COMPUGATES HOLDINGS BERHAD

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

Minutes of the Twentieth Annual General Meeting ("**20th AGM" or "Meeting**") of **COMPUGATES HOLDINGS BERHAD** ("**CHB**" or the **"Company**") duly held at Greens III Sports Wing, Tropicana Golf & Country Resort, 47410 Petaling Jaya, Selangor Darul Ehsan on **Wednesday, 28 May 2025** at **10.00 a.m**.

PRESENT

Board of Directors:

Tan Sri Datuk Asmat bin Kamaludin ("**Tan Sri Chairman**" or "**Tan Sri Asmat**")
(Chairman of the Meeting)
- Non-Independent Non-Executive Chairman

Encik Mohamed Fauzi bin Omar
- Non-Independent Non-Executive Director

Madam See Thoo Chan ("**Madam See Thoo**")
- Executive Director

Madam Low Geok Eng ("**Madam Low**")
- Independent Non-Executive Director

Chief Executive Officer:
Mr. Goh Kheng Peow ("**Mr. Goh**")

ABSENT

Mr. Goh Tai Wai ("**Mr. Goh TW**")
- Non-Independent Non-Executive Director

Madam Tan Siew Li ("**Madam Tan**")
- Independent Non-Executive Director

Members and Proxies:
As per attendance list

Company Secretary:
Mr. Jeremy Tai Yung Wei

External Auditors:
Ms. Tan Veer Leen
Mr. Hong Kee Haw
- Grant Thornton Malaysia PLT

1. **CHAIRMAN**

Tan Sri Asmat was elected as Chairman of the 20th AGM.

Tan Sri Chairman took the chair and called the Meeting to order at 10.35 a.m.

2. **WELCOME ADDRESS**

Tan Sri Chairman extended a warm welcome to the Members and proxies present and introduced the members of the Board of Directors ("**Board**"), the Company Secretary and the Auditors present.

3. **QUORUM**

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

4. **NOTICE OF MEETING**

The Company Secretary informed that Notice of the Meeting ("**Notice**") had been despatched to the Members and the Auditors of the Company and advertised in the New Straits Times on 25 April 2025 in accordance with the Company's Constitution. The Notice was taken as read.

5. **POLL VOTING**

Tan Sri Chairman informed that the voting on all the Ordinary Resolutions 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 of Bursa Malaysia Securities Berhad via electronic voting. For this purpose, Tan Sri Chairman exercised his 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 all the Ordinary Resolutions which would be put to voting at the Meeting.

The Company had appointed Tricor Investor & Issuing House Services Sdn Bhd as Poll Administrator to conduct the polling process for the Meeting and Scrutineer Solutions Sdn Berhad as Independent Scrutineer to verify the poll results.

The voting session had commenced at 10.51 a.m.

Tan Sri 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 all Agenda items to be transacted at the Meeting.

6. **AGENDAS FOR THE MEETING**

Tan Sri Chairman then proceeded to brief the Members and the proxies present on the Agendas for the Meeting.

i. Audited Financial Statements for the financial year ended 31 December 2024 together with the Reports of the Directors and Auditors thereon ("AFS 2024")

The AFS 2024 were laid in accordance with Section 340(1)(a) of the Companies Act 2016 for discussion only and did not require Members' approval. Hence, the AFS 2024 would not be put forward for voting.

ii. Payment of Directors' fees of up to RM446,400 for the financial year ending 31 December 2025

Ordinary Resolution 1 was to consider the proposed payment of Directors' fees of RM446,400.00 for the financial year ending 31 December 2025.

iii. Re-election of Directors of the Company

Ordinary Resolution 2 was to consider the re-election of Madam See Thoo as Director, who retired by rotation pursuant to Clause 134 of the Company's Constitution and who being eligible, had offered herself for re-election. Madam See Thoo's profile was set out on page 6 of the Annual Report for the financial year ended 31 December 2024 ("**Annual Report 2024**").

Ordinary Resolution 3 was to consider the re-election of Mr. Goh TW as Director, who retired by rotation pursuant to Clause 134 of the Company's Constitution and who being eligible, had offered himself for re-election. Mr. Goh TW's profile was set out on page 6 of the Annual Report 2024.

iv. Re-appointment of Auditors

Ordinary Resolution 4 was to consider the proposed re-appointment of Grant Thornton Malaysia PLT as Auditors of the Company until the conclusion of the next Annual General Meeting and to authorise the Directors to fix their remuneration.

Grant Thornton Malaysia PLT had expressed their willingness to continue in office.

vi. Authority to Allot and Issue Shares Pursuant to Sections 75 and 76 of the Companies Act 2016

Ordinary Resolution 5 was to consider the proposed renewal of general mandate to be given to the Directors of the Company to allot and issue shares pursuant to Sections 75 and 76 of the Companies Act 2016 ("**General Mandate**").

Tan Sri Chairman referred the Members and proxies present to the explanatory note F of the Notice for the details of the General Mandate.

vii. Any Other Business

The Company Secretary confirmed that the Company had not received any notice for transaction of any other business at the Meeting.

7. QUESTIONS AND ANSWERS ("Q&A") SESSION

Tan Sri Chairman informed the Meeting that the Company had not received any questions from the Members and proxies of the Company.

8. POLLING PROCESS

The voting session closed at 10.51 a.m. Tan Sri Chairman then adjourned the Meeting for the Independent Scrutineer to verify the poll results.

9. **ANNOUNCEMENT OF POLL RESULTS**

At 11.08 a.m., Tan Sri Chairman called the Meeting to order for the declaration of poll results. Tan Sri Chairman informed that he had received the poll results which had been validated by the Independent Scrutineer as follows:

Resolution	Voted For		Voted Against	
	No. of shares	%	No. of shares	%
Ordinary Resolution 1	4,078,978,540	99.9999	400	0.0000
Ordinary Resolution 2	4,218,978,940	100	0	0
Ordinary Resolution 3	4,218,978,940	100	0	0
Ordinary Resolution 4	4,218,978,940	100	0	0
Ordinary Resolution 5	4,218,978,940	100	0	0

Tan Sri Chairman then declared all Ordinary Resolutions 1 to 5 were carried and passed as follows:

Ordinary Resolution 1
Payment of Directors' fees of up to RM446,400 for the financial year ending 31 December 2025

"**THAT** the payment of Directors' fees of up to RM446,400 for the financial year ending 31 December 2025 be and is hereby approved."

Ordinary Resolution 2
Re-election of Madam See Thoo Chan as Director of the Company

"**THAT** Madam See Thoo, who retires by rotation pursuant to Clause 134 of the Company's Constitution, being eligible and having offered herself for re-election, be and is hereby re-elected as Director of the Company."

Ordinary Resolution 3
Re-election of Mr. Goh Tai Wai as Director of the Company

"**THAT** Mr. Goh TW, who retires by rotation pursuant to Clause 134 of the Company's Constitution, being eligible and having offered himself for re-election, be and is hereby re-elected as Director of the Company."

Ordinary Resolution 4
Re-appointment of Auditors

"**THAT** Grant Thornton Malaysia PLT be and are hereby re-appointed as Auditors of the Company until the conclusion of the next annual general meeting at a remuneration to be fixed by the Directors."

Ordinary Resolution 5
Authority to Allot and Issue Shares Pursuant to Sections 75 and 76 of the Companies Act 2016

"**THAT** pursuant to Sections 75 and 76 of the Companies Act 2016, and subject to the approvals of the relevant governmental and/or regulatory authorities, the Directors of the Company be and are hereby empowered to allot and issue shares in the Company from time to time at such price, upon such terms and conditions, for such purposes and to such person or persons whomsoever as the Directors may, in their absolute discretion, deem fit, provided that the aggregate number of shares 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 also empowered to obtain approval from Bursa Malaysia Securities Berhad for the listing of and quotation for the additional shares so issued and that such authority shall continue in force until the conclusion of the

next annual general meeting of the Company after the approval was given or at the expiry of the period within which the next annual general meeting is required to be held after the approval was given, whichever is earlier unless revoked or varied by an ordinary resolution of the Company at a general meeting ("**Mandate**");

THAT approval be and is hereby given for the waiver of the pre-emptive rights of the existing shareholders of the Company to be offered new shares in proportion to their shareholdings ranking equally to the existing issued shares of the Company pursuant to Section 85 of the Companies Act 2016 and Clause 65 of the Constitution of the Company arising from any issuance of new shares pursuant to the Mandate;

AND THAT the Board of Directors of the Company be exempted from the obligation to offer such new shares first to the existing shareholders of the Company arising from any issuance of new shares pursuant to the Mandate."

10. **CLOSE OF MEETING**

There being no other business, the Meeting ended at 11.08 a.m. with a vote of thanks to the Chair.

CONFIRMED

TAN SRI DATUK ASMAT BIN KAMALUDIN
Chairman

Date: 28 May 2025