

YX PRECIOUS METALS BHD

(202201001245)(1401543-M)
(Incorporated in Malaysia)

Minutes of the Second Annual General Meeting (“AGM”) of YX Precious Metals Bhd (“**YXPM**” or “**the Company**”) held at Dewan Berjaya, Bukit Kiara Resort Berhad, Jalan Bukit Kiara, Off Jalan Damansara, 60000 Kuala Lumpur on Wednesday, 10 May 2023 at 10.00 a.m.

Present : Puan Sri Nonadiah Binti Abdullah (“**Puan Sri**” or “**Chairman**”)
Ms Ng Sheau Chyn
Datuk Ng Yih Pyng (“Datuk Ng”)
Mr Tang Yow Sai
Ms Aw Ee Leng
Ms Wong Phait Lee

In Attendance: Ms Jolynn Teoh (Company Secretary)

By Invitation: Ms Rachel Ong Ly-Shil (Public Investment Bank Berhad)
Ms Ng Su Hui (Public Investment Bank Berhad)
Mr Kuan Kang Seng (Public Investment Bank Berhad)
Mr Law Kian Huat (BDO PLT Auditor)
Mr Teh Youzong (BDO PLT Auditor)
Mr Liong Cheong Tuck (Poll Administrator)
Ms Charlene Lee (Scrutineer)
Ms Nicole Chen (Ace Management Consulting Services Sdn Bhd)

As at 2 May 2023, being the cut-off date for determining on shareholder who shall be entitled to attend the Company's AGM, the Company have 2,019 depositors, and the total number of issued shares stood at 372,150,000 ordinary shares. There were 12 proxy forms received by the Company within the prescribed period.

1. CHAIRMAN

The Chairman, Puan Sri chaired the AGM.

She then welcomed the members on behalf of the Company and thanked them for their attendance at the AGM. The Chairman announced that since the notice convening the AGM was advertised and published on the Company's website, she shall take it as been read.

Before the AGM begin with the first order of business, the Chairman informed that the voting for all Resolutions shall be by way of polling in accordance to Rule 8.31A of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad and Clause 67 of the Constitution of the Company.

She informed that the Company has appointed the Share Registrar, Bina Management Sdn Bhd, as the poll administrator to conduct the polling process while Lawco Corporate Services Sdn Bhd was appointed as Scrutineer to verify the poll. The polling process for the resolutions will be conducted upon completion on their deliberations at the AGM.

She also informed that the question and answer session would be held after each motion has been moved in order to facilitate the orderly conduct of the AGM. She

further requested the shareholder or proxy to state his / her name and whether he / she is a shareholder or proxy for record purpose before asking any question.

2. TO RECEIVE THE AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2022 AND THE REPORTS OF DIRECTORS' AND AUDITORS' THEREON

The Company Secretary was instructed to read the first item of the agenda.

The Company Secretary informed that this agenda item was meant for discussion only as the provision of Section 340(1)(a) of the Companies Act, 2016 does not require formal approval of the shareholders for the Audited Financial Statements. Hence, this agenda item was not put forward for voting.

The Chairman put the item to the floor for discussion and no questions was brought up.

The Chairman then declared that the Audited Financial Statements of the Company for the financial year ended 31 December 2022 have, in accordance with Section 340(1)(a) of the Companies Act, 2016, been properly laid and received.

3. TO DECLARE A FIRST AND FINAL SINGLE TIER DIVIDEND OF 0.80 SEN PER ORDINARY SHARE FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2022

The Company Secretary was instructed to read the second item of the agenda.

The Chairman put the item to the floor for discussion.

The motion was proposed by Mr Kow Lih Shi and seconded by Mr Foong Chan Fong.

4. TO APPROVE THE PAYMENT OF DIRECTORS' FEES AMOUNTING TO RM175,000.00 IN RESPECT OF THE FINANCIAL YEAR ENDED 31 DECEMBER 2022

The Company Secretary was instructed to read the third item of the agenda.

The Chairman put the item to the floor for discussion.

The motion was proposed by Ms Lam Meei Jia and seconded by Mr Chew Ray Men.

5. TO APPROVE THE PAYMENT OF DIRECTORS' FEES AMOUNTING TO RM181,000.00 FOR THE FINANCIAL YEAR ENDING 31 DECEMBER 2023 FROM THE DATE OF THIS AGM UNTIL THE CONCLUSION OF NEXT AGM OF THE COMPANY IN 2024

The Company Secretary was instructed to read the fourth item of the agenda.

The Chairman put the item to the floor for discussion.

The motion was proposed by Mr Foong Chan Fong and seconded by Mr Kow Lih Shi.

6. TO APPROVE THE PAYMENT OF DIRECTORS' BENEFITS (EXCLUDING DIRECTORS' FEES) AMOUNTING TO RM9,500.00 IN RESPECT OF FINANCIAL YEAR ENDED 31 DECEMBER 2022

The Company Secretary was instructed to read the fifth item of the agenda.

The Chairman put the item to the floor for discussion.

The motion was proposed by Pn Nurfatihah Aslamiah Binti Azahar and seconded by Mr Foong Chan Fong.

7. TO APPROVE THE PAYMENT OF DIRECTORS' BENEFITS (EXCLUDING DIRECTORS' FEES) AMOUNTING TO RM16,000.00 IN RESPECT OF FINANCIAL YEAR ENDING 31 DECEMBER 2023 FROM THE DATE OF THIS AGM UNTIL THE CONCLUSION OF NEXT AGM OF THE COMPANY IN 2024

The Company Secretary was instructed to read the sixth item of the agenda.

The Chairman put the item to the floor for discussion.

The motion was proposed by Ms Gan Yee Ruan and seconded by Ms Lam Meei Jia.

8. RE-ELECTION OF DIRECTORS WHO RETIRE PURSUANT TO CLAUSE 83.1 OF THE COMPANY'S CONSTITUTION

The Company Secretary was instructed to read the seventh item of the agenda.

The Chairman put the item to the floor for discussion and then to re-elect one director at a time.

(i) The first Director standing for re-election is Ms Ng Sheau Chyn.

The motion was proposed by Mr Foong Chan Fong and seconded by Mr Chew Ray Men.

(ii) The next Director to be re-elected is Datuk Ng.

The motion was proposed by Ms Gan Yee Ruan and seconded by Pn Nurfatihah Aslamiah Binti Azahar.

9. RE-ELECTION OF DIRECTOR WHO RETIRES IN ACCORDANCE TO CLAUSE 91 OF THE CONSTITUTION OF THE COMPANY

For this particular resolution, the Chairman passed the chair to Mr Tang Yow Sai.

The Company Secretary was instructed to read the eighth item of the agenda.

Mr Tang Yow Sai put the item to the floor for discussion.

The Director standing for re-election is Puan Sri.

The motion was proposed by Mr Chew Ray Men and seconded by Mr Foong Chan Fong.

Mr Tang Yow Sai then passed the chair back to the Chairman, Puan Sri.

10. TO RE-APPOINT MESSRS BDO PLT AS THE EXTERNAL AUDITORS OF THE COMPANY FOR THE FINANCIAL YEAR ENDING 31 DECEMBER 2023 AND TO AUTHORISE THE BOARD OF DIRECTORS OF YXPM (“BOARD OF DIRECTORS”) TO FIX THEIR REMUNERATION

The Company Secretary was instructed to read the ninth item of the agenda and the Chairman put the item to the floor for discussion.

The motion was proposed by Mr Chew Ray Men and seconded by Ms Lam Meei Jia.

**11. SPECIAL BUSINESS
AUTHORITY TO DIRECTORS TO ALLOT AND ISSUE SHARES PURSUANT TO SECTION 76 OF THE COMPANIES ACT 2016**

The Company Secretary read out the tenth item of the agenda.

The Chairman put the item to the floor for discussion.

Mr Kow Lih Shi, a shareholder of YXPM raised a question to the Board of Directors on the purpose of granting the authority to directors to allot and issue shares pursuant to Section 76 of the Companies Act 2016.

Datuk Ng replied that the Company does not have any plan to allot and issue shares at this moment and the authority is meant for private placement instead of issuance of warrants. In addition, the Company is only seeking the mandate from the shareholders for the said authority in order to have the flexibility whenever the Company has intention to carry out such exercise.

The motion was proposed by Mr Foong Chan Fong and seconded by Mr Chew Ray Men.

**12. SPECIAL BUSINESS
PROPOSED SHAREHOLDERS’ RATIFICATION AND PROPOSED NEW SHAREHOLDERS’ MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE WITH RELATED PARTY**

The Company Secretary read out the eleventh item of the agenda.

The Chairman put the item to the floor for discussion.

The motion was proposed by Pn Nurfatimah Aslamiah Binti Azahar and seconded by Ms Gan Yee Ruan.

13. TO TRANSACT ANY OTHER BUSINESS AND VOTING BY POLL

The Chairman informed that there was no notice received for the transaction on any other business and therefore the AGM shall proceed to conduct the voting of all resolutions by poll. The Company Secretary was instructed to brief on the polling procedure.

The Secretary then briefed all the shareholders and proxies present the requirement for the shareholder’s name to be written in full on the poll form and to indicate with a

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cross whether he / she is voting 'For' or 'Against' the resolution and to sign accordingly. Any alteration made to the form must be initialled and for proxy holders, if the appointors have already indicated their votes on the proxy form, the proxy holders are required to just sign the poll form.

Thereafter, shareholders / proxies are to deposit the completed poll form into the ballot box placed at the back of the meeting room. The Scrutineer and Share Registrar shall be conducting the poll verification, counting and will report to the Chairman. Saved for manifest error, the results of the poll shall be final and conclusive. The results of the poll shall be announced after the Scrutineer have completed their report which is expected to take about half an hour.

14. ANNOUNCEMENT OF POLL VOTING RESULT

The Chairman welcomed back the shareholders / proxies to the Second AGM and she informed that the Scrutineer has finalized the results for the polling and invited the Scrutineer, Ms Charlene from Lawco Corporate Services Sdn Bhd to announce the results of the votes.

The Scrutineer read out the results of the poll voting as below:-

No	Resolutions	For		Against		Resolution (Passed / Not Passed)
		No. of shares	%	No. of shares	%	
1.	Declaration of First and Final Single Tier Dividend	273,560,900	100	0	0	Passed
2.	Approval for the payment of Directors' Fees for the financial year ended 31 December 2022	272,481,900	99.9974	7,200	0.0026	Passed
3.	Approval for the payment of Directors' Fees for the financial year ending 31 December 2023	272,481,900	99.9974	7,200	0.0026	Passed
4.	Approval for the payment of Directors' Benefits (excluding Directors' fees) for the financial year ended 31 December 2022	273,553,700	99.9974	7,200	0.0026	Passed
5.	Approval for the payment of Directors' Benefits (excluding Directors' fees) for the financial year ending 31 December 2022	273,553,700	99.9974	7,200	0.0026	Passed

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6.	Re-election of Ms Ng Sheau Chyn as Director	273,559,700	99.9999	400	0.0001	Passed
7.	Re-election of Datuk Ng Yih Pyng as Director	273,559,700	99.9999	400	0.0001	Passed
8.	Re-election of Puan Sri Nonadiah Binti Abdullah as Director	273,559,700	99.9999	400	0.0001	Passed
9.	Re-appointment of Messrs BDO PLT as the External Auditors of the Company for the financial year ending 31 December 2023 and authorise the Board of Directors to fix their remuneration	273,560,500	99.9999	400	0.0001	Passed

Special Business

No	Resolutions	For		Against		Resolution (Passed / Not Passed)
		No. of shares	%	No. of shares	%	
10.	Ordinary Resolution 1 Authority to Allot & Issue Shares	273,558,700	99.9992	2,200	0.0008	Passed
11.	Ordinary Resolution 2 Proposed Shareholders' Ratification and Proposed New Shareholders' Mandate for Recurrent Related Party Transactions of a revenue or trading nature	1,351,900	99.8375	2,200	0.1625	Passed

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It is hereby resolved that all the resolutions were passed by the members of the Company.

The Chairman then concluded the business of the Second AGM at 11.00 a.m.

Signed as a correct record

CHAIRMAN