

**TRIVE PROPERTY GROUP BERHAD**

Registration No. 200401029337 (667845-M)

(Incorporated in Malaysia)

**MINUTES OF GENERAL MEETING**

MINUTES OF THE 15<sup>TH</sup> ANNUAL GENERAL MEETING OF THE COMPANY CONDUCTED VIRTUALLY THROUGH LIVE STREAMING AND ONLINE PARTICIPATION AND VOTING USING REMOTE PARTICIPATION AND VOTING (RPV) FACILITIES FROM THE BROADCAST VENUE AT SANICHI TOWER, LEVEL 7, TOWER 11, AVENUE 5, BANGSAR SOUTH, 8, JALAN KERINCHI, 59200 KUALA LUMPUR ON THURSDAY, 27 JANUARY 2022 AT 11.00 A.M.

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Present

: Directors

Dato' Haji Sohaimi bin Shahadan  
Independent Non-Executive Chairman  
*Joined via video conferencing*

Ms. Doris Wong Sing Ee  
Non-Independent Non-Executive Director  
*Present at the Broadcast Venue*

Dato' Kua Khai Shyuan  
Executive Director  
*Present at the Broadcast Venue*

Mr. Chen Chee Peng  
Independent Non-Executive Director  
*Joined via video conferencing*

Mr. Kang Teik Yih  
Independent Non-Executive Director  
*Joined via video conferencing*

Mr. Choong Lee Aun  
Executive Director  
*Joined via video conferencing*

Mr. Mak Siew Wei  
Executive Director  
*Joined via video conferencing*

Mr. Yong Man Chai  
Non-Independent Non-Executive Director  
*Joined via video conferencing*

By Invitation

Messrs. ChengCo PLT (External Auditors)  
*Joined via video conferencing*

ShareWorks Sdn Bhd (Poll Administrator)  
*Present at the Broadcast Venue*

SharePolls Sdn Bhd (Independent Scrutineer)  
*Present at the Broadcast Venue*

Members/Proxy Holders/Corporate Representatives

Total number of members participated: 16

Total number of proxy holders participated: 2

Total number of corporate representatives participated: 1

In Attendance : Ms. Riko P'ng (Company Secretary)  
*Joined via video conferencing*

**1. COMMENCEMENT**

The Chairman of the Board, Dato' Haji Sohaimi bin Shahadan welcomed all members and invited guests to the Company's 15<sup>th</sup> Annual General Meeting ("AGM").

He then requested Mr. Choong Lee Aun, the Executive Director of the Company to take over the chair of this meeting as his internet connection was not stable.

Mr. Choong Lee Aun thanked Dato' Haji Sohaimi for the election and proceeded to welcome all members and proxies (collectively as "Shareholders") to the Company's 15<sup>th</sup> AGM. He then introduced the Directors, Company Secretary and the External Auditors who participated at the AGM virtually from their respective locations.

Without further ado, the Chairman of the meeting ("Chairman") called upon the Company Secretary to confirm the presence of a quorum for the Company's 15<sup>th</sup> AGM.

The Company Secretary informed the Chairman that 2 members present in person or by proxy that have logged in at the start of the meeting would constitute a quorum at a general meeting; and was pleased to confirm the presence of the requisite quorum as at the commencement of the meeting.

With the requisite quorum being present, the Chairman called the Company's 15<sup>th</sup> AGM to order at 11.00 am.

**2. NOTICE OF MEETING**

The Chairman informed that the notice convening the Company's 15<sup>th</sup> AGM had been sent to all members, Bursa Malaysia Securities Berhad, the Stock Exchange and Messrs. ChengCo PLT, the External Auditors of the Company in accordance with the Company's Constitution.

As there were no objections, the Chairman declared the notice of the 15<sup>th</sup> AGM as read.

The Chairman informed that the meeting required one Proposer and a Seconder for each motion before putting it to the floor to vote. Hence, with a view to facilitate the flow of the virtual meeting, Mr. Ho Jien Shiung and Cik Afiqah Binti Hamzah, being Shareholders of the Company had offered themselves to be the Proposer and Seconder for all the motions to be tabled for approval by Shareholders of the Company at this AGM.

Pursuant to Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad and the Company's Constitution, the Chairman declared a poll to be carried out on all the Resolutions set out in the Notice of the 15<sup>th</sup> AGM.

**3. PROCEEDINGS OF FULLY VIRTUAL MEETING**

The Chairman invited the Company Secretary to brief Shareholders on the meeting procedures.

The Company Secretary explained on how questions may be raised during the meeting including the online remote voting procedures.

The Company Secretary also informed that the Company had appointed ShareWorks Sdn Bhd as the Poll Administrator and SharePolls Sdn Bhd as the Independent Scrutineer to verify the poll results.

A short video presentation on how to navigate through the virtual AGM was shared to Shareholders present.

**4. AUDITED FINANCIAL STATEMENTS**

The first item on the morning's agenda was to receive the Audited Financial Statements for the financial year ended 31 July 2021 ("AFS 2021") together with the reports of the Directors and Auditors thereon.

The Chairman informed that the AFS 2021 was for discussion only as it did not require Shareholders' approval under Section 340(1)(a) of the Companies Act 2016.

It was recorded that the AFS 2021 together with the Reports of Directors and Auditors thereon had been duly tabled and received by Shareholders of the Company.

**5. ORDINARY RESOLUTION 1 – RE-ELECTION OF DATO' KUA KHAI SHYUAN AS A DIRECTOR**

The Ordinary Resolution 1 was to re-elect Dato' Kua Khai Shyuan, a Director who retires by rotation in accordance with Article 112 of the Company's Constitution and who, being eligible, offers himself for re-election.

The Ordinary Resolution 1 was proposed by Mr. Ho Jien Shiung and seconded by Cik Afiqah Binti Hamzah.

**6. ORDINARY RESOLUTION 2 – RE-ELECTION OF DATO' HAJI SOHAIMI BIN SHAHADAN AS A DIRECTOR**

The Ordinary Resolution 2 was to re-elect Dato' Haji Sohaimi bin Shahadan, a Director who retires by rotation in accordance with Article 112 of the Company's Constitution and who, being eligible, offers himself for re-election.

The Ordinary Resolution 2 was proposed by Mr. Ho Jien Shiung and seconded by Cik Afiqah Binti Hamzah.

**7. ORDINARY RESOLUTION 3 – RE-ELECTION OF CHOONG LEE AUN AS A DIRECTOR**

The Ordinary Resolution 3 was to re-elect Mr. Choong Lee Aun, a Director who retires in accordance with Article 119 of the Company's Constitution and who, being eligible, offers himself for re-election.

The Ordinary Resolution 3 was proposed by Mr. Ho Jien Shiung and seconded by Cik Afiqah Binti Hamzah.

**8. ORDINARY RESOLUTION 4 – RE-ELECTION OF YONG MAN CHAI AS A DIRECTOR**

The Ordinary Resolution 4 was to re-elect Mr. Yong Man Chai, a Director who retires in accordance with Article 119 of the Company's Constitution and who, being eligible, offers himself for re-election.

The Ordinary Resolution 4 was proposed by Mr. Ho Jien Shiung and seconded by Cik Afiqah Binti Hamzah.

**9. ORDINARY RESOLUTION 5 – PAYMENT OF DIRECTORS' FEES**

The Ordinary Resolution 5 was to approve the payment of directors' fees for the financial year ending 31 July 2022.

The Ordinary Resolution 5 was proposed by Mr. Ho Jien Shiung and seconded by Cik Afiqah Binti Hamzah.

**10. ORDINARY RESOLUTION 6 – PAYMENT OF DIRECTORS' BENEFITS**

The Ordinary Resolution 6 was to approve the payment of directors' benefits up to an amount not exceeding RM30,000 from the date of the 15<sup>th</sup> AGM until the conclusion of the 16<sup>th</sup> AGM of the Company.

The Ordinary Resolution 6 was proposed by Mr. Ho Jien Shiung and seconded by Cik Afiqah Binti Hamzah.

**11. ORDINARY RESOLUTION 7 – RE-APPOINTMENT OF AUDITORS**

The Ordinary Resolution 7 was to re-appoint Messrs. ChengCo PLT as auditors of the Company to hold office until the conclusion of the next AGM of the Company and to authorise the Directors to fix their remuneration.

The Chairman informed that Messrs. ChengCo PLT, the retiring auditors had indicated their willingness to accept re-appointment and to hold office until the conclusion of the next AGM of the Company.

The Ordinary Resolution 7 was proposed by Mr. Ho Jien Shiung and seconded by Cik Afiqah Binti Hamzah.

**12. ORDINARY RESOLUTION 8 – AUTHORITY TO ALLOT AND ISSUE NEW SHARES (SPECIAL BUSINESS)**

The Ordinary Resolution 8 under special business was to consider and if thought fit, to pass, with or without modifications, the general mandate for Directors to allot and issue new ordinary shares pursuant to Sections 75 and 76 of the Companies Act 2016.

The Chairman informed that the Ordinary Resolution 8 was to seek a renewal of shareholders' mandate for the Directors to allot and issue shares in the Company up to an amount not exceeding 10% of the total number of issued shares of the Company for the time being for such purposes as the Directors consider would be in the best interest of the Company. This authority, unless revoked or varied by the shareholders of the Company in a general meeting would expire at the conclusion of the next AGM.

The rationale for obtaining the mandate at the AGM was to provide flexibility to the Company for any possible fund raising activities, including but not limited to placing of shares for funding requirements such as working capital and/or operational expenditure, future investment and/or acquisition.

The Ordinary Resolution 8 was proposed by Mr. Ho Jien Shiung and seconded by Cik Afiqah Binti Hamzah.

**13. ANY OTHER BUSINESS**

The Chairman confirmed that the Company did not receive any notice to transact any other business at the AGM.

**14. QUESTIONS AND ANSWERS (Q&A) SESSION**

The Chairman informed Shareholders that the Company had received some questions from the Minority Shareholders Watch Group ("MWSG") prior to the AGM. He then read out the Company's responses to the questions which were shared to Shareholders on the screen.

Subsequently the Chairman addressed the live questions during the AGM.

A summary of the questions from MSWG and the Shareholders during the AGM together with the Company's responses was annexed hereto as Appendix I.

**15. ONLINE POLL VOTING**

The online voting was made accessible at the commencement of the meeting for shareholders and proxies to cast and submit their votes in order to facilitate the polling process. A further 2 minutes was allowed for Shareholders to cast and submit their votes online.

A video clip of the online voting process was then shared to shareholders of the Company.

At the end of the stipulated time, the Chairman declared the voting closed.

The Chairman adjourned the meeting at 11.20 am for the Poll Administrator and Independent Scrutineer to carry out their tasks.

**16. POLL RESULTS**

The Company's 15<sup>th</sup> AGM resumed at 11.35 am.

The results of votes as confirmed and certified by the Independent Scrutineer, SharePolls Sdn Bhd were as follows:-

Resolutions	No. of shares voted		Abstain
	For (%)	Against (%)	
Ordinary Resolution 1 – To re-elect Dato’ Kua Khai Shyuan as director	555,942,719 (99.9991%)	5,272 (0.0009%)	200,000
Ordinary Resolution 2 – To re-elect Dato’ Haji Sohaimi Bin Shahadan as director	555,941,441 (99.9988%)	6,550 (0.0012%)	200,000
Ordinary Resolution 3 – To re-elect Choong Lee Aun as director	555,942,710 (99.9991%)	5,281 (0.0009%)	200,000
Ordinary Resolution 4 – To re-elect Yong Man Chai as director	555,942,682 (99.9990%)	5,309 (0.0010%)	200,000
Ordinary Resolution 5 – To approve the payment of Directors’ Fees for the Financial Year Ended 31 July 2022	555,620,369 (99.9411%)	327,622 (0.0589%)	200,000
Ordinary Resolution 6 – To approve the payment of Directors’ Benefits up to an amount not exceeding RM30,000	555,620,373 (99.9411%)	327,618 (0.0589%)	200,000
Ordinary Resolution 7 – To re-appoint Messrs. ChengCo PLT as auditors of the Company	555,942,719 (99.9991%)	5,272 (0.0009%)	200,000
Ordinary Resolution 8 – To authorise the Directors to allot and issue new shares	555,919,108 (99.9948%)	28,883 (0.0052%)	200,000

Based on the poll results, the Chairman declared all the 8 Resolutions tabled at the 15<sup>th</sup> AGM were carried.

It was RESOLVED as follows:

**Ordinary Resolution 1**

THAT Dato’ Kua Khai Shyuan, the Director retiring in accordance with Article 112 of the Constitution of the Company, be hereby re-elected as a Director of the Company.

**Ordinary Resolution 2**

THAT Dato’ Haji Sohaimi Bin Shahadan, the Director retiring in accordance with Article 112 of the Constitution of the Company, be hereby re-elected as a Director of the Company.

**Ordinary Resolution 3**

THAT Mr. Choong Lee Aun, the Director retiring in accordance with Article 119 of the Constitution of the Company, be hereby re-elected as a Director of the Company.

**Ordinary Resolution 4**

THAT Mr. Yong Man Chai, the Director retiring in accordance with Article 119 of the Constitution of the Company, be hereby re-elected as a Director of the Company.

**Ordinary Resolution 5**

THAT the payment of Directors' fees for the financial year ending 31 July 2022 be hereby approved.

**Ordinary Resolution 6**

THAT the payment of Directors' benefits up to an amount not exceeding RM30,000.00 from the 15<sup>th</sup> AGM until the conclusion of the 16<sup>th</sup> AGM of the Company be hereby approved.

**Ordinary Resolution 7**

THAT Messrs. ChengCo PLT be hereby re-appointed as auditors of the Company to hold office until the conclusion of the next AGM of the Company at a remuneration to be fixed by the Directors.

**Ordinary Resolution 8**

THAT subject to the approvals of the regulatory authorities, the Board of Directors of the Company be hereby authorised pursuant to Sections 75 and 76 of the Companies Act 2016, 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 deem fit, provided that the aggregate number of shares to be issued does not exceed 10% of the total number of issued shares of the Company.

AND THAT any Executive Director and/or Secretary of the Company be hereby authorised to obtain the approval from Bursa Securities for the listing and quotation of the additional shares to be issued and to do all such acts and things necessary to give full effect to such transactions as authorised by this resolution.

AND THAT, such authority shall commence immediately upon the passing of this resolution and continue to be in force until the conclusion of the next AGM of the Company.

**17. TERMINATION**

The 15<sup>th</sup> AGM was declared closed at 11.40 am with a vote of thanks to the Chair.

CONFIRMED CORRECT,



**CHOONG LEE AUN**  
Chairman