

DOMINANT ENTERPRISE BERHAD
Registration No. 199101010894 (221206-D)
(Incorporated in Malaysia)

MINUTES of the **29th Annual General Meeting** of the Company duly conducted by fully virtual through live streaming and online meeting platform of TIIH Online provided by Tricor Investor & Issuing House Services Sdn. Bhd. in Malaysia via its website at <https://tiih.online> on **Monday, 23 August 2021 at 10.00 a.m.**

DIRECTORS (Present remotely)	Mr. Han Hing Siew : Mr. Waldersee Chan Chung Ching Mr. Owee Geok Choon Mr. Chai Soon Too : Mr. Teo Yu Chin Ms. Cha Shi Jiu Pn. Noor Hazelin Binti Hashim Mr. Tan Yin Beng Mr. Johnson Kandasamy A/L David Nagappan	<i>(Chairman, Independent Non-Executive Director)</i> <i>(Non-Executive Chairman)</i> <i>(Managing Director)</i> <i>(Executive Director)</i> <i>(Executive Director)</i> <i>(Executive Director)</i> <i>(Independent Non-Executive Director)</i> <i>(Independent Non-Executive Director)</i> <i>(Non-Independent Non-Executive Director)</i>
SHAREHOLDERS/ PROXY (Present remotely)	As per Attendance Sheet	
IN ATTENDANCE (Present remotely)	: Ms. Yong May Li Ms. Chloe Soon	<i>(Company Secretary)</i> <i>(Representing Tricor Corporate Services Sdn. Bhd.)</i>
BY INVITATION (Present remotely)	: Ms. Chiang Choon Wei Mr. Cha Aku Wai @ Sia Ah Kow Mr. Francis Cyril Mr. Johnny Sia	<i>(Accounts Manager)</i> <i>(Group Adviser)</i> <i>(Auditors from BDO PLT)</i>

Mr. Waldersee Chan Chung Ching (“Mr Waldersee”), the Chairman of the Board welcomed all the members present to the 29th Annual General Meeting (“AGM”) of the Company. He then informed that in accordance to Malaysian Governments’ Guideline on Conduct of General Meeting and in view of the travel restriction related to the Covid-19 pandemic, he was not able to be physically present at the meeting in Malaysia. Hence, the Board elected Mr. Han Hing Siew (“Mr. Han”) as the Chairman of the 29th AGM, pursuant to Clause 58 of the Company’s Constitution.

Mr. Han (“the Chairman”) took over the Chair and elaborated that in line with the latest Guidance Note on the Conduct of General Meetings for Listed Issuers issued by the Securities Commission Malaysia dated 16 July 2021, the 29th AGM was being held via live streaming and online remote voting using the Remote Participation and Voting (“RPV”) facilities which is in compliance with Section 327 of the Companies Act 2016.

The Chairman called the meeting to order after receiving the Company Secretary’s confirmation that the requisite quorum was present.

The Chairman then briefed all the members present that in view of the travel restrictions related to the pandemic and also in accordance with the “Guidance and FAQs on the Conduct of General Meetings for Listed Issuers” issued by the Securities Commission Malaysia, all the Board members, Company Secretary and External Auditors had joined the meeting remotely and were introduced to the members present from the RPV screen.

With notice of meeting being circulated to the shareholders within the prescribed period, the Chairman has taken the Notice as read.

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The Chairman explained the procedures in regards to the resolutions tabled to the meeting and informed that pursuant to Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions which were set out in the notice of AGM must be voted by poll. The Share Registrars, Tricor Investor & Issuing House Services Sdn. Bhd. was appointed to conduct the poll voting and Sky Management Services on the other hand was appointed to act as Scrutineers to validate the poll results.

The Chairman proceeded to invite the representative of the poll administrator, Tricor Investor & Issuing House Services Sdn. Bhd. to brief the shareholders and proxies present on the voting procedures, which commenced from the start of the meeting. The poll results would be reflected on the screen after verified by the Scrutineers.

The Chairman then highlighted that Ordinary Resolutions 1 to 9 required a simple majority of more than 50% votes from those members present in person or by proxies and voting at the meeting. The Chairman further informed that the shareholders and proxies were welcomed to raise the questions in real time by transmitting their questions via the "Query Box" in TIH Online website at <https://tiah.online>. The Board and Management would endeavour to respond the questions submitted during Q&A session after the conclusion of all the agenda items of the Meeting. He added if there was time constraint, the responses would be emailed to the shareholders or proxies at the earliest possible, after the Meeting.

The Chairman then proceeded to the businesses of the meeting as follows: -

1. AUDITED FINANCIAL STATEMENTS AND THE REPORTS OF DIRECTORS AND AUDITORS FOR THE FINANCIAL YEAR ENDED 31 MARCH 2021

The Audited Financial Statements of the Company and of the Group for the financial year ended 31 March 2021 and the Reports of Directors and Auditors ("AFS") having been circulated to all the members of the Company within the statutory period, were tabled to the meeting for discussion.

This agenda item did not require formal approval of the shareholders, hence the item was meant for discussion only and was not put forward for voting. The Chairman took the AFS together with reports of Directors and Auditors be duly received.

The Chairman then proceeded to the next item of the Agenda.

**2. ORDINARY RESOLUTION 1:
SINGLE TIER FINAL DIVIDEND OF 1.0 SEN PER SHARE IN RESPECT OF THE
FINANCIAL YEAR ENDED 31 MARCH 2021**

The Chairman informed the meeting that item 2 on the agenda for Ordinary Resolution 1 that was to approve the Single Tier Final Dividend of 1.0 sen per share in respect of the financial year ended 31 March 2021, to the meeting for consideration.

The Chairman then proceeded to the next item of the Agenda.

**3. ORDINARY RESOLUTION 2:
TO APPROVE THE PAYMENT OF DIRECTORS' FEES FOR THE FINANCIAL YEAR
ENDED 31 MARCH 2021**

The meeting proceeded to item 3 on the agenda for Ordinary Resolution 2 that was to approve the payment of Directors' fees amounting to RM260,000.00 for the financial year ended 31 March 2021, to the meeting for consideration. The Directors who were also shareholders of the Company had abstained from voting on this resolution.

**4. ORDINARY RESOLUTION 3:
TO APPROVE THE PAYMENT OF DIRECTORS' BENEFITS PAYABLE UP TO AN AMOUNT OF RM30,000 FROM THE CLOSE OF 29TH ANNUAL GENERAL MEETING UNTIL CONCLUSION OF THE 30TH ANNUAL GENERAL MEETING IN YEAR 2022**

The meeting proceeded to item 4 on the agenda for Ordinary Resolution 3 that was to approve the payment of Directors' Benefits payable up to an amount of RM30,000 from the close of 29th Annual General Meeting until the conclusion of the 30th Annual General Meeting in year 2022, to the meeting for consideration. The Directors who were also shareholders of the Company had abstained from voting on this resolution.

The Chairman then proceeded to the next item of the Agenda.

**5. ORDINARY RESOLUTION 4 AND 5:
RE-ELECTION OF DIRECTORS WHO RETIRES BY ROTATION PURSUANT TO CLAUSE 76(3) OF THE CONSTITUTION OF THE COMPANY**

The Chairman then proceeded to the item 5 on the agenda for Ordinary Resolutions 4 and 5 and proposed to the meeting for consideration for re-election of the following Directors who were subject to retirement by rotation under Clause 76(3) of the Company's Constitution and being eligible, they have offered themselves for re-election: -

(a) Ordinary Resolution 4: Mr. Owee Geok Choon

(b) Ordinary Resolution 5: Mr. Johnson Kandasamy A/L David Nagappan

The profiles of the retiring Directors were set out on page 8 of the Annual Report 2021. The Chairman then proceeded to the next item of the Agenda.

**6. ORDINARY RESOLUTION 6 AND 7:
RE-ELECTION OF DIRECTORS WHO RETIRES PURSUANT TO CLAUSE 78 OF THE CONSTITUTION OF THE COMPANY**

The Chairman then proceeded to the item 6 on the agenda for Ordinary Resolutions 6 and 7 and proposed to the meeting for consideration for re-election of the following Directors who were subject to retirement under Clause 78 of the Company's Constitution and being eligible, they have offered themselves for re-election: -

(a) Ordinary Resolution 6: Ms. Cha Shi Jiu

(b) Ordinary Resolution 7: Mr. Tan Yin Beng

The profiles of the retiring Directors were set out on pages 8 and 9 of the Annual Report 2021. The Chairman then proceeded to the next item of the Agenda.

**7. ORDINARY RESOLUTION 8:
TO RE-APPOINT MESSRS. BDO PLT AS AUDITORS OF THE COMPANY FOR THE FINANCIAL YEAR ENDING 31 MARCH 2022 AND TO AUTHORISE THE BOARD OF DIRECTORS TO FIX THEIR REMUNERATION**

The Chairman proposed the motion that Messrs BDO PLT to be re-appointed as Auditors of the Company for the financial year ending 31 March 2022 and to authorize the Directors to fix their remuneration to the meeting for consideration. The Company's Auditors, BDO PLT, had indicated their willingness to continue office.

The Chairman then proceeded to the Special Business of the Meeting.

SPECIAL BUSINESS:

8. ORDINARY RESOLUTION 9:
AUTHORITY TO DIRECTORS TO ALLOT SHARES PURSUANT TO SECTIONS 75 AND 76
OF THE COMPANIES ACT 2016

The Chairman proposed the following motion to the meeting for consideration :

“THAT pursuant to Sections 75 and 76 of the Companies Act 2016, and subject to the approval of the relevant governmental/regulatory authorities (if any), the Directors be and are hereby authorised to allot shares in the Company, from time to time, at such price, upon such terms and conditions and for such purpose and to such person or persons whomsoever as the Directors may in their absolute discretion deem fit provided that the aggregate number of shares to be allotted during the preceding 12 months does not exceed ten percent (10%) of the total number of issued shares of the Company for the time being AND THAT the Directors be and are hereby also empowered to obtain the approval for the listing of and quotation for the additional shares so allotted from Bursa Malaysia Securities Berhad AND THAT such authority shall continue to be in force until conclusion of the next annual general meeting of the Company after the approval was given or at the expiry of the period within which the next annual general meeting is required to be held after the approval was given, whichever is earlier, unless such approval is revoked or varied by a resolution of the Company at a general meeting.”

The Chairman then proceeded to the next item of the Agenda.

9. TO TRANSACT ANY OTHER BUSINESS

The Chairman informed that no notice had been received for any other business for this Meeting.

As there was no further business to transact, the Chairman invited Mr. Owee Geok Choon (“Mr. Owee”), the Managing Director of the Company to address the questions raised by the shareholders that were submitted in advance to the meeting and during the meeting via the “Query Box”.

The Chairman informed the members present that the Company had received a letter from Minority Shareholder Watch Group (“MSWG”). The Chairman then read out the questions raised by the MSWG which were also projected to the members simultaneously. The Chairman informed the responses will be emailed to MSWG and publish in the Company’s website at the earliest possible, after the Meeting.

The Key AGM Matters was prepared separately as an attachment marked as “*Appendix I*”.

The Chairman later directed the poll for Ordinary Resolutions 1 to 9 be taken by the shareholders and proxies who participated through the RPV facilities provided by Tricor Investor & Issuing House Services Sdn. Bhd. via its TIH Online website at <https://tiah.online>.

ADJOURNMENT OF MEETING

The Chairman adjourned the meeting for 20 minutes to await for validation of poll results by the Scrutineer.

RESUMPTION OF MEETING

The Meeting resumed in 20 minutes after the counting of votes had been completed.

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The poll results were presented on the RPV screen for shareholders' notation as follows:

Ordinary Resolution 1 : Single Tier Final Dividend of 1.0 sen per share for the financial year ended 31 March 2021

	No. of votes	%
Votes in FAVOUR of the resolution	96,321,792	99.7431
Votes AGAINST the resolution	248,106	0.2569

Ordinary Resolution 2 : Approval of Directors' Fee for financial year ended 31 March 2021

	No. of votes	%
Votes in FAVOUR of the resolution	92,311,472	99.7056
Votes AGAINST the resolution	272,528	0.2944

Ordinary Resolution 3 : Approval of Directors' Benefit from the 29th Annual General Meeting until conclusion of the 30th Annual General Meeting in year 2022

	No. of votes	%
Votes in FAVOUR of the resolution	92,193,285	99.7029
Votes AGAINST the resolution	274,728	0.2971

Ordinary Resolution 4 : Re-election of Mr. Owee Geok Choon who retires by rotation pursuant to Clause 76(3) of the Constitution of the Company

	No. of votes	%
Votes in FAVOUR of the resolution	96,314,172	99.7352
Votes AGAINST the resolution	255,726	0.2648

Ordinary Resolution 5 : Re-election of Mr. Johnson Kandasamy A/L David Nagappan who retires by rotation pursuant to Clause 76(3) of the Constitution of the Company

	No. of votes	%
Votes in FAVOUR of the resolution	96,314,172	99.7352
Votes AGAINST the resolution	255,726	0.2648

Ordinary Resolution 6 : Re-election of Ms. Cha Shi Jiu who retire pursuant to Clause 78 of the Constitution of the Company

	No. of votes	%
Votes in FAVOUR of the resolution	96,320,692	99.7419
Votes AGAINST the resolution	249,206	0.2581

Ordinary Resolution 7 : Re-election of Mr. Tan Yin Beng who retire pursuant to Clause 78 of the Constitution of the Company

	No. of votes	%
Votes in FAVOUR of the resolution	96,314,172	99.7352
Votes AGAINST the resolution	255,726	0.2648

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**Ordinary
Resolution 8 :**

Re-appointment of Messrs. BDO PLT as Auditors

	No. of votes	%
Votes in FAVOUR of the resolution	96,315,272	99.7363
Votes AGAINST the resolution	254,626	0.2637

**Ordinary
Resolution 9 :**

Authority to Directors to allot shares pursuant to Sections 75 and 76 of the Companies Act 2016

	No. of votes	%
Votes in FAVOUR of the resolution	96,300,990	99.7215
Votes AGAINST the resolution	268,908	0.2785

The Chairman declared that based on the results, all Ordinary Resolutions 1 to 9 were duly passed and carried at the Meeting.

CLOSE OF MEETING

As there were no other matters, the Meeting ended at 11.35 a.m. with a vote of thanks to the Chair.

SIGNED AS A CORRECT RECORD

HAN HING SIEW
CHAIRMAN OF THE MEETING