

# **UUE HOLDINGS BERHAD**

Registration No. 202201026669 (1472366-A)

*(Incorporated in Malaysia)*

Minutes of the 1<sup>st</sup> Annual General Meeting (“1<sup>st</sup> AGM”) duly convened and held on Tuesday, 18 June 2024 at 12.30 p.m. by way of hybrid mode pursuant to Clause 74(a)(iii) of the Company’s Constitution and deemed to be held at the main venue at No. 55, Jalan Teratai 7, Taman Johor Jaya, 81100 Johor Bahru, Johor, where the Chairman is present.

Shareholders : Physically Present  
DATUK DR. TING KOK HWA  
HIN WAI MUN  
CHONG TUOO CHOI

Directors : Physically Present  
LEE CHYE TEE  
DATUK DR. TING KOK HWA  
HIN WAI MUN  
CHONG TUOO CHOI  
VINCENT WONG SOON CHOY

Attended via Zoom Conferencing  
NG LEE THIN  
LATHA A/P DHAMODARAN PILLAY  
GOH LEI LEI

In Attendance : Physically Present  
POW JULIET, *the Secretary*  
AN YU QING, *the Secretary*

By Invitation : Physically Present  
TEOH QING YEE, *Group Accountant*  
LEE WEE HEE, *Director of CIS Secretarial Services Sdn Bhd*

Attended via Zoom Conferencing  
JOHNNY SIA YEAH HONG, *partner of BDO PLT, the External Auditors*  
ONG EE WEN, *Assistant Manager of BDO PLT, the External Auditors*

Chairman : Mr Lee Chye Tee was in Chair and called the Meeting to order. He welcomed all the Directors and shareholders to the Meeting.

Waiver of Short Notice : All the shareholders of the Company being present, unanimously agreed to the convening of the 1<sup>st</sup> AGM and waived the short notice for the meeting.

Notice : The Notice was taken as read.

Quorum : The Secretary confirmed to the Chairman that a quorum was present and the Chairman declared the meeting duly convened.

Video Conferencing : <https://zoom.us/j/94331737911?pwd=X8ZMZg88aCU98v6cMI2TPnVTQxf047.1>  
(All shareholders and all invitees confirmed their agreement and verified that they were able to communicate effectively with each other and that the video conferencing facilities were functioning effectively for the meeting to proceed.)

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**MINUTES OF THE 1<sup>ST</sup> ANNUAL GENERAL MEETING DULY HELD ON 18 JUNE 2024**

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**1. AUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 29<sup>TH</sup> FEBRUARY 2024**

The 1<sup>st</sup> item on the Agenda was to receive the Audited Financial Statements for the financial year ended 29 February 2024 together with the Reports of the Directors and Auditors thereon.

The Chairman briefed the shareholders that this Agenda item was meant for discussion only as the provision of Section 340(1)(a) of the Companies Act 2016 and the Company's Constitution does not require a formal approval of the shareholder and hence, this item was not put forward for voting.

As there were no queries or questions raised by the shareholders, the Chairman directed that the Secretary place on record that the Audited Financial Statements for the financial year ended 29 February 2024 had been duly tabled and laid before the shareholders at the 1<sup>st</sup> AGM.

**2. *ORDINARY RESOLUTION 1*  
RE-ELECTION OF MR. LEE CHYE TEE**

The 2<sup>nd</sup> item on the Agenda was to re-elect Mr. Lee Chye Tee who retires under the provision of Clause 133 of the Company's Constitution and being eligible had offered himself for re-election.

Mr. Lee Chye Tee declared that he was the Director retiring pursuant to Clause 133 of the Company's Constitution. He voluntarily vacated the chair and with the consent of the shareholders, Ms Latha A/P Dhamodaran Pillay, the Senior Independent Director, assumed the chair to conduct the proceeding for the motion to be tabled for Mr. Lee's re-election.

Ms Latha then took the Chair and put forth the following motion tabled for consideration as Ordinary Resolution 1 :

"THAT Mr. Lee Chye Tee who retires pursuant to Section 133 of the Constitution be hereby re-elected as Director of the Company."

As there were no queries or questions raised by the shareholders, the motion was put to the vote by a show of hands and declared duly passed by the Chairman with 3 votes for and none against the motion.

At this juncture, Ms Latha handed the Chair back to Mr Lee to continue as Chairman.

**3. *ORDINARY RESOLUTION 2*  
RE-ELECTION OF DATUK DR. TING KOK HWA**

The 3<sup>rd</sup> item on the Agenda was to re-elect Datuk Dr. Ting Kok Hwa who retires under the provision of Clause 133 of the Company's Constitution and being eligible had offered himself for re-election.

The following motion was tabled for consideration as Ordinary Resolution 2:

"THAT Datuk Dr. Ting Kok Hwa who retires pursuant to Section 133 of the Constitution be hereby re-elected as Director of the Company."

As there were no queries or questions raised by the shareholders, the motion was put to the vote by a show of hands and declared duly passed by the Chairman with 3 votes for and none against the motion.

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**4. *ORDINARY RESOLUTION 3***  
**RE-ELECTION OF MR. HIN WAI MUN**

The 4<sup>th</sup> item on the Agenda was to re-elect Mr. Hin Wai Mun who retires under the provision of Clause 133 of the Company's Constitution and being eligible had offered himself for re-election.

The following motion was tabled for consideration as Ordinary Resolution 3 :

“THAT Mr. Hin Wai Mun who retires pursuant to Section 133 of the Constitution be hereby re-elected as Director of the Company.”

As there were no queries or questions raised by the shareholders, the motion was put to the vote by a show of hands and declared duly passed by the Chairman with 3 votes for and none against the motion.

**5. *ORDINARY RESOLUTION 4***  
**RE-ELECTION OF MR. CHONG TUOO CHOI**

The 5<sup>th</sup> item on the Agenda was to re-elect Mr. Chong Tuoo Choi who retires under the provision of Clause 133 of the Company's Constitution and being eligible had offered himself for re-election.

The following motion was tabled for consideration as Ordinary Resolution 4 :

“THAT Mr. Chong Tuoo Choi who retires pursuant to Section 133 of the Constitution be hereby re-elected as Director of the Company.”

As there were no queries or questions raised by the shareholders, the motion was put to the vote by a show of hands and declared duly passed by the Chairman with 3 votes for and none against the motion.

**6. *ORDINARY RESOLUTION 5***  
**RE-ELECTION OF MR. VINCENT WONG SOON CHOY**

The 6<sup>th</sup> item on the Agenda was to re-elect Mr. Vincent Wong Soon Choy who retires under the provision of Clause 133 of the Company's Constitution and being eligible had offered himself for re-election.

The following motion was tabled for consideration as Ordinary Resolution 5 :

“THAT Mr. Vincent Wong Soon Choy who retires pursuant to Section 133 of the Constitution be hereby re-elected as Director of the Company.”

As there were no queries or questions raised by the shareholders, the motion was put to the vote by a show of hands and declared duly passed by the Chairman with 3 votes for and none against the motion.

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**7. *ORDINARY RESOLUTION 6*  
RE-ELECTION OF MS. NG LEE THIN**

The 7<sup>th</sup> item on the Agenda was to re-elect Ms. Ng Lee Thin who retires under the provision of Clause 133 of the Company's Constitution and being eligible had offered herself for re-election.

The following motion was tabled for consideration as Ordinary Resolution 6 :

“THAT Ms. Ng Lee Thin who retires pursuant to Section 133 of the Constitution be hereby re-elected as Director of the Company.”

As there were no queries or questions raised by the shareholders, the motion was put to the vote by a show of hands and declared duly passed by the Chairman with 3 votes for and none against the motion.

**8. *ORDINARY RESOLUTION 7*  
RE-ELECTION OF MS. LATHA A/P DHAMODARAN PILLAY**

The 8<sup>th</sup> item on the Agenda was to re-elect Ms. Latha A/P Dhamodaran Pillay who retires under the provision of Clause 133 of the Company's Constitution and being eligible had offered herself for re-election.

The following motion was tabled for consideration as Ordinary Resolution 7 :

“THAT Ms. Latha A/P Dhamodaran Pillay who retires pursuant to Section 133 of the Constitution be hereby re-elected as Director of the Company.”

As there were no queries or questions raised by the shareholders, the motion was put to the vote by a show of hands and declared duly passed by the Chairman with 3 votes for and none against the motion.

**9. *ORDINARY RESOLUTION 8*  
RE-ELECTION OF MS. GOH LEI LEI**

The 9<sup>th</sup> item on the Agenda was to re-elect Ms. Goh Lei Lei who retires under the provision of Clause 133 of the Company's Constitution and being eligible had offered herself for re-election.

The following motion was tabled for consideration as Ordinary Resolution 8 :

“THAT Ms. Goh Lei Lei who retires pursuant to Section 133 of the Constitution be hereby re-elected as Director of the Company.”

As there were no queries or questions raised by the shareholders, the motion was put to the vote by a show of hands and declared duly passed by the Chairman with 3 votes for and none against the motion.

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**10. *ORDINARY RESOLUTION 9***

**DIRECTORS' BENEFITS (FINANCIAL YEAR ENDED 29<sup>TH</sup> FEBRUARY 2024)**

The 10<sup>th</sup> item on the Agenda was to approve the payment of Directors' Benefit amounting to RM2,400-00 for the financial year ended 29<sup>th</sup> February 2024.

The following motion was tabled for consideration as Ordinary Resolution 9 :

"THAT the payment of Directors' Benefit amounting to RM2,400-00 for the financial year ended 29<sup>th</sup> February 2024 be and is hereby approved."

As there were no queries or questions raised by the shareholders, the motion was put to the vote by a show of hands and declared duly passed by the Chairman with 3 votes for and none against the motion.

**11. *ORDINARY RESOLUTION 10***

**DIRECTORS' BENEFITS (FOR THE PERIOD FROM 1 MARCH 2024 TO NEXT ANNUAL GENERAL MEETING)**

The 11<sup>th</sup> item on the Agenda was to approve the payment of Directors' Benefit amounting to RM9,600-00 for the period from 1 March 2024 up to the next AGM.

The following motion was tabled for consideration as Ordinary Resolution 10 :

"THAT the payment of Directors' Benefit amounting to RM9,600-00 for the period from 1 March 2024 up to next AGM be and is hereby approved."

As there were no queries or questions raised by the shareholders, the motion was put to the vote by a show of hands and declared duly passed by the Chairman with 3 votes for and none against the motion.

**12. *ORDINARY RESOLUTION 11***

**RE-APPOINTMENT OF AUDITORS**

The 12<sup>th</sup> item on the Agenda was to re-appoint BDO PLT as Auditors of the Company for the financial year ending 28 February 2025 and to authorise the Directors to fix their remuneration.

The following motion was tabled for consideration as Ordinary Resolution 11 :

"THAT BDO PLT be and is hereby re-appointed as Auditors for the financial year ending 28 February 2025 at a remuneration to be determined by the Directors."

As there were no queries or questions raised by the shareholders, the motion was put to the vote by a show of hands and declared duly passed by the Chairman with 3 votes for and none against the motion.

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**13. *ORDINARY RESOLUTION 12***

**AUTHORITY TO ALLOT AND ISSUE SHARES PURSUANT TO SECTION 75 AND 76 OF THE COMPANIES ACT, 2016**

The 13<sup>th</sup> item on the Agenda under Special Business was to authorise Directors to allot and issue shares pursuant to Section 75 & 76 of the Companies Act, 2016.

The shareholders were informed that the Ordinary Resolution 12 proposed in this Agenda, will provide flexibility to the Company to issue new shares without the need to convene separate general meeting to obtain its shareholders' approval so as to avoid incurring additional cost and time. The authority, unless revoked or varied by the Company at a general meeting, will expire at the next AGM of the Company.

The following motion was tabled for consideration as Ordinary Resolution 12:

“THAT subject always to the Companies Act 2016 (“the Act”), the Constitution of the Company and the approvals of the relevant governmental/regulatory authorities (if any), the Directors’ be hereby empowered pursuant to Section 75 and 76 of the Act to issue and allot shares in the Company at any time at such price, upon such terms and conditions and for such purposes and to such person or persons whomsoever as the Directors may in their absolute discretion deem fit and expedient in the interest of the Company AND THAT such authority shall continue to be in force until the 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.

THAT in connection with the above, pursuant to Section 85 of the Companies Act 2016 to be read together with Clause 65 of the Constitution of the Company, the shareholders of the Company do hereby waive their statutory pre-emptive rights over all new shares to be offered and issued pursuant to the above General Mandate, such new shares when issued, to rank pari passu with the existing issued shares of the Company.”

As there were no queries or questions raised by the shareholders, the motion was put to the vote by a show of hands and declared duly passed by the Chairman with 3 votes for and none against the motion.

**TERMINATION :**

There being no other business, the meeting terminated at 12.45p.m. with a vote of thanks to the Chair.

***CONFIRMED***

*- SIGNED -*

LEE CHYE TEE  
*CHAIRMAN*

Date : 18 June 2024