

METRONIC GLOBAL BERHAD

[Registration No. 200301029648 (632068-V)]

(Incorporated in Malaysia)

MINUTES OF THE 20th ANNUAL GENERAL MEETING OF METRONIC GLOBAL BERHAD (“MGB” OR “THE COMPANY”) CONDUCTED ON A FULLY VIRTUAL AND ENTIRELY VIA REMOTE PARTICIPATION AND ELECTRONIC VOTING VIA ONLINE MEETING PLATFORM AT <https://rebrand.ly/MetronicAGM> PROVIDED BY MLABS RESEARCH SDN BHD IN MALAYSIA ON THURSDAY, 30 NOVEMBER 2023 AT 10.30 A.M.

Present:

Directors

1. Mr Hoo Wai Keong (Executive Director cum Chief Executive Officer)
2. Ms Doris Wong Sing Ee (Executive Director)
3. En Muhammad Faliq Bin Mohd Redzuan (Independent Non-Executive Director)
4. Mr Ong Tee Kein (Independent Non-Executive Director)
5. Mr Koh Wai Chee (Independent Non-Executive Director)

Company Secretary

1. Ms Tan Lay Khoon

Shareholders/ Proxies

As per the Attendance List

1.0 INTRODUCTION

- 1.1 As agreed by the Directors, Mr Ong Tee Kein (“the Chairman”) presided at the meeting and welcomed the shareholders and proxies (“Shareholders”) to the Twentieth (20th) Annual General Meeting (“AGM”) of the Company.
- 1.2 There being a quorum present at the meeting as confirmed by the Company Secretary, the Chairman declared the meeting duly convened at 10.30 a.m.
- 1.3 The Chairman introduced the Directors and Company Secretary present and drew attention to some housekeeping matters including manner of posing questions and poll voting, which would be conducted after completion of deliberations of all agenda items for the eight (8) resolutions in accordance with Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad. The Shareholders were informed that Aldpro Corporate Services Sdn. Bhd. was appointed as the Poll Administrator to conduct the polling process, whilst Messrs. KW Ng & Co. was appointed as the Scrutineers to verify the poll results.
- 1.4 With the consent of the meeting, the notice convening the AGM having been circulated within the prescribed period was taken as read.

2.0 AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 30 JUNE 2023 TOGETHER WITH THE REPORTS OF THE DIRECTORS AND AUDITORS THEREON.

- 2.1 The Chairman informed that the audited financial statements in respect of the financial year ended 30 June 2023 (“Audited Financial Statements”) was meant for discussion only, and

therefore, it would not be put forward for voting, in accordance with Section 340(1)(a) of the Companies Act, 2016.

- 2.2 The Chairman also informed that, the Company had received a letter dated 23 November 2023 from the Minority Shareholders Watch Group (“MSWG”), seeking for clarification on several matters of the Company. The MSWG questions and the Company’s responses was projected to the Shareholders, details as set out in Annexure I.
- 2.3 Thereafter, the Chairman welcomed questions from the Shareholders in respect of the Audited Financial Statements and informed that the answer shall be published on the screen later.

3.0 ORDINARY RESOLUTION 1
TO RE-ELECT MR HOO WAI KEONG WHO RETIRES PURSUANT TO CLAUSE 105 OF THE COMPANY’S CONSTITUTION

- 3.1 The Chairman informed that the next agenda was to re-elect Mr. Hoo Wai Keong who retires pursuant to Clause 105 of the Company’s Constitution and being eligible, had offered himself for re-election.
- 3.2 The Chairman invited the Shareholders to submit their questions and informed that the answer shall be published on the screen later.

4.0 ORDINARY RESOLUTION 2
TO RE-ELECT MR KOH WAI CHEE WHO RETIRES PURSUANT TO CLAUSE 114 OF THE COMPANY’S CONSTITUTION

- 4.1 The Chairman informed that the next agenda was to re-elect Mr. Koh Wai Chee who retires pursuant to Clause 114 of the Company’s Constitution and being eligible, had offered himself for re-election.
- 4.2 The Chairman invited the Shareholders to submit their questions and informed that the answer shall be published on the screen later. The Chairman was then invited to facilitate the conduct of the rest of the AGM agendas.

5.0 ORDINARY RESOLUTION 3
TO APPROVE THE PAYMENT OF DIRECTORS’ FEES OF RM170,000 FOR THE FINANCIAL YEAR ENDED 30 JUNE 2023

- 5.1 The Chairman informed that the next agenda was to approve the payment of directors’ fees amounting to RM170,000 to the directors of the Company for the financial year ended 30 June 2023.
- 5.2 The Chairman then invited the Shareholders to submit their questions and informed that the answer shall be published on the screen later. The Chairman then proceeded with the next agenda of the meeting.

6.0 ORDINARY RESOLUTION 4

TO APPROVE THE PAYMENT OF DIRECTORS' FEES OF RM250,000 FOR THE PERIOD FROM 1 JULY 2023 UP TO THE CONCLUSION OF 21ST AGM

- 6.1 The Chairman informed that the next agenda was to approve the payment directors' fees of RM250,000 for the period from 1 July 2023 up to the conclusion of 21st AGM.
- 6.2 The Chairman then invited the Shareholders to submit their questions and informed that the answer shall be published on the screen later. The Chairman then proceeded with the next agenda of the meeting.

7.0 ORDINARY RESOLUTION 5

TO APPROVE THE PAYMENT OF DIRECTORS' BENEFITS OF RM35,292 FOR THE FINANCIAL YEAR ENDED 30 JUNE 2023

- 7.1 The Chairman informed that the next agenda was to approve the payment directors' benefits of RM35,292 for the financial year ended 30 June 2023.
- 7.2 The Chairman then invited the Shareholders to submit their questions and informed that the answer shall be published on the screen later. The Chairman then proceeded with the next agenda of the meeting.

8.0 ORDINARY RESOLUTION 6

TO APPROVE THE PAYMENT OF DIRECTORS' BENEFITS OF RM50,000.00 FOR THE PERIOD FROM 1 JULY 2023 UP TO THE CONCLUSION OF 21ST AGM

- 8.1 The Chairman informed that the next agenda was to approve the payment directors' benefits of RM50,000 for the period from 1 July 2023 up to the conclusion of 21st AGM.
- 8.2 The Chairman then invited the Shareholders to submit their questions and informed that the answer shall be published on the screen later. The Chairman then proceeded with the next agenda of the meeting.

9.0 ORDINARY RESOLUTION 7

TO RE-APPOINT MESSRS CHENGCO PLT AS AUDITORS OF THE COMPANY AND TO HOLD OFFICE UNTIL THE CONCLUSION OF THE NEXT ANNUAL GENERAL MEETING AT SUCH REMUNERATION TO BE DETERMINED BY THE DIRECTORS OF THE COMPANY

- 9.1 The Chairman informed that the next agenda was to re-appoint Messrs. Chengco PLT as Auditors of the Company and to hold office until the conclusion of the next Annual General Meeting at such remuneration to be determined by the Directors of the Company.
- 9.2 The Chairman then invited the Shareholders to submit their questions and informed that the answer shall be published on the screen later. The Chairman then proceeded with the next agenda of the meeting.

10.0 SPECIAL BUSINESS - ORDINARY RESOLUTION 8

AUTHORITY TO ALLOT SHARES PURSUANT TO SECTION 75 AND SECTION 76 OF THE COMPANIES ACT, 2016

- 10.1 The Chairman informed that the next agenda under special business was to seek a renewal general mandate, which if passed, would empower the Directors to allot and issue new shares pursuant to Sections 75 & 76 of the Companies Act, 2016.
- 10.2 The Chairman explained the proposed Ordinary Resolution 8 is primarily to give a renewal mandate to the Directors of the Company to issue and allot shares at any time to such persons in their absolute discretion without convening a general meeting as it would be time consuming to organise a general meeting. The general mandate will provide flexibility and expediency to the Company for any possible fund-raising activities involving the issuance or placement of shares to facilitate business expansion or strategic merger and acquisition opportunities involving equity deals or part equity or to fund future investment project(s) or working capital requirements, which the Directors of the Company consider to be in the best interest of the Company. The general mandate, unless revoked or varied at general meeting, will expire at the next AGM of the Company. As at the date of the notice, no shares had been allotted and issued since the general mandate granted to the Directors at the previous annual general meeting held on 30 November 2022 and this authority will lapse at the conclusion of the 19th AGM of the Company. Pursuant to Section 85 of the Act read together with Clause 61 of the Constitution of the Company, shareholders have pre-emptive rights to be offered any new shares in the Company which rank equally to the existing issued shares in the Company or other convertible securities. The proposed Ordinary Resolution 8, if passed, will also exclude your pre-emptive right to be offered new shares and/or convertible securities to be issued by the Company pursuant to the said Ordinary Resolution.
- 10.3 The Chairman then invited the Shareholders to submit their questions and informed that the answer shall be published on the screen later. The Chairman then proceeded with the next agenda of the meeting.

11.0 ANY OTHER BUSINESS

- 11.1 The Chairman was advised by the Company Secretary that no notice had been received by the Company to transact any other business.

12.0 QUESTION AND ANSWER SESSION

- 12.1 The Company has received one question on the door gift as a appreciation on their participation and the Company has replied that the shareholders shall receive 1 box of the face mask, 1 XOX sim card and product voucher worth RM80.

13.1 VOTING & COUNTING OF VOTES

- 13.1 The Chairman then proceeded to the polling process and informed the Members the voting session would be closed after 3 minutes.

14.0 DECLARATION OF RESULTS

- 14.1 Upon completion of the polling process at 11.15 a.m., the Chairman, announced the results of the poll voting and declared, that all eight (8) ordinary resolutions as set out in the Notice of AGM dated 31 October 2023, carried, as attached hereto as Annexure II.

15.0 CLOSURE

- 15.1 There being no other business, the AGM was closed at 11.20 a.m. with a vote of thanks to the Chairman.

**Confirmed as a correct record of
the proceedings held thereat**

-signed-

Chairman