

HO HUP CONSTRUCTION COMPANY BERHAD

[Registration No. 197301000497 (14034-W)]

(Incorporated in Malaysia)

MINUTES OF THE EXTRAORDINARY GENERAL MEETING OF HO HUP CONSTRUCTION COMPANY BERHAD (“**HO HUP**” OR “**THE COMPANY**”) HELD AS A FULLY VIRTUAL MEETING VIA LIVE STREAMING BROADCAST FROM REDWOOD MEETING ROOM, HO HUP TOWER - AURORA PLACE, 2-09-01 - LEVEL 9, PLAZA BUKIT JALIL, NO 1, PERSIARAN JALIL 1, BANDAR BUKIT JALIL, 57000 KUALA LUMPUR ON WEDNESDAY, 24 FEBRUARY 2021 AT 4.00 P.M.

- PRESENT** : Present at Broadcast Venue
- Dato’ Mah Siew Kwok (*Chairman*)
(*Non-Independent Non-Executive Director*)
Datin Chan Bee Leng
(*Non-Independent Non-Executive Director*)
Dato’ Wong Kit-Leong
(*Chief Executive Officer / Executive Director*)
Mr. Low Kheng Lun
(*Non-Independent Non-Executive Director*)
Mr. Lee Heng Aun
(*Chief Financial Officer*)
- : Participated Remotely
- Tan Sri Datuk Seri Panglima Sulong
Matjeraie
(*Independent Non-Executive Director*)
Dato’ Sri Thong Kok Khee
(*Non-Independent Non-Executive Director*)
Dato’ Wong Gian Kui
(*Executive Director*)
Mr. Boey Tak Kong
(*Independent Non-Executive Director*)
Mr. Chow Seck Kai
(*Independent Non-Executive Director*)
- MEMBERS PRESENT** : As per Attendant List
- PROXY HOLDERS** : As per Attendant List
- INVITEES** : As per Attendant List
- IN ATTENDANCE** : Ms. Lim Shook Nyee
(*Company Secretary*)
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EGM 1/1 **OPENING ADDRESS BY THE CHAIRMAN**

The Chairman welcomed the shareholders, proxies, authorised representative and invitees to the Company’s Extraordinary General Meeting (“**EGM**” or “**Meeting**”) which was conducted fully virtual via live streaming and online remote voting using the Remote Participation and Electronic Voting (“**RPEV**”) facilities in accordance with Section 327 of

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the Companies Act 2016 and the Guidance Notes on the Conduct of General Meetings issued by Securities Commission of Malaysia.

EGM 1/2 QUORUM & NOTICE OF MEETING

With the requisite quorum present pursuant to Clause 65 of the Company's Constitution, the Chairman called the Meeting to order.

The Notice of EGM as contained in the Circular to Shareholders dated 9 February 2021 ("**the Circular**"), which was sent to all shareholders of the Company, Bursa Malaysia Securities Berhad and the Auditors of the Company, was with the permission of the Meeting, taken as read.

EGM 1/3 INTRODUCTION

The Chairman then introduced the Directors and the Company Secretary who were present with him at the Broadcast Venue and those Directors who participated in the EGM remotely from their respective locations.

He informed that the Group Chief Financial Officer, representatives from the Poll Administrator, Red Ape Solutions Sdn Bhd, the Scrutineers, Sharepolls Sdn Bhd were also present at the Broadcast Venue.

The Chairman further informed that representatives from the Principal Adviser, M&A Securities Sdn Bhd, the Independent Adviser, Malacca Securities Sdn Bhd and the Solicitors, Messrs Teh & Lee Advocates & Solicitors had joined the Meeting remotely from their respective locations.

EGM 1/4 VOTING PROCEDURES

The Chairman informed that the voting at the EGM would be conducted by way of poll in line with the Main Market Listing Requirements of Bursa Malaysia Securities Berhad. The polling would be conducted electronically using RPEV facilities.

The Chairman highlighted that the Company had appointed Red Ape Solutions Sdn Bhd as the Poll Administrator, to conduct the e-polling process and Sharepolls Sdn Bhd as the Scrutineers to verify the poll results. The polling process for the sole resolution would be conducted after completion and the deliberation of the item to be transacted at the EGM.

The Chairman also highlighted that both Mr Lee Chen Fee and Ms Yee Lai Kuan, shareholders of the Company, would be the proposer and seconder for the sole resolution to be tabled at the EGM.

**EGM 1/5 ORDINARY RESOLUTION
PROPOSED JOINT VENTURE BETWEEN HO HUP DAGANG JAYA SDN BHD, A WHOLLY-OWNED SUBSIDIARY OF HO HUP CONSTRUCTION COMPANY BERHAD ("HO HUP") AND LOW CHEE GROUP SDN BHD, TO UNDERTAKE A RESIDENTIAL DEVELOPMENT**

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ON 2 PARCELS OF LAND LOCATED IN TAMAN DAGANG JAYA, AMPANG MEASURING APPROXIMATELY 4.71 ACRES AND 7.06 ACRES INTO 824 UNITS OF CONDOMINIUM AND 353 UNITS OF RUMAH SELANGORKU (“PROPOSED JOINT VENTURE”)

The Chairman informed the Meeting that the sole item on the Agenda was to seek shareholders' approval for the Proposed Joint Venture.

EGM 1/6 QUESTIONS AND ANSWERS (“Q&A”) SESSION

Following the presentation of the sole resolution in the agenda, the Chairman declared the commencement of the Q&A session.

The questions raised by the shareholders during the EGM were duly responded and addressed as follows:

Comment/Question 1:-

Mr Khong Seng Kong, a shareholder, enquired on the forecast performance of the Company for this tough year and if the board is going to give shareholders any Chinese New Year gift.

Answer to Comment/Question 1 :-

Dato' Wong Kit-Leong (“**Dato' Derek**”) responded that the Group was able to operate with minimal disruptions during the Movement Control Order. He added that there was no assurance that the COVID-19 pandemic would not have a material adverse impact on the Group and Industry. The Board expects the financial year 2021 to be another challenging year with most business sectors continue to be sluggish due to the impact on COVID-19 pandemic.

Dato' Derek informed that the Company is currently focusing on cost savings in view of the COVID-19 pandemic and therefore no gift would be provided.

Comment/Question 2:-

Ms Angela Low, a shareholder, enquired if the Proposed Joint Venture would be beneficial to the Company.

Answer to Comment/Question 2 :-

Dato' Derek informed that the Proposed Joint Venture represents a strategic opportunity for the Group to replenish its existing property development projects without an outright purchase of development land which would otherwise require significant cash outlay.

Comment/Question 3 :-

Mr Chan Fung Han, a shareholder, enquired on the following:-

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- (i) What would be the accounting treatments applicable to this 'joint venture'? Does the Company to apply MFRS 11 Joint Arrangements or just other relevant standards applicable to the transactions for this 'joint venture'?
- (ii) Based on the circular, there is not much explanation about the involvement of LCG in this joint venture. Could the Board explain the role of Low Chee Group Sdn Bhd (“**LCG**”) in this joint venture?
- (iii) Reason for not buying the Development Land rather than enter into a Joint Venture.

Answer to Comment/Question 3 :-

- (i) Mr Lee Heng Aun, the Chief Financial Officer of the Company informed that the accounting treatments applicable to the Proposed Joint Venture is a normal Joint Venture and MFRS 11 does not apply in this transaction.
- (ii) Dato’ Derek informed that LCG, being the registered proprietor and the legal and beneficial owner of the Development Land, would grant Ho Hup Dagang Jaya Sdn Bhd, a wholly-owned subsidiary of the Company, the rights to carry out the Ampang Dagang Jaya Project on the Development Land.
- (iii) Dato’ Derek commented that the Proposed Joint Venture would allow the Group to participate in the development without an outright purchase of the Development Land which will otherwise require significant cash outlay.

Comment/Question 4 :-

Ms Lee Suan Bee, a shareholder, enquired on the rationale for the Proposed Joint Venture and whether the Company would be giving e-vouchers as gifts for shareholders who participated in the virtual EGM.

Answer to Comment/Question 4 :-

Dato’ Derek responded that the rationale of the Proposed Joint Venture was as follows:

- a. The Proposed Joint Venture is in line with the ordinary course of business of the Group which is principally involved in construction and property development as well as sale of building material;
- b. represents a strategic opportunity for the Group to replenish its existing property development projects; and
- c. Allow the Group to participate in the Development without an outright purchase of the Development Land which would otherwise require significant cash outlay.

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Dato' Derek informed that as explained in Question 1 above and consistent with market practice, no door gifts or e-vouchers would be given for the participation of this virtual EGM. However, the Management took note of the e-voucher suggestion.

EGM 1/7 E-POLLING PROCESS

The Chairman informed that the Meeting would proceed with the electronic poll voting i.e e-polling for the proposed Ordinary Resolution. He then briefed the Meeting on the procedures on the electronic polling process.

The Meeting was adjourned at 4.25 p.m. for shareholders and proxies to cast their votes.

EGM 1/8 ANNOUNCEMENT OF POLL RESULTS

The Chairman resumed the Meeting at 4.35 p.m. to announce the polling results in respect of the resolution which had been tabled at the EGM. He highlighted that the polling results had been verified by the Scrutineers, Sharepolls Sdn Bhd. The results were displayed on the screen and based on the polling results, the Chairman declared that the resolution as set out in the Notice of the EGM dated 9 February 2021 had been carried as follows and a copy of the polling results presented at the Meeting was attached to this Minutes as Annexure A:

The poll results in respect of the Ordinary Resolution were as follows:

ORDINARY RESOLUTION

PROPOSED JOINT VENTURE BETWEEN HO HUP DAGANG JAYA SDN BHD, A WHOLLY-OWNED SUBSIDIARY OF HO HUP CONSTRUCTION COMPANY BERHAD ("HO HUP") AND LOW CHEE GROUP SDN BHD, TO UNDERTAKE A RESIDENTIAL DEVELOPMENT ON 2 PARCELS OF LAND LOCATED IN TAMAN DAGANG JAYA, AMPANG MEASURING APPROXIMATELY 4.71 ACRES AND 7.06 ACRES INTO 824 UNITS OF CONDOMINIUM AND 353 UNITS OF RUMAH SELANGORKU ("PROPOSED JOINT VENTURE")

Ordinary Resolution	VOTES FOR		VOTES AGAINST	
	No. of Shares	%	No. of Shares	%
Proposed Joint Venture	151,552,256	99.99	10,300	0.01

"THAT subject to the approvals being obtained from the relevant authorities and/or parties as set out in the conditional Joint Venture Agreement dated 26 November 2020 entered into between HDDJ, a wholly-owned subsidiary of Ho Hup and LCG ("JVA"), approval be and is hereby given for HDDJ to undertake a residential development on two (2) parcels of lands located in Taman Dagang Jaya, Ampang measuring

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approximately 4.71 acres ("Parcel A") and 7.06 acres ("Parcel B") into 824 units of condominium and 353 units of Rumah Selangorku apartments ("Proposed Joint Venture"), upon the terms and conditions as stipulated in the JVA.

AND THAT the Board of Directors of the Company (save for the Interested Directors, namely, Datin Chan Bee Leng and Low Kheng Lun) and/or HHDJ, be and is/are hereby authorised and empowered to do all such acts, deeds and things and to execute, sign and deliver, on behalf of the Company and/or HHDJ, all such documents to give effect to the Proposed Joint Venture with full power to assent to any conditions, modifications, variations and/or amendments to the terms of the Proposed Joint Venture in any manner in the best interest of the Company and/or HHDJ or as may be required or imposed by the relevant authorities and/or parties and to take all such steps as it may consider necessary or expedient to implement, finalise and give full effect to the Proposed Joint Venture."

EGM 1/9 CLOSURE

There being no other business, the Chairman declared the Meeting closed at 4.40 p.m.

The Chairman thanked all members for their presence and participation at the fully virtual EGM of the Company.

Confirmed as a correct record of proceedings,

SIGNED AS A CORRECT RECORD

TAN SRI DATUK SERI PANGLIMA
SULONG MATJERAIE
CHAIRMAN