

CHEETAH HOLDINGS BERHAD
(Registration No. 199701014907 (430404-H))
(“the Company”)
(Incorporated in Malaysia)

Minutes of the Twenty Fourth Annual General Meeting of the Company conducted on a fully virtual basis and entirely via remote participation and voting via online meeting platform of Mlabs VGM as operated by Mlabs Research Sdn. Bhd. in Malaysia via <https://rebrand.ly/Cheetah24thAGM> on Thursday, 25 November 2021 at 10.00 a.m.

- Present : Mr. Roy Ho Yew Kee (Chairman)
Mr. Chia Kee Kwei (Executive Director)
Dato’ Tea Choo Keng (Independent Non-Executive Director)
Mr. Koo Kien Keat (Independent Non-Executive Director)
Ms. Tham Choi Kuen (Independent Non-Executive Director)
- In Attendance : Ms. Liew Chak Hooi (Company Secretary)
- Invitees : As per the attendance list
- Shareholders/
Proxies : As per the attendance list

1. **INTRODUCTION AND QUORUM**

Mr. Roy Ho Yew Kee, the duly appointed Chairman of the Twenty Fourth Annual General Meeting (“24th AGM” or “Meeting”) (“Chairman”) extended a warm welcome to all members present at the Company’s 24th AGM which was conducted on a fully virtual basis through live streaming, for the purpose of considering the business of the Company as set out in the Notice of 24th AGM dated 27 October 2021.

Upon confirming the presence of a quorum, the Chairman called the Meeting to order.

2. **NOTICE**

There being no objection, the Notice convening the Meeting, having been circulated earlier to all the shareholders of the Company within the prescribed notice period, was taken as read.

3. **VOTING**

In line with the requirements of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in the Notice of 24th AGM would be conducted by poll.

The Chairman informed that he would exercise his right as the Chairman of the Meeting to demand for a poll in accordance with the provisions of the Company's Constitution in respect of all resolutions which would be put to vote at the Meeting. The Company had appointed Boardroom.com Sdn. Bhd. as the Poll Administrators to facilitate the poll voting process and BTS Solution Sdn. Bhd. as the Scrutineers to verify the poll results.

The Chairman further informed that the poll voting would be conducted electronically via the Remote Participation and Voting facility provided by Mlabs Research Sdn. Bhd. ("Mlabs") and notified that the voting session had commenced at the start of the Meeting and would continue until his announcement to close the voting session after dealing with the agenda items and question and answer (Q&A) session.

The Chairman also informed that members may use the online Q&A panel to transmit their questions, and the Directors present would answer/respond to the questions posed after presentation of the agenda items. Should there be any questions that are not answered during the Meeting, a response would be given via email after the Meeting.

The Chairman then invited Mlabs to explain to the members present the voting procedures and steps for remote voting vide a video presentation.

4. **AUDITED FINANCIAL STATEMENTS AND REPORTS**

The Audited Financial Statements ("AFS") of the Company for the financial year ended 30 June 2021 ("FYE2021") and the Reports of the Directors and Auditors thereon which had been circulated to all shareholders of the Company within the statutory period were tabled and laid before the Meeting and were declared by the Chairman to be duly received.

5. **ORDINARY RESOLUTION 1**

- **DIRECTORS' FEES FROM 26 NOVEMBER 2021 UNTIL THE CONCLUSION OF THE NEXT ANNUAL GENERAL MEETING OF THE COMPANY**

Shareholders' approval was sought for the following resolution:-

"THAT the payment of Directors' Fees from 26 November 2021 until the conclusion of the next Annual General Meeting of the Company be and is hereby approved."

6. **ORDINARY RESOLUTION 2**

- **ADDITIONAL DIRECTORS' BENEFITS FROM 27 NOVEMBER 2020 UNTIL THE CONCLUSION OF THE 24TH AGM**

Shareholders' approval was sought for the following resolution:-

“THAT the payment of additional Directors' benefits of up to RM30,000.00 from 27 November 2020 until the conclusion of the 24th AGM be and is hereby approved.”

7. **ORDINARY RESOLUTION 3**

- **DIRECTORS' BENEFITS**

Shareholders' approval was sought for the following resolution:-

“THAT the payment of Directors' benefits of up to RM50,000.00 from 26 November 2021 until the conclusion of the next Annual General Meeting of the Company be and is hereby approved.”

8. **ORDINARY RESOLUTION 4**

- **RE-ELECTION OF DIRECTOR – MR. ROY HO YEW KEE**

Shareholders' approval was sought for the following resolution:-

“THAT Mr. Roy Ho Yew Kee, the Director who was retiring pursuant to Clause 115 of the Company's Constitution, and being eligible, be and is hereby re-elected to the Board.”

9. **ORDINARY RESOLUTION 5**

- **RE-ELECTION OF DIRECTOR – MR. KOO KIEN KEAT**

Shareholders' approval was sought for the following resolution:-

“THAT Mr. Koo Kien Keat, the Director who was retiring pursuant to Clause 115 of the Company's Constitution, and being eligible, be and is hereby re-elected to the Board.”

10. **ORDINARY RESOLUTION 6**

- **RE-ELECTION OF DIRECTOR – MS. THAM CHOI KUEN**

Shareholders' approval was sought for the following resolution:-

“THAT Ms. Tham Choi Kuen, the Director who was retiring pursuant to Clause 115 of the Company's Constitution, and being eligible, be and is hereby re-elected to the Board.”

11. **ORDINARY RESOLUTION 7**

- **RE-APPOINTMENT OF AUDITORS**

Shareholders' approval was sought for the following resolution:-

“THAT BDO PLT be and is hereby re-appointed as Auditors of the Company and to hold office until the conclusion of the next Annual General Meeting AND THAT the Directors be and are hereby authorised to fix their remuneration.”

12. **SPECIAL BUSINESS**

ORDINARY RESOLUTION 8

- **AUTHORITY FOR DIRECTORS TO ISSUE SHARES**

Shareholders' approval was sought for the following resolution:-

“THAT pursuant to Sections 75 and 76 of the Companies Act 2016, and subject to the Main Market Listing Requirements (“Listing Requirements”) of Bursa Malaysia Securities Berhad (“Bursa Securities”) and the approvals of the relevant governmental and/or regulatory authorities (if any), the Directors be and are hereby empowered to issue and allot new shares in the Company at any time, to such person or persons, 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 pursuant to this resolution does not exceed ten per cent (10%) of the total number of issued shares of the Company at the time of issue AND THAT the Directors be and are also empowered to obtain the approval from Bursa Securities for the listing and quotation of the additional shares so issued AND THAT such authority shall continue to be in force until the conclusion of the next annual general meeting (“AGM”) of the Company.”

13. **SPECIAL BUSINESS**

ORDINARY RESOLUTION 9

- **PROPOSED NEW SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE (“PROPOSED SHAREHOLDERS' MANDATE”)**

Shareholders' approval was sought for the following resolution:-

“THAT subject always to the provisions of the Listing Requirements of Bursa Securities, approval be and is hereby given to the Company and/or its subsidiaries (“Group”) to enter into Recurrent Related Party Transactions of a revenue or trading nature with such related parties, details and particulars of which as set out in the Circular to Shareholders dated 27 October 2021, which are necessary for the Group's day-to-day operations and are carried out in the ordinary course of business and are on normal commercial terms which are not more favourable to the related parties than those generally available to the public and are not detrimental to the minority shareholders of the Company.

THAT the approval shall continue to be in force until:-

- (i) the conclusion of the next AGM of the Company following the AGM at which such mandate was passed, at which time it will lapse, unless by a resolution passed at the meeting whereby the authority is renewed;
- (ii) the expiration of the period within which the next AGM of the Company is required to be held pursuant to Section 340(2) of the Companies Act 2016 (“the Act”) (but must not extend to such extension as may be allowed pursuant to Section 340(4) of the Act); or
- (iii) 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 do all such acts and things (including executing all such documents as may be required) as they may consider expedient or necessary or in the interests of the Company to give effect to the Proposed Shareholders’ Mandate.”

14. **RETIREMENT OF DIRECTOR**

The Chairman informed the Meeting that as stated in the Explanatory Note of the Notice of 24th AGM, Mr. Chia Kee Kwei who is subject to retirement by rotation has informed the Company that he would not be seeking re-election and accordingly he would retire at the conclusion of this 24th AGM.

On behalf of the Board, the Chairman expressed appreciation to Mr. Chia Kee Kwei for his long service and contributions to the Company and the Group.

15. **Q&A SESSION**

In response to the questions on e-vouchers, the Chairman responded that the Company would consider giving Cheetah’s online store e-vouchers to the shareholders attending the 24th AGM.

The Q&A session was then concluded and the Chairman informed that for any questions that were not answered during the Meeting, a response would be provided via email after the Meeting.

The Chairman recapped that to facilitate the online voting process, he had at the start of the Meeting announced the commencement of the voting session and that the voting session would be allowed to continue for another 5 minutes.

16. POLLING

At 10.16 a.m., the Chairman announced the closure of the voting session.

The Meeting was adjourned at 10.16 a.m. for approximately 25 minutes for the Poll Administrators and Scrutineers to count and validate the votes cast by the shareholders.

17. RESULTS OF THE POLL

At 10.41 a.m., the Chairman called the Meeting back to order for the poll results. He informed that he had received the poll results and directed the shareholders to the poll results displayed on the screen.

The poll results in respect of all the Ordinary Resolutions were as follows:-

Resolution	Vote For		Vote Against	
	No. of Shares	%	No. of Shares	%
Resolution 1 To approve the payment of Directors' Fees from 26 November 2021 until the conclusion of the next annual general meeting of the Company.	164,129,364	99.9609	64,215	0.0391
Resolution 2 To approve the payment of additional Directors' benefits of up to RM30,000.00 in respect of the period from 27 November 2020 until the conclusion of this annual general meeting of the Company.	164,122,064	99.9568	70,915	0.0432
Resolution 3 To approve the payment of Directors' benefits of up to RM50,000.00 from 26 November 2021 until the conclusion of the next annual general meeting of the Company.	164,122,664	99.9570	70,615	0.0430
Resolution 4 To re-elect Roy Ho Yew Kee as Director.	164,143,764	99.9702	48,915	0.0298
Resolution 5 To re-elect Koo Kien Keat as Director.	164,143,764	99.9999	115	0.0001
Resolution 6 To re-elect Tham Choi Kuen as Director.	164,143,464	99.9700	49,215	0.0300
Resolution 7 To re-appoint BDO PLT as Auditors of the Company and to authorise the Directors to fix their remuneration.	164,192,064	99.9999	115	0.0001
Resolution 8 To approve the authority for Directors to issue shares.	164,175,185	99.9904	15,775	0.0096
Resolution 9 To approve the Proposed Shareholders' Mandate.	77,174,185	99.9788	16,394	0.0212

The Chairman declared that Resolutions 1, 2, 3, 4, 5, 6, 7, 8 and 9 were all duly carried.

18. **CLOSURE**

There being no further business to be transacted, the Meeting was closed at 10.44 a.m. with a vote of thanks to the Chairman.

READ AND CONFIRMED BY

-signed-

CHAIRMAN

Date: 23 December 2021