

**APOLLO FOOD HOLDINGS BERHAD**

Registration No. 199401005792 (291471-M)

*(Incorporated in Malaysia)*

**MINUTES** of the 29<sup>th</sup> Annual General Meeting of **APOLLO FOOD HOLDINGS BERHAD** duly convened on an Online Meeting Platform provided by Tricor Investor & Issuing House Services Sdn Bhd in Malaysia via its TIIH Online website at <https://tiih.online> on Tuesday, the 17<sup>th</sup> day of October 2023 at 9.00 a.m.

**PRESENT** : As per Attendance Sheet

Holder	: 66
Corporate Representative	: 2
Director as Holder	: 3
Director not a Holder	: 2
Proxy also Holder	: 0
Proxy	: 10
Guests	: 0

*(Inclusive of 1 representative from Tricor Corporate Services Sdn Bhd, 2 representatives from Messrs BDO and 1 Scrutineer from Asia Securities Sdn Bhd)*

**IN ATTENDANCE** : Ms Wong Chee Yin, Company Secretary

**CHAIRMAN** : Mr Liang Cheng Heng, who was elected by the Board to chair the 29<sup>th</sup> Annual General Meeting ("AGM") called the Meeting to order at 9.00 a.m. after receiving the Company Secretary's confirmation that the requisite quorum was present.

**NOTICE** : The Notice convening the AGM, as stated in the Annual Report and properly delivered to the shareholders, was taken as read.

### **CHAIRMAN'S ADDRESS**

Chairman welcomed all the Directors, members, proxies and invited guests to the Meeting.

The Chairman explained that in view, of this AGM being a virtual meeting conducted using online meeting platform of TIH Online via its website at <https://tiah.online> and as a contingency, should the internet connection to him (Mr Liang) becoming unstable, another Director, Mr Johnson Kandasamy A/L David Nagappan, would chair the meeting.

Chairman reminded that the attendance of this meeting was restricted to shareholders, proxies and authorized representatives of corporate shareholder who had registered to participate in the meeting online. Chairman also mentioned that discussions in the meeting would be deemed confidential, as such any visual or audio recording would be strictly prohibited unless prior written consent was obtained.

Chairman introduced the Board of Directors, the Company Secretary, the representative of External Auditors and the Company's Senior Accountant, all of whom were in attendance at the AGM via live streaming.

He informed the members that pursuant to Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in the notice of general meetings must be voted by poll. The Company's Share Registrars, Tricor Investor & Issuing House Services Sdn Bhd was appointed to act as the Poll Administrator and Asia Securities Sdn Bhd was appointed to act as Scrutineer to validate the votes cast at the Meeting. The results of the votes would be announced today before the conclusion of the meeting.

Members who have any questions or concerns relating to the resolutions set out in the AGM Notice to post them in the query box immediately. All questions posted in the query box would be moderated to avoid repetition and the Board would address as many questions as possible during the Q&A session in the meeting. Questions that were not addressed at the meeting due to lack of time would be answered by email at the earliest possible after the meeting.

Ordinary Resolutions 1 to 6 would require a simple majority of more than 50% votes from those members present in person or by proxies and voting at the meeting remotely via the RPV application. Chairman invited the Poll Administrator to explain the voting procedure and demonstrate how to raise questions at the meeting through the RPV application.

Chairman then proceeded the meeting as follows:

**ORDINARY BUSINESS:**

**1. AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED  
30 APRIL 2023**

Chairman informed the meeting that this agenda item (1) was meant for discussion only, as the provision of Section 340(1)(a) of the Companies Act 2016 does not require a formal approval of the shareholders for the Audited Financial Statements ("AFS"), and thus, it would not be put to a vote.

The AFS for the year ended 30 April 2023 together with the Directors' Report and Auditors' Report thereon were then tabled.

Chairman announced that the AFS for the financial year ended 30 April 2023 together with the Directors' Report and Auditors' Report thereon be duly received.

**2. FIRST AND FINAL DIVIDEND & FIRST INTERIM DIVIDEND**

The meeting proceeded to item 2 on the agenda that was to approve the payment of Single Tier Final Dividend of 15 sen per share for the financial year ended 30 April 2023, to the Meeting for consideration.

Chairman took the opportunity to thank the shareholders for their continuous support to the Company and informed that the Board had on 23 June 2023 approved and made an announcement to Bursa Malaysia Securities Berhad pertaining to the declaration of Single Tier Final Dividend of 15 sen per share in respect of the financial year ending 30 April 2023 ("Declaration of Single Tier Final Dividend"). The said dividend amounting to RM12.0 million, upon approval by shareholders, will be paid out on 03 November 2023.

The Chairman further informed that the Board had on 07 September 2023 approved and made an announcement to Bursa Malaysia Securities Berhad pertaining to the declaration of Single Tier First Interim Dividend of 20 sen per share in respect of the financial year ending 30 April 2024 ("Declaration of First Single Tier Interim Dividend 2024"). The said dividend amounting to RM16.0 million will also be paid to shareholders on 03 November 2023.

Without any questions raised from shareholders, Chairman proceeded to the next item of the Agenda.

**3. DIRECTORS' FEES**

The meeting proceeded to item 3 on the agenda that was to approve the payment of Directors' fees amounting to RM300,000 for the financial year ended 30 April 2023, to the meeting for consideration.

Chairman proceeded to the next item of the Agenda.

**4. DIRECTORS' BENEFITS**

The meeting proceeded to item 4 on the agenda that was to approve the payment of Directors' benefits at the capping amount of RM60,000 for the period from 18 October 2023 to the next Annual General Meeting to be held in year 2024, to the meeting for consideration.

Chairman proceeded to the next item of the Agenda.

**5. RE-ELECTION OF DIRECTORS PURSUANT TO THE COMPANY'S CONSTITUTION**

Chairman informed the members present that both Ms Foo Swee Eng and Mr Johnson Kandasamy A/L David Nagappan were retiring in accordance with Clauses 76(3) of the Company's Constitution at this Meeting. Both of the retiring Directors had offered themselves for re-election.

**(i) RESOLUTION 4: RE-ELECTION OF MS FOO SWEE ENG WHO RETIRES BY ROTATION PURSUANT TO CLAUSE 76(3) OF THE COMPANY'S CONSTITUTION**

Chairman proposed the following motion to the meeting for consideration:

"THAT Ms Foo Swee Eng retiring pursuant to Clause 76(3) of the Company's Constitution and who being eligible, be hereby re-elected as Director of the Company."

(ii) **RESOLUTION 5: RE-ELECTION OF MR JOHNSON KANDASAMY A/L DAVID NAGAPPAN WHO RETIRES BY ROTATION PURSUANT TO CLAUSE 76(3) OF THE COMPANY'S CONSTITUTION**

Chairman proposed the following motion to the meeting for consideration:

"THAT Mr Johnson Kandasamy A/L David Nagappan retiring pursuant to Clause 76(3) of the Company's Constitution and who being eligible, be hereby re-elected as Director of the Company."

Chairman proceeded to the next item of the Agenda.

**6. RE-APPOINTMENT OF AUDITORS**

Chairman proposed the motion to the Meeting for consideration:

"THAT BDO PLT be hereby re-appointed as Auditors of the Company for the financial year ending 30 April 2024 at a fee to be agreed upon with the Directors and to hold office until the conclusion of the next Annual General Meeting" to the Meeting for consideration. The retiring Auditors had indicated their willingness for re-appointment."

Chairman proceeded to the next item of the Agenda.

**SPECIAL BUSINESS**

**7. TO TRANSACT ANY OTHER BUSINESS**

Chairman informed that no notice had been received for any other business for this Meeting.

As there were no more matters to be discussed, the Meeting moved on to the Q&A session.

Chairman had responded to the questions raised by MSWG and to pre-questions received from members prior to the AGM as annexed herewith as Appendix "A". For the questions raised by members in the query box that have not been able to address during the allocated time, the reply are made available on the Company's website.

## 8. **POLL VOTING**

Chairman invited the Shareholders and proxies to commence the online remote voting if they have yet to submit their votes earlier. The voting session was estimated to be closed in 10 minutes.

The members and proxies present then proceeded to cast their votes.

## **ADJOURNMENT OF MEETING**

The Chairman adjourned the meeting at 9:25 a.m. to await the poll results from the Scrutineer.

## **RESUMPTION OF MEETING**

The Meeting resumed at 9.45 a.m. after the counting of votes had been completed.

## 9. **POLL RESULT**

The Scrutineer proceeded with reading out the poll results as follows:

<b>Resolution(s)</b>	<b>Vote For</b>		<b>Vote Against</b>	
	<b>No. of Units</b>	<b>%</b>	<b>No. of Units</b>	<b>%</b>
Ordinary Resolution 1	46,403,682	99.9999	1	0.0000
Ordinary Resolution 2	46,385,442	99.9715	13,241	0.0285
Ordinary Resolution 3	46,384,442	99.9693	14,241	0.0307
Ordinary Resolution 4	46,403,642	99.9999	41	0.0001
Ordinary Resolution 5	46,397,642	99.9978	1,041	0.0022
Ordinary Resolution 6	46,400,642	99.9978	1,041	0.0022

Based on the poll result, the Chairman declared that all the resolutions were duly carried. Company Secretary be authorised to make the relevant announcement to Bursa Malaysia Securities Berhad on the outcome of the Meeting.

**CLOSE OF MEETING**

There being no other business, the Meeting closed at 9:50 a.m. with a vote of thanks to the Chair.

**SIGNED AS A CORRECT RECORD**

  
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**LIANG CHIANG HENG**  
CHAIRMAN