 A.M.

- Present** : **Essential Individuals at The Broadcast Venue**
YBhg. Tan Sri Dato’ Wong Foon Meng, Chairman /Independent Non-Executive Director
YBhg. Tan Sri Datuk Tee Hock Seng, JP, Group Managing Director
YBhg. Datuk Matthew Tee Kai Woon, Group Executive Director
Dr. Tony Tan Cheng Kiat, Founder
Mr. Nip Chee Sien, Joint Company Secretary
- : **Directors’ Attendance via Zoom Meeting**
Ir. Ghazali Bin Bujang, Independent Non-Executive Director
En. Mohd Najib Bin Abdul Aziz, Independent Non-Executive Director
- Members / Proxies Present** : As per the attendance list
- By Invitation** : **Attendance via Zoom Meeting**
Mr. Jayden Cheong Chi Sin, Messrs. UHY
- Chairman of the Meeting** : The Chairman took over the Chair and welcomed everyone who participates via Tricor’s Remote Participation & Voting application
- Notice of Meeting** : The notice of the meeting which had been previously circulated to all members of the Company was taken as read.
- Quorum** : The Company Secretary, Mr. Nip Chee Sien confirmed the requisite quorum being present, the meeting was called to order at 11.00 a.m.
- Confidentiality** : The Chairman emphasized that attendance of the Annual General Meeting (“AGM”) is restricted only to Shareholders and authorised representatives of corporate shareholders who have registered to join the meeting remotely.
- Any discussion that transpires in this AGM is deemed confidential and only for the knowledge of such relevant parties, all visual or audio recording whilst this AGM is conducted is strictly prohibited unless written consent was given.
- Poll** : All resolutions as set out in the notice of general meetings shall be voted by poll pursuant to paragraph 8.29A of Bursa Malaysia Listing Requirements. For this AGM, the Company will conduct its polling electronically via the Remote Participation and Voting (“RPV”) facility provided by Tricor Investor & Issuing House Services Sdn. Bhd. Tricor Investor & Issuing House Services Sdn. Bhd. has been appointed as Poll Administrator to conduct the polling process and Coopers Professional Scrutineers Sdn. Bhd. had been appointed as Independent Scrutineer to verify the results of the poll.

The Chairman informed the shareholder that the voting on the resolutions can be

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done at any time during the meeting. Thereafter, he declared the online remote voting via RPV opened and shall remain open until the voting session is closed, which he will announce later.

The Chairman mentioned that with the RPV application, shareholders may exercise their rights as the shareholders of the Company and proxies' rights on behalf of the shareholders; including transmitting their question(s) in real-time during the Meeting via Query Box in the RPV on top of casting vote remotely at the Meeting.

The Chairman stated that the Board will respond to the shareholders' questions during the Question & Answer ("Q&A") session accordingly after dealing with all the items on the Agenda of the AGM.

The Chairman added that due to time constraints, the Board or he may not be able to address all questions as received before the AGM or during the AGM via the Query Box. However, the Chairman would endeavor to respond to the relevant questions raised during the AGM or by email at the earliest possible time after the meeting.

The Chairman then invited the Poll Administrator to brief the shareholders on the polling process through Tricor's Remote Participation & Voting application.

Before proceed with the agenda of the Annual General Meeting (AGM), the Chairman invited Datuk Matthew Tee Kai Woon ("Datuk Matthew Tee") to brief the shareholders/proxies on the current year outlook of the Group which covers the following areas (as per Appendix A) :

- a) Group's Financial Highlights Financial Year Ended 2022
- b) Annual Projects Secured from 2019 to 2022
- c) Group's Current Ongoing Projects
- d) Group's Main Division (Property, Quarry, and Construction Material & Power Generation)
- e) Recurring Incoming Business
- f) Highlights Calendar of Events 2020 – 2022.

Datuk Matthew Tee then handed the floor back to the Chairman.

The Chairman then proceed to table the following agenda of the AGM for discussion:

- 1. To receive the Audited Financial Statement for the financial year ended 30 June 2022 and the Reports of Directors and Auditors thereon.**

The Chairman informed the meeting that this agenda was meant for discussion only as the provision of Section 340 (1) (a) of the Companies Act 2016 does not require the formal approval of the shareholders, and hence was not put forward for voting.

The Chairman declared the Audited Financial Statements for the year ended 30 June 2022 be hereby received.

2. Ordinary Resolution 1

To re-elect Ir. Ghazali Bin Bujang, who retires pursuant to Clause 87 of the Company's Constitution.

Ordinary Resolution 1 on the re-election of Ir. Ghazali Bin Bujang who retires pursuant to Clause 87 of the Company's Constitution was duly tabled at the meeting

3. Ordinary Resolution 2

To re-elect Mr. Mohd Najib Bin Abdul Aziz who retires pursuant to Clause 87 of the Company's Constitution.

Ordinary Resolution 2 on the re-election of Mr. Mohd Najib Bin Abdul Aziz, who retires pursuant to Clause 87 of the Company's Constitution was duly tabled at the meeting

4. Ordinary Resolution 3

To approve the payment of Directors' fees up to an amount of RM300,000 for the period from 5 December 2022 to the next AGM.

Ordinary Resolution 3 on to approve of the payment of Directors' fees up to an amount of RM300,000 for the period from 5 December 2022 to the next AGM was duly tabled at the meeting

5. Ordinary Resolution 4

To re-appoint Messrs UHY as Auditors of the Company for the ensuing year and authorised the Board to fix their remuneration.

Ordinary Resolution 4 on the appointment of Messrs UHY as Auditors of the Company for the ensuing year and authorised the Board to fix their remuneration.

6. Ordinary Resolution 5

Continuation in Office as Independent Director

Ordinary Resolution 5 on the continuation of office as Independent Director who served as Independent Director of the Company for a cumulative term of more than nine years – Tan Sri Dato' Wong Foon Meng.

7. Ordinary Resolution 6

Continuation in Office as Independent Director

Ordinary Resolution 6 on the continuation of office as Independent Director who served as Independent Director of the Company for a cumulative term of more than nine years – Ir. Ghazali Bin Bujang.

8. Ordinary Resolution 7

Continuation in Office as Independent Director

Ordinary Resolution 7 on the continuation of office as Independent Director who served as Independent Director of the Company for a cumulative term of more than nine years – Mr. Mohd Najib Bin Abdul Aziz

Before the Chairman proceed to table the special businesses on agenda No. 8 to No. 10 on the proposed renewal of shareholders' mandate for recurrent related party transactions, he informed that interested directors, major shareholders and/or persons connected with these shareholders will abstained from voting for ordinary resolutions 8 to 10

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9. Ordinary Resolution 8

To approve the renewal of shareholders’ mandate for recurrent related party transactions with Sea Travel and Tours Sdn. Bhd.

Ordinary Resolution 8 on to approve the renewal of shareholders’ mandate for recurrent related party transactions with Sea Travel and Tours Sdn. Bhd.was duly tabled at the meeting

10. Ordinary Resolution 9

To approve the renewal of shareholders’ mandate for recurrent related party transactions with Kumpulan Melaka Bhd.

Ordinary Resolution 9 on to approve the renewal of shareholders’ mandate for recurrent related party transactions with Kumpulan Melaka Bhd. was duly tabled at the meeting

11. Ordinary Resolution 10

To approve the renewal of shareholders’ mandate for recurrent related party transactions with Dimara Holdings Sdn. Bhd.

Ordinary Resolution 10 on to approve the renewal of shareholders’ mandate for recurrent related party transactions with Dimara Holdings Sdn. Bhd. was duly tabled at the meeting

12. Ordinary Resolution 11

To approve authority to allot shares pursuant to Section 75 and Section 76 of the Companies Act 2016.

Ordinary Resolution 11 on the approval of authority to allot shares pursuant to Section 75 and Section 76 of the Companies Act 2016 was duly tabled at the meeting

13. Ordinary Resolution 12

To approve the renewal of authority for the Company to purchase its own shares.

Ordinary Resolution 12 on the approval of the renewal of authority for the Company to purchase its own shares was duly tabled at the meeting

QUESTIONS & ANSWERS (Q&A) SESSION

As all resolutions have been tabled, the Chairman then opened the Q&A session and invited questions from the shareholders and proxies. He then handed the floor to Datuk Matthew Tee to address the questions received.

The following questions was raised by the following shareholders during the Q&A session:

Shareholder’s Name	Question	Respond
KOW LIH SHI	What could company ensure company back to stages of profit and able declare Dividend?	The Management has implemented cost savings initiative and to obtain more projects moving forward.
STEPHEN LYE TUCK MENG AND OTHER SHAREHOLDERS	Dear BOD - Kindly give us some e-vouchers, food vouchers or e-wallet (no discount vouchers please) for being loyal shareholders and attending this meeting. Times are bad now. Please be considerate to us shareholders during these trying times.	The Management did not allocate any e-vouchers to the shareholders of the Company during this challenging time.

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During the Q&A session, the Datuk Matthew Tee had addressed all the questions raised by the shareholders in relation to the cost cutting effort and also request for free gifts.

Datuk Matthew Tee handed the floor back to the Chairman.

Subsequently, at approximately 11.25 a.m., the Chairman announced that the shareholders have final 10 minutes to cast their vote(s) before the Chairman announced the voting session closed

At approximately 11.35 a.m., the Chairman declared the voting session closed and informed the shareholders and proxies that the meeting will be adjourned for the poll administrator and scrutineers to validate the vote result. He added that the verification process would take approximately 20 minutes and the AGM would resume when the results of the poll are available. The Chairman adjourned the AGM at 11.45 a.m.

The Chairman called the meeting to order at 12.00 p.m. Before the Chairman announced the result of the poll, he added that the poll results have been verified by Independent Scrutineer from Coopers Professional Scrutineers Sdn. Bhd. The result of the vote was displayed to the shareholders/proxies via live streaming.

The results of the vote on the proposed resolutions are as per Appendix A.

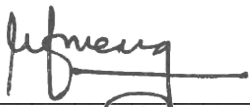
The Chairman declared all the resolutions tabled and voted at this AGM as carried.

The Chairman informed the shareholders and proxies that after deliberating with fellow Board members and the Management Team, as a token of appreciation, the Board decided to reward shareholders and proxies who participated in this AGM with a RM 50 voucher as a token of appreciation to the shareholder's participation in the AGM.

TERMINATION

There being no further business, the meeting terminated at 12.15 p.m. with a vote of thanks to the Chair.

CONFIRMED



CHAIRMAN

Date: 5 December 2022

alex/BPHB/AGMmins15122021