

TELADAN SETIA GROUP BERHAD
[Registration No. 201901004975 (1314302-V)]
(Incorporated in Malaysia)

MINUTES OF THE EXTRAORDINARY GENERAL MEETING OF THE COMPANY HELD ON A FULLY VIRTUAL BASIS VIDE THE ONLINE MEETING PLATFORM HOSTED ON SECURITIES SERVICES E-PORTAL AT [HTTPS://SSHSB.NET.MY/](https://sshsb.net.my/) PROVIDED BY SS E SOLUTIONS SDN. BHD. AT LEVEL 7, MENARA MILENIUM, JALAN DAMANLELA, PUSAT BANDAR DAMANSARA, DAMANSARA HEIGHTS, 50490 KUALA LUMPUR, WILAYAH PERSEKUTUAN ON FRIDAY, 26 NOVEMBER 2021 AT 3:00 P.M.

PRESENT

Directors	:	Mr. Roy Thean Chong Yew (<i>Chairman</i>) Mr. Teo Lay Ban Mr. Sia Ah Piew Mr. Teo Lay Lee Ms. Teo Siew May Mr. Annandan a/l Chandran Ms. Madeline Lee May Ming Ms. Foo Yit Lan
In Attendance	:	Mr. Jason Cheng Chia Ping (<i>Company Secretary</i>) Ms. Abby Ang Yen Pei (<i>Assisting the Company Secretary</i>) Mr. Simon Chong Kah Tah (<i>Assisting the Company Secretary</i>) Ms. Anis Farhanni Ahmad Fozi (<i>Assisting the Company Secretary</i>)
Shareholders	:	As per Attendance List
Proxy Holders	:	As per Attendance List
Corporate Representatives	:	As per Attendance List
Invitees	:	As per Attendance List

CHAIRMAN

Mr. Roy Thean Chong Yew ("**Chairman**") was in the chair and welcomed all participating the Extraordinary General Meeting ("**EGM**" or the "**Meeting**") of the Company remotely. The Chairman thereafter called the Meeting to order at 3:00 p.m.

The Chairman informed the Meeting that in line with the announcements made by the Prime Minister's Department as well as the implementation of Full Movement Control Order beginning 1 June 2021 and the revised Guidance Note and Frequently Asked Questions (FAQs) on the Conduct of General Meetings for Listed Issuers issued by the Securities Commission Malaysia, the EGM was conducted on a fully virtual basis via live stream webcast and online remote voting using the remote participation and voting facilities of Securities Services e-Portal ("**SSeP**") without any physical attendance.

The Chairman then introduced all the Directors, the Company Secretary and the Advisor from M&A Securities Sdn. Bhd. who joined the Meeting from their respective locations.

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QUORUM

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

PROCEEDINGS AND POLL VOTING

The Chairman informed the Meeting that in compliance with the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad ("**Bursa Securities**"), the voting for the Meeting was conducted by way of poll.

The Chairman informed the Meeting that the Company was using 19 November 2021 as the determinant date of the General Meeting Record of Depositors.

The Chairman apprised the Meeting that there were shareholders who were unable to participate in the Meeting and had appointed him to vote on their behalf. Accordingly, Chairman would be voting as their proxy in accordance with the voting instruction, where indicated.

The Chairman briefed the Meeting that there is no legal requirement for a proposed resolution to be seconded and the voting session would commence from the start of the Meeting and an additional five (5) minutes would be given for shareholders, proxies or corporate representatives to cast their vote after all questions and answers in relation to the sole item on the agenda and resolution had been dealt with.

Mr. Cheng Chia Ping, the Company Secretary informed that the Chairman would take the Meeting through the sole item on the agenda, then followed by a question-and-answer ("**Q&A**") session to respond to questions transmitted by shareholders and proxies.

He further informed the shareholders and proxies that questions or remarks in relation to the item on the agenda can be submitted through the text box underneath the live stream player within the SSeP and the same would be responded at the Q&A session.

The Meeting was further informed that SS E Solutions Sdn. Bhd. was the poll administrator and Commercial Quest Sdn. Bhd. was the appointed independent scrutineer to verify the results of the poll voting.

The Meeting noted on the voting procedure as explained by the step-by-step guide together with a short audio clip on the online voting module within the SSeP.

NOTICE OF THE MEETING

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

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1.0 PROPOSED ACQUISITION OF 5 PARCELS OF LEASEHOLD LAND IN MUKIM OF AYER PANAS, DISTRICT OF JASIN, STATE OF MELAKA, MEASURING AN APPROXIMATE AREA OF 136.916 HECTARES IN AGGREGATE BY RIVERWELL RESOURCES SDN BHD, A WHOLLY-OWNED SUBSIDIARY OF THE COMPANY FOR A TOTAL CASH CONSIDERATION OF RM117,897,753.60

The Chairman informed the Meeting that the sole item of the agenda was to seek approval of the Ordinary Resolution for Proposed Acquisition of 5 parcels of leasehold land in Mukim of Ayer Panas, District of Jasin, State of Melaka, measuring an approximate area of 136.916 hectares in aggregate by Riverwell Resources Sdn. Bhd., a wholly-owned subsidiary of the Company for a total cash consideration of RM117,897,753.60 ("**Proposed Acquisition**").

The Meeting took note that the details of the proposal were provided in the Circular to Shareholders dated 9 November 2021 that was sent and published to the shareholders earlier.

Q&A SESSION

After having dealt with the sole item on the Agenda, Chairman proceeded to the Q&A session, the question and answer were recorded and annexed hereto as '**Annexure A**'.

POLLING PROCESS

At this juncture, the Chairman requested shareholders, proxies and corporate representatives to submit their votes as the voting session would continue for another five (5) minutes.

The Meeting then proceeded with the casting of votes and verification of votes results by Independent Scrutineer, Commercial Quest Sdn. Bhd.

ANNOUNCEMENT OF POLL RESULTS

The Meeting resumed at 3:20 p.m. after the verification of poll results by the Independent Scrutineer. The results of the poll was shown on the screen as follows:-

Resolution	Voted in Favour		Voted Against		Results
	No. of Shares	%	No. of Shares	%	
<u>Ordinary Resolution</u> Proposed Acquisition	616,489,266	100.00	Nil	0.00	Carried

(Minutes of the Extraordinary General Meeting held on 26 November 2021 – cont'd)

Based on the above results of the poll voting, the Chairman declared that the following resolution be **CARRIED** and the Meeting **RESOLVED:-**

ORDINARY RESOLUTION

PROPOSED ACQUISITION OF 5 PARCELS OF LEASEHOLD LAND IN MUKIM OF AYER PANAS, DISTRICT OF JASIN, STATE OF MELAKA, MEASURING AN APPROXIMATE AREA OF 136.916 HECTARES IN AGGREGATE BY RIVERWELL RESOURCES SDN BHD, A WHOLLY-OWNED SUBSIDIARY OF TELADAN FOR A TOTAL CASH CONSIDERATION OF RM117,897,753.60

THAT, subject to all relevant approvals being obtained from the relevant parties and/or authorities, and the relevant conditions precedent as stipulated in the Sale and Purchase Agreement dated 6 September 2021 entered into between Riverwell Resources Sdn Bhd ("**Riverwell**"), a wholly-owned subsidiary of Teladan and Bakat Muhibbah Sdn Bhd ("**BMSB**") ("**SPA**") for the Proposed Acquisition being met or waived (as the case may be), approval be and is hereby granted for Riverwell to acquire 5 parcels of leasehold land, all of which are situated in the Mukim of Ayer Panas, District of Jasin, State of Melaka, measuring an approximate area of 136.916 hectares in aggregate from BMSB, for a total cash consideration of RM117,897,753.60 in accordance with the terms and conditions of the SPA including any modifications, variations, amendments and/or additions thereto;

AND THAT, authority be and is hereby given to the Directors of the Company to give full effect to the Proposed Acquisition with full powers to approve, agree and assent to any conditions, variations, revaluations, modifications, and/or amendments in any manner as may be required/permitted by the relevant regulatory authorities or deemed necessary by the Directors of the Company, to deal with matters, incidental, ancillary to and/or relating thereto and take all steps and do all acts and to execute or enter into all such agreements, arrangements, undertakings, indemnities, transfers, extensions, assignments, deeds, confirmations, declarations and/or guarantees, with any party or parties, to deliver or cause to be delivered all such documents and to do all such acts and matters as they may consider necessary to implement, finalise and give full effect to and complete the Proposed Acquisition.

CONCLUSION

There being no other business, the Chairman concluded the Meeting at 3:20 p.m. and thanked all present for their attendance.

SIGNED AS A CORRECT RECORD

-duly signed-

ROY THEAN CHONG YEW
CHAIRMAN

Dated: 26 November 2021

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Annexure "A"

RESPONSE TO THE LIVE QUESTION RECEIVED DURING THE EXTRAORDINARY GENERAL MEETING ("EGM") OF THE COMPANY HELD ON FRIDAY, 26 NOVEMBER 2021

No.	Name	Shareholder / Proxy	Question	Answer
1.	Lum Choong Ying	Shareholder	For the Board to consider to reward Shareholders with e-Wallet reload, e-voucher and etc.	Mr. Roy Thean Chong Yew, the Chairman, replied that the Company does not practice to issue door gifts for the attendance of EGM.