

# **HB GLOBAL LIMITED**

(Company Registration No. 200608505W)

**Minutes of the 16<sup>th</sup> Annual General Meeting of the Company held on a fully virtual basis through live streaming and Remote Participation Voting Facilities provided by Agmo Digital Solutions Sdn Bhd via Its Vote2U Online website at <https://web.vote2u.my> on Friday, 23 Jun 2023 at 10:00am**

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**PRESENT :** **MEMBERS OF THE BOARD**

Mr. Keh Chuan Seng	Executive Chairman
Mr Keh Chuan Yee	Executive Director
Mr Shen Heng Bao	CEO
Mr. Yang Chin Shen	Director
Mr. Ho Pui Hold	Director
Ms. Lew Seh Li	Director
Mr Khoo Lay Tatt	Director

**ABSENT**

**In Attendance**

**:** **-**

**SHAREHOLDERS AND PROXIES**

As per attendance list attached

**COMPANY SECRETARY**

Mr. Ong Tian Soon (Charlie)

**1. CHAIRMAN**

Mr. Keh Chuan Yee took the Chair of the Meeting.

**2. QUORUM**

The requisite quorum being present, as confirmed by the Company Secretary, the Chairman declared the meeting duly convened at 11:00 a.m..

**3. NOTICE OF MEETING**

- 3.1 The notice convening the meeting having been circulated to all the shareholders of the Company in accordance with the Company's Constitution was taken as read.
- 3.2 Before proceeding with the first item on the agenda, Mr Keh Chuan Yee invited the Agmo Digital Solution's polls administrator explain the proceedings of the meeting and the voting procedures.
- 3.3 The polls administrator informed that the business to be transacted at the meeting involve the moving and passing of Seven (7) Ordinary Resolutions with required a vote of simple majority of the members or their proxies present to approve Pursuant to the Listing requirements of Bursa Malaysia Securities Berhad. The resolution a set out in the notice of any general meeting would be voted by way of poll.

**Ordinary Business:**

**4. Audited Financial Statements for the financial year ended 31 December 2022 together with the reports for the directors and auditors**

- 4.1 The first item on the Agenda was to receive the Audited Financial Statements of the Company for the financial year ended 31 December 2022 together with the reports for the Directors and Auditors.
- 4.2 Mr Keh Chuan Yee then invited question from the shareholders regarding the Audited Financial Statements.
- 4.3 As there was no further questions raised, the Chairman declared that the Audited Financial Statement of the Company for the financial year ended 31 December 2022 together with the Reports of the Directors and Auditors were taken as laid before the shareholder pursuant to Section 340(1)(1) of the Companies Act 2016.

**5. Ordinary Resolution 1 - To re-elect Mr Shen Hengbao who retires pursuant to Clause 99.1 of the Company's Constitution.**

- 5.1 Re-elect of Mr Shen Hengbao as Independent CEO of the Company pursuant to Clauses 99.1 of the Company's Constitution was tabled before the meeting to vote.

**6. Ordinary Resolutions 2 - To re-elect Mr Ho Pui Hold, who retires pursuant to Clause 101 of the Company's Constitution.**

- 6.1 Re-elect of Mr Ho Pui Hold as Independent Non-Executive Director of the Company pursuant to Clauses 101 of the Company's Constitution was tabled before the meeting to vote.

**7. Ordinary Resolutions 3 - To re-elect Mr Koh Lay Tatt who retires pursuant to Clause 101 of the Company's Constitution.**

- 7.1 Re-elect of Mr Koh Lay Tatt as Independent Non-Executive Director of the Company pursuant to Clauses 101 of the Company's Constitution was tabled before the meeting to vote.

**8. Ordinary Resolutions 4 - To approve the payment of Directors' fees for the financial year ended 31 December 2022.**

- 8.1 Approve the payment of RM 76,000 for the financial year ended 31 December 2022 until the conclusion of the next annual general meeting was tabled before the meeting to vote.

**9. Ordinary Resolutions 5 - To re-appoint Messrs UHY Lee Seng Chan & Co. as Auditors of the Company for the ensuing year and to authorise the Directors to fix their remuneration.**

- 9.1 Re-appointment of Messrs UHY Lee Seng Chan & Co as Auditor of the Company and to authorise the Directors to fix their remuneration was tabled before the meeting. The retiring Auditors have indicated their willingness to continue in office to vote.

**10. Ordinary Resolutions 6 - Authority to Directors to Allot and Issue Shares.**

- 10.1 Authority for Directors to issues and allot shares pursuant to Section 161 of Companies Act of Singapore Cap 50 was tabled before the meeting to vote.

**11. Ordinary Resolutions 7 - Retention of Mr Yang Chin Shen as an Independent Non-Executive Director of the Company.**

11.1 Retention of Mr Yang Chin Shen as Independent Non-Executive Director of the Company served the company for a cumulative term of more than nine (9) years was tabled before the meeting to vote.

**12. ANY OTHER BUSINESS**

Mr. Keh Chuan Yee informed the shareholders that the Company did not receive any notice to transact any other business.

**13. QUESTION AND ANSWER SESSION**

Question 1: Shareholder enquired on the group's future plan and business direction.

13.1 Mr. Keh Chuan Yee responded that group would remain its existing business direction in view that the business related to food have provided cash flow to the group.

**14. BRIEFING ON POLLING**

14.1 Mr Keh Chuan Yee called upon the Poll Administrator to briefed the shareholders on the polling procedures.

14.2 Once the Chairman of the 16TH AGM announces the opening of remote voting:  
a. Click “Confirm Details & Start Voting”.

b. To vote, select your voting choice from the options provided. A confirmation screen will appear to show your selected vote. Click “Next” to continue voting for all resolutions.

c. To change your vote, click “Back” and select another voting choice.

d. After you have completed voting, a Voting Summary page appears to show all the resolutions with your voting choices. Click “Confirm” to submit your vote.

[Please note that you are not able to change your voting choices after you have confirmed and submitted your votes.]

14.3 Mr Keh Chuan Yee announced the opening of remote voting.

**15. ADJOURNMENT OF MEETING FOR POLL VOTING**

The meeting was adjourned at 11:30 am for the poll voting to commence immediately.

**16. RE-CONVENING OF MEETING AND ANNOVEMENT OF RESULTS**

16.1 The meeting wat re-convened at 11:45 am for the announcement of the results of the poll voting by Mr Keh Chuan Yee.

16.2 The Results of the poll were as follow:

Resolution	Votes For		Votes Against		Total Votes		Results
	No. of shares	%	No. of shares	%	No. of shares	%	
	No. of shares	%	No. of shares	%	No. of shares	%	
Resolution 1	139,441,212	99.7489	351,000	0.2511	139,792,212	100	Carried
Resolution 2	139,791,212	99.9993	1,000	0.0007	139,792,212	100	Carried
Resolution 3	139,791,212	99.9993	1,000	0.0007	139,792,212	100	Carried
Resolution 4	139,557,812	99.8323	234,400	0.1677	139,792,212	100	Carried
Resolution 5	139,790,212	99.9986	2,000	0.0014	139,792,212	100	Carried
Resolution 6	139,557,812	99.8323	234,400	0.1677	139,792,212	100	Carried
Resolution 7	129,500,000	99.8323	0	0.1677	129,500,000	100	Carried
Resolution 7 (tier 2)	10,064,812	97.7906	227,400	2.2094	10,292,212	100	Carried

16.3 The Chairman declared that all the Seven(7) Ordinary Resolutions were carried as follows:

**Ordinary Resolutions 1**

**That** – Mr Shen Heng Bao, who retires pursuant to Clause 99.1 of the Company's Constitution be and is hereby re-elected as CEO of the company.

**Ordinary Resolutions 2**

**That** - Mr Ho Pui Hold, who retires pursuant to Clause 99.1 of the Company's Constitution be and is hereby re-elected as Independent Non-Executive Director of the company.

**Ordinary Resolutions 3**

**That** – Mr Khoo Lay That who retires pursuant to Clause 101 of the Company's Constitution be and is hereby re-elected as Independent Non-Executive Director of the company.

**Ordinary Resolutions 4**

**That** - The payment of RM 76,000.00 as Directors' fees for the financial year ended 31 December 2022.

**Ordinary Resolutions 5**

**That** - Messrs UHY Lee Seng Chan & Co who has indicated their willingness to continue in office of the Company be and is hereby re-appointed as Auditors for the ensuing year and to authorise the Directors to fix their remuneration.

**Ordinary Resolutions 6**

**That** – subject always to the Companies Act of Singapore Cap 50 and the approvals of the relevant governmental and/or regulatory authorities, the Directors be and are hereby empowered pursuant to Section 161 of the Companies Act of Singapore Cap 50, to issues and allot shares in the Company at any time to such persons and upon such terms and conditions and for such purposes as the Directors may in their absolute discretion deem fit, provided that the aggregate number of shares to be issued does not exceed 10% of the total number of issued shares (excluding treasury shares) of the company for the time being and that the Directors be and are also empowered to obtain the approval for the listing of and quotation of the additional shares so issued immediately upon the passing of this Resolution and continues to be in force until the conclusion of the next Annual General Meeting of the Company.

**Ordinary Resolutions 7 – 2 TIERS VOTING**

**That –** Retained Mr Yang Chin Shen is hereby re-elected as Independent Non-Executive Director of the company based on 2 tiers and :

- a) He was able to bring independent and objective judgment to the Board's deliberations;
- b) He has not been involved in any business or other relationship which could hinder the exercise of independent judgement, objectivity or his ability to act in the best interest of the Company;
- c) He has no potential conflict of interest, whether business or non-business related with the Company;
- d) His experience enables him to provide the Board with a diverse set of experience, expertise, skills and competence; and
- e) He has exercised due care during his tenure as Independent Non-Executive Director of the Company and carried out his professional duties in the interest of the Company and Shareholders.

**17. CLOSURE OF MEETINGS**

The meeting closed at 12:00 am with a vote of thanks to the Chair.

CONFIRMED AS A CORRECT RECORD  
OF THE PROCEEDINGS THEREAT



Mr Keh Chuan Yee  
Chairman