PUC BERHAD

[Registration No. 199701036234 (451734-A)]
(Incorporated in Malaysia)

Minutes of the Twenty-Sixth ("**26th**") Annual General Meeting ("**AGM**") of PUC Berhad ("**PUC**" or "**Company**") held at Ballroom 1, Main Wing, Jalan Kelab Tropicana, Tropicana Golf & Country Resort, 47410 Petaling Jaya, Selangor on Monday, 2 December 2024 at 3.00 p.m.

BOARD OF DIRECTORS	:	Datuk Oh Chong Peng (Chairman of Meeting) Mr. Cheong Chia Chou Mr. Liew Peng Chuen @ Liew Ah Choy Mr. Ng Say Beng Mr. Ooi Kah Hoe Raja Zafura Binti Raja Zain
ABSENT WITH APOLOGIES	:	Dato' Sri Adnan Bin Wan Mamat Mr. Fong Yew Meng En. Hafez Mohd Hashim Bin Razman Md Hashim
IN ATTENDANCE	:	Mr. Kevin Tang (Company Secretary) Ms. Cindy Lim (Company Secretary)
BY INVITATION	:	As per invitation list
SHAREHOLDERS	:	As per attendance list

CHAIRMAN

The Independent Non-Executive Chairman, Datuk Oh Chong Peng ("**Datuk Chairman**"), presided over the meeting and welcomed all present at the 26th AGM ("**Meeting**").

Datuk Chairman introduced the Board members, the Financial Controller and the Company Secretary to the Meeting.

CORPORATE PRESENTATION

Datuk Chairman invited the Group Managing Director and Group Chief Executive Officer, Mr. Cheong Chia Chou, to deliver a corporate presentation.

QUORUM

The Company Secretary confirmed the requisite quorum was present. Datuk Chairman called the Meeting to order.

NOTICE

The notice convening the Meeting, having been circulated to all members, was taken as read.

POLL VOTING

Datuk Chairman informed the attendees that, pursuant to Rule 8.31A(1) of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad ("**Bursa Securities**"), all resolutions tabled at the Meeting would be voted on by poll. Mega Corporate Services Sdn Bhd was appointed as the Poll Administrator, and Cygnus Technology Solutions Sdn Bhd was appointed as the Independent Scrutineer to verify the poll results.

1. REPORTS AND FINANCIAL STATEMENTS

1.1 The Audited Financial Statements together with the Directors' and Auditors' Reports for the financial period ended 30 June 2024 ("**AFS**"), having been circulated to shareholders, were tabled before the Meeting. Datuk Chairman informed the Meeting of minor updates to the AFS and advised shareholders to refer to the errata dated 26 November 2024 for the relevant amendments.

1.2 Datuk Chairman explained that, pursuant to the provisions of the Company's Constitution, the AFS did not require approval from shareholders. Therefore, the AFS was not put forward for voting.

1.3 There was no question from the floor.

1.4 Datuk Chairman declared that the AFS were received.

PROPOSER AND SECONDER

The 8 motions stipulated in the agenda were duly proposed by Mr. Ng Kok Kiong (proxy holder) and seconded by Mr. Lim Jit Thin (shareholder).

2. TO APPROVE THE ADDITIONAL PAYMENT OF NON-EXECUTIVE DIRECTORS' FEES AND BENEFITS UP TO RM250,000 FOR THE PERIOD FROM JULY 2024 UNTIL THE 26TH AGM OF THE COMPANY – Ordinary Resolution 1

2.1 The proposed Resolution 1 concerned the additional payment of Non-Executive Directors' fees and benefits up to RM250,000 for the period from July 2024 until the 26th AGM held on 2 December 2024.

2.2 Datuk Chairman informed that, for good corporate governance, interested Directors would abstain from voting on this resolution.

3. TO APPROVE THE PAYMENT OF NON-EXECUTIVE DIRECTORS' FEES AND BENEFITS UP TO RM400,000 FROM THE 26TH AGM UNTIL THE NEXT AGM OF THE COMPANY – Ordinary Resolution 2

3.1 The proposed Resolution 2 concerned the payment of Non-Executive Directors' fees and benefits up to RM400,000 from the 26th AGM held on 2 December 2024 until the next AGM in 2025.

3.2 Datuk Chairman informed that, for good corporate governance, interested Directors would abstain from voting on this resolution.

4. RE-ELECTION OF DIRECTORS

4.1 **Re-election of Mr. Cheong Chia Chou – Ordinary Resolution 3**

The proposed Resolution 3 concerned the re-election of Mr. Cheong Chia Chou, a Director retiring in accordance with Clause 85 of the Company's Constitution. Being eligible, he offered himself for re-election.

4.2 **Re-election of YM Raja Zafura Binti Raja Zain – Ordinary Resolution 4**

The proposed Resolution 4 concerned the re-election of YM Raja Zafura binti Raja Zain, a Director retiring in accordance with Clause 85 of the Company's Constitution. Being eligible, she offered herself for re-election.

4.3 **Re-election of Mr. Fong Yew Meng – Ordinary Resolution 5**

The proposed Resolution 5 concerned the re-election of Mr. Fong Yew Meng, a Director retiring in accordance with Clause 85 of the Company's Constitution. Being eligible, he offered himself for re-election.

5. RE-APPOINTMENT OF AUDITORS – Ordinary Resolution 6

The proposed Resolution 6 was on the re-appointment of Messrs. UHY as Auditors of the Company until the conclusion of the next AGM and to authorise the Board of Directors to fix their remuneration.

6. RETENTION OF INDEPENDENT DIRECTOR – Ordinary Resolution 7

6.1 The proposed Resolution 7 concerned the retention of Mr. Liew Peng Chuen @ Liew Ah Choy, who has served as an Independent Non-Executive Director of the Company for a cumulative term of more than 10 years, as an Independent Non-Executive Director of the Company.

6.2 The justification for retaining Mr. Liew Peng Chuen @ Liew Ah Choy was outlined in the explanatory notes to the Notice of 26th AGM on page 217 of the Annual Report 2024.

6.3 For good corporate governance, the proposed Ordinary Resolution 7 was subject to a two-tier voting process.

6.4 Datuk Chairman explained that Tier 1 shareholders are Mr. Liew Fook Meng and Mr. Cheong Chia Chou, while the remaining shareholders fell under Tier 2.

6.5 The resolution would be deemed passed, if both Tier 1 and Tier 2 votes were in favour of the Resolution.

7. AUTHORITY FOR DIRECTORS TO ISSUE SHARES PURSUANT TO THE COMPANIES ACT 2016 AND WAIVER OF PRE-EMPTIVE RIGHTS – Ordinary Resolution 8

7.1 The proposed Resolution 8 concerned authorising the Directors to issue shares pursuant to Sections 75 and 76 of the Companies Act, 2016 ("**Act**") and to waive the statutory pre-emptive rights of the shareholders under Section 85 of the Act and Clause 47 of the Company's Constitution.

The following Resolution was proposed and read:

"THAT pursuant to Sections 75 and 76 of the Companies Act, 2016 ("**Act**") as it may be amended, modified or re-enacted from time to time, and subject to the approvals from the relevant governmental and/or regulatory authorities, the Directors be and are hereby empowered to issue shares in the Company from time to time and upon such terms and conditions and for such purposes and to such persons as the Directors may, in their absolute discretion, deem fit provided that the aggregate number of shares to be issued does not exceed ten per centum (10%) of the total number of issued shares of the Company at the time of submission to the authority.

THAT the Directors be and are also hereby empowered to obtain the approval from Bursa Malaysia Securities Berhad for the listing of and quotation for the additional shares so issued AND THAT such authority shall continue in force until the conclusion of the next AGM of the Company.

AND THAT pursuant to Section 85 of the Act to be read together with Clause 47 of the Company's Constitution, approval be and is hereby given for the Company to waive the statutory pre-emptive rights of the shareholders and empowered the Directors of the Company to issue and allot new ordinary shares pursuant to Sections 75 and 76 of the Act without offering them to the existing shareholders to maintain their relative voting and distribution right and such new ordinary shares shall rank pari passu in all respects with the existing ordinary shares."

8. MEETING ADJOURNED FOR POLLING AND VERIFICATION PROCESS

8.1 As there was no further business and no question from the floor, Datuk Chairman requested that shareholders and proxy holders to cast their votes via e-polling.

8.2 The eligible shareholders and proxy holders were given wristbands embedded with a QR code. They were encouraged to vote using their mobile phone or via laptops set up at the voting station.

8.3 The Meeting was adjourned for 20 minutes to allow time for the counting of votes and verification of the poll results by the Independent Scrutineer.

9. ANNOUNCEMENT OF VOTING RESULTS

The meeting resumed upon receipt of the poll results verified by the Independent Scrutineer.

The voting results were as follows:-

Ordinary Resolution	Voted in Favour		Voted Against		Result
	No. of Votes	%	No. of Votes	%	
Ordinary Resolution 1 To approve the payment of additional Non-Executive Directors fees and benefits up to RM250,000 for the period from July 2024 until the 26th AGM	**331,569,514**	**99.9826**	**57,791**	**0.0174**	**CARRIED**
Ordinary Resolution 2 To approve the payment of Non-Executive Directors fees and benefits up to RM400,000 from the 26th AGM until the next AGM of the Company	**331,569,714**	**99.9826**	**57,591**	**0.0174**	**CARRIED**
Ordinary Resolution 3- To re-elect Mr. Cheong Chia Chou as Director	**333,084,045**	**99.9862**	**45,980**	**0.0138**	**CARRIED**
Ordinary Resolution 4- To re-elect Raja Zafura Binti Raja Zain as Director	**333,129,905**	**100.0000**	**120**	**0.0000**	**CARRIED**
Ordinary Resolution 5- To re-elect Mr. Fong Yew Meng as Director	**333,129,905**	**100.0000**	**120**	**0.0000**	**CARRIED**

Ordinary Resolution	Voted in Favour		Voted Against		Result
	No. of Votes	%	No. of Votes	%	
Ordinary Resolution 6 - To re-appoint Messrs UHY as Auditors and authorised the Directors to fix their remuneration	**333,129,905**	**100.0000**	**120**	**0.0000**	**CARRIED**
Ordinary Resolution 7- Tier 1 Retention of Mr Liew Peng Chuen as Independent Non-Executive Director	**165,657,670**	**100.0000**	**-**	**-**	**CARRIED**
Ordinary Resolution 7- Tier 2 Retention of Mr Liew Peng Chuen as Independent Non-Executive Director	**167,423,264**	**99.9723**	**46,371**	**0.0277**	**CARRIED**
Ordinary Resolution 8- Authority for Directors to Issue Shares in the Company pursuant to the Companies Act 2016 and Waiver of Pre-emptive Rights	**170,603,485**	**51.2123**	**162,526,540**	**48.7877**	**CARRIED**

Based on the voting results, Datuk Chairman declared all Resolutions CARRIED.

10. CONCLUSION

There being no other business, Datuk Chairman declared the Meeting closed at 3.37 p.m.

CONFIRMED TRUE RECORD

DATUK OH CHONG PENG
CHAIRMAN OF THE MEETING

/PUC 26th AGM Minutes/