

**SEE HUP CONSOLIDATED BERHAD**  
Registration No. 199601018726 (391077-V)  
(Incorporated in Malaysia)

Minutes of the **Twenty-Ninth Annual General Meeting (“29<sup>th</sup> AGM”)** of **See Hup Consolidated Berhad (“See Hup” or “the Company”)** held at The Conference Room, No. 1062, Mukim 6, Jalan Perusahaan, Kawasan Perusahaan Perai, 13600 Perai, Pulau Pinang on Friday, 19 September 2025 at 9.45 am

<b>Present:</b>	<ol style="list-style-type: none"> <li>1. Mr. Lee Chor Min, Group Managing Director<sup>1</sup> (Chairman of 29<sup>th</sup> AGM) [“Chairman”]</li> <li>2. Mr. Lai Yew Chong, Executive Director<sup>1</sup></li> <li>3. Mr. Lee Phay Chian, Non-Independent Non-Executive Director<sup>1</sup></li> <li>4. Mr. Soon Gim Wooi, Independent Non-Executive Director<sup>1</sup></li> <li>5. Ms. Lim Siew Wee, Independent Non-Executive Director<sup>2</sup></li> </ol>
<b>By Invitation:</b>	<ol style="list-style-type: none"> <li>1. Ms. Kang Kee Mong, Secretary</li> <li>2. Mr. Khiew Jit Kiong, Finance Manager</li> </ol>
<b>In Attendance:</b>	<ol style="list-style-type: none"> <li>1. Ms. Ong Tze-En, Joint Company Secretary (“Ms. Ong”)</li> </ol>
<b>External Auditors:</b>	<ol style="list-style-type: none"> <li>1. Mr. Eddy Chan Wai Hun, Partner, Crowe Malaysia PLT</li> <li>2. Ms. Ooi Boon Kheng, Representative from Crowe Malaysia PLT</li> </ol>
<b>Polling Agent:</b>	Plantation Agencies Sdn. Bhd. <ol style="list-style-type: none"> <li>1. Mr. Tai Yew Wong</li> <li>2. Mr. Teh Sze Min</li> <li>3. Ms. Ooi Chong Lay</li> </ol>
<b>Scrutineer:</b>	Quantegic Services Sdn. Bhd. <ol style="list-style-type: none"> <li>1. Ms. Cheang Siow Voon, Quantegic Services Sdn. Bhd</li> </ol>
<b>Representative of Minority Shareholder Watch Group</b>	<ol style="list-style-type: none"> <li>1. Dr. Ismet Yusoff</li> </ol>
<b>Shareholders / Corporate Representatives / Proxies / Invitees</b>	As per the Attendance List attached

The shareholders, corporate representatives, proxies and invitees (collectively “**the Attendees**”) who attended the 29<sup>th</sup> AGM are set out in the Attendance List attached to and which formed an integral part of these Minutes.

**Welcome address, introduction of Board members, Company Secretary and Auditors**

- (A) Mr. Lee Chor Min, (“**Chairman**” or “**Mr. Lee**”) was appointed as Chairman of the 29<sup>th</sup> AGM by the Board of Directors (“**Board**”) pursuant to Clause 84 of the Company’s Constitution.
- (B) Chairman extended a very warm welcome to all Attendees for their attendance at today’s 29<sup>th</sup> AGM and for their continued support.
- (C) Chairman then introduced his fellow Board members, the Company Secretary and the Audit Engagement Partner, Mr. Eddy Chan Wai Hun from the external auditors, Crowe Malaysia PLT.

<sup>1</sup> In person

<sup>2</sup> Via Tele-conferencing

- (D) Chairman informed the Attendees that owing to a scheduling conflict, Ms. Lim is joining the meeting virtually through the Microsoft Teams online meeting platform.

#### **Administrative arrangements**

- (E) Chairman briefed the Attendees on the administrative arrangement. He reminded the Attendees to set all mobile devices to silent mode to avoid disruption and ensure smooth and uninterrupted proceedings.
- (F) Chairman then informed that the right of every member present at the meeting today either in person, or by corporate representative or by proxy, to participate, speak and vote on the resolution as stated in the meeting agenda. He then requested each member to introduce him or herself by stating their name and whether he/she is a shareholder or a proxy or a corporate representative before raising questions. Chairman also stated that the Directors would aim to respond to all questions relevant to the resolutions being tabled today.
- (G) Chairman also pointed out that polling process would be conducted upon conclusion of the deliberation of all business on the meeting agenda.
- (H) Plantation Agencies Sdn. Bhd. ("**PASB**") is the appointed polling agent to conduct the polling process while Quantegic Services Sdn. Bhd. is the scrutineer to verify the poll results. He added that the representative of the polling agent would brief on the voting procedures prior to the start of voting and encouraged the Attendees to speak to a representative of the polling agent for any assistance.

#### **Confirmation of quorum for AGM and Notice of AGM**

- (I) Chairman called the meeting to order and proceeded with the meeting proper upon receipt of confirmation from the Company Secretary that a quorum was present.
- (J) Chairman informed the shareholders that Notice of the 29<sup>th</sup> AGM was announced and circulated to shareholders, Directors and auditors on 31 July 2025. The same was also published through an announcement to Bursa Malaysia Securities Berhad ("**Bursa Securities**"), the newspapers and the Company's corporate website.
- (K) Chairman added that the Attendees could request for hard copies of the Annual Report and the notice of AGM from the registration counter.
- (L) As the Notice of the 29<sup>th</sup> AGM has been properly given, it was taken as read.

#### **Demand for poll**

- (M) Chairman informed that there were 7 Ordinary Resolutions to be tabled at today's meeting for approval of the shareholders. He further informed that in accordance with the Main Market Listing Requirements of Bursa Securities, all the 7 Ordinary Resolutions as set forth in the Notice of the AGM would be taken on a poll.
- (N) Mr. Lee Chor Min then exercised his right, as Chairman of the meeting, to demand for poll in accordance with Clause 89 of the Company's Constitution for all the 7 Ordinary Resolutions as stated in the Notice of the 29<sup>th</sup> AGM.

- (O) Chairman also highlighted that some of the shareholders had appointed him, as Chairman of the meeting, as their proxy to vote on their behalf. Therefore, he would vote for each resolution in accordance with the instructions given by the said shareholders.

**1. To receive the Audited Financial Statements for the financial year ended 31 March 2025 and the Reports of Directors and Auditors thereon**

- 1.1 The Audited Financial Statements for financial year ended 31 March 2025 (“**AFS FY2025**”) of the Company and the Group together with the Directors’ and Auditors’ Reports thereon which had been previously circulated were laid to the shareholders for discussion.
- 1.2 Chairman highlighted that the AFS FY2025 is meant for discussion only and it does not require a formal approval of shareholders and therefore, it would not be put up for voting.
- 1.3 Chairman then inform that the Company had received written queries from Minority Shareholders Watch Group (“**MSWG**”). The queries from MSWG and responses were also projected on screen for shareholders’ reference. The full text of the queries from MSWG and responses from the Board is as disclosed under “Appendix A”.
- 1.4 Chairman then proceeded to invite further questions from the floor pertaining to any relevant accounting related matters on AFS FY2025.
- 1.5 Dr. Ismet Yusoff, representing the MSWG, posed queries which were satisfactorily responded by Mr. Lee. Details of the queries and response from Mr. Lee are summarised under Appendix A.
- 1.6 As there were no further questions from the floor, Chairman declared that the AFS FY2025 was duly tabled and received by the shareholders, corporate representatives and proxies and proceeded to the next meeting agenda.

**2. To re-elect Mr. Lee Chor Min, the Director who retires in accordance with Clause 107 of the Company’s Constitution Ordinary Resolution 1**

- 2.1 Chairman informed that Ordinary Resolution 1 dealt with his own re-election. He then informed the Board that he retired pursuant to Clause 107 of the Company’s Constitution and being eligible, had offered himself for re-election.
- 2.2 Chairman also mentioned that the rationale supporting his re-election is as stated on page 156 of the Annual Report 2025, in the Explanatory Notes to the Notice of the 29<sup>th</sup> AGM.
- 2.3 On the proposal of Chairman, the motion on Ordinary Resolution 1 on the re-election of Mr. Lee Chor Min as Director of the Company was put to vote by way of poll.

**3. To re-elect Ms. Lim Siew Wee, the Director who retires in accordance with Clause 114 of the Company’s Constitution Ordinary Resolution 2**

- 3.1 Chairman informed that Ordinary Resolution 2 dealt with the re-election of Ms. Lim Siew Wee. Ms. Lim Siew Wee retired pursuant to Clause 114 of the Company’s Constitution and being eligible, had offered herself for re-election.
- 3.2 Chairman informed that the rationale in support of the re-election of Ms. Lim Siew Wee is as stated in the Explanatory Notes to the Notice of the 29<sup>th</sup> AGM, on Page 156 of the Annual Report 2025.

- 3.3 On the proposal of Chairman, the motion on Ordinary Resolution 2 on the re-election of Ms. Lim Siew Wee as Director of the Company was put to vote by way of poll.

**4. To approve the payments of Directors' fees of up to RM61,000 commencing one day after this AGM of the Company through to the next AGM of the Company.**

**Ordinary Resolution 3**

- 4.1 Chairman informed that Ordinary Resolution 3 concerned the payment of fees payable to the Directors of the Company. Ordinary Resolution 3 was to approve the payment of Directors' fee totaling RM61,000.00 for the period commencing one day after this AGM of the Company through to the next AGM of the Company. The details of Ordinary Resolution 3 are enumerated in the Explanatory Notes accompanying the Notice of the 29<sup>th</sup> AGM.
- 4.2 Chairman also informed that all Directors together with persons connected to them have abstained from voting on the Ordinary Resolution 3.
- 4.3 The motion was put to vote by way of poll on Chairman's proposal.

**5. To approve the benefits payable to the Directors of the Company of up to an aggregate amount of RM44,000 commencing one day after the AGM through to the next AGM of the Company.**

**Ordinary Resolution 4**

- 5.1 Chairman informed that Ordinary Resolutions 4 concerned the benefits payable to the Directors of the Company. Ordinary Resolution 4 was to approve the payment of Directors' benefits totaling RM44,000.00 for the period commencing one day after the AGM through to the next AGM of the Company. The details of Ordinary Resolution 4 are enumerated in the Explanatory Notes accompanying the Notice of the 29<sup>th</sup> AGM.
- 5.2 Chairman also informed that all Directors together with persons connected to them have abstained from voting on the Ordinary Resolution 4.
- 5.3 The motion was put to vote by way of poll on Chairman's proposal.

**6. To re-appoint Messrs Crowe Malaysia PLT as Auditors of the Company for the financial year ending 31 March 2026 and to authorize the Directors to fix their remuneration**

**Ordinary Resolution 5**

- 6.1 Chairman informed that Ordinary Resolution 5 was on the re-appointment of Crowe Malaysia PLT as Auditors of the Company for the ensuing year and to authorise the Directors to fix their remuneration. Chairman added that Crowe Malaysia PLT had expressed their willingness to accept the re-appointment.
- 6.2 On Chairman's proposal, the motion on the Ordinary Resolution 5 was put to vote by poll.
- 6.3 Having concluded the ordinary business of the 29<sup>th</sup> AGM, Chairman then proceeded with the Special Business on the meeting agenda.

### **Special Business**

#### **7. Authority to Issue Shares Pursuant to Sections 75 and 76 of The Companies Act 2016 Ordinary Resolution 6**

- 7.1 Chairman informed that Ordinary Resolution 6, if passed, would empower the Directors to allot and issue shares up to an amount not exceeding 10% of the total number of issued shares (excluding treasury shares) of the Company ("**General Mandate**").
- 7.2 He also informed the Board is seeking mandate from the shareholders for waiver of pre-emptive rights under Section 85 of the Companies Act 2016 ("**Act**") read together with Clause 65 of the Constitution of the Company. The approval of shareholders would allow the Directors of the Company to issue new shares ranking equally to the existing issued of the Company arising from issuance of new shares pursuant to this General Mandate.
- 7.3 Chairman also mentioned that the renewal of the General Mandate would provide flexibility to the Company, when the need arises, for any possible fund-raising activities. Chairman informed that this authority, unless revoked or varied at a general meeting, would be expired at the conclusion of the next AGM in year 2026.
- 7.4 Chairman informed that the full resolution for consideration is set out in the Notice of AGM in the Annual Report 2025. On Chairman's proposal, the motion on Ordinary Resolution 6 was put to vote by poll.

#### **8. Proposed Renewal of Authority to Buy-Back Its Own Shares by the Company Ordinary Resolution 7**

- 8.1 Moving on, Chairman pointed out that the passing of Ordinary Resolution 7 by the shareholders would allow the Directors to exercise the power of the Company to purchase its own shares of up to 10% of the total number of issued shares of the Company with effect from the date of passing of the resolution until the conclusion of the next AGM or if earlier revoked or varied by the shareholders in a general meeting.
- 8.2 He further informed that details of the Proposed Renewal of Authority to Buy-Back its own Shares by the Company are set out in comprehensive form in the Circular.
- 8.3 On Chairman's proposal, the motion on Ordinary Resolution 7 was put to vote by poll.

#### **9. Any other business**

- 10.1 Chairman noted from the Company Secretary that the Company had not received any notice for transaction of any other business in this meeting.

#### **10. Polling Procedure**

- 11.1 On invitation of the Chairman, the representative of the Polling Agent briefed the meeting on the polling procedures.
- 11.2 The Meeting then stood adjourned at 10:18 am for the polling process to be undertaken as directed by the Chairman.
- 11.3 The meeting was recessed at 10:20 am after shareholders, corporate representatives and proxy holders duly casted their votes. The casting of votes was duly observed by the Scrutineers.

## 12. Announcement of Polling Results

- 12.1 At 10.38 am, Chairman called the meeting to order for the declaration of the poll results in respect of the 7 Ordinary Resolutions. He thanked all Attendees for their patience to wait for the results of the poll.
- 12.2 The poll results were scrutinized and verified by the Scrutineers.
- 12.3 Chairman proceeded to table the results of the poll of all 7 Ordinary Resolutions, upon receipt of report from the Scrutineers. The following summary of poll results were displayed on screen at the venue of the AGM for notation by the Attendees:

Ordinary Resolutions	For		Against	
	No. of shares	%	No. of shares	%
1	42,319,507	100.0000	0	0.0000
2	42,319,507	100.0000	0	0.0000
3	14,527,100	100.0000	0	0.0000
4	14,527,100	100.0000	0	0.0000
5	42,319,507	100.0000	0	0.0000
6	42,319,507	100.0000	0	0.0000
7	42,319,507	100.0000	0	0.0000

- 12.4 Based on the poll results, Chairman then declared that all seven (7) Ordinary Resolutions as tabled at the 29<sup>th</sup> AGM were unanimously approved by the shareholders.
- 12.5 It was **RESOLVED**:

### Ordinary Resolution 1

"THAT Mr. Lee Chor Min, who retired in accordance with Clause 107 of the Company's Constitution, be re-elected as Director of the Company."

### Ordinary Resolution 2

"THAT Ms. Lim Siew Wee, who retired in accordance with Clause 114 of the Company's Constitution, be re-elected as Director of the Company."

### Ordinary Resolution 3

"THAT the payment of Directors' fees totalling RM61,000.00 for the period commencing one day after this AGM of the Company through to the next AGM of the Company be and are hereby approved."

### Ordinary Resolution 4

"THAT the Directors' benefit payable to the Directors of the Company under Section 230 of the Companies Act 2016 of up to an aggregate amount of approximately RM44,000.00 for the period commencing one day after this AGM of the Company through to the next AGM of the Company be and are hereby approved."

### **Ordinary Resolution 5**

"THAT Crowe Malaysia PLT be and hereby re-appointed as the Auditors of the Company, to hold office until the conclusion of the next AGM of the Company and the Directors be and are hereby authorized to fix their remuneration."

### **Ordinary Resolution 6**

#### **Authority to 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 (as may be amended, modified or re-enacted from time to time) ("**the Act**"), provisions of the Constitution of the Company, the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("**Bursa Securities**") and the approvals from the relevant regulatory authorities, the Directors of the Company be and are hereby authorised to issue and allot from time to time such number of ordinary shares of the Company upon such terms and conditions and for such purposes as the Directors may, in their absolute discretion, deem fit, PROVIDED ALWAYS THAT the aggregate number of ordinary shares to be issued pursuant to this resolution does not exceed ten per centum (10%) of the total number of issued share capital (excluding treasury shares) of the Company for the time being.

THAT the Directors are also empowered to obtain the approval for the listing of and quotation for the additional shares so issued on the Bursa Securities AND THAT such authority shall continue to be in force until the conclusion of the next Annual General Meeting ("**AGM**") of the Company or the expiration of the period within which the next AGM is required by law to be held or revoked/varied by resolution passed by the shareholders in general meeting, whichever is the earlier.

THAT pursuant to Section 85(1) of the Act to be read together with Clause 65 of the Constitution of the Company, the shareholders of the Company do hereby waive their pre-emptive rights over (a) all new shares in the Company, and (b) any offers, agreements, rights, options or other convertible securities of whatever kind in respect of any new shares in the Company. Subsequent to the passing of this resolution, if this paragraph is or is found to be in any way void, invalid or unenforceable, then this paragraph shall be ineffective to the extent of such voidness, invalidity or unenforceability and the remaining provisions of this resolution shall remain in full force and effect.

AND THAT, the new shares to be issued shall, upon allotment and issuance, rank equally 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."

### **Ordinary Resolution 7**

#### **Proposed renewal of authority to buy-back its own shares by the Company**

"THAT, subject always to the Companies Act 2016 (as may be amended, modified or re-enacted from time to time) ("**Act**"), rules, regulations and orders made pursuant to the Act, provisions of the Company's Constitution and the requirements of the Bursa Malaysia Securities Berhad ("**Bursa Securities**") and any other relevant authorities, the Directors of the Company be hereby unconditionally and generally authorised to make purchases of ordinary shares in the Company's issued share capital through the Bursa Securities at any time and upon such terms and conditions and for such purposes as the Directors may, in their discretion deem fit, subject to the following:

- (i) the maximum number of ordinary shares which may be purchased and/or held by the Company shall be ten per centum (10%) of the total number of issued shares of the Company for the time being ("**SeeHup Shares**")

- (ii) the maximum fund to be allocated by the Company for the purpose of purchasing the SeeHup Shares shall not exceed the retained profits of RM4,460,769 of the Company, based on the latest Audited Financial Statements as at 31 March 2025;
- (iii) the authority conferred by this Resolution will be effective immediately upon the passing of this Resolution and will continue to be in force until:
  - (a) the conclusion of the next Annual General Meeting ("**AGM**") of the Company, unless by ordinary resolution passed at the meeting, the authority is renewed, either unconditionally or subject to conditions;
  - (b) the expiration of the period within which the next AGM is required by law to be held (unless earlier revoked or varied by ordinary resolution of the shareholders of the Company in general meeting) but not so as to prejudice the completion of purchase(s) by the Company made before the aforesaid expiry date and, in any event, in accordance with the Listing Requirements of the Bursa Securities or any other relevant authorities;
- (iv) upon completion of the purchase(s) of the SeeHup Shares by the Company, the Directors of the Company be hereby authorised to deal with the SeeHup Shares in the following manner:
  - (a) to cancel the SeeHup Shares so purchased; or
  - (b) to retain the SeeHup Shares so purchased as treasury shares for distribution as dividend to the shareholders and/or resell on the market of Bursa Securities and/or for cancellation subsequently; or
  - (c) to retain part of the SeeHup Shares so purchased as treasury shares and cancel the remainder; or
  - (d) in such other manner as the Bursa Securities and such other relevant authorities may allow from time to time.

AND THAT the Directors of the Company be and are hereby authorised to take all such actions and steps as are necessary or expedient to implement or to effect the purchase of SeeHup Shares."

## Conclusion

There being no further business, the meeting closed at 10.40 am with a vote of thanks to the Chairman.

Confirmed as a correct record

---

Lee Chor Min  
Chairman