

ONE GLOVE GROUP BERHAD
[Registration No. 200201029469 (597132-A)]
(Incorporated in Malaysia)

MINUTES OF THE TWENTY-SECOND ANNUAL GENERAL MEETING (“AGM”) OF ONE GLOVE GROUP BERHAD CONDUCTED ON A VIRTUAL BASIS VIDE THE ONLINE MEETING PLATFORM HOSTED ON SECURITIES SERVICES E-PORTAL AT [HTTPS://SSHBS.NET.MY/](https://sshsb.net.my/) AT THE BROADCAST VENUE, WHICH WAS THE MAIN VENUE OF THE AGM, AT THE 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 MONDAY, 2 SEPTEMBER 2024 AT 10:00 A.M.

- DIRECTORS PRESENT AT BROADCAST VENUE** : Dato’ Asmuni Bin Sudin (*Chairman*)
Mr. Low Bok Tek (*Group Managing Director*)
Mr. Dominic Aw Kian-Wee
- DIRECTORS WHO PARTICIPATED REMOTELY** : Dr. Liew Lai Lai
Mr. Lim Chong Eng
- INDIVIDUAL MEMBERS, REPRESENTATIVES AND PROXIES PRESENT** : As per Attendance List
- BY INVITATION** : As per Attendance List
- IN ATTENDANCE** : Ms. Yeow Sze Min (*Company Secretary*)
Ms. Yee Kit Yeng (*Assisting the Company Secretary*)
Ms. Tan Chee Ling (*Assisting the Company Secretary*)
Mr. Sarah Jane Chan Wen Ying (*Assisting the Company Secretary*)
Mr. Wong Teck Chee (*Group Financial Controller*)
Mr. Lim Keng Peo (*Representative of Messrs Deloitte PLT, External Auditors*)
Mr. Chua Yeong Jye (*Representative of Messrs Deloitte PLT, External Auditors*)

CHAIRMAN

Dato’ Asmuni Bin Sudin (“**Dato’ Chairman**”) was in the chair. He welcomed all present to the Twenty-Second Annual General Meeting (“**22nd AGM**” or “**the Meeting**”) of the Company and thanked all present for their attendance including those participating in the 22nd AGM remotely from various locations through live streaming.

Dato’ Chairman informed that the Meeting was conducted on a virtual basis via live streaming webcast and online remote voting using the remote participation and voting facilities of SS E Solutions Sdn. Bhd. without physical attendance by shareholders, proxies and corporate representatives.

Dato’ Chairman then introduced all the Directors, the Group Financial Controller, the Company Secretary and the External Auditors of the Company to the shareholders who joined the Meeting from their respective locations.

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QUORUM

The requisite quorum being present pursuant to Clause 71 of the Company's Constitution, Dato' Chairman declared the Meeting duly convened.

Dato' Chairman informed the Meeting that only members whose names appeared in the Record of Depositors on 26 August 2024 were eligible to attend the Meeting.

NOTICE

The Notice convening the Meeting dated 30 July 2024 having been circulated within the prescribed period, was with the permission of the Meeting, taken as read.

POLL VOTING

Dato' Chairman informed that the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("**Bursa Securities**") has mandated poll voting for all resolutions set out in the notice of general meetings. Pursuant to the above and Section 330 of the Companies Act 2016 ("**the Act**"), Dato' Chairman exercised his right to direct the vote on all resolutions set out in the Notice of the Meeting to be conducted by way of a poll to demonstrate shareholder democracy of one-share one-vote.

PROCEEDINGS

Dato' Chairman then invited Ms. Yeow Sze Min ("**Ms. Yeow**"), the Company Secretary to brief all on the proceedings of the Meeting.

Ms. Yeow briefed all present that with the remote participation and voting facilities, shareholders, proxies and corporate representatives of the Company are allowed to post questions to the Board of Directors ("**the Board**") and vote remotely at the Meeting.

The Meeting was informed that there were shareholders who were unable to participate in the Meeting and had appointed the Chairman of the Meeting to vote on their behalf. Accordingly, the Chairman would be voting in his capacity as a proxy in accordance with the shareholders' instructions, where indicated.

Ms. Yeow then briefed the Meeting that there is no legal requirement for a proposed resolution to be seconded, and as such, the voting module had been made accessible to all shareholders, corporate representatives and proxies to cast and submit their votes from the start of the Meeting and shall continue to be accessible for an additional ten (10) minutes after all the questions transmitted during the Meeting have been dealt with.

Ms. Yeow informed that the Meeting would go through all the items on the Agenda, then followed by a question and answer session ("**Q&A Session**") to respond to questions transmitted by shareholders and proxies. Shareholders and proxies may rely on the real time submission of typed texts to exercise their rights to speak or communicate in a virtual meeting by using the text box facility under the live stream player within the same e-Portal page to transmit their questions and/or remarks during the Meeting.

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The Meeting was further informed that SS E Solutions Sdn. Bhd. was the appointed Poll Administrator and Commercial Quest Sdn. Bhd. was the appointed Independent Scrutineer to verify the results of the poll voting.

At this juncture, a step-by-step guide together with a short video clip on the online voting module within the e-Portal was played.

1.0 RECEIPT OF THE AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 MARCH 2024 TOGETHER WITH THE REPORTS OF THE DIRECTORS AND THE AUDITORS THEREON ("AFS 2024")

Dato' Chairman informed the Meeting that the first item on the Agenda was to receive the AFS 2024.

The Meeting noted that formal approval from shareholders was not required for this item of the Agenda pursuant to Section 340(1)(a) of the Act and hence, the AFS 2024 was not put forward for voting.

Dato' Chairman **DECLARED:**

That the Audited Financial Statements of the Company for the financial year ended 31 March 2024 together with the Reports of the Directors and the Auditors thereon, be received.

2.0 APPROVAL FOR THE PAYMENT OF DIRECTORS' FEES AMOUNTING TO RM158,000.00 FOR THE FINANCIAL YEAR ENDED 31 MARCH 2024

Dato' Chairman informed the Meeting that item 2 on the Agenda was to approve the payment of Directors' fees amounting to RM158,000.00 (*Ringgit Malaysia: One Hundred and Fifty-Eight Thousand*) for the financial year ended 31 March 2024.

3.0 APPROVAL FOR THE PAYMENT OF DIRECTORS' BENEFITS UP TO AN AMOUNT OF RM50,000.00 FROM 3 SEPTEMBER 2024 UNTIL THE DATE OF THE NEXT AGM OF THE COMPANY

Dato' Chairman informed the Meeting that item 3 on the Agenda was to approve the payment of Directors' benefits up to an amount of RM50,000.00 (*Ringgit Malaysia: Fifty Thousand*) only from 3 September 2024 until the date of the next AGM of the Company.

4.0 RE-ELECTION OF THE FOLLOWING DIRECTORS OF THE COMPANY WHO WERE SUBJECT TO RETIREMENT IN ACCORDANCE WITH CLAUSE 122 OF THE COMPANY'S CONSTITUTION AND BEING ELIGIBLE, HAD OFFERED THEMSELVES FOR RE-ELECTION:-

- (A) MR. DOMINIC AW KIAN-WEE; AND**
(B) DR. LIEW LAI LAI.
-

Dato' Chairman informed the Meeting that item 4 on the Agenda was to re-elect the following Directors of the Company who are subject to retirement in accordance with

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Clause 122 of the Company's Constitution and that the retiring Directors, being eligible, had offered themselves for re-election:-

- (a) Mr. Dominic Aw Kian-Wee; and
- (b) Dr. Liew Lai Lai.

The Meeting noted that the re-election of each Director would be voted on individually.

5.0 RE-APPOINTMENT OF MESSRS. DELOITTE PLT AS AUDITORS OF THE COMPANY UNTIL THE CONCLUSION OF THE NEXT AGM OF THE COMPANY AND TO AUTHORISE THE DIRECTORS TO FIX THEIR REMUNERATION

Dato' Chairman informed the Meeting that item 5 on the Agenda was to re-appoint Messrs. Deloitte PLT as Auditors of the Company until the conclusion of the next AGM and to authorise the Directors to fix their remuneration.

Messrs. Deloitte PLT had indicated their willingness to continue in office as Auditors of the Company.

SPECIAL BUSINESS

**6.0 ORDINARY RESOLUTION:
- AUTHORITY TO ISSUE SHARES PURSUANT TO THE ACT AND WAIVER OF PRE-EMPTIVE RIGHTS**

Dato' Chairman informed that item 6 on the Agenda was a special business for the approval of "Ordinary Resolution: Authority to Issue Shares pursuant to the Act and Waiver of Pre-emptive Rights".

Dato' Chairman further informed that the proposed adoption of the said Ordinary Resolution was primarily to provide flexibility to the Company to allot shares for any possible fund-raising activities for the purpose of funding working capital without convening a general meeting as it would be both time and cost-consuming to organise a general meeting. This authority, unless revoked or varied by the Company in a general meeting, would expire at the conclusion of the next AGM.

7.0 ANY OTHER BUSINESS

The Meeting was advised that there was no other business to be transacted at the Meeting of which due notice had been given.

Q&A SESSION

There were no questions received from the Meeting.

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POLLING PROCESS

There being no questions received, the shareholders, proxies and corporate representatives were given another ten (10) minutes to cast and submit their votes.

Upon closure of the voting session, the Meeting was adjourned at 10:15 a.m. and proceeded with the verification of votes results by the Independent Scrutineers, Commercial Quest Sdn. Bhd.

ANNOUNCEMENT OF POLL RESULTS

The Meeting resumed at 10:35 a.m. and Dato' Chairman called the Meeting to order.

The results of the poll voting as follows were shown on the screen:-

| Resolutions | Voted For | | Voted Against | | Results |
|---|---------------|----------|---------------|------------|---------|
| | No. of shares | % | No. of shares | % | |
| <u>Resolution 1</u> To approve the payment of Directors' fees amounting to RM158,000.00 for the financial year ended 31 March 2024. | 442,386,145 | 100.0000 | 106 | Negligible | Carried |
| <u>Resolution 2</u> To approve the payment of Directors' benefits up to an amount of RM50,000.00 from 3 September 2024 until the date of the next Annual General Meeting of the Company. | 442,386,145 | 100.0000 | 106 | Negligible | Carried |
| <u>Resolution 3</u> To re-elect Mr. Dominic Aw Kian-Wee who is due to retire in accordance with Clause 122 of the Company's Constitution and being eligible, has offered himself for re-election. | 442,716,250 | 100.0000 | 1 | Negligible | Carried |

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| Resolutions | Voted For | | Voted Against | | Results |
|--|---------------|----------|---------------|------------|---------|
| | No. of shares | % | No. of shares | % | |
| <u>Resolution 4</u> To re-elect Dr. Liew Lai Lai who is due to retire in accordance with Clause 122 of the Company's Constitution and being eligible, has offered herself for re-election. | 442,716,250 | 100.0000 | 1 | Negligible | Carried |
| <u>Resolution 5</u> To re-appoint Messrs. Deloitte PLT as Auditors of the Company until the conclusion of the next Annual General Meeting of the Company and to authorise the Directors to fix their remuneration. | 442,716,250 | 100.0000 | 1 | Negligible | Carried |
| <u>Resolution 6</u> Authority to Issue Shares pursuant to the Companies Act 2016 and Waiver of Pre-emptive Rights. | 442,716,249 | 100.0000 | 2 | Negligible | Carried |

Based on the results of the poll voting, Dato' Chairman declared the following resolutions as **CARRIED**:-

RESOLUTION 1

"THAT the payment of Directors' fees amounting to RM158,000.00 (Ringgit Malaysia: One Hundred and Fifty-Eight Thousand) only for the financial year ended 31 March 2024 be and is hereby approved."

RESOLUTION 2

"THAT the payment of Directors' benefits up to an amount of RM50,000.00 (Ringgit Malaysia: Fifty Thousand) only from 3 September 2024 until the date of the next Annual General Meeting of the Company be and is hereby approved."

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RESOLUTION 3

*"**THAT** Mr. Dominic Aw Kian-Wee, being eligible for re-election, be re-elected as a Director of the Company."*

RESOLUTION 4

*"**THAT** Dr. Liew Lai Lai, being eligible for re-election, be re-elected as a Director of the Company."*

RESOLUTION 5

*"**THAT** Messrs. Deloitte PLT be and are hereby re-appointed as the Auditors of the Company to hold office until the conclusion of the next Annual General Meeting of the Company at a remuneration to be agreed between the Directors and the Auditors."*

RESOLUTION 6

- ORDINARY RESOLUTION: AUTHORITY TO ISSUE SHARES PURSUANT TO THE COMPANIES ACT 2016 AND WAIVER OF PRE-EMPTIVE RIGHTS

*"**THAT** subject always to the Companies Act 2016 ("**the Act**"), the Constitution of the Company and the approvals from Bursa Malaysia Securities Berhad ("**Bursa Securities**") and any other relevant governmental and/or regulatory authorities, the Directors be and are hereby empowered pursuant to the Act, to issue and allot shares in the capital of the Company from time to time at such price and upon such terms and conditions, for such purposes and to such person or persons whomsoever the Directors may in their absolute discretion deem fit provided always that the aggregate number of shares issued pursuant to this resolution does not exceed ten percent (10%) of the total number of issued shares of the Company for the time being;*

***THAT** in connection with the above, pursuant to Section 85 of the Act to be read together with Clause 7 of the Constitution of the Company, approval be and is hereby given to waive the statutory pre-emptive rights of the shareholders of the Company to be offered new shares of the Company ranking equally to the existing issued shares arising from any issuance of new shares in the Company pursuant to the Act;*

***AND THAT** the Directors be and are also empowered to obtain the approval for the listing of and quotation for the additional shares so issued on Bursa Securities; **AND FURTHER THAT** such authority shall commence immediately upon the passing of this resolution and continue to be in force until the conclusion of the next Annual General Meeting of the Company."*

CONCLUSION

There being no other business to be transacted, Dato' Chairman concluded the Meeting at 10:35 a.m. and thanked all present for their attendance.