

**HB GLOBAL LIMITED**  
(Company Registration No. 200608505W)

**Minutes of the 18<sup>th</sup> Annual General Meeting of the Company held at Meeting Room 1, Level 3A, Vivatel Kuala Lumpur, 85, Jalan Loke Yew, Taman Miharja, 55200 Kuala Lumpur, Wilayah Persekutuan Kuala Lumpur, on 23<sup>rd</sup> June 2025, 10:30am.**

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

Mr. YTM Dato' Johan Pahlawan	Chairman
Lela Perkasa Sitiawan Dato'	
Muhammed Bin Haji Abdullah	
Mr. Ho Pui Hold	Director
Mr. Chin Nyat Fwu	Director
Mr. Dato Haji Mohd Hizzat Bin Mohd Shah	Director

**ABSENT** : **MEMBERS OF THE BOARD**

Mr. Shen Heng Bao	CEO
Mr. Keh Chun Yee	Executive Director
Mr. Yang Chin Shen	Director
Ms. Elizabeth Siew Wai Kit	Director

**In Attendance** : **SHAREHOLDERS AND PROXIES**  
As per attendance list attached

**COMPANY SECRETARY**  
Mr. Ong Tian Soon (Charlie)

**AUDITOR**  
Ms. Yuki Su

**CHAIRMAN**

Mr. YTM Dato' Johan Pahlawan Lela Perkasa Sitiawan Dato' Muhammed Bin Haji Abdullah took the Chair of the Meeting.

**1. QUORUM**

The requisite quorum being present, as confirmed by the Company Secretary, the Chairman declared the meeting duly convened at 10:30 a.m.

**2.1 NOTICE OF MEETING**

The notice convening the meeting has been circulated to all the shareholders of the Company in accordance with the Company's Constitution was taken as read.

2.2 Before proceeding with the first item on the agenda, the Chairman explained the proceedings of the meeting and the voting procedures. The company has appointed Aldpro Corporate Services Sdn. Bhd. as poll administrator and CSC Securities Services Sdn. Bhd. as independent scrutineer. Poll voting will be conducted after all agenda items are discussed, and the Chairman's declaration of the outcome of each resolution shall be final.

**Ordinary Business:**

3. **Audited Financial Statements of the Company and of the Group for the financial year ended 31 December 2024, together with the reports of the directors and auditors.**
- 3.1 **The first item on the Agenda was to receive the Audited Financial Statements of the Company and of the Group for the financial year ended 31 December 2024, together with the reports for the Directors and Auditors thereon.**
- 3.2 The Chairman then invited question from the shareholders regarding the Audited Financial Statements.
- 3.3 As there were no further questions raised, the Chairman declared that the Audited Financial Statement of the Company for the financial year ended 31 December 2024, together with the Reports of the Directors and Auditors thereon were taken as laid before the shareholder, pursuant to Section 340(1)(1) of the Companies Act 2016.
4. **Ordinary Resolution 1 - To re-elect Mr. Keh Chuan Yee, who retires pursuant to Clause 99.1 of the Company's Constitution**
- 4.1 Re-elect Mr. Keh Chuan Yee as Executive Director of the Company pursuant to Clauses 99.1 of the Company's Constitution was tabled before the meeting to vote.
5. **Ordinary Resolution 2 - To re-elect Mr. YTM Dato' Johan Pahlawan Lela Perkasa Sitiawan Dato' Muhammed Bin Haji Abdullah, who retires pursuant to Clause 101 of the Company's Constitution.**
- 5.1 Re-elect Mr. YTM Dato' Johan Pahlawan Lela Perkasa Sitiawan Dato' Muhammed Bin Haji Abdullah as Independent Non-Executive Chairman of the Company pursuant to Clauses 101 of the Company's Constitution was tabled before the meeting to vote.
6. **Ordinary Resolution 3 - To re-elect Mr. Chin Nyat Fwu, who retires pursuant to Clause 101 of the Company's Constitution.**
- 6.1 Re-elect Mr. Chin Nyat Fwu 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 Resolution 4 - To re-elect Ms. Elizabeth Siew Wai Kit, who retires pursuant to Clause 101 of the Company's Constitution.**
- 7.1 Re-elect Ms. Elizabeth Siew Wai Kit 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 Resolution 5 - To re-elect Mr. Dato Haji Mohd Hizzat Bin Mohd Shah, who retires pursuant to Clause 101 of the Company's Constitution.**
- 8.1 Re-elect Mr. Dato Haji Mohd Hizzat Bin Mohd Shah as Independent Non-Executive Director of the Company pursuant to Clauses 101 of the Company's Constitution was tabled before the meeting to vote.
9. **Ordinary Resolution 6 – Approval of Directors' Fees and Benefits**

9.1 The proposed payment of directors' fees and other benefits amounting to RM101,000 for the financial year ended 31 December 2024 was tabled before the meeting to vote.

**10. Ordinary Resolution 7 – Re-appointment of Auditors and Authority to Fix Their Remuneration**

10.1 The proposed re-appointment of Messrs UHY Lee Seng Chan & Co. as auditors of the company for the ensuing year and the authorisation for the Directors to fix their remuneration was tabled before the meeting to vote.

**11. Ordinary Resolution 8 – Authority for Directors to Allot and Issue Shares**

11.1 Shareholders' approval was sought to renew the general mandate, authorising the Directors to allot and issue shares up to 10% of the Company's issued share capital, at the time of issuance. This mandate grants the Directors the flexibility to issue shares for purposes they consider to be in the best interests of the Company, without convening a separate general meeting.

11.2 It was explained that, in accordance with Section 85 of the Companies Act 2016 and Clause 54 of the Company's Constitution, shareholders would waive their pre-emptive rights over any new shares or convertible securities issued under this authority. These new shares would rank pari passu in all respects with existing shares.

11.3 The authority, if granted, would remain valid until the conclusion of the next Annual General Meeting, unless revoked or amended by shareholders in a general meeting.

11.4 The resolution was tabled before the meeting to vote.

**12. Ordinary Resolution 9 – Retention of Mr. Yang Chin Shen as an Independent Non-Executive Director**

12.1 Shareholders' approval was sought via a two-tier voting process, for the retention of Mr. Yang Chin Shen as an Independent Non-Executive Director of the Company, having served for a cumulative term of more than 9 years.

**13. Ordinary Resolution 10 – Retention of Mr. Ho Pui Hold as an Independent Non-Executive Director**

13.1 Shareholders' approval was sought via a two-tier voting process, for the retention of Mr. Ho Pui Hold as an Independent Non-Executive Director of the Company, having served for a cumulative term of more than 9 years.

**14. ANY OTHER BUSINESS**

The Chairman informed the shareholders that the Company did not receive any notice to transact any other business.

**15. QUESTION AND ANSWER SESSION**

Question 1: Shareholder enquired on future development of the company

15.1 The Chairman responded that the director would report and present the future development

15.2 The Chairman, with support from Independent Director Dato' Hizzat, addressed the shareholder's question regarding the Director's absence. The Chairman conveyed the Company's apology and clarified that the Director was unable to attend due to illness and concurrent business development commitments.

## **16. BRIEFING ON POLLING**

16.1 The Chairman informed the meeting that he had been appointed as proxy for several shareholders and would vote in accordance with the instructions provided.

16.2 The Chairman briefed the shareholders on the polling procedures, which would be facilitated by the Company's Share Registrar, ALDpro Corporate Services Sdn Bhd, with the appointed Scrutineers overseeing and verifying the vote counting.

16.3 It was noted that each shareholder received a personalized poll slip upon registration. Shareholders were instructed to indicate their choices by placing a cross in the appropriate box and signing the poll slip, to cast their vote. Representatives from ALDpro Corporate Services Sdn Bhd would circulate the meeting venue to collect the completed poll slips.

16.4 The meeting would be adjourned for approximately 20 to 30 minutes to allow for the counting and verification of votes.

## **17. ADJOURNMENT OF MEETING FOR POLL VOTING**

The meeting was adjourned at 11:00 am for the poll voting to commence immediately.

## **18. RE-CONVENING OF MEETING AND ANNOUNCEMENT OF RESULTS**

18.1 The meeting was re-convened at 11:15 am for the announcement of the results of the poll voting by the Chairman.

18.2 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	%	
1	94,970,902	99.9926	7,000	0.0074	94,977,902	100	Carried
2	94,977,902	100	0	0	94,977,902	100	Carried
3	94,970,902	99.9926	7,000	0.0074	94,977,902	100	Carried
4	94,970,902	99.9926	7,000	0.0074	94,977,902	100	Carried
5	94,957,902	100	0	0	94,977,902	100	Carried
6	94,957,902	100	0	0	94,977,902	100	Carried
7	94,977,902	100	0	0	94,977,902	100	Carried
8	94,970,802	99.9925	7,100	0.0075	94,977,902	100	Carried
9	38,750,000	100	0	0	94,977,902	100	Carried
9 (Tier 2)	56,220,402	99.9867	7,500	0.0133			
10	38,750,000	100	0	0	94,977,902	100	Carried
10 (Tier 2)	56,227,402	99.9991	500	0.0009			

18.3 The Chairman declared that all the ten (10) Ordinary Resolutions were carried as follows:

**Ordinary Resolutions 1**

**That** – Mr. Keh Chuan Yee who retires pursuant to Clause 99.1 of the Company's Constitution be and is hereby re-elected as Executive Director of the company.

**Ordinary Resolutions 2**

**That** – Mr. Dato' Johan Pahlawan Lela Perkasa Sitiawan Dato' Muhammed Bin Haji Abdullah, 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 3**

**That** – Mr. Chin Nyat Fwu 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** – Ms. Elizabeth Siew Wai Kit 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 5**

**That** – Mr. Dato Haji Mohd Hizzat Bin Mohd Shah 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 Resolution 6**

**That** – The payment of directors' fees and other benefits payable of RM 101,000 for the financial year ended 31 December 2024 be and is hereby approved.

**Ordinary Resolution 7**

**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 Resolution 8**

**That** – The authority for Directors to allot and issue shares of the Company, not exceeding 10% of the total number of issued shares at the time of issuance, pursuant to Section 85 of the Companies Act 2016 and Clause 54 of the Company's Constitution, and with the waiver of shareholders' pre-emptive rights, be and is hereby approved. This authority shall continue in force until the conclusion of the next Annual General Meeting of the Company, unless revoked or varied by the Company in a general meeting

**Ordinary Resolution 9**

**That** – Mr. Yang Chin Shen, who has served as an Independent Non-Executive Director of the Company for more than 9 years, be retained in his role, and such retention be and is hereby approved.

**Ordinary Resolution 9 (Tier 2)**

**That** - Mr. Yang Chin Shen, who has served as an Independent Non-Executive Director of the Company for more than 9 years, be retained in his role, and such retention be and is hereby approved.

**Ordinary Resolution 10**

**That** - Mr. Ho Pui Hold, who has served as an Independent Non-Executive Director of the

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Company for more than 9 years, be retained in his role, and such retention be and is hereby approved.

**Ordinary Resolution 10 (Tier 2)**

**That** - Mr. Ho Pui Hold, who has served as an Independent Non-Executive Director of the Company for more than 9 years, be retained in his role, and such retention be and is hereby approved

19. **CLOSURE OF MEETINGS**

The meeting closed at 11:00 am with a vote of thanks to the Chair.

CONFIRMED AS A CORRECT RECORD  
OF THE PROCEEDINGS THEREAT

Mr YTM Dato' Johan Pahlawan Lela Perkasa  
Sitiawan Dato' Muhammed Bin Haji Abdullah  
Chairman