



EKOVEST BERHAD

Registration No: 198501000052 (132493-D)
(Incorporated in Malaysia)

MINUTES OF THE THIRTY-FIFTH ANNUAL GENERAL MEETING OF EKOVEST BERHAD WHICH WAS CONDUCTED FULLY ON A VIRTUAL BASIS THROUGH LIVE STREAMING FROM THE BROADCAST VENUE AT 3RD FLOOR, EKOVEST SALES GALLERY, 122-124, JALAN GOMBAK, 53000 KUALA LUMPUR ON FRIDAY, 27 NOVEMBER 2020 AT 10.30 A.M.

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| Chairman | : | Mr. Lee Wai Kuen |
| Directors Present | : | Tan Sri Dato' Lim Kang Hoo |
| | : | Tan Sri Datuk Seri Lim Keng Cheng |
| | : | Dato' Lim Hoe |
| | : | Mr. Lim Chen Thai |
| | : | Ms. Kang Hui Ling |
| | : | Ms. Lim Ts-Fei |
| | : | Dr. Wong Kai Fatt |
| | : | Mr. Chow Yoon Sam |
| | : | Mr. Lim Ding Shyong (alternate director) |
| By Invitation | : | Mr. Cheong How Soon |
| | : | Ms. Lim Soo San |
| | : | Ms. Wong Muh Rong |
| | : | Messrs. Mazars PLT |
| | | Mr. Francis Joseph |
| | | Mr. Ti Ting Teik |
| | | Mr. Puah Sziang Yew |
| | | Mr. Yap Chee Wei |
| Members Present | : | As per attendance list |
| In Attendance | : | Mr. Lim Thiam Wah – (“Secretary”) |

CALLING OF MEETING TO ORDER

Mr. Lee Wai Kuen started the meeting by wishing all the shareholders and proxies who logged in, a very good morning. He reported that the Board Chairman Tan Sri Dato' Lim Kang Hoo was beside him and had requested him to chair this meeting.

Mr. Lee Wai Kuen duly took the Chairman's seat and welcomed the shareholders. He mentioned that as a precautionary measure amid the COVID-19 pandemic, the Board had decided to convene the Meeting fully on a virtual basis.

He introduced persons who were in attendance in the meeting with him. They are his fellow Directors, CFO, Secretary, Senior Management and the External Auditors, Mazars PLT, represented by Mr. Francis Xavier Joseph and Mr. Ti Ting Teik.

He added that whilst Ekovest Berhad endeavors to ensure smooth live streaming, the quality of the broadcast for the members is highly dependent upon their device, internet bandwidth and stability.

QUORUM

The Chairman conveyed that the requisite quorum was present in accordance with the Constitution of the Company. Two members present in person or by proxy shall form a quorum and with that, he called the meeting to order.

PROXIES

The Secretary reported that 1,154,852,142 shares representing 42.84% of the total shareholding of the Company in proxies have been received.

NOTICE

The Secretary reported that the Notice of the meeting has been duly and properly dispatched to the shareholders on 28 October 2020. The meeting agreed that the Notice of this meeting shall be taken as read.

PRELIMINARY

The Chairman informed the members that pursuant to Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all the proposed resolutions tabled in this Meeting will be put to vote by way of a poll, whereby every member who logged in, in person or by proxy shall have one vote for every share held.

He added that the Company has appointed Messrs. Sctrars Management Sdn. Bhd. as the Poll Administrator to conduct the poll by way of electronic voting and Coopers Professional Scrutineers Sdn Bhd. as Independent Scrutineers to verify the poll results.

The Chairman also informed the members that the online voting on the resolutions can be done any time during the meeting and will remain open until the voting session is closed. He then invited representative from Sctrars Management Sdn Bhd to explain the voting procedures and how the members may raise questions via the platform.

The Chairman encouraged the members to ask questions by doing the "Post Question" box and the Board will response during the Questions and Answers Session, after reading all the Proposed Resolutions.

Agenda

1. The Chairman laid the Audited Financial Statements for the financial year ended 30 June 2020 together with the Reports of the Directors and the Auditors thereon for discussion.

The Chairman explained that the Financial Statements were meant for discussion only and that the shareholders' approval is not required. Hence, the Financial Statements will not be put to vote.

The Chairman then read out the proposed resolutions.

- 2(i) The **Resolution 1** in the agenda is to re-elect **Tan Sri Dato' Lim Kang Hoo** as a director. He is retiring in accordance with Clause 76(3) of the Constitution of the Company. Tan Sri Dato' Lim Kang Hoo has offered himself for re-election.
- 2(ii) The **Resolution 2** in the agenda is to re-elect **Ms. Lim Ts-Fei** as a director. She is also retiring in accordance with Clause 76(3) of the Constitution of the Company. Ms. Lim Ts-Fei has offered herself for re-election.
- 2(iii) The **Resolution 3** in the agenda is to re-appoint **Mr. Chow Yoon Sam** as a director in accordance with Clause 76(3) of the Constitution of the Company. Mr. Chow Yoon Sam has offered himself for re-election.
- 3 The **Resolution 4** in the agenda is to re-appoint **Mr. Lim Chen Thai** as a director in accordance with Clause 78 of the Constitution of the Company. Mr. Lim Chen Thai has offered himself for re-election.
- 4 The **Resolution 5** in the agenda is to approve the payment of **Directors' Fees** of RM270,000.00 for the financial year ended 30 June 2020.
- 5 The **Resolution 6** in the agenda is to approve the payment of **Directors' Benefits** up to an amount of Ringgit Malaysia: Two Hundred Thousand only (RM200,000/-) from the conclusion of the Thirty-Fifth Annual General Meeting until the next Annual General Meeting of the Company.
- 6 The **Resolution 7** in the agenda is to declare a **First and Final Single Tier Dividend of 0.5 sen per share** in respect of the financial year ended 30 June 2020.

- 7 The **Resolution 8** in the agenda is the **re-appoint Mazars PLT** as Auditors for the financial year ending 30 June 2021 and to authorise the Directors to fix their remuneration.

The Chairman then moved on to **Special Business**.

- 8A The **Resolution 9** in the agenda relates to **Continuing In Office as Independent Non-Executive Director**.

The Resolution read as follows:

“THAT approval be and is hereby given for **Ms. Kang Hui Ling** who has served as an Independent Non-Executive Director of the Company for a cumulative term of more than 12 years, to continue to act as an Independent Non-Executive Director of the Company until the conclusion of the next Annual General Meeting.”

The Chairman explained that the Proposed Resolution will be carried out by way of a two-tiers voting process:

Tier 1: Only the Large Shareholder(s) of the company votes; and

Tier 2: Shareholders other than Large Shareholders votes.

The Company has identified Tan Sri Dato' Lim Kang Hoo and Ekovest Holdings Sdn. Bhd. as the large shareholders pursuant to Practice 4.2 of the Malaysia Code on Corporate Governance.

- 8B The **Resolution 10** in the agenda relates to **Proposed Authority for Directors to allot and issue shares**.

The resolution read as follows:

“THAT pursuant to Sections 75 and 76 of the Companies Act 2016, the Directors be and are hereby given full authority to allot and issue shares in the Company, at any time and upon such terms and conditions and for such purposes as the Directors may, in their absolute discretion, deem fit, provided that the aggregate number of shares issued pursuant to this resolution in any one financial year does not exceed 10% of the issued share capital of the Company for the time being AND THAT the Directors be and are hereby given full authority to obtain approval for the listing of and quotation for the additional shares so issued on the Bursa Malaysia Securities Berhad AND THAT such authority shall continue in force until the conclusion of the next Annual General Meeting of the Company or at the expiry of the period within which the next Annual General Meeting is required to be held in accordance with the provisions of the Companies Act 2016, whichever is the earlier.”

8C The Resolution 11 in the agenda relates to **Proposed Renewal of Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or trading nature.**

The Chairman informed the meeting that Tan Sri Dato' Lim Kang Hoo, Tan Sri Datuk Seri Lim Keng Cheng, Dato' Lim Hoe, Mr. Lim Chen Thai, Mr. Wong Khai Shiang, Ekovest Holdings Sdn Bhd, and persons connected with them shall abstain from voting on this resolution.

The Resolution read as follows:

“THAT authority be and is hereby given pursuant to paragraph 10.09 of the Main Market Listing Requirements of the Bursa Malaysia Securities Berhad for the Company and its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature as stated in section 2.4 of the Circular to Shareholders dated 28 October 2020 with the related parties listed in section 2.3 of the Circular which are necessary for the day-to-day operations, in the ordinary course of business, made on an arm's length basis and on normal commercial terms which are not more favorable than those normally available to the public and are not to the detriment of the minority shareholders.

AND THAT the authority conferred by this Mandate shall commence immediately upon the passing of this resolution and is subject to annual renewal. In this respect the authority shall only continue to be in force until:-

- a) the conclusion of the next Annual General Meeting of the Company at which time the authority will lapse, unless the authority is renewed by a resolution passed at that Annual General Meeting;
- b) the expiration of the period within which the next AGM is to be held pursuant to Section 340(2) of the Companies Act 2016 (“the Act”) but must not extend to such extension as may be allowed pursuant to Section 340(4) of the Act; or
- c) revoked or varied by resolution passed by the shareholders in general meeting,

whichever is the earlier.”

Q&A SESSION

The Chairman reported that there are no other business for which due notice has been given after going through all the proposed resolutions. He added that the Directors and Senior Management will now response to some of the questions posted by the members in the 'Post Question' box.

Tan Sri Datuk Seri Lim Keng Cheng, the Managing Director of the Company seek the Chairman's permission to answer the questions. The Questions and Answers were attached herewith as Appendix I.

The Chairman thanked Tan Sri Datuk Seri Lim Keng Cheng for the answers and reported that for those questions that were not answered, the management will response to the members via email.

VOTING SESSION

The Chairman reported that he has been appointed to act as proxy for a number of shareholders and he shall vote in accordance with the instructions given. He instructed the members to proceed to cast their vote and will allocate 5 minutes for them to submit their votes.

Upon the end of the 5 minutes, he declared the voting session closed and adjourned the meeting to allow the poll administrator and scrutineer to carry out their duty. He envisaged that the verification process will take approximately 10 minutes.

DECLARATION OF THE RESULTS

At 11.10 am, the Chairman called for the members' attention and resume the meeting to enable the Scrutineer to read the poll results which were attached herewith as Appendix II. Based on the results, the Chairman declared that all resolutions tabled at the meeting were duly carried.

CONCLUSION

There being no other business, the Chairman declared the meeting closed at 11.25 a.m. and conveyed his appreciation to the shareholders and their proxies who have logged in and participated in the meeting.

SIGNED AS A CORRECT RECORD,

Chairman

Appendix 1

| Question | Response |
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| Ms Kuan Mun En, a shareholder, enquired on the following matters:- | |
| (a) What is the Prospect of Ekovest Group going forward? | Tan Sri Datuk Seri Lim Keng Cheng replied that the construction sectors have always been the forte of the Group and expect this to be the same in the years to come. The management will continue to look for opportunities and work towards securing more construction order book. |
| (b) To deliberate on the PLS Plantations Berhad (“PLS”) Acquisition | Tan Sri Datuk Seri Lim Keng Cheng informed that the Company’s shareholding in PLS has increased to 57.38% of the total issued shares of PLS. Accordingly, the Company is obliged to extend an unconditional mandatory general offer (“MGO”) to acquire all the remaining PLS shares and PLS warrants not held by the Company. He further explained that this is part of our strategy to transform the Company into a larger listed conglomerate with a portfolio of diversified businesses. Our presence in PLS will enable us to venture into the management and operation of oil palm and forest plantations as well as in durian plantation, production, distribution and related businesses. This is in line with the long-term strategy of expanding and diversifying into other businesses to reduce dependency and reliance on our existing businesses in construction, property development and toll operations. |
| (c) In terms of construction, are workforce back to operating at 100%? | Tan Sri Datuk Seri Lim Keng Cheng replied that the Company is currently operating at 80% to 90% of the pre-Movement Control Order (“MCO”) levels. This is mainly due to the labour issues in which our borders are still closed to foreign workers. |
| (d) Are there any restriction for construction workers going into sites following the implementation of Conditional Movement Control Order? | Tan Sri Datuk Seri Lim Keng Cheng conveyed that the Company has complied with the standard operating procedures (“SOP”) as imposed by the Malaysian National Security Council despite some confusion in terms of implementation and enforcement by the authorities. Nonetheless, these issues are being managed as and when required. |
| (e) What is current status of the property development in EkoCheras? | Tan Sri Datuk Seri Lim Keng Cheng reported that the overall take-up rate for the 3 residence towers is approximately 72%. He added that EkoCheras is a mixed development which consist of 3 residence towers, an office tower, a hotel tower and a Shopping Mall. |
| (f) Any new property developments project? | Tan Sri Datuk Seri Lim Keng Cheng responded that the Board will continue to review the financial impact and monitor any opportunity to launch new Property Development project for the current financial year. |

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| <p>(g) What is the future for highways and when is the listing of the highway concession?</p> | <p>Tan Sri Datuk Seri Lim Keng Cheng replied that the infrastructure concession and toll operation division (i.e. the operation and management of the DUKE toll concession) was not spared from the MCO. Traffic volume following the introduction of the MCO has been negatively impacted. Since mid-June 2020, traffic have steadily increase as more industries and businesses were allowed to open with the easing of the movement controls. Nonetheless, the Company is expecting an overall decline in traffic volume compared to previous financial year.</p> <p>He added that the Company remain optimistic on the long-term prospect and value of the DUKE highway as the seamless connectivity makes it an important road link and network for Greater Kuala Lumpur. The long concession period which we have for this urban highway also provide flexibility for potential future monetisation and value enhancements. The Board will evaluate the economic situation and will prepare the company for listing in the near future.</p> |
| <p>(h) On the construction activities, what is the existing order book and what is the total value currently under bidding and the value of the Group plans to bid in the near term?</p> | <p>Tan Sri Datuk Seri Lim Keng Cheng informed that the Company's outstanding construction order book stands at around RM1.2 billion.</p> <p>The management of Ekovest has been working tirelessly to prepare proposals and tender documents to be submitted to the government as well as to the private sectors. However, we are not able to disclose details of the proposals as it may jeopardise our position to secure these projects. Nonetheless, we will make the necessary announcements, in line with the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, as and when the projects have been secured.</p> |
| <p>(i) In relation to the DUKE Expressway, could the Board enlighten shareholders on the existing traffic volume, projected growth and contribution to the Group?</p> | <p>Tan Sri Datuk Seri Lim Keng Cheng informed that the DUKE's traffic volume from January 2020 to Feb 2020 (before the MCO) stands at approximately 202,000 vehicles per day. During the MCO period from March 2020 to June 2020, there is a decrease of approximately 50% as compared to the traffic volume before MCO. However, from July 2020 to October 2020, the traffic volume has improved to approximately 175,000 vehicles per day.</p> <p>Based on our projected traffic report, we are expecting an increase in traffic volume upon the completion of DUKE Phase 3.</p> <p>He added that the toll revenue contributed 12% to 13% of total Group's revenue for the financial year ended 2020.</p> |