

MATRIX PARKING SOLUTION HOLDINGS BERHAD

[Registration No. 201801021141 (1283160-X)]

(Incorporated in Malaysia)

MINUTES OF THE FOURTH ANNUAL GENERAL MEETING (“**4th AGM**”) OF THE COMPANY HELD AT MEETING ROOM OF SECURITIES SERVICES (HOLDINGS) SDN. BHD., LEVEL 7, MENARA MILENIUM, JALAN DAMANLELA, PUSAT BANDAR DAMANSARA, DAMANSARA HEIGHTS, 50490 KUALA LUMPUR, WILAYAH PERSEKUTUAN ON FRIDAY, 24 JUNE 2022 AT 10:35 A.M.

DIRECTORS PRESENT : Encik Che Ahmad Farisi bin Che Husin
(*Chairman of the Meeting*)
Mr. Chin Wing Wah
Mr. Sukumaran A/L K.S. Nair
Ms. Chong Mee Lee

IN ATTENDANCE : Mr. Cheng Chia Ping (*Company Secretary*)

MEMBERS : As per Attendance List

PROXYHOLDERS : As per Attendance List

BY INVITATION : As per Attendance List

CHAIRMAN

Encik Che Ahmad Farisi bin Che Husin (“**the Chairman**”) chaired the Meeting and welcomed all present to the 4th AGM of the Company.

The Chairman then called the Meeting to order at 10:35 a.m. and introduced the Directors and the Company Secretary, to all present.

QUORUM

The requisite quorum being present pursuant to Clause 19.2 of the Company's Constitution, the Chairman declared the Meeting duly convened.

PROCEEDINGS

The Chairman informed all present that only members whose names appeared in the Record of Depositors on 17 June 2022 were eligible to attend the Meeting.

The Chairman advised that pursuant to Clause 19.8(a) of the Company's Constitution, the following persons could demand a poll:-

- (a) by the Chairman;
- (b) by at least three (3) members present in person or by proxy;
- (c) by any member present in person or by proxy and representing not less than ten per centum (10%) of the total voting rights of all the members having the right to vote at the Meeting; or
- (d) by a member holding shares in the Company conferring a right to vote at the meeting being shares on which an aggregate sum has been paid-up equal to not less than ten per centum (10%) of the total paid-up on shares conferring that right.

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(Minutes of the Fourth Annual General Meeting held on 24 June 2022 - cont'd)

NOTICE OF MEETING

The Notice convening the Meeting dated 2 June 2022 having been circulated within the prescribed period was, with the permission of the Meeting, taken as read.

1.0 AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2021 TOGETHER WITH THE REPORTS OF THE DIRECTORS AND THE AUDITORS THEREON ("AFS")

The first item on the agenda was to receive the AFS.

There being no question from the floor and in view that the item of the agenda was meant for discussion only and would not be put forward for voting, the Chairman **DECLARED** that the AFS be and is hereby received.

2.0 RE-ELECTION OF THE FOLLOWING DIRECTORS, WHO RETIRE PURSUANT TO CLAUSE 21.6 OF THE COMPANY'S CONSTITUTION AND BEING ELIGIBLE, HAVE OFFERED THEMSELVES FOR RE-ELECTION:-
(A) ENCIK CHE AHMAD FARISI BIN CHE HUSIN; AND
(B) MS. CHONG MEE LEE

The second item on the agenda was to re-elect Encik Che Ahmad Farisi bin Che Husin and Ms. Chong Mee Lee, the Directors who were retiring at the Meeting pursuant to Clause 21.6 of the Company's Constitution and being eligible, have offered themselves for re-election.

At this juncture, the Chairman declared his interest in the agenda item and proposed to hand over his chairmanship to Mr. Chin Wing Wah to chair this segment of agenda.

Mr. Chin Wing Wah took over the Chair and thanked the Chairman for his nomination as Chairman for this agenda.

Based on the show of hands results, the Chairman declared that the following resolutions were **CARRIED** and **RESOLVED** as follows: -

Resolutions	Vote For		Vote Against	
	No. of shareholders	%	No. of shareholders	%
Ordinary Resolution 1 To re-elect Encik Che Ahmad Farisi bin Che Husin as Director.	9	100	0	0
Ordinary Resolution 2 To re-elect Ms. Chong Mee Lee as Director.	9	100	0	0

"That Encik Che Ahmad Farisi bin Che Husin, being eligible for re-election, be re-elected to serve on the Board of Directors of the Company."

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"That Ms. Chong Mee Lee, being eligible for re-election, be re-elected to serve on the Board of Directors of the Company."

Mr. Chin Wing Wah hereafter handed back the chair of the Meeting to the Chairman. The Chairman thanked Mr. Chin Wing Wah for chairing this segment of the agenda.

3.0 RE-APPOINTMENT OF MESSRS. STYL ASSOCIATES PLT AS AUDITORS OF THE COMPANY UNTIL THE CONCLUSION OF THE NEXT ANNUAL GENERAL MEETING AND TO AUTHORISE THE DIRECTORS TO DETERMINE THEIR REMUNERATION

The third item on the agenda was to re-appoint Messrs. STYL Associates PLT as Auditors of the Company until the conclusion of the next Annual General Meeting and to authorise the Directors to determine their remuneration.

The Meeting noted that Messrs. STYL Associates PLT who were due to retire upon the conclusion of the Meeting, had indicated their willingness to continue in office as Auditors of the Company.

Based on the show of hands results, the Chairman declared that the following resolution was **CARRIED** and **RESOLVED** as follows: -

Resolution	Vote For		Vote Against	
	No. of shareholders	%	No. of shareholders	%
Ordinary Resolution 3 To re-appoint Messrs. STYL Associates PLT as Auditors of the Company and to authorise the Board of Directors to determine their remuneration.	9	100	0	0

"That Messrs. STYL Associates PLT be and are hereby re-appointed as Auditors of the Company to hold office until the conclusion of the next Annual General Meeting and that authority be and is hereby given to the Directors to determine their remuneration."

4.0 SPECIAL BUSINESS

ORDINARY RESOLUTION

- AUTHORITY TO ISSUE AND ALLOT SHARES PURSUANT TO THE COMPANIES ACT 2016

The fourth item on the agenda was to approve the Ordinary Resolution in respect of the Authority to Issue and Allot Shares pursuant to the Companies Act 2016.

The Meeting noted that the proposed adoption of this Ordinary Resolution was primarily to give flexibility to the Board of Directors authority to issue and allot shares at any time to such persons in their absolute discretion, for the purpose of funding future investment, projects, working capital and/or acquisitions.

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Based on the show of hands results, the Chairman declared that the following resolution was **CARRIED** and **RESOLVED** as follows: -

Resolution	Vote For		Vote Against	
	No. of shareholders	%	No. of shareholders	%
Ordinary Resolution 4 Authority to issue shares pursuant to the Companies Act 2016.	9	100	0	0

"THAT subject always to the Companies Act 2016 ("Act"), the Constitution of the Company, the LEAP Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Malaysia Securities") and approvals of the relevant governmental and/or regulatory authorities, if applicable, the Directors be and are hereby empowered pursuant to the Act, to issue and allot shares in the Company from time to time at such price, upon such terms and conditions, and for such purposes and to such person or persons whomsoever as the Directors may deem fit, provided that the aggregate number of shares issued pursuant to this resolution must be not more than One Hundred per centum (100%) of the total number of issued shares of the Company for the time being, of which the aggregate number of shares issued other than on pro rata basis to existing shareholders must be not more than Fifty per centum (50%) of the total number of issued 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 issued on Bursa Malaysia Securities;

AND THAT such authority shall continue in force until the conclusion of the next Annual General Meeting of the Company."

5.0 ANY OTHER BUSINESS

The Meeting noted that no notice had been received to transact any other ordinary business.

CONCLUSION

There being no other business, the Chairman concluded the Meeting at 10:44 a.m. and thanked all present for their attendance.

SIGNED AS A CORRECT RECORD

- duly signed -

CHAIRMAN
CHE AHMAD FARISI BIN CHE HUSIN

Dated: 24 June 2022