



(Company No: 200001004231 (506836-X))
(Incorporated in Malaysia)

Summary of Minutes of the 24th Annual General Meeting of the Company held at the Broadcast Venue at Board Room, Third Floor, Encorp Berhad, No 46-3, Jalan PJU 5/22, Pusat Perdagangan Kota Damansara, Kota Damansara PJU 5, 47810 Petaling Jaya, Selangor Darul Ehsan on Virtual Basis on Wednesday, 26th June 2024 at 3.00 p.m.

1. CHAIRPERSON

Encik Mohd Yusmadi Bin Mohd Yusoff ("**the Chairman**") as the Chairman, presided to chair the meeting. He acknowledged the presence of the members of the Board of Directors ("**the Board**"), the Company Secretary and the Management of the Company, the shareholders & proxies and other participants to the 24th Annual General Meeting ("**the 24th AGM**") of the Company. He extended the apologies of Encik Hazurin bin Harun, the Group Chief Executive Officer, who is away performing his pilgrimage obligations in Mecca.

The Chairman also informed the meeting that in compliance with the Guidance Note on the Conduct of General Meetings for Listed Issuers issued by the Securities Commission Malaysia, the Board has decided that this 24th AGM be held via live stream webcast and using online remote voting without the need of physical attendance by shareholders and proxies.

2. QUORUM

The Secretary confirmed that a quorum was present in accordance to Clause 76 of the Company's Constitution and Tuan Chairman called the meeting to order at 3.00 p.m.

3. NOTICE

The Chairman informed the meeting that the Notice convening the 24th AGM have been circulated within the prescribed period, and sought the permission of the members virtually present to take the Notice as read. There being no objections, the Notice was taken as read.

The Chairman then invited the Company Secretary to present the manner of proceedings of the meeting.

4. MANNER OF PROCEEDINGS OF THE 24TH AGM AND VOTING

The Company Secretary informed the members on the manner of the proceedings of the 24th AGM where the shareholders and proxies shall be using the real-time submission of typed questions to exercise their rights to speak or communicate in a virtual meeting. She added that the answers to the queries shall be addressed towards the end of the agenda, prior to the holding of the voting.



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The Chairman also informed the meeting on the manner of voting, which shall be carried out by way of polling pursuant to Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad. He added that the polling process shall come under the scrutiny of an independent party, namely Commercial Quest Sdn Bhd.

The Chairman then presented a video clip outlining the step-to-step guide on online voting module and proceeded with the agenda of the meeting.

5. AGENDA OF THE MEETING

The Chairman went through each of the 7 resolutions as set out in the notice of the 24th AGM, and highlighted that the Audited Financial Statements for the financial year ended 31 December 2023 together with the Report of the Directors and Auditors thereon does not require voting.

Tuan Chairman also informed the members that the Company did not receive any other business to be transacted.

6. QUERIES RECEIVED

Tuan Chairman then requested the Company Secretary to present the queries raised via the live stream player. The meeting NOTED the following queries and the Company's responses as follows:-

6.1 Gifts for shareholders who attend the meeting

The Company Secretary informed the shareholders that gifts in the form of a lunch voucher shall be issued to the attendees in due course.

6.2 Costs of Virtual AGM

The Company Secretary commented that the costs of a virtual AGM is similar as to a physical AGM.

6.3 Hard Copies of Annual Report

The Company Secretary informed the meeting that the Company shall issue hard copies of Annual Report upon request to the Company Secretary.

6.4 Commendations for improved financial performance for Year 2024

The Chairman thanked for the kind messages received and commented that the Board and Management team shall endeavour to produce profitability in the years to come.

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7. POLLING PROCESS AND RESULTS

There being no further questions, Tuan Chairman declared the commencement of the proceeding of the voting process. He passed the meeting to the Company Secretary for a short briefing on the process of the voting procedure which included a short video presentation and thereafter, the voting process began.

After an interval of approximately 10 minutes, Tuan Chairman announced the results of the polling, as follows:-

RESOLUTIONS PASSED		FOR		AGAINST		RESULT
		No of Shares	%	No of Shares	%	
Ordinary Resolutions:-						
1.	“THAT the payment of Directors’ fees of up to RM750,000 from the conclusion of 24 th AGM until the next AGM of the Company, to be payable on a quarterly basis in arrears, be hereby approved.”	238,118,950	99.9994	1,397	0.0006	Accepted
2.	“THAT the payment of Directors’ benefits of up to RM170,000 and up to RM85,000 for each Director being medical benefits, from the conclusion of 24 th AGM until the next AGM of the Company, be hereby approved.”	238,119,150	99.9995	1,297	0.0005	Accepted
3.	“THAT the retiring Director, Encik Mahadzir Bin Mustafa, being eligible for re-election in accordance with Clause 99 of the Constitution of the Company, be hereby re-elected as a Director of the Company.”	238,119,610	99.9996	837	0.0004	Accepted



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4.	“THAT the retiring Director, Encik Mohd Yusmadi Bin Mohd Yusoff, being eligible for re-election in accordance with Clause 106 of the Constitution of the Company, be hereby re-elected as a Director of the Company.”	238,119,610	99.9996	837	0.0004	Accepted
5.	“THAT Messrs Ernst & Young, be hereby re-appointed as Auditors of the Company, to hold office until the conclusion of the next AGM AND THAT authority be hereby given to the Directors of the Company to determine their remuneration.”	238,119,612	99.9996	835	0.0004	Accepted
6.	“THAT , subject always to the Listing Requirements of Bursa Securities, approval be and is hereby given to the Company and its subsidiaries (“Encorp Group”) to enter into and give effect to specified recurrent related party transactions of a revenue or trading nature of the Encorp Group with specified classes of related parties (as defined in the Listing Requirements of Bursa Securities and as specified in Section 2.3 of the Circular to Shareholders dated 30 April 2024) which are necessary for the day-to-day operations in the ordinary course of business and are carried out at arms’ length basis on normal commercial terms of the	1,003,734	95.3285	49,187	4.6715	Accepted



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<p>Encorp Group, on terms not more favourable to the related parties than those generally available to the public and are not detrimental to minority shareholders of the Company and such approval shall continue to be in force until:</p> <p>(a) the conclusion of the next Annual General Meeting of the Company at which time it will lapse, unless by a resolution passed at the meeting, the authority is renewed;</p> <p>(b) the expiration of the period within which the next Annual General Meeting after the date it</p> <p>is required to be held pursuant to Section 340(2) of the Companies Act, 2016, (but shall not extend to such extension as may be allowed pursuant to Section 340(4) of the Companies Act, 2016); or</p> <p>(c) revoked or varied by resolution passed by the shareholders in a general meeting, whichever is the earlier.</p> <p>AND THAT authority be and is hereby given to the Directors of the Company to complete and do all such acts and things as they may consider necessary or expedient in the best interest of the Company (including executing all</p>					
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	such documents as may be required) to give effect to the transactions contemplated and/or authorised by this Ordinary Resolution.”					
7.	“ THAT the Independent Director, Datuk Haji Jaafar Bin Abu Bakar, who has served as an Independent Non-Executive Director of the Company for a cumulative term of more than (9) years, to continue to act as Independent Non-Executive Director, be hereby re-appointed as a Director of the Company.”	197,067,526 (Tier 1)	100	0 (Tier 1)	0	Accepted
		41,051,630 (Tier 2)	99.9969	1,291 (Tier 2)	0.0031	Accepted

8. CONCLUSION OF MEETING

The Chairman thanked the members for their presence and called the meeting to a close at 3.58 p.m.