

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

Minutes of the **30<sup>th</sup> Annual General Meeting** of the Company held at **Holiday Villa Hotel, Ruby 5, Level 8, No. 260, Jalan Dato Sulaiman Taman Abad, 80250 Johor Bahru Malaysia** on **Monday, 29 August 2022** at **10.00 a.m.**

Present : As per Attendance Sheet.

## **NOTICE**

Notice convening the meeting was taken as read.

## **CHAIRMAN**

Mr. Waldersee Chan Chung Ching chaired the meeting.

## **QUORUM**

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

## **INTRODUCTION**

The Chairman welcomed all the Directors, members, proxies and invited guests who were present to the AGM.

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 set out in the notice of a general meeting must be voted by poll. The Company was also required to appoint at least one (1) scrutineer to validate the votes cast at the AGM.

The Chairman added that the polling on the proposed resolutions would be conducted at the final stage of the meeting after all the resolutions have been deliberated and shareholders' queries, if any, being answered by Directors and Management.

Messrs Tricor Investor & Issuing House Services Sdn. Bhd. had been appointed to act as the Poll Administrator whereas Messrs Sky Management Services had been appointed as the Scrutineer to validate the votes cast at the meeting.

## **1. AUDITED FINANCIAL STATEMENTS AND THE REPORTS OF DIRECTORS AND AUDITORS FOR THE FINANCIAL YEAR ENDED 31 MARCH 2022**

The Audited Financial Statements of the Company and of the Group for the financial year ended 31 March 2022 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.

The Chairman informed the members present that the Company had received a letter dated 12 August 2022 from Minority Shareholders Watch Group ("MSWG"), a copy of which is attached to this minutes.

The Chairman invited the Managing Director, Mr. Owee Geok Choon ("Mr. Owee") to read out the questions and present the Board's corresponding replies for the MSWG which were also projected on screen to the members simultaneously. On behalf of the Board, Mr. Owee read out all the questions and presented the corresponding replies respectively and a copy of the questions and answers marked as "Appendix A" is attached to this minutes.

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Questions were also posed by some of the shareholders present and were answered by Management and Directors. The questions and answers have also been included in the "Appendix A" as attached to this Minutes.

After answering all questions from shareholders, the Chairman then proceeded to the next Agenda item.

**2. SINGLE TIER FINAL DIVIDEND OF 1.0 SEN PER SHARE IN RESPECT OF THE FINANCIAL YEAR ENDED 31 MARCH 2022 (ORDINARY RESOLUTION 1)**

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

"That the payment of a Single Tier Final Dividend of 1.0 sen per share in respect of the financial year ended 31 March 2022 be hereby approved."

Without any questions raised from shareholders, the Chairman proceeded to the next item of the Agenda as the poll voting on this resolution would be conducted later.

**3. SINGLE TIER SPECIAL FINAL DIVIDEND OF 1.0 SEN PER SHARE IN RESPECT OF THE FINANCIAL YEAR ENDED 31 MARCH 2022 (ORDINARY RESOLUTION 2)**

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

"That the payment of a Single Tier Special Final Dividend of 1.0 sen per share in respect of the financial year ended 31 March 2022 be hereby approved."

Without any questions raised from shareholders, the Chairman proceeded to the next item of the Agenda as the poll voting on this resolution would be conducted later.

**4. TO APPROVE THE DIRECTORS' FEE OF RM100,000 PAYABLE TO WALDERSEE CHAN CHUNG CHING, THE NON-EXECUTIVE CHAIRMAN FOR THE FINANCIAL YEAR ENDED 31 MARCH 2022 (ORDINARY RESOLUTION 3)**

For good corporate governance, the Chairman invited Mr. Han Hing Siew to take over the Chair for this motion.

Mr. Han proposed the following motion to the meeting for consideration :

"That the Directors' fee of RM100,000 payable to Waldersee Chan Chung Ching, the Non-Executive Chairman for the financial year ended 31 March 2022 be hereby approved"

It was noted that Mr. Waldersee who is also shareholder of the Company shall abstain himself from voting on this Ordinary Resolution.

Without any questions raised from shareholders, Mr. Han pass back the chair to the Chairman for the remaining Agenda items of the meeting as the poll voting on this resolution would be conducted later.

**5. TO APPROVE THE DIRECTORS' FEE OF RM40,000 PAYABLE TO JOHNSON KANDASAMY A/L DAVID NAGAPPAN, THE NON-INDEPENDENT NON-EXECUTIVE DIRECTOR FOR THE FINANCIAL YEAR ENDED 31 MARCH 2022 (ORDINARY RESOLUTION 4)**

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

"That the Directors' fee of RM40,000 payable to Johnson Kandasamy A/L David Nagappan, the Non-Independent Non-Executive Director for the financial year ended 31 March 2022 be hereby approved."

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Without any questions raised from shareholders, the Chairman proceeded to the next item of the Agenda as the poll voting on this resolution would be conducted later.

**6. TO APPROVE THE DIRECTORS' FEE OF RM40,000 PAYABLE TO HAN HING SIEW, THE INDEPENDENT NON-EXECUTIVE DIRECTOR FOR THE FINANCIAL YEAR ENDED 31 MARCH 2022 (ORDINARY RESOLUTION 5)**

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

"That the Directors' fee of RM40,000 payable to Han Hing Siew, the Independent Non-Executive Director for the financial year ended 31 March 2022 be hereby approved."

Without any questions raised from shareholders, the Chairman proceeded to the next item of the Agenda as the poll voting on this resolution would be conducted later.

**7. TO APPROVE THE DIRECTORS' FEE OF RM40,000 PAYABLE TO PUAN NOOR HAZELIN BINTI HASHIM, THE INDEPENDENT NON-EXECUTIVE DIRECTOR FOR THE FINANCIAL YEAR ENDED 31 MARCH 2022 (ORDINARY RESOLUTION 6)**

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

"That the Director's fee of RM40,000 payable to Puan Noor Hazelin Binti Hashim, the Independent Non-Executive Director for the financial year ended 31 March 2022 be hereby approved."

Without any questions raised from shareholders, the Chairman proceeded to the next item of the Agenda as the poll voting on this resolution would be conducted later.

**8. TO APPROVE THE DIRECTORS' FEE OF RM40,000 PAYABLE TO TAN YIN BENG, THE INDEPENDENT NON-EXECUTIVE DIRECTOR FOR THE FINANCIAL YEAR ENDED 31 MARCH 2022 (ORDINARY RESOLUTION 7)**

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

"That the Director's fee of RM40,000 payable to Tan Yin Beng, the Independent Non-Executive Director for the financial year ended 31 March 2022 be hereby approved."

Without any questions raised from shareholders, the Chairman proceeded to the next item of the Agenda as the poll voting on this resolution would be conducted later.

**9. TO APPROVE THE PAYMENT OF DIRECTORS' BENEFITS PAYABLE UP TO AN AMOUNT OF RM30,000 FROM THE CLOSE OF 30<sup>TH</sup> ANNUAL GENERAL MEETING UNTIL CONCLUSION OF THE 31<sup>ST</sup> ANNUAL GENERAL MEETING IN YEAR 2023 (ORDINARY RESOLUTION 8)**

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

"That the the payment of Directors' Benefits payable up to an amount of RM30,000 from the close of 30<sup>th</sup> Annual General Meeting until conclusion of the 31<sup>st</sup> Annual General Meeting in year 2023 be hereby approved."

It was noted that the interested Directors who are also shareholders of the Company shall abstain themselves from voting on this Ordinary Resolution.

Without any questions raised from shareholders, the Chairman proceeded to the next item of the Agenda as the poll voting on this resolution would be conducted later.

**10. RE-ELECTION OF WALDERSEE CHAN CHUNG CHING WHO RETIRES BY ROTATION PURSUANT TO CLAUSE 76(3) OF THE CONSTITUTION OF THE COMPANY (ORDINARY RESOLUTION 9)**

For good corporate governance, the Chairman invited Mr. Han to take over the Chair for this motion.

Mr. Han proposed the following motion to the meeting for consideration :

“That Waldersee Chan Chung Ching who was retiring pursuant to Clause 76(3) of the Constitution of the Company and who being eligible, be hereby re-elected Director of the Company.”

Without any questions raised from shareholders, Mr. Han pass back the chair to the Chairman for the remaining Agenda items of the meeting as the poll voting on this resolution would be conducted later.

**11. RE-ELECTION OF TEO YU CHIN WHO RETIRES BY ROTATION PURSUANT TO CLAUSE 76(3) OF THE CONSTITUTION OF THE COMPANY (ORDINARY RESOLUTION 10)**

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

“That Teo Yu Chin who was retiring pursuant to Clause 76(3) of the Constitution of the Company and who being eligible, be hereby re-elected Director of the Company.”

Without any questions raised from shareholders, the Chairman proceeded to the next item of the Agenda as the poll voting on this resolution would be conducted later.

**12. RE-ELECTION OF HAN HING SIEW WHO RETIRES BY ROTATION PURSUANT TO CLAUSE 76(3) OF THE CONSTITUTION OF THE COMPANY (ORDINARY RESOLUTION 11)**

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

“That Han Hing Siew who was retiring pursuant to Clause 76(3) of the Constitution of the Company and who being eligible, be hereby re-elected Director of the Company.”

Without any questions raised from shareholders, the Chairman proceeded to the next item of the Agenda as the poll voting on this resolution would be conducted later.

**13. TO RE-APPOINT MESSRS. BDO PLT AS AUDITORS OF THE COMPANY FOR THE FINANCIAL YEAR ENDING 31 MARCH 2023 AND TO AUTHORISE THE BOARD OF DIRECTORS TO FIX THEIR REMUNERATION (ORDINARY RESOLUTION 12)**

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

“That Messrs. BDO PLT be hereby re-appointed as Auditors of the Company for the financial year ending 31 March 2023 at a fee to be agreed upon with the Directors and to hold office until the conclusion of the next Annual General Meeting.”

Without any questions raised from shareholders, the Chairman proceeded to the next item of the Agenda as the poll voting on this resolution would be conducted later.

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**14. AUTHORITY TO ISSUE AND ALLOT SHARES PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT, 2016 (ORDINARY RESOLUTION 13)**

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

“THAT pursuant to Sections 75 and 76 of the Companies Act, 2016, Main Market Listing Requirements of Bursa Malaysia Securities Berhad (“Bursa Securities”) (“Listing Requirements”) and the approval of the relevant regulatory authorities, where such approval is required, the Directors of the Company be and are hereby authorised to issue and allot shares in the capital of the Company, grant rights to subscribe for shares in the Company, convert any securities into shares in the Company, or allot shares under an agreement or option or offer (“New Shares”) from time to time, at such price, to such persons and for such purposes and upon such terms and conditions as the Directors may in their absolute discretion deem fit, provided that the aggregate number of such New Shares to be issued, to be subscribed under any rights granted, to be issued from conversion of any security, or to be issued and allotted under an agreement or option or offer, pursuant to this resolution, when aggregated with the total number of any such shares issued during the preceding 12 months does not exceed 20% of the total number of issued shares (excluding any treasury shares) of the Company for the time being (“Proposed 20% General Mandate”).

THAT such approval on the Proposed 20% General Mandate shall continue to be in force until 31 December 2022.

THAT with effect from 1 January 2023, the general mandate shall be reinstated from a 20% limit to a 10% limit pursuant to Paragraph 6.03 of the Listing Requirements provided that the aggregate number of such New Shares to be issued, to be subscribed under any rights granted, to be issued from conversion of any security, or to be issued and allotted under an agreement or option or offer by the Company from time to time, at such price, to such persons and for such purposes and upon such terms and conditions as the Directors may in their absolute discretion deem fit, pursuant to this resolution, when aggregated with the total number of any such shares issued during the preceding 12 months does not exceed 10% of the total number of issued shares (excluding any treasury shares) of the Company for the time being (“Proposed 10% General Mandate”).

THAT such approval on the Proposed 10% General Mandate shall continue to be in force until:

- a. the conclusion of the next Annual General Meeting of the Company held after the approval was given;
  - b. the expiration of the period within which the next Annual General Meeting of the Company is required to be held after the approval was given; or
  - c. revoked or varied by resolution passed by the shareholders of the Company in a general meeting,
- whichever is the earlier.

(The Proposed 20% General Mandate and Proposed 10% General Mandate shall hereinafter refer to as “Proposed General Mandate”.)

THAT the Directors of the Company be and are hereby also empowered to obtain the approval from Bursa Securities for the listing of and quotation for such New Shares on the Main Market of Bursa Securities.

THAT authority be and is hereby given to the Directors of the Company, to give effect to the Proposed General Mandate with full powers to assent to any conditions, modifications, variations and/or amendments as they may deem fit in the best interest of the Company and/or as may be imposed by the relevant authorities.

AND FURTHER THAT the Directors of the Company, be and are hereby authorised to implement, finalise, complete and take all necessary steps and to do all acts (including

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execute such documents as may be required), deeds and things in relation to the Proposed General Mandate.”

Without any questions raised from shareholders, the Chairman proceeded to the next item of the Agenda as the poll voting on this resolution would be conducted later.

**15. TO TRANSACT ANY OTHER BUSINESS**

The Secretary confirmed that no notice of any other business had been received for transacting at the Meeting.

The Chairman invited the representative of Tricor Investor & Issuing House Services Sdn. Bhd. to brief the members and proxies present on the polling procedures. The members and proxies present then proceeded to cast their votes.

**ADJOURNMENT OF MEETING**

The Chairman adjourned the Meeting at 10.50 a.m. to await for the poll results from the Scrutineer.

**RESUMPTION OF MEETING**

The Meeting resumed at 11.25 a.m. after the counting of votes had been completed.

The Scrutineer announced the results of the votes as follows:-

**Ordinary Resolution 1 : Single Tier Final Dividend of 1.0 sen per share for the financial year ended 31 March 2022**

	No. of votes	%
Votes in FAVOUR of the resolution	110,205,301	100
Votes AGAINST the resolution	0	0

**Ordinary Resolution 2 : Single Tier Special Final Dividend of 1.0 sen per share for the financial year ended 31 March 2022**

	No. of votes	%
Votes in FAVOUR of the resolution	110,205,301	100
Votes AGAINST the resolution	0	0

**Ordinary Resolution 3 : Approval of Directors' fee of RM100,000 payable to Waldersee Chan Chung Ching, the Non-Executive Chairman for the financial year ended 31 March 2022**

	No. of votes	%
Votes in FAVOUR of the resolution	101,106,489	94.2368
Votes AGAINST the resolution	6,183,300	5.7632

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**Ordinary Resolution 4 :** **Approval of Directors' fee of RM40,000 payable to Johnson Kandasamy A/L David Nagappan, the Non-Independent Non-Executive Director for the financial year ended 31 March 2022**

	No. of votes	%
Votes in FAVOUR of the resolution	109,909,001	99.7311
Votes AGAINST the resolution	296,300	0.2689

**Ordinary Resolution 5 :** **Approval of Directors' fee of RM40,000 payable to Han Hing Siew, the Independent Non-Executive Director for the financial year ended 31 March 2022**

	No. of votes	%
Votes in FAVOUR of the resolution	109,909,001	99.7311
Votes AGAINST the resolution	296,300	0.2689

**Ordinary Resolution 6 :** **Approval of Directors' fee of RM40,000 payable to Puan Noor Hazelin Binti Hashim, the Independent Non-Executive Director for the financial year ended 31 March 2022**

	No. of votes	%
Votes in FAVOUR of the resolution	109,909,001	99.7311
Votes AGAINST the resolution	296,300	0.2689

**Ordinary Resolution 7 :** **Approval of Directors' fee of RM40,000 payable to Tan Yin Beng, the Independent Non-Executive Director for the financial year ended 31 March 2022**

	No. of votes	%
Votes in FAVOUR of the resolution	109,909,001	99.7311
Votes AGAINST the resolution	296,300	0.2689

**Ordinary Resolution 8 :** **Approval of Directors' Benefits payable up to an amount of RM30,000 from the close of 30th Annual General Meeting until conclusion of the 31st Annual General Meeting in year 2023**

	No. of votes	%
Votes in FAVOUR of the resolution	106,846,102	99.7235
Votes AGAINST the resolution	296,300	0.2765

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**Ordinary Resolution 9 :** **Re-election of Walderee Chan Chung Ching who retires by rotation pursuant to Clause 76(3) of the Constitution of the Company**

	No. of votes	%
Votes in FAVOUR of the resolution	104,318,301	94.6582
Votes AGAINST the resolution	5,887,000	5.3418

**Ordinary Resolution 10 :** **Re-election of Teo Yu Chin who retires by rotation pursuant to Clause 76(3) of the Constitution of the Company**

	No. of votes	%
Votes in FAVOUR of the resolution	110,205,301	100
Votes AGAINST the resolution	0	0

**Ordinary Resolution 11 :** **Re-election of Han Hing Siew who retires by rotation pursuant to Clause 76(3) of the Constitution of the Company**

	No. of votes	%
Votes in FAVOUR of the resolution	110,205,301	100
Votes AGAINST the resolution	0	0

**Ordinary Resolution 12 :** **Re-appointment of Messrs. BDO PLT as Auditors**

	No. of votes	%
Votes in FAVOUR of the resolution	110,205,301	100
Votes AGAINST the resolution	0	0

**Ordinary Resolution 13 :** **Authority to allot shares pursuant to Sections 75 and 76 of the Companies Act 2016**

	No. of votes	%
Votes in FAVOUR of the resolution	110,205,301	100
Votes AGAINST the resolution	0	0

The Chairman declared that based on the results, all Ordinary Resolutions 1 to 13 were duly passed and carried at the Meeting.



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**CLOSE OF MEETING**

As there were no other matters, the Meeting ended at 11.30 a.m. with a vote of thanks to the Chair.

**SIGNED AS A CORRECT RECORD**

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**WALDERSEE CHAN CHUNG CHING**  
**CHAIRMAN OF THE MEETING**