

**KTI LANDMARK BERHAD**  
**[Registration No. 201601008159 (1179087-X)]**  
(Incorporated in Malaysia)

**MINUTES OF 2025 ANNUAL GENERAL MEETING OF THE COMPANY HELD AT BALLROOM 1, LEVEL 2, HILTON HOTEL KOTA KINABALU, JALAN TUNKU ABDUL RAHMAN, ASIA CITY, 88000 KOTA KINABALU, SABAH, MALAYSIA, ON THURSDAY, 29 MAY 2025 AT 10.00 A.M.**

---

Present : **Directors**  
Dato' Haji Hamzah Bin Haji Ghazalli ("Chairman")  
Datuk Dr. Loke Theen Fatt  
Wilson Loke Choon Syn  
Datuk Tan Kok Liang  
Lim Guik Moi  
Stella Loke Pei Wen  
Chua Chai Hua

**Key Senior Management**

Abdullah Azlan Bin Khalid  
Harjeet Singh A/L Daya Singh  
Loke Pei Lee

**Representatives from the External Auditors ("EA"), Moore Stephens Associates PLT**

Stephen Wan  
Tan Kei Hui

**Companies Secretaries**

Lau Yen Hoon  
Foo Jia Yee  
Chong Yi Theng – Representative from Tricor Corporate Services Sdn Bhd

The attendance of members/ corporate representatives/ proxies at the 2025 Annual General Meeting ("AGM") is as per the Attendance List.

**CHAIRMAN**

On behalf of the Board, Dato' Haji Hamzah Bin Haji Ghazalli, Chairman of the Company, welcomed all members and invitees to the Company's 2025 AGM.

The Chairman then introduced the Board members, Chief Financial Officer, Company Secretaries and EA to the attendees.

**NOTICE**

The notice of the 2025 AGM, having been circulated earlier to all members of the Company and advertised in the newspaper within the statutory period, was taken as read.

**QUORUM**

Upon confirming the requisite quorum being present, Chairman called the meeting to order at 10.00 a.m.

## **POLLING PROCEDURE AND ADMINISTRATIVE MATTERS**

The Chairman informed that pursuant to Rule 8.31A of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in the notice of the general meeting must be voted by poll.

Pursuant to the Company's Constitution, the Chairman declared that the voting on all the resolutions set out in the Notice of 2025 AGM would be conducted by poll. The polling process would be conducted after all items on the agenda had been dealt with.

The members were informed that the Company had appointed Tricor Investor & Issuing House Services Sdn Bhd ("TIIH") as the poll administrator to facilitate the poll voting process and Scrutineer Solutions Sdn Bhd as the independent scrutineer to verify the poll results.

## **ORDINARY BUSINESS:**

### **1. AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2024**

The Audited Financial Statements for the financial year ended 31 December 2024 ("AFS FYE 2024"), together with the Reports of the Directors and Auditors thereon, were tabled to the meeting for consideration.

The Chairman informed that the AFS FYE 2024, together with the Reports of the Directors and Auditors thereon, were meant for discussion only and did not require a formal approval of members pursuant to the Companies Act 2016. Therefore, the said agenda item was not put forward for voting.

At the invitation of the Chairman, the Group Executive Directors and Chief Financial Officer presented the Operation and Financial Highlights of the Group for the financial year ended 31 December 2024 to the members.

There being no question raised by the members, the Chairman declared the AFS FYE 2024, together with the Reports of the Directors and Auditors thereon, received.

### **2. RESOLUTION 1: RE-ELECTION OF STELLA LOKE PEI WEN**

The Chairman proceeded to Resolution 1 on the re-election of Stella Loke Pei Wen. He put the following motion to the meeting for consideration:-

*"THAT Stella Loke Pei Wen retiring pursuant to Clause 76(3) of the Company's Constitution, and being eligible be hereby re-elected as Director of the Company."*

### **3. RESOLUTION 2: RE-ELECTION OF DATUK TAN KOK LIANG**

The Chairman moved to Resolution 2 on the re-election of Datuk Tan Kok Liang. He put the following motion to the meeting for consideration:-

*"THAT Datuk Tan Kok Liang retiring pursuant to Clause 76(3) of the Company's Constitution, and being eligible be hereby re-elected as Director of the Company."*

**4. RESOLUTION 3: RATIFICATION OF THE ADDITIONAL PAYMENT OF DIRECTORS' BENEFITS**

The Chairman proceeded to Resolution 3 on the additional payment of directors' benefits for the period commencing from 1 January 2024 until the conclusion of 2025 AGM of the Company. He put the following motion to the meeting for consideration:-

*"THAT the additional payment of Directors' benefits amounting to RM13,500 which was in excess of the earlier approved amount of RM32,000 for the period commencing from 1 January 2024 until the conclusion of 2025 Annual General Meeting of the Company be approved."*

**5. RESOLUTION 4: PAYMENT OF DIRECTOR'S FEES TO DATO' HAJI HAMZAH BIN HAJI GHAZALLI**

At this juncture, the Chairman passed the chair over to Datuk Dr. Loke Theen Fatt to proceed with Resolution 4.

Datuk Dr. Loke Theen Fatt put the following motion to the meeting for consideration:-

*"THAT the payment of Director's fees to Dato' Haji Hamzah Bin Haji Ghazalli amounting to RM60,000 for the period from 1 June 2025 until the next 2026 Annual General Meeting be approved."*

Datuk Dr. Loke Theen Fatt then passed back the chair to the Chairman.

**6. RESOLUTION 5: PAYMENT OF DIRECTOR'S FEES TO DATUK TAN KOK LIANG**

The Chairman moved on to Resolution 5 on the payment of Director's fees to Datuk Tan Kok Liang for the period from 1 June 2025 until the next AGM of the Company. He put the following motion to the meeting for consideration:-

*"THAT the payment of Director's fees to Datuk Tan Kok Liang amounting to RM36,000 for the period from 1 June 2025 until the next 2026 Annual General Meeting be approved."*

**7. RESOLUTION 6: PAYMENT OF DIRECTOR'S FEES TO LIM GUIK MOI**

The Chairman continued with Resolution 6 on the payment of Director's fees to Lim Guik Moi for the period from 1 June 2025 until the next AGM of the Company. He put the following motion to the meeting for consideration:-

*"THAT the payment of Director's fees to Lim Guik Moi amounting to RM36,000 for the period from 1 June 2025 until the next 2026 Annual General Meeting be approved."*

**8. RESOLUTION 7: PAYMENT OF DIRECTOR'S FEES TO CHUA CHAI HUA**

The Chairman proceeded to Resolution 7 on the payment of Director's fees to Chua Chai Hua for the period from 1 June 2025 until the next AGM of the Company. He put the following motion to the meeting for consideration:-

*"THAT the payment of Director's fees to Chua Chai Hua amounting to RM36,000 for the period from 1 June 2025 until the next 2026 Annual General Meeting be approved."*

**9. RESOLUTION 8: PAYMENT OF DIRECTORS' BENEFITS**

The Chairman moved on to Resolution 8 on the payment of Director's benefits for the period from 1 June 2025 until the next AGM of the Company.

He informed that the proposed Directors' benefits are calculated based on the current Board size and the number of scheduled Board and Committee meetings from 1 June 2025 until the next 2026 AGM. In the event the proposed amount is insufficient due to more meetings or enlarged Board size, approval will be sought at the next 2026 AGM for the shortfall.

The Chairman put the following motion to the meeting for consideration:-

*"THAT the payment of Directors' benefits up to an amount of RM53,000 for the period from 1 June 2025 until the next 2026 Annual General Meeting be approved."*

**10. RESOLUTION 9: RE-APPOINTMENT OF MESSRS MOORE STEPHENS ASSOCIATES PLT AS AUDITORS OF THE COMPANY**

The Chairman proceeded to Resolution 9 on the re-appointment of Auditors. He informed that Messrs Moore Stephens Associates PLT had indicated their willingness to continue in office. The Chairman put the following motion to the meeting for consideration:-

*"THAT Messrs Moore Stephens Associates PLT be re-appointed as the Auditors of the Company to hold office until the conclusion of the next Annual General Meeting AND THAT the Directors be authorised to fix their remuneration."*

**SPECIAL BUSINESS:**

**11. RESOLUTION 10: AUTHORITY TO ALLOT SHARES**

The Chairman moved on to Resolution 10 on the authority to allot shares pursuant to Sections 75 and 76 of the Companies Act 2016.

He informed that this Resolution, if passed, will give the Directors of the Company, from the date of this AGM, authority to allot shares up to 10% of the total number of issued shares of the Company for such purposes as the Directors consider would be in the interest of the Company. This authority shall, unless be revoked or varied by the Company at General Meeting, expire at the next AGM.

The Chairman put the following motion to the meeting for consideration:-

*"THAT pursuant to Sections 75 and 76 of the Companies Act 2016 and subject to the Constitution of the Company, the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities") and the approval of the relevant governmental/regulatory authorities, where such approval is required, the Directors of the Company be and are hereby authorised to 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 allotted pursuant to this resolution does not exceed ten per cent (10%) of the total number of issued shares (excluding treasury shares) of the Company for the time being AND THAT the Directors be and are also empowered to obtain approval for the listing of and quotation for the additional shares so issued from 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 after the approval was given or at the expiry of the period within which the next AGM is required to be held after the approval was given, whichever is earlier, unless such approval is revoked or varied by the Company at a general meeting.”*

## **12. ANY OTHER BUSINESS**

The Chairman informed the meeting that the Company had not received any notice from members for other business to be transacted at the meeting in accordance with the Companies Act 2016.

### **POLL VOTING SESSION**

After going through all the motions set out in the Notice, the Chairman invited the representative from TIIH to brief the polling procedures.

Thereafter, the members and proxies were invited to cast their votes.

Upon the closing of the voting session, the meeting adjourned at 10.35 a.m. for the counting of votes by the poll administrator and verification by the scrutineer.

### **ANNOUNCEMENT OF POLL RESULTS**

The Chairman reconvened the meeting at 11.00 a.m.

The results of the poll, which had been verified by the scrutineer, were presented to the meeting.

Based on the results of the poll attached, the Chairman declared Resolutions 1 to 10 carried.

### **CLOSURE**

There being no further business, the meeting closed at 11.10 a.m. with a vote of thanks to the Chair.

Dated: 29 May 2025