

CONFIDENTIAL

BETAMEK BERHAD

(Registration No. 202101041577 (1441877-P))

MINUTES OF THE SECOND ANNUAL GENERAL MEETING (“AGM”) OF BETAMEK BERHAD (THE “COMPANY” OR “BETAMEK”) HELD AT NICE BANQUET HALL, NO 6, JALAN BJ 1, TAMAN BELMAS JOHAN, 48000 RAWANG, SELANGOR DARUL EHSAN, MALAYSIA ON THURSDAY, 24 AUGUST 2023 AT 10:00 A.M.

PRESENT:-

DIRECTORS

- En Ahmad Subri bin Abdullah
- Independent Non-Executive Chairman and also a shareholder
- En Mirzan bin Mahathir
- Managing Director and also a proxyholder
- En Muhammad Fauzi bin Abd Ghani
- Executive Director and also a shareholder
- Pn Azlina binti Abdul Aziz
- Independent Non-Executive Director and also a shareholder
- Madam Yap Suan See
- Independent Non-Executive Director and also a shareholder
- En Mohd Shahrman bin Mohd Sidek
- Independent Non-Executive Director and also a shareholder

IN ATTENDANCE

- Ms Chan Yoke Peng - Company Secretary
Ms Foo Lee Meng - Representative from Grant Thornton Malaysia PLT, the External Auditors

BY INVITATION

- En Megat Iskandar Hashim bin Ismail - Chief Operating Officer
En Nor' Azrin bin Nusi - Chief Financial Officer
En Safuan bin Yusof - Chief Technology Officer
Ms Tay Yoke Theng - General Manager and Head of Procurement and Administration
Ms Lim Kim Thao - Representative from Grant Thornton Malaysia PLT, the External Auditors

BY INVITATION (Cont'd)

Mr Chong Hsu-Yeung	-	Representative from M&A Securities Sdn. Bhd., Sponsor
Ms Wong Wai Chyi	-	Representative from M&A Securities Sdn. Bhd., Sponsor
Mr Seah Chanyen	-	Representative from M&A Securities Sdn. Bhd., Sponsor
Ms Wong Chia Li	-	Representative from M&A Securities Sdn. Bhd., Sponsor
Ms Tan Ping Sin	-	Representative from Boardroom Corporate Services Sdn. Bhd. (" Boardroom ")
Ms Alice Low Pui Kei	-	Representative from Boardroom
Ms Salinah A/P David Joachim	-	Representative from SKY Corporate Services Sdn. Bhd. (" SKY "), Independent Scrutineers
Ms Hazlinda binti Fauzi	-	Representative from SKY, Independent Scrutineers

The shareholders and proxyholders (collectively referred to as "**Members**") who attended the AGM were set out in the Attendance List attached and shall form an integral part of these Minutes.

CHAIRMAN

The Chairman of the Board of Directors (the "**Board**"), En Ahmad Subri bin Abdullah, extended a warm welcome to all Members and invitees present at the Second ("**2nd**") AGM of the Company.

QUORUM

The Company Secretary confirmed that a quorum was present for the Meeting. With the requisite quorum being present, the AGM was called to order at 10:00 a.m..

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SUMMARY OF PROXIES FORMS RECEIVED

The Company Secretary also reported that the Company had received in total thirteen (13) proxy forms from the shareholders for a total of Three Hundred Twenty-Five Million One Hundred Ninety-Six Thousand and Five Hundred (325,196,500) ordinary shares representing 72.27% of the issued share capital of the Company.

Out of those, there were two (2) shareholders who had appointed the Chairman of the Meeting as proxy to vote on their behalf and the shares so represented were Four Thousand and One Hundred (4,100) ordinary shares representing 0.001% of the issued share capital of the Company.

The Chairman proceeded to introduce the Board members and the Company Secretary to all present at the Meeting. The representatives from Grant Thornton Malaysia PLT, the External Auditors and M&A Securities Sdn. Bhd., the Sponsor of the Company were also present at the Meeting.

The Chairman also informed the Members of their right to participate, speak and vote at the AGM.

NOTICE OF MEETING

With the consent of the Members, the Notice convening the 2nd AGM having been circulated within the prescribed period was taken as read. The Chairman then proceeded with the business on the agenda.

POLLING AND ADMINISTRATIVE GUIDE

The Chairman informed the Meeting that pursuant to Rule 8.31A of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad (“**Bursa Securities**”), all resolutions set out in the Notice of the AGM must be voted by poll. Pursuant to Clause 84 of the Company’s Constitution, the Chairman then demanded for a poll to be taken for all the resolutions set forth in the Notice of the 2nd AGM.

The Chairman also informed the Meeting that the Company had appointed Boardroom Share Registrars Sdn. Bhd. as the Poll Administrators to facilitate the poll voting and SKY Corporate Services Sdn. Bhd. as the Independent Scrutineers to validate the poll results.

The Chairman further informed that the Meeting shall go through all the resolutions and proceed with the polling procedures and process after the last resolution has been tabled.

The Chairman then proceeded with the business of the Meeting and went through each of the resolutions set out in the Notice of the 2nd AGM.

DISCUSSION ITEM**- AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 MARCH 2023**

The Audited Financial Statements together with the Reports of the Directors and Auditors (“**Audited Financial Statements**”) of the Company for the financial year ended 31 March 2023 having been circulated to all the shareholders of the Company within the statutory period were taken as read.

The Chairman informed the Meeting that this item on the agenda was meant for discussion. It would not be put to voting by shareholders as it did not require approval from the shareholders of the Company.

The Chairman further informed the Meeting that the question and answer session would be opened after all the resolutions have been tabled.

The Chairman went through the remainder resolutions set out in the Notice of the 2nd AGM.

After all the resolutions have been tabled to the Meeting, a video presentation on the Company’s profile and financial performance for the financial year ended 31 March 2023 was presented to the Members.

The Chairman then informed the Meeting of the commencement of the question and answer session. There being no questions from the floor, the Chairman declared that the Audited Financial Statements of the Company for the financial year ended 31 March 2023 had been duly tabled and received by the shareholders of the Company.

POLLING PROCEDURES AND PROCESS

The Chairman then directed for the closing of the registration of the shareholders and proxies for the AGM. The Chairman informed that the poll would be conducted electronically and invited the Poll Administrator to brief the floor on the polling procedures.

The Chairman further informed that the outcome of the poll would be announced after the short break as it would take some time for the Independent Scrutineers to tabulate the results of the poll. At this juncture, the Poll Administrator and the Independent Scrutineers were invited to commence the polling process.

The Meeting was then adjourned at 10:30 a.m. for the votes to be counted and to enable the Independent Scrutineers to tabulate the results of the poll.

The Meeting resumed at 10:52 a.m. for the declaration of the results of the poll.

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ANNOUNCEMENT OF POLL RESULTS

The Chairman announced the results of the poll as follows:-

ORDINARY RESOLUTION 1**- DIRECTORS' FEES TO THE NON-EXECUTIVE DIRECTORS FOR THE FINANCIAL YEAR ENDED 31 MARCH 2023**

Ordinary Resolution 1	Vote For		Vote Against		Results
	No. of Shares	%	No. of Shares	%	
<i>To approve the payment of Directors' fees of RM190,000 to the Non-Executive Directors for the financial year ended 31 March 2023</i>	341,391,600	100.0000	-	-	Carried

It was unanimously RESOLVED:-

That the Directors' fees of RM190,000 to the Non-Executive Directors for the financial year ended 31 March 2023 be and is hereby approved for payment to the Non-Executive Directors.

ORDINARY RESOLUTION 2**- FEES AND BENEFITS PAYABLE TO THE NON-EXECUTIVE DIRECTORS FOR THE PERIOD FROM 1 APRIL 2023 UNTIL THE NEXT AGM**

Ordinary Resolution 2	Vote For		Vote Against		Results
	No. of Shares	%	No. of Shares	%	
<i>To approve the fees up to an aggregate amount of RM235,000 and benefits of up to RM15,000 payable to the Non-Executive Directors of the Company and its subsidiary for the period from 1 April 2023 until the next AGM of the Company and the payment thereof</i>	341,391,600	100.0000	-	-	Carried

It was unanimously RESOLVED:-

That the fees up to an aggregate amount of RM235,000 and benefits of up to RM15,000 payable to the Non-Executive Directors of the Company and its subsidiary for the period from 1 April 2023 until the next AGM of the Company be and are hereby approved for payment to the Non-Executive Directors.

ORDINARY RESOLUTION 3
RE-ELECTION OF DIRECTOR – EN MIRZAN BIN MAHATHIR

Ordinary Resolution 3	Vote For		Vote Against		Results
	No. of Shares	%	No. of Shares	%	
<i>To re-elect En Mirzan bin Mahathir who retires by rotation in accordance with Clause 102 of the Constitution of the Company</i>	341,391,600	100.0000	-	-	Carried

It was unanimously RESOLVED:-

That the retiring Director, En Mirzan bin Mahathir be and is hereby re-elected as Director of the Company.

ORDINARY RESOLUTION 4
RE-ELECTION OF DIRECTOR – EN MUHAMMAD FAUZI BIN ABD GHANI

Ordinary Resolution 4	Vote For		Vote Against		Results
	No. of Shares	%	No. of Shares	%	
<i>To re-elect En Muhammad Fauzi bin Abd Ghani who retires by rotation in accordance with Clause 102 of the Constitution of the Company</i>	341,391,600	100.0000	-	-	Carried

It was unanimously RESOLVED:-

That the retiring Director, En Muhammad Fauzi bin Abd Ghani be and is hereby re-elected as Director of the Company.

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ORDINARY RESOLUTION 5**– RE-APPOINTMENT OF AUDITORS**

Ordinary Resolution 5	Vote For		Vote Against		Results
	No. of Shares	%	No. of Shares	%	
<i>To re-appoint Grant Thornton Malaysia PLT as the Auditors of the Company and to authorise the Directors to fix their remuneration</i>	341,391,600	100.0000	-	-	Carried

It was unanimously RESOLVED:-

That the retiring Auditors, Grant Thornton Malaysia PLT, having indicated their willingness to continue in office, be and are hereby re-appointed as the Auditors of the Company for the ensuing year until the conclusion of the next AGM and that the Directors be and are hereby authorised to fix their remuneration.

ORDINARY RESOLUTION 6**– AUTHORITY UNDER SECTIONS 75 AND 76 OF THE COMPANIES ACT 2016 FOR THE DIRECTORS TO ALLOT AND ISSUE SHARES; AND WAIVER OF PRE-EMPTIVE RIGHTS**

Ordinary Resolution 6	Vote For		Vote Against		Results
	No. of Shares	%	No. of Shares	%	
<i>Authority under Sections 75 and 76 of the Companies Act 2016 for the Directors to allot and issue shares; and Waiver of pre-emptive rights.</i>	341,391,400	99.9999	200	0.0001	Carried

It was RESOLVED:-

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 be and are hereby empowered to issue new shares in the Company at any time, at such price, upon such terms and conditions and 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 in any one financial year does not exceed 10% of the total number of issued shares of the Company for the time being AND THAT the Directors be and are also hereby empowered to obtain the 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.

THAT in connection with the above, pursuant to Section 85(1) of the Act read together with Clause 63 of the Constitution of the Company, the shareholders do hereby waive the statutory pre-emptive rights of the offered shares in proportion of their holdings at such price and at such terms to be offered arising from any issuance of new shares above by the Company.

AND THAT the new shares to be issued shall, upon allotment and issuance, rank *pari passu* 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 which may be declared, made or paid before the date of allotment of such new shares.

CONCLUSION OF THE MEETING

There being no other matters, the Meeting concluded at 10:56 a.m. with a vote of thanks to the Chair.

SIGNED AS A CORRECT RECORD

- Approved -

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CHAIRMAN