

**T7 GLOBAL BERHAD**

[Registration No. 200401023809 (662315-U)]  
(Incorporated in Malaysia)

MINUTES OF THE NINETEENTH ANNUAL GENERAL MEETING OF T7 GLOBAL BERHAD ("**T7 GLOBAL**" OR "**THE COMPANY**") CONDUCTED ON A VIRTUAL BASIS AT THE BROADCAST VENUE AT T7 GLOBAL BERHAD'S BOARDROOM, C-16-01 LEVEL 16, KL TRILLION CORPORATE TOWER, 338 JALAN TUN RAZAK, 50400 KUALA LUMPUR, WILAYAH PERSEKUTUAN VIA REMOTE PARTICIPATION AND VOTING FACILITIES PROVIDED BY TRICOR INVESTOR & ISSUING HOUSE SERVICES SDN. BHD. VIA TIIH ONLINE WEBSITE AT [HTTPS://TIIH.ONLINE](https://tiih.online) ON WEDNESDAY, 21 JUNE 2023 AT 10:00 A.M.

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- DIRECTORS** : YBhg. Tan Sri Datuk Seri Dr. Nik Norzrul Thani Bin N. Hassan Thani (*Chairman*)
- YBhg. Tan Sri Datuk Seri Tan Kean Soon, J. P. (*Executive Deputy Chairman*)
- Mr. Tan Kay Vin (*Executive Director*)
- Ms. Tan Sam Eng (*Independent Non-Executive Director*)
- YBhg. Admiral Tan Sri Dato' Seri Panglima Ahmad Kamarulzaman Bin Hj. Ahmad Badaruddin (R) (*Independent Non-Executive Director*)
- YBhg. CP (R) Dato' Sri Wan Ahmad Najmuddin Bin Mohd (*Independent Non-Executive Director*)
- YBhg. Tan Sri Dato' Sri Koh Kin Lip, J. P. (*Independent Non-Executive Director*)
- YBhg. Datuk Seri Rahim Bin Ismail (*Independent Non-Executive Director*)
- INDIVIDUAL MEMBERS, CORPORATE REPRESENTATIVES AND PROXIES PRESENT** : As per Attendance List
- BY INVITATION** : Mr. Tan Kay Zhuin (*Group Chief Executive Officer*)
- IN ATTENDANCE** : Ms. Tan Loo Ee (*Company Secretary*)

**CHAIRMAN**

YBhg. Tan Sri Datuk Seri Dr. Nik Norzrul Thani Bin N. Hassan Thani ("**Tan Sri Chairman**") was in the Chair. Tan Sri Chairman welcomed all present to the live streaming of the Nineteenth Annual General Meeting ("**19<sup>h</sup> AGM**") of the Company and called the Meeting to order at 10:00 a.m.

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Tan Sri Chairman informed the Meeting that for the continuing safety and health of shareholders, the Board of Directors decided that the 19<sup>th</sup> AGM be held via live streaming webcast and online remote voting using the remote participation and voting facilities ("**RPV**") without physical attendance by shareholders and proxies.

Tan Sri Chairman then introduced all the Directors, Company Secretary and Auditors who were in attendance.

Tan Sri Chairman was delighted to inform that the Company would reward the loyal shareholders with Touch and Go e-Wallet reload pin worth RM30 to all shareholders who attended the 19<sup>th</sup> AGM. The e-vouchers would be sent to the attendees' email addresses within 3 to 5 working days.

The Meeting was informed that through RPV, shareholders may exercise their right as shareholders of the Company to participate including posing questions to the Chairman or Board of Directors of the Company and voting remotely at the Meeting from various locations.

The Meeting was also informed that the shareholders who were unable to participate in the Meeting via RPV had appointed Tan Sri Chairman to vote on their behalf. Tan Sri Chairman would vote in his capacity as proxy in accordance with the instructions accordingly.

The Meeting noted that shareholders and proxies who were attending the Meeting remotely may use the query box facility under the RPV facility to transmit their questions in real time during the Meeting and such questions will be responded accordingly.

**QUORUM**

The requisite quorum being present pursuant to Clause 77 of the Company's Constitution, Tan Sri Chairman declared the Meeting duly convened.

Tan Sri Chairman advised the Meeting that the Company was using 13 June 2023 as the determinant date of the General Meeting Record of Depositors.

**NOTICE**

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

The Meeting noted that in compliance with Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all the proposed resolutions set out in the Notice convening the Meeting would be voted by way of poll. Tan Sri Chairman took the Meeting through each item on the Agenda as there was no legal requirement for the proposed resolutions to be seconded.

The Meeting further noted that Tricor Investors & Issuing House Services Sdn. Bhd. ("**Tricor**") was appointed as the Poll Administrator to conduct the online voting process and Scrutineer Solutions Sdn. Bhd. was appointed as the Independent Scrutineer to verify the poll results. Tan Sri Chairman then invited the representative from Tricor to brief the shareholders and proxies on the online voting procedures through the RPV application.

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*A pre-recorded video clip on the steps for the online voting process was played at this juncture.*

Tan Sri Chairman informed that voting on the resolution could be done at any time during the Meeting. He further added that shareholders and proxies may also choose to vote after the Questions and Answers session. Tan Sri Chairman then declared the online remote voting via RPV was opened and would remain open until the voting session is closed.

The Meeting noted that the Board of Directors and Management would respond to the questions transmitted by shareholders and proxies via the query box after all the items on the Agenda had been dealt with.

**PRESENTATION ON THE GROUP'S FINANCIAL PERFORMANCE AND KEY HIGHLIGHTS FOR THE YEAR 2022**

Tan Sri Chairman then invited Mr. Tan Kay Vin ("**Mr. Kay Vin**"), the Executive Director, to provide an overview of the Group's corporate profile, business updates, future plans, environmental, social and governance ("**ESG**") journey and financial highlights for year 2022.

Mr. Kay Vin briefed the Meeting on the business overview of Integrated Energy Solutions, Aerospace Metal Surface Treatment and Infrastructure Construction Specialist divisions, ESG framework and highlights, operating locations and Mobile Offshore Production Unit ("**MOPU**") business on energy division, group operation update on energy division, aerospace division and construction division, financial performance, future plans of the Company and statement of Quality, Health, Safety and Environment (QHSE).

Tan Sri Chairman then thanked Mr. Kay Vin for the concise presentation and proceeded with the first item on the Agenda.

**1.0 AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2022 TOGETHER WITH THE REPORTS OF THE DIRECTORS AND THE AUDITORS THEREON**

Tan Sri Chairman informed that the first item on the Agenda was to receive the Audited Financial Statements for the financial year ended 31 December 2022 together with the Reports of the Directors and the Auditors thereon.

In view that the first item on the Agenda was only meant for discussion and shall not be put forward for voting, Tan Sri Chairman declared that the Audited Financial Statements for the financial year ended 31 December 2022 together with the Reports of the Directors and the Auditors thereon, be received.

**2.0 ORDINARY RESOLUTION 1**  
**- PAYMENT OF DIRECTORS' FEES OF RM225,000/- FOR THE PERIOD FROM 22 JUNE 2023 TO THE TWENTIETH ANNUAL GENERAL MEETING OF THE COMPANY IN YEAR 2024**

Tan Sri Chairman proceeded with the next item of the agenda on approval of the payment of Directors' fees of RM225,000/- for the period from 22 June 2023 to the Twentieth Annual General Meeting of the Company in year 2024.

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Tan Sri Chairman further informed that the proposed Ordinary Resolution 1 is to facilitate payment of Directors' fees on current financial year basis. The Meeting noted that the interested Directors would abstain from voting on this resolution.

The Meeting then proceeded with the next item on the agenda.

**3.0 ORDINARY RESOLUTION 2**

**- PAYMENT OF BENEFITS PAYABLE TO THE NON-EXECUTIVE DIRECTORS UP TO AN AMOUNT OF RM178,000/- FOR THE PERIOD FROM 22 JUNE 2023 TO THE TWENTIETH ANNUAL GENERAL MEETING OF THE COMPANY IN YEAR 2024 PURSUANT TO SECTION 230(1)(b) OF THE COMPANIES ACT 2016**

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Tan Sri Chairman proceeded to Ordinary Resolution 2 in relation to the approval of payment of benefits payable to the Non-Executive Directors up to an amount of RM178,000/- for the period from 22 June 2023 to the Twentieth Annual General Meeting of the Company in year 2024 pursuant to Section 230(1)(b) of the Companies Act, 2016.

Tan Sri Chairman explained that the proposed benefits were derived from the estimated meeting allowance based on the number of scheduled meetings and unscheduled meetings (when necessary) for the Board and Board Committees, and number of Non-Executive Directors involved in the meetings. The Meeting noted that the interested Directors would abstain from voting on this resolution.

The Meeting then proceeded with the next item on the agenda.

**4.0 RE-ELECTION OF THE FOLLOWING DIRECTORS WHO ARE RETIRING PURSUANT TO CLAUSE 123 OF THE COMPANY'S CONSTITUTION AND BEING ELIGIBLE, HAVE EACH OFFERED THEMSELVES FOR RE-ELECTION:-**

**(A) YBHG. TAN SRI DATUK SERI TAN KEAN SOON, J. P.  
(ORDINARY RESOLUTION 3)**

**(B) YBHG. CP (R) DATO' SRI WAN AHMAD NAJMUDDIN BIN MOHD  
(ORDINARY RESOLUTION 4)**

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The Meeting noted that the next item on the Agenda was to re-elect the following Directors, who were retiring pursuant to Clause 123 of the Company's Constitution and that the retiring Directors, being eligible, had offered themselves for re-election:-

- YBhg. Tan Sri Datuk Seri Tan Kean Soon, J. P.
- YBhg. CP (R) Dato' Sri Wan Ahmad Najmuddin Bin Mohd

The Meeting noted that each re-election of Director would be voted on individually. The interested Directors would abstain from voting on respective resolutions.

The Meeting then proceeded with the next item on the agenda.

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**5.0 ORDINARY RESOLUTION 5**

- **RE-ELECTION OF YBHG. DATUK SERI RAHIM BIN ISMAIL WHO RETIRED IN ACCORDANCE WITH CLAUSE 106 OF THE COMPANY'S CONSTITUTION AND BEING ELIGIBLE, HAS OFFERED HIMSELF FOR RE-ELECTION**
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Tan Sri Chairman proceeded to Ordinary Resolution 5 in respect of the re-election of YBhg. Datuk Seri Rahim Bin Ismail, who retired in accordance with Clause 106 of the Company's Constitution and being eligible, had offered himself for re-election.

The Meeting was informed that the interested Director, YBhg. Datuk Seri Rahim Bin Ismail would abstain from voting on this resolution.

The Meeting then proceeded with the next item on the agenda.

**6.0 ORDINARY RESOLUTION 6**

- **RE-APPOINTMENT OF MESSRS. GRANT THORNTON MALAYSIA PLT AS AUDITORS OF THE COMPANY UNTIL THE CONCLUSION OF THE NEXT ANNUAL GENERAL MEETING AND TO AUTHORISE THE DIRECTORS TO FIX THEIR REMUNERATION**
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Tan Sri Chairman proceeded to Ordinary Resolution 6 in respect of the re-appointment of the retiring auditors, Messrs. Grant Thornton Malaysia PLT as auditors of the Company. The retiring auditors, Messrs. Grant Thornton Malaysia PLT had indicated their willingness to continue in office.

The Meeting further noted that the Audit and Risk Management Committee and the Board of Directors had reviewed the performance of Messrs. Grant Thornton Malaysia PLT as Auditors of the Company for the past financial year and were satisfied with their effectiveness and performance as External Auditors of the Company.

The Meeting then proceeded with the next item on the agenda.

**7.0 SPECIAL BUSINESS**

**7.1 ORDINARY RESOLUTION 7**

- **AUTHORITY TO ISSUE SHARES PURSUANT TO THE COMPANIES ACT 2016**
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Tan Sri Chairman advised that the next item on the Agenda was a special business to approve Ordinary Resolution 7 on authority to issue shares pursuant to the Companies Act 2016.

The Meeting was informed that the proposed adoption of the Ordinary Resolution was primarily to give flexibility to the Board of Directors to issue and allot shares at any time to such persons in their absolute discretion without convening a general meeting provided that the aggregate number of shares issued does not exceed 10% of the total number of issued shares of the Company for the time being.

The waiver of the statutory pre-emptive rights pursuant to Section 85(1) of the Companies Act, 2016 read together with Clause 58 of the

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Company's Constitution, will allow the Directors to issue and allot new shares in the Company which rank pari passu in all respects with the existing shares, to any person without having to first offer the new shares to all existing shareholders prior to the issuance of new shares pursuant to this general mandate.

The Meeting then proceeded with the next item on the agenda.

**7.2 ORDINARY RESOLUTION 8**  
**- PROPOSED RENEWAL OF EXISTING SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE**

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The next item on the Agenda was a special business for the approval of the Ordinary Resolution for proposed renewal of existing shareholders' mandate for recurrent related party transactions of a revenue or trading nature.

The Meeting was informed that the proposed adoption of the Ordinary Resolution was to renew the shareholders' mandate granted by the shareholders of the Company at the 18<sup>th</sup> Annual General Meeting held on 29 June 2022. The proposed renewal of shareholders' mandate will enable the Company and its subsidiaries (T7 Global Berhad Group) to enter into any of the recurrent related party transactions of a revenue or trading nature which are necessary for T7 Global Berhad Group's day-to-day operations, subject to the transactions being in the ordinary course of business and on normal commercial terms which are not more favourable to the related parties than those generally available to the public and are not to the detriment of the minority shareholders of the Company.

The Meeting noted that all interested Directors/major shareholders and/or persons connected had abstained and would continue to abstain from all deliberations and voting in respect of their direct and/or indirect shareholdings in the Company on the proposed renewal of existing shareholders' mandate.

The Meeting then proceeded with the next item on the agenda.

**7.3 ORDINARY RESOLUTION 9**  
**- PROPOSED NEW SHAREHOLDERS' MANDATE FOR NEW RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE**

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The next item on the Agenda was a special business for the approval of the Ordinary Resolution on proposed new shareholders' mandate for new recurrent related party transactions of a revenue or trading nature.

The Meeting was informed that the proposed adoption of the Ordinary Resolution would enable the Group to enter into the new recurrent related party transactions of a revenue or trading nature which are necessary for the Group's day-to-day operations, subject to the transactions being in the ordinary course of business and on normal commercial terms which are not more favourable to the related parties than those generally available

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to the public and are not to the detriment of the minority shareholders of the Company. The mandate shall lapse at the conclusion of the next Annual General Meeting unless authority for the renewal is obtained from the shareholders of the Company at a general meeting.

The Meeting noted that all interested Directors/major shareholders and/or persons connected had abstained and would continue to abstain from all deliberations and voting in respect of their direct and/or indirect shareholdings in the Company on the proposed new shareholders' mandate.

The Meeting then proceeded with the next item on the agenda.

**7.4 ORDINARY RESOLUTION 10**  
**- PROPOSED RENEWAL OF AUTHORITY FOR THE COMPANY TO PURCHASE ITS OWN SHARES**

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The next item on the Agenda was a special business for the approval of the Ordinary Resolution on proposed renewal of authority for the Company to purchase its own shares.

The Meeting was informed that the proposed adoption of the Ordinary Resolution was primarily to renew the authority granted by the shareholders of the Company at the 18<sup>th</sup> Annual General Meeting held on 29 June 2022. The proposed renewal will allow the Directors to exercise the power of the Company to purchase not more than 10% of the total number of issued shares of the Company any time within the time period stipulated in the Bursa Malaysia Securities Berhad's Main Market Listing Requirements.

The Meeting then proceeded with the last item on the agenda.

**8.0 ANY OTHER BUSINESS**

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

**9.0 QUESTIONS AND ANSWERS SESSION**

Tan Sri Chairman proceeded to respond to the following questions received from shareholders and proxies via email and the query box:-

No.	Question	Reply
1.	What is the current status on TSEVEN ELISE Mobile Offshore Production Unit ("MOPU")?	The project is currently undergoing testing and commissioning phase and it is expected to commence in the second half of year 2023.
2.	What is the status and funding for Nong Yao MOPU project?	The Nong Yao MOPU project is currently undergoing refurbishment works in China.

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		The Company is funding this project through a combination of internal funds and bank borrowings. The Company does not expect further equity financing in the short term unless the Company receives another project which requires capital expenditure.
3.	What is the impact of higher United States Dollar ("USD") on the Group?	The Company is not sensitive to foreign exchange fluctuations as the Company has good balance between local and foreign revenue contributions.
4.	Please consider giving e-vouchers to shareholders	As mentioned earlier, the Company would be giving Touch and Go e-wallet reload pin worth RM30 to the loyal shareholders who attended the 19 <sup>th</sup> AGM. The e-vouchers would be sent to the attendees' email address within 3 to 5 working days.
5.	How much does the Company spent on this virtual Annual General Meeting? Would the Board of Directors kindly give Touch and Go e-wallet as a token of appreciation for attending this virtual meeting and I would like to request a printed hard copy of the Company Annual Report.	<p>The Company spends minimal on the virtual Annual General Meeting.</p> <p>As mentioned earlier, the Company would be giving Touch and Go e-wallet reload pin worth RM30 to our loyal shareholders who attended the 19<sup>th</sup> AGM. The e-vouchers would be sent to the attendees' email address within 3 to 5 working days.</p> <p>For any request of printed hard copy of the Annual Report, shareholders may email to <a href="mailto:t7@t7global.com.my">t7@t7global.com.my</a>.</p>
6.	How has the minimum wage enforced by the Government had affected the Company?	The minimum wage exerts minimal impact on our current operations due to our predominant employment of professional and skilled workers, a considerable number of whom already receive compensation surpassing the minimum wage threshold.

The Meeting noted that all the substantial questions from the shareholders had been dealt with and the Meeting proceeded to the poll voting session.

## **10.0 POLLING PROCESS**

Tan Sri Chairman highlighted to the shareholders and proxies that they may submit their votes right after the commencement of the Meeting as informed earlier. To facilitate the voting of shareholders and proxies who have yet to cast their votes, the Company allocated another 5 minutes for the conduct of online voting.

*The pre-recorded video clip on the steps of the online voting process was played again.*



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After 5 minutes, Tan Sri Chairman declared the voting session closed and informed that the Meeting was adjourned for approximately 20 minutes for the Independent Scrutineer to verify the results of the poll.

**11.0 ANNOUNCEMENT OF POLL RESULTS**

The Meeting resumed at 10:57 a.m. and Tan Sri Chairman announced the polling results as follows:-

Resolutions	Voted in Favour		Voted Against		Results
	No. of Shares	%	No. of Shares	%	
<b><u>Ordinary Resolution 1</u></b> Payment of Directors' fees of RM225,000/- for the period from 22 June 2023 to the Twentieth Annual General Meeting of the Company in year 2024.	480,695,399	99.9900	48,304	0.0100	Carried
<b><u>Ordinary Resolution 2</u></b> Payment of benefits payable to the Non-Executive Directors up to an amount of RM178,000/- for the period from 22 June 2023 to the Twentieth Annual General Meeting of the Company in year 2023 pursuant to Section 230(1)(b) of the Companies Act 2016.	480,700,476	99.9910	43,226	0.0090	Carried
<b><u>Ordinary Resolution 3</u></b> To re-elect YBhg. Tan Sri Datuk Seri Tan Kean Soon, J. P., a Director who retires pursuant to Clause 123 of the Company's Constitution and being eligible, has offered himself for re-election.	335,384,636	99.9962	12,891	0.0038	Carried

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Resolutions	Voted in Favour		Voted Against		Results
	No. of Shares	%	No. of Shares	%	
<p><b><u>Ordinary Resolution 4</u></b></p> <p>To re-elect YBhg. CP (R) Dato' Sri Wan Ahmad Najmuddin Bin Mohd, a Director who retires pursuant to Clause 123 of the Company's Constitution and being eligible, has offered himself for re-election.</p>	498,737,136	99.9974	12,991	0.0026	Carried
<p><b><u>Ordinary Resolution 5</u></b></p> <p>To re-elect YBhg. Datuk Seri Rahim Bin Ismail, a Director who is retiring in accordance with Clause 106 of the Company's Constitution and being eligible, has offered himself for re-election.</p>	501,509,135	99.9974	12,992	0.0026	Carried
<p><b><u>Ordinary Resolution 6</u></b></p> <p>To re-appoint Messrs. Grant Thornton Malaysia PLT as Auditors of the Company until the conclusion of the next Annual General Meeting and to authorise the Directors to fix their remuneration.</p>	501,499,235	99.9954	22,893	0.0046	Carried
<p><b><u>Ordinary Resolution 7</u></b></p> <p>Authority to issue shares pursuant to the Companies Act 2016.</p>	501,508,883	99.9974	13,244	0.0026	Carried
<p><b><u>Ordinary Resolution 8</u></b></p> <p>Proposed renewal of existing shareholders' mandate for recurrent related party transactions of a revenue or trading nature.</p>	335,394,382	99.9961	13,095	0.0039	Carried

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Resolutions	Voted in Favour		Voted Against		Results
	No. of Shares	%	No. of Shares	%	
<b>Ordinary Resolution 9</b> Proposed new shareholders' mandate for new recurrent related party transactions of a revenue or trading nature.	335,394,385	99.9961	13,092	0.0039	Carried
<b>Ordinary Resolution 10</b> Proposed renewal of authority for the Company to purchase its own shares.	501,469,375	99.9915	42,802	0.0085	Carried

Based on the results of the poll voting, Tan Sri Chairman declared the following resolutions were duly passed:-

**1.0 ORDINARY RESOLUTION 1**

- **PAYMENT OF DIRECTORS' FEES OF RM225,000/- FOR THE PERIOD FROM 22 JUNE 2023 TO THE TWENTIETH ANNUAL GENERAL MEETING OF THE COMPANY IN YEAR 2024**

That the payment of Directors' Fees amounting to RM225,000/- (Ringgit Malaysia: Two Hundred and Twenty-Five Thousand) only for the period from 22 June 2023 to the Twentieth Annual General Meeting of the Company in year 2024, be and is hereby approved.

**2.0 ORDINARY RESOLUTION 2**

- **PAYMENT OF BENEFITS PAYABLE TO THE NON-EXECUTIVE DIRECTORS UP TO AN AMOUNT OF RM178,000/- FOR THE PERIOD FROM 22 JUNE 2023 TO THE TWENTIETH ANNUAL GENERAL MEETING OF THE COMPANY IN YEAR 2024 PURSUANT TO SECTION 230(1)(b) OF THE COMPANIES ACT 2016**

That the payment of benefits payable to the Non-Executive Directors' amounting to RM178,000/- (Ringgit Malaysia: One Hundred and Seventy-Eight Thousand) only for the period from 22 June 2023 to the Twentieth Annual General Meeting of the Company in year 2024, be and is hereby approved.

**3.0 ORDINARY RESOLUTION 3**

- **RE-ELECTION OF YBHG. TAN SRI DATUK SERI TAN KEAN SOON, J. P. WHO RETIRES PURSUANT TO CLAUSE 123 OF THE COMPANY'S CONSTITUTION AND BEING ELIGIBLE, HAS OFFERED HIMSELF FOR RE-ELECTION**

That YBhg. Tan Sri Datuk Seri Tan Kean Soon, J. P. who is retiring pursuant to Clause 123 of the Company's Constitution, being eligible for re-election, be and is hereby re-elected as a Director of the Company.

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**4.0 ORDINARY RESOLUTION 4**

- **RE-ELECTION OF YBHG. CP (R) DATO' SRI WAN AHMAD NAJMUDDIN BIN MOHD WHO RETIRES PURSUANT TO CLAUSE 123 OF THE COMPANY'S CONSTITUTION AND BEING ELIGIBLE, HAS OFFERED HIMSELF FOR RE-ELECTION**
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That YBhg. CP (R) Dato' Sri Wan Ahmad Najmuddin Bin Mohd who is retiring pursuant to Clause 123 of the Company's Constitution, being eligible for re-election, be and is hereby re-elected as a Director of the Company.

**5.0 ORDINARY RESOLUTION 5**

- **RE-ELECTION OF YBHG. DATUK SERI RAHIM BIN ISMAIL WHO RETIRES PURSUANT TO CLAUSE 106 OF THE COMPANY'S CONSTITUTION AND BEING ELIGIBLE, HAS OFFERED HIMSELF FOR RE-ELECTION**
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That YBhg. Datuk Seri Rahim Bin Ismail who is retiring pursuant to Clause 106 of the Company's Constitution, being eligible for re-election, be and is hereby re-elected as a Director of the Company.

**6.0 ORDINARY RESOLUTION 6**

- **RE-APPOINTMENT OF MESSRS. GRANT THORNTON MALAYSIA PLT AS AUDITORS OF THE COMPANY UNTIL THE CONCLUSION OF THE NEXT ANNUAL GENERAL MEETING AND TO AUTHORISE THE DIRECTORS TO FIX THEIR REMUNERATION**
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That the retiring Auditors, Messrs. Grant Thornton Malaysia PLT be re-appointed as Auditors of the Company until the conclusion of the next Annual General Meeting and that authority be given to the Directors to fix their remuneration.

**7.0 ORDINARY RESOLUTION 7**

- **AUTHORITY TO ISSUE SHARES PURSUANT TO THE COMPANIES ACT 2016**
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That subject always to the Companies Act 2016, the Constitution of the Company and the approvals from the relevant governmental and/or regulatory authorities, the Directors of the Company be and are hereby authorised and empowered pursuant to the Companies Act 2016, to issue and allot shares of the Company, at any time, at such price, to such persons and 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 10% of the total number of issued shares of the Company (excluding Treasury Shares) for the time being as stipulated under Paragraph 6.03(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad;

That in connection with the above, pursuant to Section 85(1) of the Companies Act 2016 read together with Clause 58 of the Company's Constitution, that approval be and is hereby given to waive the statutory pre-emptive rights of the shareholders of the Company to be offered new shares ranking equally to the existing issued shares arising from any issuance of new shares pursuant to this mandate;

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And 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;

And that the Directors of the Company, whether solely or jointly, be and are hereby empowered to obtain the approval for the listing of and quotation for the additional shares so issued on the Main Market of Bursa Malaysia Securities Berhad; and be hereby authorised to do all such acts and things including executing all relevant documents as he/they may consider expedient or necessary to complete and give full effect to the abovesaid mandate

**8.0 ORDINARY RESOLUTION 8**

**- PROPOSED RENEWAL OF EXISTING SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE**

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That, subject always to the Companies Act 2016 ("**the Act**"), the Company's Constitution and the Bursa Malaysia Securities Berhad's Main Market Listing Requirements, approval be and is hereby given to the Company and its subsidiaries to enter into all transactions involving the interests of Directors, major shareholders or persons connected with Directors and/or major shareholders of the Group ("**Related Parties**") as described in the Circular/Statement to Shareholders dated 28 April 2023 ("**Recurrent RPTs**") provided that such transactions are:-

- (i) recurrent transactions of a revenue or trading nature;
- (ii) necessary for the day-to-day operations;
- (iii) carried out in the ordinary course of business and on normal commercial terms which are not more favourable to the Related Parties than those generally available to the public; and
- (iv) are not to the detriment of the minority shareholders,

("RRPT Mandate").

And that such approval shall continue to be in force until:-

- (a) the conclusion of the next Annual General Meeting of the Company, at which time it will lapse, unless by a resolution passed at that meeting, the authority is renewed; or
- (b) the expiration of the period within which the next Annual General Meeting of the Company is required to be held pursuant to Section 340 of the Act (but shall not extend to such extension as may be allowed pursuant to Section 340(4) of the Act); or
- (c) revoked or varied by a resolution passed by shareholders in a general meeting; or

whichever is earlier; and the aggregate value of the Recurrent RPTs be disclosed in the annual report of the Company.

And that the Directors of the Company be and are hereby authorised to complete and do all such acts and things as they may consider expedient or necessary to give full effect to the RRPT Mandate.

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**9.0 ORDINARY RESOLUTION 9**

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

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That, subject always to the Companies Act 2016 ("**the Act**"), the Constitution of the Company and the Bursa Malaysia Securities Berhad's Main Market Listing Requirements, approval be and is hereby given to the Company and its subsidiaries to enter into all transactions involving the interests of Directors, major shareholders or persons connected with Directors and/or major shareholders of the Group ("**Related Parties**") as described in the Circular/Statement to Shareholders dated 28 April 2023 ("**Recurrent RPTs**") provided that such transactions are:-

- (i) recurrent transactions of a revenue or trading nature;
- (ii) necessary for the day-to-day operations;
- (iii) carried out in the ordinary course of business and on normal commercial terms which are not more favourable to the Related Parties than those generally available to the public; and
- (iv) are not to the detriment of the minority shareholders,

("RRPT Mandate").

And that such approval shall continue to be in force until:-

- (a) the conclusion of the next Annual General Meeting of the Company, at which time it will lapse, unless by a resolution passed at that meeting, the authority is renewed; or
- (b) the expiration of the period within which the next Annual General Meeting of the Company is required to be held pursuant to Section 340 of the Act (but shall not extend to such extension as may be allowed pursuant to Section 340(4) of the Act); or
- (c) revoked or varied by a resolution passed by shareholders in a general meeting; or

whichever is earlier; and the aggregate value of the Recurrent RPTs be disclosed in the annual report of the Company.

And that the Directors of the Company be and are hereby authorised to complete and do all such acts and things as they may consider expedient or necessary to give full effect to the RRPT Mandate.

**10.0 ORDINARY RESOLUTION 10**

**- PROPOSED RENEWAL OF AUTHORITY FOR THE COMPANY TO PURCHASE ITS OWN SHARES ("PROPOSED SHARE BUY-BACK AUTHORITY")**

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That, subject always to the Companies Act 2016 ("**the Act**"), the provisions of the Company's Constitution, the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("**Bursa Malaysia Securities**") and all other applicable laws, guidelines, rules and regulations, the Company be and is hereby authorised to purchase such number of ordinary shares in the Company as may be determined by the Directors of the Company from time to time through Bursa Malaysia Securities, upon such terms and conditions as the Directors in their discretion deem fit and expedient in the best interest of the Company, provided that:-

**T7 GLOBAL BERHAD**

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- (i) the aggregate number of ordinary shares to be purchased and/or held by the Company shall not exceed ten percent (10%) of the total number of issued shares of the Company as at the point of purchase(s); and
- (ii) the maximum funds to be allocated by the Company for the purpose of purchasing its own shares shall not exceed the aggregate of the retained profits of the Company based on the latest audited financial statements and/or the latest management accounts of the Company (where applicable) available at the time of the purchase(s); and

That upon completion of the purchase by the Company of its own shares, the Directors of the Company be authorised to deal with the shares so purchased in their absolute discretion in the following manner:-

- (i) cancel all the shares so purchased; and /or
- (ii) retain the shares so purchased in treasury for distribution as dividend to the shareholders and/or resell on the market of Bursa Malaysia Securities; and/or
- (iii) retain part thereof as treasury shares and cancel the remainder; and/or

in any other manner as prescribed by the Act, rules, regulations and orders made pursuant to the Act and the requirements of Bursa Malaysia Securities and any other relevant authority for the time being in force.

That such authority conferred by this Resolution shall commence immediately upon the passing of this Resolution and shall continue to be in force until:-

- (a) the conclusion of the next Annual General Meeting ("**AGM**") of the Company following this AGM at which such resolution was passed, at which time the authority will lapse, unless by an ordinary resolution passed at that meeting, the authority is renewed, either unconditionally or subject to conditions; or
- (b) the expiration of the period within which the next AGM of the Company after that date is required by law to be held; or
- (c) revoked or varied by an ordinary resolution passed by the shareholders of the Company in a general meeting,

whichever occurs first.

And further that the Directors of the Company be authorised to do all acts, deeds and things and to take all such steps as they may deem fit, appropriate, expedient or necessary in the best interest of the Company to give full effect to the Proposed Renewal of Share Buy-Back Authority with full powers to assent to any condition, modification, variation and/or amendment as may be required or imposed by the relevant authorities and to take all such steps, and do all such acts and things as they may deem fit and expedient in the interest of the Company.

(Minutes of the Nineteenth Annual General Meeting held on 21 June 2023 - cont'd)

**CONCLUSION**

Tan Sri Chairman concluded the Meeting at 11:00 a.m. and thanked all for their participation at the virtual 19<sup>th</sup> AGM.

SIGNED AS A CORRECT RECORD



**TAN SRI DATUK SERI DR. NIK  
NORZRUL THANI BIN N. HASSAN  
THANI  
CHAIRMAN**

Dated: 21 June 2023