



MINUTES of the virtual **Thirtieth Annual General Meeting** of **HONG LEONG CAPITAL BERHAD** (the "**Company**") held at the Auditorium, Ground Floor, Menara Hong Leong, No. 6, Jalan Damanlela, Bukit Damansara, 50490 Kuala Lumpur ("**Broadcast Venue**") on **Tuesday, 26 October 2021** at **2:30 p.m.**

PRESENT

Mr Tan Kong Khoon	-	Chairman
Ms Lee Jim Leng	-	Director
Ms Tai Siew Moi	-	Director (<i>via live webcast</i>)
Ms Leong Ket Ti	-	Director (<i>via live webcast</i>)
Mr Peter Ho Kok Wai	-	Director (<i>via live webcast</i>)

Members and proxies as per the Attendance Details.

BY INVITATION

Mr Kelvin Lee Tze Woon	}	Representing the External Auditors, PricewaterhouseCoopers PLT (<i>via live webcast</i>)
Ms Joanne Chang Rue Huei		

IN ATTENDANCE

Mr Lau Yew Sun	-	Chief Financial Officer
Mr Allan Tang Chin Heng	-	Representing the Registrars, Hong Leong Share Registration Services Sdn Bhd
Mr Jack Lee Tiong Jie	-	Group Company Secretary

Ms Ng Wui Bee	}	Representing the Polling Administrator, Boardroom Share Registrars Sdn Bhd
Mr Alex Chew Hong Hooi		
Mr Yap Soon Hoe		
Encik Muhammad Shahril bin Nordin		
Mr Ajit Singh a/l Malkith Singh		
Mr Nirmalpreet Singh		
Mr Gurveer Singh Kukreja		

NOTICE OF MEETING

The notice convening the meeting, having been circulated, was taken as read.

WELCOME BY CHAIRMAN ON BEHALF OF THE BOARD

On behalf of the Board, the Chairman, Mr Tan Kong Khoon, welcomed the members and proxies who participated in the Thirtieth Annual General Meeting of the Company, which was conducted virtually in view of the current pandemic situation.

The Chairman introduced the Management who were present at the Broadcast Venue as well as the Directors and representatives of External Auditors who participated via live webcast.



VOTING BY POLL

In accordance with Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all motions tabled were voted by way of a poll. Polling was conducted electronically and the manner of voting was explained to the members present.

Boardroom Share Registrars Sdn Bhd was appointed as the Polling Administrator and SKY Corporate Services Sdn Bhd was appointed as the Independent Scrutineer.

1. AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 30 JUNE 2021

The Audited Financial Statements together with the reports of the Directors and Auditors thereon for the financial year ended 30 June 2021 of the Group and of the Company were laid before the meeting.

The Chairman invited questions from members or proxies who attended the meeting remotely and there was no pertinent question and/or comment from the members and/or proxies relating to the agenda of the 30th Annual General Meeting (“AGM”).

2. PAYMENT OF DIRECTOR FEES AND DIRECTORS’ OTHER BENEFITS

The meeting resolved:

“THAT the payment of Director Fees of RM385,000 for the financial year ended 30 June 2021, to be divided amongst the Independent Directors in such manner as the Directors may determine, and Directors’ Other Benefits of up to an amount of RM30,000 from the 30th AGM to the 31st AGM, be and is hereby approved.”

For	:	179,685,369 votes representing 99.9859%
Against	:	25,410 votes representing 0.0141%

3. RE-ELECTION OF DIRECTORS

The meeting resolved:

3.1 “THAT Ms Leong Ket Ti who retires pursuant to Clause 113 of the Company’s Constitution, be and is hereby re-elected a Director of the Company.”

For	:	179,710,470 votes representing 99.9998%
Against	:	309 votes representing 0.0002%

3.2 “THAT Ms Lee Jim Leng who retires pursuant to Clause 92 of the Company’s Constitution, be and is hereby re-elected a Director of the Company.”

For	:	179,460,470 votes representing 99.9998%
Against	:	309 votes representing 0.0002%



4. **RE-APPOINTMENT OF AUDITORS**

The meeting resolved:

“THAT PricewaterhouseCoopers PLT be and is hereby re-appointed as Auditors of the Company for the financial year ending 30 June 2022 to hold office until the conclusion of the next Annual General Meeting at a remuneration to be determined by the Directors.”

For	:	179,710,470 votes representing 99.9998%
Against	:	309 votes representing 0.0002%

As special businesses, the meeting resolved:

5. **ORDINARY RESOLUTION
AUTHORITY TO DIRECTORS TO ALLOT SHARES**

“THAT subject to the Companies Act 2016, the Main Market Listing Requirements of Bursa Malaysia Securities Berhad (“**Bursa Securities**”), the Company’s Constitution and approval of the relevant governmental regulatory authorities, if required, the Directors be and are hereby empowered pursuant to Sections 75 and 76 of the Companies Act 2016 to allot shares in the Company, grant rights to subscribe for shares in the Company, convert any security into shares in the Company, or allot shares under an agreement or option or offer at any time and from time to 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 and allotted, 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 does not exceed 10% of the total number of issued shares (excluding treasury shares) of the Company for the time being and that the Directors be and are also empowered to obtain approval for the listing of and quotation for the additional shares so allotted on Bursa Securities and that such authority shall continue in force until the conclusion of the next Annual General Meeting of the Company.”

For	:	179,652,870 votes representing 99.9681%
Against	:	57,409 votes representing 0.0319%

6. **ORDINARY RESOLUTION
PROPOSED RENEWAL OF SHAREHOLDERS’ MANDATE FOR RECURRENT RELATED
PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE WITH HONG LEONG
COMPANY (MALAYSIA) BERHAD (“HLCM”), GUOLINE CAPITAL ASSETS LIMITED
(“GCA”) AND PERSONS CONNECTED WITH THEM**

“THAT approval be and is hereby given for the Company and/or its subsidiaries to enter into any of the transactions falling within the types of recurrent related party transactions of a revenue or trading nature as disclosed in Sections 2.3(A) and (C) of the Company’s Circular to Shareholders dated 27 September 2021 (“**the Circular**”) with HLCM, GCA and persons connected with them (“**Hong Leong Group**”), as set out in Appendix II of the Circular provided that such transactions are undertaken in the ordinary course of business, on arm’s length basis and on commercial terms which are not more favourable to Hong Leong Group than those generally available to and/or from the public and are not, in the Company’s opinion, detrimental to the minority shareholders;

AND THAT such approval shall continue to be in force until:

- (a) the conclusion of the next Annual General Meeting (“**AGM**”) of the Company at which time it will lapse, unless by a resolution passed at the meeting, the authority is renewed; or



- (b) the expiration of the period within which the next AGM of the Company after that date is required to be held pursuant to Section 340(2) of the Companies Act 2016 (but shall not extend to such extension as may be allowed pursuant to Section 340(4) of the Companies Act 2016); or
 - (c) revoked or varied by resolution passed by the shareholders in general meeting,
- whichever is the earlier;

AND THAT the Directors of the Company be and are hereby authorised to complete and to do all such acts and things (including executing all such documents as may be required) as they may consider expedient or necessary to give effect to the transactions contemplated and/or authorised by this ordinary resolution."

For	:	5,762,812 votes representing 99.5610%
Against	:	25,409 votes representing 0.4390%

**7. ORDINARY RESOLUTION
PROPOSED RENEWAL OF SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE WITH TOWER REAL ESTATE INVESTMENT TRUST ("TOWER REIT")**

"THAT approval be and is hereby given for the Company and/or its subsidiaries to enter into any of the transactions falling within the types of recurrent related party transactions of a revenue or trading nature as disclosed in Section 2.3(B) of the Company's Circular to Shareholders dated 27 September 2021 with Tower REIT provided that such transactions are undertaken in the ordinary course of business, on arm's length basis and on commercial terms which are not more favourable to Tower REIT than those generally available to and/or from the public and are not, in the Company's opinion, detrimental to the minority shareholders;

AND THAT such approval shall continue to be in force until:

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

AND THAT the Directors of the Company be and are hereby authorised to complete and to do all such acts and things (including executing all such documents as may be required) as they may consider expedient or necessary to give effect to the transactions contemplated and/or authorised by this ordinary resolution."

For	:	5,765,412 votes representing 99.6059%
Against	:	22,809 votes representing 0.3941%



HLCB 30th AGM
(26 October 2021)

CLOSE OF MEETING

There being no other business, the Chairman declared the meeting closed after a vote of thanks had been accorded to him.

Read and signed as correct record
of proceedings,

Chairman