

# OLYMPIA INDUSTRIES BERHAD

[198001009242 (63026-U)]

(Incorporated in Malaysia)

Minutes of the Forty-Fourth Annual General Meeting (44<sup>th</sup> AGM”) of the Company held at Ballroom 1 & 2, Level 2, InterContinental Kuala Lumpur, 165 Jalan Ampang, 50450 Kuala Lumpur on Wednesday, 28 May 2025 at 10.30 a.m.

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**PRESENT** : Directors

Y.A.M Tunku Naquiyuddin ibni Almarhum

Tuanku Jaafar (Chairman)

Tan Sri Dato’ Yap Yong Seong

Dato’ Sri Yap Wee Keat

Mr Ng Ju Siong

Miss Wong Siew Si

Dato’ Aminudin Zaki bin Hashim

Dato’ Mohd Zahir bin Zahur Hussain

Shareholders and proxies

As per attendance list

**IN ATTENDANCE** : Miss Lim Yoke Si, *Company Secretary*

## 1. CHAIRMAN

Y.A.M. Tunku Naquiyuddin ibni Almarhum Tuanku Jaafar, the Chairman of the meeting, welcomed all attendees to the 44<sup>th</sup> AGM of the Company. He introduced all the Board Members and the Company Secretary present at the meeting.

## 2. QUORUM

The required quorum under Clause 70 of the Company’s Constitution was confirmed. A total of 325 shareholders and proxies holding 584,639,001 ordinary shares representing 57.12% of the total number of issued shares of the Company were present at the meeting.

There being a quorum present, the Chairman called the meeting to order.

## 3. NOTICE

The notice convening the 44<sup>th</sup> AGM dated 30 April 2025 (“Notice of AGM”) which had been issued to all shareholders of the Company within the prescribed period, was taken as read.

#### **4. POLL VOTING**

The Chairman informed the meeting that in compliance with the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in the Notice of AGM would be put to vote by way of poll.

The Chairman further informed the meeting that the Company had appointed Tricor Investor & Issuing House Services Sdn Bhd (“Tricor”) as the Poll Administrator to conduct poll voting electronically and Scrutineers Solution Sdn Bhd (“Scrutineers Solution”) as the Independent Scrutineer to verify and validate the poll results. He added that the polling process for the resolutions would be conducted after the Board had dealt with all businesses to be transacted at the meeting.

The Chairman also notified the meeting that prior to raising a question regarding any of the proposed resolutions, the individual must state his or her name and confirm the status as a shareholder or proxy.

#### **5. AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2024 TOGETHER WITH THE REPORTS OF THE DIRECTORS AND AUDITORS THEREON**

The Chairman proceeded with the first item of the Agenda which was on the tabling of the Company’s Audited Financial Statements for the financial year ended 31 December 2024 together with the Reports of the Directors and Auditors thereon (“AFS”).

The Chairman explained that the AFS would not be put forward for voting as there was no requirement under the Companies Act 2016 and it was to put on record that the AFS had been duly received by shareholders of the Company.

The Chairman invited questions from the floor on the AFS. As there was no question from the floor, the Audited Financial Statements for the financial year ended 31 December 2024 together with the Reports of the Directors and Auditors thereon were duly received

The meeting moved on to consider the following proposed Ordinary Resolutions as set out in the Notice of AGM. The Chairman requested for a proposer and seconder in respect of each resolution. Explanatory notes relating to the resolutions were provided in the Notice of AGM.

#### **6. ORDINARY RESOLUTION 1** **- PAYMENT OF DIRECTORS’ FEES**

Ordinary Resolution 1 was to approve the payment of Directors’ fees of RM180,000 to the Non-Executive Directors from the 44<sup>th</sup> AGM until the next Annual General Meeting of the Company.

It was recorded that the interested Director had abstained from voting on the resolution.

There being no question raised, Ordinary Resolution 1 was duly proposed by Miss Chong Lee Khuan and seconded by Miss Tan Bee Hwa.

**7. ORDINARY RESOLUTION 2**  
**- PAYMENT OF DIRECTORS' BENEFITS**

Ordinary Resolution 2 was to approve the payment of Directors' Benefits to Non-Executive Directors up to an amount of RM100,000 from the 44<sup>th</sup> AGM until the next Annual General Meeting of the Company

It was recorded that the interested Director had abstained from voting on the resolution.

There being no question raised, Ordinary Resolution 2 was duly proposed by Miss Lai Chui Yin and seconded by Mr Cho Kah Hing.

**8. ORDINARY RESOLUTION 3**  
**- RE-ELECTION OF DATO' SRI YAP WEE KEAT AS DIRECTOR**

The Chairman continued with Ordinary Resolution 3 which was on the re-election of Dato' Sri Yap Wee Keat who retired by rotation in accordance with Clause 91 of the Company's Constitution and being eligible, had offered himself for re-election as a Director of the Company.

There being no question raised, Ordinary Resolution 3 was duly proposed by Miss Wong Kah Wei and seconded by Miss Chong Lee Khuan.

At this juncture, the Chair was passed to Tan Sri Dato' Yap Yong Seong for the meeting to consider Ordinary Resolution 4 on the re-election of Y.A.M Tunku Naquiyuddin Ibni Almarhum Tuanku Jaafar as Director.

**9. ORDINARY RESOLUTION 4**  
**- RE-ELECTION OF Y.A.M. TUNKU NAQUIYUDDIN IBNI ALMARHUM TUANKU JAAFAR AS DIRECTOR**

Ordinary Resolution 4 was to re-elect Y.A.M. Tunku Naquiyuddin ibni Almarhum Tuanku Jaafar who retired by rotation in accordance with Clause 91 of the Company's Constitution and being eligible, had offered himself for re-election.

There being no question raised, Ordinary Resolution 4 was duly proposed by Mr Lee Ah Chai and seconded by Miss Wong Wai Kuen.

Having dealt with the proposed Ordinary Resolution 4, Tan Sri Dato' Yap handed the Chair back to the Chairman.

**10. ORDINARY RESOLUTION 5**  
**- RE-APPOINTMENT OF AUDITORS**

Ordinary Resolution 5 was to consider the re-appointment of Messrs. Ernst & Young PLT as Auditors of the Company until the conclusion of the next Annual General Meeting and to authorise the Directors to fix their remuneration.

There being no question raised, Ordinary Resolution 5 was duly proposed by Cik Salbiah binti Abd. Rahman and seconded by Miss Ng Kwee Chin.

**11. ORDINARY RESOLUTION 6**  
**- AUTHORITY TO ISSUE AND ALLOT SHARES PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT, 2016**

Ordinary Resolution 6 was on the authority to be given to the Directors of the Company to issue and allot ordinary shares of up to 10% of the total number of issued shares of the Company for such purposes as the Directors may deem fit and to seek shareholders' waiver on pre-emptive rights over any new shares to be issued pursuant to Sections 75 and 76 of the Companies Act, 2016.

The Chairman explained that the authority if granted to the Directors, would expire at the next annual general meeting of the Company.

There being no question raised, Ordinary Resolution 6 was duly proposed by Mr Lee Ah Chai and seconded by Cik Syarifah Nur Laila Sari.

**12. ORDINARY RESOLUTION 7**  
**- PROPOSED RENEWAL OF SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE**

The Chairman referred to Ordinary Resolution 7 which was to seek shareholders' approval for the proposed renewal of shareholders' mandate for recurrent related party transactions ("RRPTs") of a revenue or trading nature which are necessary for day-to-day operations with related parties. The details of the RRPTs were set out in the Circular to Shareholders dated 30 April 2025 ("Circular").

It was recorded that the interested Directors, interested major shareholders and persons connected to them as set out in the Circular, have abstained from voting on the said resolution.

There being no question raised, Ordinary Resolution 7 was duly proposed by Mr Cho Kah Hing and seconded by Miss Tea Sok Ling.

**13. ANY OTHER BUSINESS**

The Chairman informed the meeting that the Company Secretary had confirmed that the Company did not receive any notice on any matter to be transacted thereat. He said that the meeting would continue with poll voting on the abovementioned Ordinary Resolutions.

#### **14. POLL VOTING**

The Chairman said that he was appointed to act as proxy for a number of shareholders and that he would vote in accordance with the instructions given. He then declared the closure of registration of attendance for the meeting.

The Tricor e-voting tutorial video on the electronic e-voting (“e-voting”) process was shared on the screen prior to the commencement of the poll voting.

Having been briefed on the procedures of poll voting, the Chairman adjourned the meeting for approximately 25 minutes from 10.45 a.m. for the polling exercise and verification of poll results. Shareholders and proxies were requested to return to the meeting hall for announcement of the poll results.

#### **15. ANNOUNCEMENT OF POLL RESULTS**

The meeting resumed at 11.05 a.m. for announcement of the poll results.

Based on the poll results duly validated by Scrutineers Solution and as shown on the screen, the Chairman declared that all Ordinary Resolutions tabled and put to vote at the 44<sup>th</sup> AGM (as set out in the Notice of AGM), were duly carried.

The said poll results duly validated by Scrutineers Solution are attached in the Annexure marked ‘A’

Accordingly, it was **RESOLVED**:

##### **ORDINARY RESOLUTION 1**

##### **- PAYMENT OF DIRECTORS’ FEES**

THAT the payment of Directors’ fees of RM180,000 to Non-Executive Directors from the 44<sup>th</sup> AGM until the next Annual General Meeting of the Company be hereby approved.

##### **ORDINARY RESOLUTION 2**

##### **- PAYMENT OF DIRECTORS’ BENEFITS**

THAT the payment of Directors’ benefits to Non-Executive Directors up to an amount of RM100,000 from the 44<sup>th</sup> AGM until the next Annual General Meeting of the Company be hereby approved.

##### **ORDINARY RESOLUTION 3**

##### **- RE-ELECTION OF DATO’ SRI YAP WEE KEAT AS DIRECTOR**

THAT Dato’ Sri Yap Wee Keat who retired in accordance with Clause 91 of the Company’s Constitution and being eligible, be and is hereby re-elected as a Director of the Company.

**ORDINARY RESOLUTION 4**

**- RE-ELECTION OF Y.A.M. TUNKU NAQUIYUDDIN IBNI ALMARHUM  
TUANKU JAAFAR AS DIRECTOR**

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THAT Y.A.M. Tunku Naquiyuddin ibni Almarhum Tuanku Jaafar who retired in accordance with Clause 91 of the Company's Constitution and being eligible, be and is hereby re-elected as a Director of the Company.

**ORDINARY RESOLUTION 5**

**- RE-APPOINTMENT OF AUDITORS**

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THAT Messrs. Ernst & Young PLT be and are hereby re-appointed as Auditors of the Company until the conclusion of the next Annual General Meeting and that the Directors be authorised to fix their remuneration.

**ORDINARY RESOLUTION 6**

**- AUTHORITY TO ISSUE AND ALLOT SHARES PURSUANT TO  
SECTIONS 75 AND 76 OF THE COMPANIES ACT, 2016**

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THAT pursuant to Sections 75 and 76 of the Companies Act, 2016 and subject to the approval of the relevant regulatory authorities, the Directors of the Company be and are hereby authorised to issue and allot shares in the Company, at any time and upon such terms and conditions and for such purposes 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 10% of the total number of issued shares of the Company for the time being AND THAT the Directors of the Company be and are also empowered to obtain the approval for the listing of and quotation for the additional shares so issued on Bursa Malaysia Securities Berhad AND THAT such authority shall continue to be in force until the conclusion of the next Annual General Meeting of the Company.

AND FURTHER THAT in connection with the above, pursuant to Section 85 of the Companies Act, 2016 to be read together with Clause 58 of the Constitution of the Company, the shareholders of the Company do hereby waive their pre-emptive rights over all new shares to be issued pursuant to Sections 75 and 76 of the Companies Act, 2016 and that such new shares when issued, to rank pari passu with the existing issued shares in the Company.

**ORDINARY RESOLUTION 7**

**- PROPOSED RENEWAL OF SHAREHOLDERS' MANDATE FOR  
RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR  
TRADING NATURE**

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THAT pursuant to Paragraph 10.09 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, approval be and is hereby given for the Company and/or its subsidiaries ("Olympia Group") to enter into and give effect to the categories of recurrent related party transactions with the related parties as specified in Section 2.3.1 of the Circular to Shareholders dated 30 April 2025, which are necessary for the Olympia Group's day-to-day operations in the ordinary course of business made on an arm's length basis and on normal commercial terms and on terms which are not more favourable to the related parties than those generally

available to the public and are not detrimental to the minority shareholders of the Company (hereinafter referred to as “the Mandate”) and the Mandate shall continue to be in force until:

- (a) the conclusion of the next Annual General Meeting (“AGM”) of the Company at which time the Mandate will lapse, unless by a resolution passed at a general meeting, the authority is renewed;
- (b) the expiration of the period within which the next AGM after the date it is required to be held pursuant to Section 340(2) of the Companies Act, 2016 (“the Act”) (but must not extend to such extension as may be allowed pursuant to Section 340(4) of the Act); or
- (c) revoked or varied by resolution passed by the shareholders in general meeting, whichever is earlier.

AND THAT the Directors of the Company and/or its subsidiaries be and are hereby authorised to complete and do all such acts and things including executing all such documents as they may consider necessary or expedient to give effect to the Mandate.

**16. CLOSE OF MEETING**

There being no other business, the Chairman thanked everyone for their attendance at the 44<sup>th</sup> AGM and declared the meeting closed. The meeting closed at 11.10 a.m. with a vote of thanks to the Chair.

CONFIRMED AS A CORRECT RECORD,

Y.A.M TUNKU NAQUIYUDDIN IBNI  
ALMARHUM TUANKU JAAFAR  
CHAIRMAN

# OLYMPIA INDUSTRIES BERHAD

(63026-U)

## 44th Annual General Meeting

Ballroom 1 & 2, Level 2, InterContinental Kuala Lumpur, 165 Jalan Ampang, 50450 Kuala Lumpur

On 28-May-2025 at 10:30AM

### Result On Voting By Poll

Resolution(s)	Vote For			Vote Against			Total Votes		
	No of Units	%	No of P/S	No of Units	%	No of P/S	No of Units	%	No of P/S
Ordinary Resolution 1	583,046,729	99.99069	55	54,300	0.00931	5	583,101,029	100.00000	60
Ordinary Resolution 2	583,046,729	99.98896	55	64,400	0.01104	6	583,111,129	100.00000	61
Ordinary Resolution 3	583,080,929	99.99139	59	50,200	0.00861	3	583,131,129	100.00000	62
Ordinary Resolution 4	583,080,929	99.99139	59	50,200	0.00861	3	583,131,129	100.00000	62
Ordinary Resolution 5	583,130,929	99.99997	60	200	0.00003	2	583,131,129	100.00000	62
Ordinary Resolution 6	583,126,929	99.99928	59	4,200	0.00072	3	583,131,129	100.00000	62
Ordinary Resolution 7	3,619,192	99.99447	56	200	0.00553	2	3,619,392	100.00000	58

