PUBLIC PACKAGES HOLDINGS BERHAD
Registration No. 198701003743 (162413-K)
(Incorporated in Malaysia)

MINUTES OF GENERAL MEETING

MINUTES OF THE 35TH ANNUAL GENERAL MEETING ("**AGM**") OF PUBLIC PACKAGES HOLDINGS BERHAD ("**THE COMPANY**") HELD AT ANGIER AND BORDEN LEVEL 4, MEETING ROOM, THE PRESTIGE HOTEL, 8 GAT LEBUH GEREJA, 10300 PENANG ON MONDAY, 30 MAY 2022 AT 10.00 A.M.

Present	:	Directors	
		Mr. Koay Chiew Poh	Executive Chairman
		Mr. Koay Chue Beng	Alternate Director to Koay Chiew Poh
		Mr. Koay Chiew Kang	Executive Director
		Mr. Koay Teng Liang	Executive Director
		Mr. Koay Teng Kheong	Executive Director
		Puan Nurjannah Binti Ali	Executive Director
		Mr. Ong Eng Choon	Independent Non-Executive-Director
		Mr. Ng Thim Fook	Independent Non-Executive-Director
		Mr. Tang Boon Lee	Independent Non-Executive-Director
		By Invitation	
		Ms. Chiang Pei Se	(Corporate Manager)
		Mr. Loo Wei Teng	(External Auditors, Grant Thornton Malaysia PLT)
		Ms. Tan Zeo Xin	(External Auditors, Grant Thornton Malaysia PLT)
		Ms. Ros Sakila Binti Bahari	(Poll Administrator, Tricor Investor & Issuing House Services Sdn Bhd)
		Ms. Wong Yee Ling	(Independent Scrutineers, Braxton Consultancy Sdn Bhd)
		Members/Proxy Holders/Corporate Representatives	
		Total number of members participated: 5	
		Total number of proxy holders participated: 11	
		Total number of corporate representatives participated: 0	
In Attendance	:	Mr. Lee Peng Loon (Company Secretary)	

1. COMMENCEMENT

Mr. Koay Chiew Poh, the Company's Executive Chairman welcomed all members, proxies and invited guests to the Company's 35th AGM.

Before the Chairman proceeded with the morning's agenda, he informed the members present that the AGM is a forum for interaction with members and encourage members present to participate actively in the said AGM.

Without further ado, the Chairman called upon the Company Secretary to confirm the number of proxy forms received and the presence of a quorum for the Company's 35th AGM.

The Company Secretary, Mr. Lee Peng Loon, confirmed that 11 proxy forms were received within the prescribed period and the said forms were available for members' inspection at the Registration Desk.

The Company Secretary then informed the Chairman that in accordance with Article 75 of the Company's Constitution, 2 members present in person or by proxy would constitute a quorum at a general meeting and was pleased to confirm the presence of the requisite quorum as at the commencement of the meeting.

The requisite quorum being present, the Chairman called the Company's 35th AGM to order at 10.00 a.m.

2. NOTICE OF MEETING

The Chairman informed members and proxies present (hereinafter collectively referred as "shareholders") that the notice convening the Company's 35th AGM had been sent to all members, Bursa Malaysia Securities Berhad, and Messrs. Grant Thornton Malaysia PLT, the external auditors of the Company in accordance with the Company's Constitution.

As there were no objections from the floor, the notice convening the AGM was taken as read.

Pursuant to Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad and the Company's Constitution, all the resolutions set out in the Notice of the 35th AGM had to be voted upon by poll.

The Chairman then declared a poll to be carried out on all the resolutions set out in the Notice of the 35th AGM.
The Chairman then invited the Company Secretary to conduct the meeting.

3. POLL VOTING AND SCRUTINEER

The Company Secretary informed shareholders that a total of 9 ordinary resolutions would be tabled for approval by shareholders and accordingly, all the resolutions would be voted upon by poll.

He also informed that a poll would be carried out upon completion of the deliberation of all items to be transacted at today's AGM had been completed.
Shareholders also been notified that the Company had appointed the Share Registrar, Tricor Investor & Issuing House Services Sdn. Bhd. as the polling agent and Braxton Consulting Sdn. Bhd., as the Independent Scrutineer for the votes counting verification.

4. AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2021

The first agenda was to receive the Audited Financial Statements for the financial year ended 31 December 2021 together with the Reports of the Directors and Auditors thereon ("AFS 2021").

The Company Secretary informed that the AFS 2021 was for discussion only as it does not require shareholders' approval under Section 340(1)(a) of the Companies Act 2016. Hence, this agenda would not be put forward for voting.

The Company Secretary then asked shareholders whether they had any questions on the said accounts.

As there were no questions, the AFS 2021 together with the Reports of Directors and Auditors thereon were thus duly tabled and received by shareholders of the Company.

5. RESOLUTION NO. 1 - RE-ELECTION OF MR. KOAY TENG KHEONG AS A DIRECTOR

The Resolution No. 1 was to re-elect Koay Teng Kheong, a Director who retires by rotation in accordance with Article 99 of the Company's Constitution and who, being eligible, offers himself for re-election.

The Company Secretary welcomed questions from the floor and there was none.
Resolution No. 1 was proposed by Mr. Koay Chiew Kang and seconded by Mr. Koay Teng Liang.

6. RESOLUTION NO. 2 – RE-ELECTION OF MR. ONG ENG CHOON AS A DIRECTOR

The Resolution No. 2 was to re-elect Mr. Ong Eng Choon, a Director who also retires by rotation in accordance with Article 99 of the Company's Constitution and who, being eligible, offers himself for re-election.

The Company Secretary welcomed questions from the floor and there was none.

Resolution No. 2 was proposed by Mr. Koay Chiew Kang and seconded by Mr. Koay Teng Liang.

7. RESOLUTION NO. 3 – RE-ELECTION OF MR. TANG BOON LEE AS A DIRECTOR

The Resolution No. 3 was to re-elect Mr. Tang Boon Lee, a Director who retires by rotation in accordance with Article 106 of the Company's Constitution and who, being eligible, offers himself for re-election.

The Company Secretary welcomed questions from the floor and there was none.

Resolution No. 3 was proposed by Mr. Koay Chiew Kang and seconded by Mr. Koay Teng Liang.

8. RESOLUTION NO. 4 – PAYMENT OF DIRECTORS' FEES

The Resolution No. 4 was to approve the payment of Directors' fees of not exceeding RM250,000.00 for the financial year ending 31 December 2022.

The Company Secretary welcomed questions from the floor and there was none.

Resolution No. 4 was proposed by Mr. Koay Chiew Kang and seconded by Mr. Koay Teng Liang.

9. RESOLUTION NO. 5 - PAYMENT OF DIRECTORS' BENEFITS

The Resolution No. 5 was to approve the payment of Directors' benefits to Non-Executive Directors of not exceeding RM50,000.00 for the financial year ending 31 December 2022.

The proposed Resolution No. 5, if passed, would enable the Company to pay meeting allowances and other benefits to non-executive directors of the Company in accordance with Section 230(1) of the Companies Act 2016.

The Company Secretary welcomed questions from the floor and there was none.

Resolution No. 5 was proposed by Mr. Koay Chiew Kang and seconded by Mr. Koay Teng Liang.

10. RESOLUTION NO. 6 – RE-APPOINTMENT OF AUDITORS

The Resolution No. 6 was to re-appoint Messrs. Grant Thornton Malaysia PLT as auditors of the Company to hold office until the conclusion of the next AGM of the Company and to authorise the Directors to fix their remuneration.

The Company Secretary informed that Company's auditors, Messrs. Grant Thornton Malaysia PLT had indicated their willingness to continue office until the next AGM of the Company.

The Company Secretary then welcomed questions from the floor and there was none.
Resolution No. 6 was proposed by Mr. Koay Chiew Kang and seconded by Mr. Koay Teng Liang.

11. RESOLUTION NO. 7 – AUTHORITY TO ALLOT AND ISSUE NEW SHARES (SPECIAL BUSINESS)

The next resolution proposed under special business was to consider and if thought fit, to pass with or without modifications, the Resolution No. 7 on the authority for the Directors to allot and issue new shares pursuant to Section 75 and 76 of the Companies Act 2016.

The proposed Resolution No. 7 was to seek a renewal of shareholders' mandate for the Directors of the Company to allot and issue new shares in the Company up to an amount not exceeding 10% of the total number of issued shares of the Company for the time being for such purposes as the Directors consider would be in the best interest of the Company. This authority, unless revoked or varied by the shareholders of the Company in general meeting would expire at the conclusion of the next AGM.

The Company Secretary also informed that the proposed renewal of general mandate for issuance of shares will provide flexibility to the Company for any possible fund raising activities, including but not limited to further placing of shares for the purpose of funding future investment, working capital and/or acquisition. However as at to-date, the Directors did not issued any new shares pursuant to the general mandate granted at the last AGM of the Company.

The full text of the proposed Resolution No. 7 was set out in the Notice of the 35th AGM.

The Company Secretary then welcomed questions from the floor and there was none.

Resolution No. 7 was proposed by Mr. Koay Chiew Kang and seconded by Mr. Koay Teng Liang.

12. RESOLUTION NO. 8 – PROPOSED CONTINUATION IN OFFICE BY MR. ONG ENG CHOON AS AN INDEPENDENT NON-EXECUTIVE DIRECTOR (SPECIAL BUSINESS)

The next resolution under special business was to seek shareholders' approval through a two tier voting process to retain Mr. Ong Eng Choon who had served more than a cumulative term limit of 12 years as an Independent Non-Executive Director of the Company and to hold office until the conclusion of the next AGM of the Company or by 30 May 2023 or whenever is the earlier.

The justifications and profile of Mr. Ong Eng Choon was set out on page 24 of the Company's Annual Report.

The Company Secretary welcomed questions from the floor and there was none.

Resolution No. 8 was proposed by Mr. Koay Chiew Kang and seconded by Mr. Koay Teng Liang.

13. RESOLUTION NO. 9 – PROPOSED CONTINUATION IN OFFICE BY MR. NG THIM FOOK AS AN INDEPENDENT NON-EXECUTIVE DIRECTOR (SPECIAL BUSINESS)

The next resolution under special business was also to seek shareholders' approval through a two tier voting process to retain Mr. Ng Thim Fook who had served more than a cumulative term limit of 12 years as an Independent Non-Executive Director of the Company and to hold office until the conclusion of the next AGM of the Company or by 30 May 2023 or whenever is the earlier.

The justifications and profile of Mr. Ng Thim Fook was set out on page 24 of the Company's Annual Report.

The Company Secretary welcomed questions from the floor and there was none.

Resolution No. 9 was proposed by Mr. Koay Chiew Kang and seconded by Mr. Koay Teng Liang.

14. ANY OTHER BUSINESS

The Company Secretary confirmed that the Company did not receive any notice to transact any other business at today's AGM.

15. POLL VOTING

The Company Secretary briefed members and proxies present on the polling process.

Shareholders proceeded to complete the poll slips for all the 9 resolutions and were guided to drop their poll slips into the ballot box located at the registration desk.

The AGM was adjourned at 10.15am to enable the polling agent and scrutineer to carry out their task.

16. RESULTS OF THE VOTES

The Company's 35th AGM resumed at 10.20 a.m.

The results of votes as confirmed and certified by the Independent Scrutineers, Braxton Consultancy Sdn Bhd were as follows:-

Resolutions	No. of shares and % voted	
	For	Against
Resolution No. 1 – Re-election of Mr. Koay Teng Kheong as a Director	109,913,155 (96.9704%)	3,434,000 (3.0296%)
Resolution No. 2 – Re-election of Mr. Ong Eng Choon as a Director	109,913,155 (96.9704%)	3,434,000 (3.0296%)
Resolution No. 3 – Re-election of Mr. Tang Boon Lee as a Director	109,913,155 (96.9704%)	3,434,000 (3.0296%)
Resolution No. 4 – Approval of Payment of Directors' Fees	17,612,727 (83.6454%)	3,443,700 (16.3546%)
Resolution No. 5 – Approval of Payment of Directors' Benefits	15,778,620 (82.1263%)	3,434,000 (17.8737%)
Resolution No. 6 – Re-appointment of Auditors	109,913,155 (96.9704%)	3,434,000 (3.0296%)
Resolution No. 7 – General mandate for the Directors to issue and allot new shares	109,903,455 (96.9618%)	3,443,700 (3.0382%)
Resolution No. 8 – Continuation of Mr. Ong Eng Choon in office as Independent Director	Tier 1: 84,287,434 (100.0000%)	0 (0.0000%)
	Tier 2: 25,625,721 (88.1830%)	3,434,000 (11.8170%)

Resolutions	No. of shares and % voted	
	For	Against
Resolution No. 9 - Continuation of Mr. Ng Thim Fook in office as Independent Director	Tier 1: 84,287,434 (100.0000%)	0 (0.0000%)
	Tier 2: 25,625,721 (88.1830%)	3,434,000 (11.8170%)

The Chairman declared the following Resolutions No. 1 to No. 9 tabled at the 35th AGM were carried:-

RESOLUTION NO. 1 –

To re-elect Mr. Koay Teng Kheong, a Director who retires by rotation in accordance with Article 99 of the Company's Constitution and who, being eligible, offers himself for re-election.

RESOLUTION NO. 2 –

To re-elect Mr. Ong Eng Choon, a Director who retires in accordance with Article 99 of the Company's Constitution and who, being eligible, offers himself for re-election.

RESOLUTION NO. 3 –

To re-elect Mr. Tang Boon Lee, a Director who retires in accordance with Article 106 of the Company's Constitution and who, being eligible, offers himself for re-election.

RESOLUTION NO. 4 –

To approve the payment of Directors' fees of not exceeding RM250,000.00 for the financial year ending 31 December 2022.

RESOLUTION NO. 5 –

To approve the payment of Directors' benefits to Non-Executive Directors of not exceeding RM50,000.00 for the financial year ending 31 December 2022.

RESOLUTION NO. 6 –

To re-appoint Messrs. Grant Thornton Malaysia PLT as auditors of the Company to hold office until the conclusion of the next AGM of the Company and to authorise the Directors to fix their remuneration.

RESOLUTION NO. 7 –

AUTHORITY FOR DIRECTORS TO ALLOT AND ISSUE SHARES

"THAT, subject to the approvals of the regulatory authorities, the Board of Directors of the Company be hereby authorised pursuant to Sections 75 and 76 of the Companies Act 2016, to allot and issue shares in the Company at any time and upon such terms and conditions and for such purposes as the Directors may deem fit, provided that the aggregate number of shares to be issued does not exceed 10% of the total number of issued shares of the Company.

AND THAT any Executive Director and/or Secretary of the Company be hereby authorised to obtain the approval from Bursa Malaysia Securities Berhad ("Bursa Securities") for the listing and quotation of the additional shares to be issued and to do all such acts and things necessary to give full effect to such transactions as authorised by this resolution."

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 AGM of the Company."

RESOLUTION NO. 8 –

PROPOSED CONTINUATION OF MR. ONG ENG CHOON IN OFFICE AS INDEPENDENT DIRECTOR

"THAT authority be and is hereby given to Mr. Ong Eng Choon who had served as an Independent Director of the Company for a cumulative term of more than 12 years to continue to act as an Independent Director of the Company and to hold office until the conclusion of the next AGM of the Company or by 30 May 2023 whenever is the earlier."

RESOLUTION NO. 9 –

PROPOSED CONTINUATION OF MR. NG THIM FOOK IN OFFICE AS INDEPENDENT DIRECTOR

"THAT authority be and is hereby given to Mr. Ng Thim Fook who had served as an Independent Director of the Company for a cumulative term of more than 12 years to continue to act as an Independent Director of the Company and to hold office until the conclusion of the next AGM of the Company or by 30 May 2023 whenever is the earlier."

17. TERMINATION

The meeting was declared closed at 11.00 a.m. with a vote of thanks to the Chair.

CONFIRMED CORRECT,

KOAY CHIEW POH
Chairman