

**TONG HERR RESOURCES BERHAD**  
[Registration No. 199701016642 (432139-W)]  
(Incorporated in Malaysia)

Minutes of the Twenty-Sixth Annual General Meeting of the Company held at No. 2515, Tingkat Perusahaan 4A, Perai Free Trade Zone, 13600 Perai, Penang on Monday, May 22, 2023, at 2.00 p.m.

Attendance

As per Attendance List

The Meeting commenced at 2.00 p.m. with the requisite quorum being present.

Notice

The Notice convening the Meeting was taken as read as it has been sent to all Members via hard copy by post. Members could also download the Annual Report 2022, Share Buy-Back Statement and Circular on RRPT from the Company's website. The Annual Report 2022 together with the Corporate Governance Report, Share Buy-Back Statement, Circular on RRPT and the Notice of Meeting have been submitted and announced to Bursa Malaysia. The Notice of Meeting was also advertised in News Straits Times within the prescribed period.

**1. CHAIRMAN'S ADDRESS**

Upon the Secretary's confirmation of a quorum being present, the Chairman, Mr. Tsai Ming Ti wished all members present a very good afternoon and thanked them for their attendance at the Company's Twenty-Sixth Annual General Meeting (AGM) and called upon Mr. Tsai Yi Ting (Mr. Tsai), the Managing Director of the Company to assist him to conduct the rest of the Meeting.

After the introduction of the Board of Directors and Secretaries, Mr. Tsai informed all present that the Company has received proxies totaling 114,117,503 shares, representing 74% of the issued shares of the Company.

Pursuant to Paragraph 8.29A of Bursa Malaysia Main Market Listing Requirements, any resolution set out in the notice of general meeting is to be voted by poll. For the shareholders' information, the Share Registrar, Tricor Investor & Issuing House Services Sdn. Bhd. was appointed to act as the Poll Administrator and Value Creator Consultancy was appointed to act as the scrutineer to validate the votes casted at the Meeting.

**2. TO RECEIVE THE AUDITED FINANCIAL STATEMENTS (AFS) FOR THE YEAR ENDED DECEMBER 31, 2022 TOGETHER WITH THE REPORTS OF THE DIRECTORS AND AUDITORS THEREON**

This agenda item was meant for discussion only, as the provisions of Sections 248 and 340(1) of the Companies Act 2016 did not require formal approval of the members for the Audited Financial Statements (AFS). Hence, this Agenda item was not put forward for voting.

As there were no questions from the members, the AFS of the Company for the year ended December 31, 2022 together with the Reports of the Directors and Auditors were taken as laid before the Company pursuant to section 244(2)(a) of the Companies Act 2016.

**TONG HERR RESOURCES BERHAD**  
[Registration No. 199701016642 (432139-W)]  
(Incorporated in Malaysia)

Minutes of the Twenty-Sixth Annual General Meeting of the Company held at No. 2515, Tingkat Perusahaan 4A, Perai Free Trade Zone, 13600 Perai, Penang on Monday, May 22, 2023, at 2.00 p.m. (Continued...)

**3. TO DECLARE A FINAL SINGLE-TIER DIVIDEND OF RM0.20 PER ORDINARY SHARE FOR THE YEAR ENDED DECEMBER 31, 2022**

On the proposal of Ms. Lim Siew Hoong and seconded by Ms. Teh Yen San, the proposed declaration of a Final Single-Tier Dividend of RM0.20 per ordinary share for the year ended December 31, 2022 would be put to the members to vote by poll.

The members were informed that the said dividend, if approved shall be paid on June 14, 2023 to the depositors whose names appear in the Record of Depositors at the close of business on June 1, 2023.

**4. TO RE-ELECT THE FOLLOWING DIRECTORS RETIRING UNDER THE PROVISION OF ARTICLE 95(1) OF THE CONSTITUTION OF THE COMPANY**

Mr. Tsai informed the members that the following Directors who retired under the provision of Article 95(1) of the Constitution of the Company, and being eligible, have offered themselves for re-election: -

- i) Mr. Tsai Yi Ting
- ii) Mr. Tsai, Hung-Chuan
- iii) Ms. Tsai Pei Chen

On the proposal by Ms. Lau Chyi Shan and seconded by Ms. Lim Tze Zhen, the motion on the re-election of Mr. Tsai Yi Ting who retired pursuant to Article 95(1) would be put to the members to vote by poll under proposed Resolution 2.

On the proposal by Ms. Lim Siew Hoong and seconded by Ms. Chiew Pei Pei, the motion on the re-election of Mr. Tsai, Hung-Chuan who retired pursuant to Article 95(1) would be put to the members to vote by poll under proposed Resolution 3.

On the proposal by Ms. Teh Yen San and seconded by Ms. Lau Chyi Shan, the motion on the re-election of Ms. Tsai Pei Chen who retired pursuant to Article 95(1) would be put to the members to vote by poll under proposed Resolution 4.

Their respective Directors' Profile could be found in the Annual Report 2022.

**5. TO RE-APPOINT MESSRS. CROWE MALAYSIA PLT AS AUDITORS OF THE COMPANY FOR THE FINANCIAL YEAR ENDING DECEMBER 31, 2023 AND TO AUTHORISE THE BOARD OF DIRECTORS TO FIX THEIR REMUNERATION**

As proposed by Ms. Lim Tze Zhen and seconded by Ms. Chiew Pei Pei, the motion to consider Messrs. Crowe Malaysia PLT to be re-appointed as the Auditors of the Company for the financial year ending December 31, 2023 and to authorize the Directors to fix their remuneration would be put to the members to vote by poll under proposed Resolution 5. The retiring Auditors have expressed their willingness to continue in office.

**TONG HERR RESOURCES BERHAD**  
[Registration No. 199701016642 (432139-W)]  
(Incorporated in Malaysia)

Minutes of the Twenty-Sixth Annual General Meeting of the Company held at No. 2515, Tingkat Perusahaan 4A, Perai Free Trade Zone, 13600 Perai, Penang on Monday, May 22, 2023, at 2.00 p.m. (Continued...)

**6. AS SPECIAL BUSINESS - TO APPROVE THE PAYMENT OF DIRECTORS' FEES AND BENEFITS FROM THIS AGM UP TO THE DATE OF THE NEXT AGM**

On the proposal by Ms. Lim Siew Hoong and seconded by Ms. Lim Tze Zhen, the proposal to approve the Directors' Fees and Benefits of RM150,000.00 from this AGM up to the date of the next AGM and payment of such fees and benefits to the Directors of the Company would be put to the members to vote by poll under proposed Resolution 6.

**7. AS SPECIAL BUSINESS – AUTHORITY TO ISSUE SHARES**

On the proposal of Ms. Lau Chyi Shan and seconded by Ms. Lim Siew Hoong, the proposed Resolution 7 was on the Authority to Issue Shares pursuant to section 76 of the Companies Act 2016 and approvals from the Bursa Securities and other relevant governmental/regulatory authorities. The full text of the proposed resolution was set out in the Notice of Meeting.

**8. AS SPECIAL BUSINESS – RENEWAL OF AUTHORITY TO PURCHASE ITS OWN SHARES**

On the proposal of Ms. Teh Yen San and seconded by Ms. Chiew Pei Pei, the proposed Resolution 8 was on Renewal of Authority to Purchase its own Shares and the full text of the proposed resolution was set out in the Notice of Meeting.

**9. AS SPECIAL BUSINESS – PROPOSED RENEWAL OF SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE**

On the proposal of Ms. Lim Tze Zhen and seconded by Ms. Teh Yen San, the proposed Resolution 9 was on the Renewal of Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature as per the Circular sent to Members and the full text of the proposed resolution was set out in the Notice of Meeting.

**10. ANY OTHER BUSINESS**

Mr. Tsai then brought members' attention to the Bursa's amendment of Main Market Listing Requirements on the 12-year tenure limit for Independent Director (ID), where all long-serving ID of more than 12 years must resign or be re-designated as a Non-Independent Director by June 1, 2023. As such, the Company's long-serving IDs namely Encik Fazrin Azwar Bin Dato' Hj. Md. Nor, Datuk Megat Abdul Munir Bin Megat Abdullah Rafaie and Mr. Teh Eng Hin have indicated their intention to resign at the conclusion of the Company's Twenty-Sixth Annual General Meeting of the Company. The Board recorded its sincere appreciation to them for their long service to the Company and wished them all the best in their future endeavors.

**TONG HERR RESOURCES BERHAD**  
[Registration No. 199701016642 (432139-W)]  
(Incorporated in Malaysia)

Minutes of the Twenty-Sixth Annual General Meeting of the Company held at No. 2515, Tingkat Perusahaan 4A, Perai Free Trade Zone, 13600 Perai, Penang on Monday, May 22, 2023, at 2.00 p.m. (Continued...)

**10. ANY OTHER BUSINESS (CONTINUED...)**

The Board then took the opportunity to introduce the new IDs who would be appointed in their place thereof as follows:

1. Mr. Soon Gim Wooi;
2. Datin Nik Haslinda Binti Nik Mohd Hashim; and
3. Puan Rohaiza Binti Mohamed Basir.

Mr. Tsai then notified all present that the Company has not received any notice of motion from the members of the Company since the dispatch of the notice of Twenty-Sixth Annual General Meeting.

The polling process commenced at 2.20 p.m. and Mr. Tsai explained to the meeting on the procedures of the polling process. The Poll Administrator then collected the polling slips from members by using the ballot box.

While waiting for the Poll Administrator and Scrutineer to compute and check the poll results, Mr. Tsai invited the members for a tea break.

Mr. Tsai called the meeting to order again at 2.35 p.m. and read the poll results as per Appendix 1, a copy of which is attached herewith.

As verified and based on the poll results, it was resolved that all the Nine (9) resolutions were carried.

There being no further matters to discuss, it was resolved that the Meeting be concluded at 2.40 p.m. with a vote of thanks to the Chair.

Confirmed as a correct record



---

TSAI MING TI  
Chairman