

**TRI-MODE SYSTEM (M) BERHAD**  
**[Registration No. 199101018953 (229265-X)]**  
**(Incorporated in Malaysia)**

**MINUTES OF THE FULLY VIRTUAL TWENTY-NINTH (29<sup>TH</sup>) ANNUAL GENERAL MEETING (“AGM”) OF TRI-MODE SYSTEM (M) BERHAD (“TRI-MODE” OR “THE COMPANY”) CONDUCTED VIA ONLINE MEETING PLATFORM PROVIDED BY V-CUBE MALAYSIA SDN. BHD. IN MALAYSIA ON TUESDAY, 29 JUNE 2021 AT 10.30 A.M.**

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Directors

1. Dato’ Markiman Bin Kobiran (Independent Non-Executive Chairman)
2. Dato’ Hew Han Seng (Group Managing Director)
3. Datin Sam Choi Lai (Executive Director)
4. Mr Chiam Tau Meng (Independent Non-Executive Director)
5. Mr Wai Wah Kwan @ Wai Ah Har (Independent Non-Executive Director)

Company Secretary

1. Mr Tan Tong Lang

Invitees

1. Mr Sua Hee Yuan (Chief Financial Officer)

Shareholders/ Proxies

As per the Attendance List

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**1.0 CONVENING OF MEETING**

- 1.1 Dato’ Markiman Bin Kobiran (“the Chairman”) chaired the meeting and welcomed the shareholders and proxies (“Members”) who participated in the meeting remotely from various locations through live streaming, to the 29<sup>th</sup> AGM of the Company.
- 1.2 There being a quorum present at the meeting, the Chairman declared the meeting duly convened at 10.35 a.m.
- 1.3 The Chairman introduced the Directors and Company Secretary present, and drew attention to some housekeeping matters including manner of posing questions, and poll voting, which would be conducted during the deliberations of all agenda items for the six (6) resolutions in accordance with Rule 8.31A of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad (“Bursa Securities”). The Members were informed that Messrs Niche Unity Consultants Sdn. Bhd. was appointed as the Poll Administrator to conduct the polling process, whilst Messrs SLCC Networks Sdn. Bhd. was appointed as the Scrutineers to verify the poll results.
- 1.4 The Chairman informed the Members that their questions will be attended in the Question & Answer session later.
- 1.5 With the consent of the Members, the notice convening the AGM was taken as read. The Chairman then proceeded to the official business of the AGM.

**2.0 AUDITED FINANCIAL STATEMENTS OF THE COMPANY AND OF THE GROUP FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2020 TOGETHER WITH THE REPORTS OF THE DIRECTORS AND AUDITORS**

- 2.1 The Chairman informed that the audited financial statements of the Company and of the Group for the financial year ended 31 December 2020 together with the Reports of the Directors and Auditors thereon (“Audited Financial Statements”) was meant for discussion only, and therefore, it would not be put forward for voting, in accordance with Section 340(1)(a) of the Companies Act, 2016 (“Act”).

*[At this junction, the Chairman declared his interest in respect of the next agenda which was related to himself, and invited Dato’ Hew Han Seng (“Dato’ Hew”) to facilitate the said agenda]*

**3.0 ORDINARY RESOLUTION 1  
TO RE-ELECT DATO’ MARKIMAN BIN KOBIRAN WHO RETIRES IN ACCORDANCE WITH CLAUSE 165 OF THE CONSTITUTION OF THE COMPANY AND BEING ELIGIBLE, HAS OFFERED HIMSELF FOR RE-ELECTION**

- 3.1 Dato’ Hew informed that the next agenda of the AGM was to re-elect Dato’ Markiman Bin Kobiran who retires in accordance with Clause 165 of the Constitution of the Company, and being eligible, has offered himself for re-election.

- 3.2 The Chairman proceeded with the next agenda of the AGM, after thanking Dato’ Hew for facilitating the agenda.

**4.0 ORDINARY RESOLUTION 2  
TO RE-ELECT DATIN SAM CHOI LAI WHO RETIRES IN ACCORDANCE WITH CLAUSE 165 OF THE CONSTITUTION OF THE COMPANY AND BEING ELIGIBLE, HAS OFFERED HERSELF FOR RE-ELECTION**

- 4.1 The Chairman informed that the next agenda of the AGM was re-elect Datin Sam Choi Lai, who retires in accordance with Clause 165 of the Constitution of the Company, and being eligible, has offered herself for re-election.

- 4.2 The Chairman proceeded with the next agenda of the AGM.

**5.0 ORDINARY RESOLUTION 3  
TO APPROVE THE PAYMENT OF DIRECTORS’ FEES TO THE NON-EXECUTIVE DIRECTORS UP TO RM96,000.00 FOR THE PERIOD FROM 29<sup>TH</sup> AGM UP TO THE 30<sup>TH</sup> AGM OF THE COMPANY**

- 5.1 The Chairman informed that the next agenda of the AGM was to approve the payment of Directors’ fees to the Non-Executive Directors up to RM96,000 for the period from 29<sup>th</sup> AGM up to the 30<sup>th</sup> AGM of the Company.

- 5.2 The Chairman proceeded with the next agenda of the AGM.

**6.0 ORDINARY RESOLUTION 4  
TO APPROVE THE PAYMENT OF DIRECTORS’ BENEFITS TO THE NON-EXECUTIVE DIRECTORS OF THE COMPANY UP TO AN AMOUNT OF RM5,400 FOR THE PERIOD FROM 29<sup>TH</sup> AGM UP TO THE 30<sup>TH</sup> AGM OF THE COMPANY**

6.1 The Chairman informed that the next agenda of the AGM was to approve the payment of directors' benefits to the Non-Executive Directors of the Company up to an amount of RM5,400 for the period from 29<sup>th</sup> AGM up to the 30<sup>th</sup> AGM of the Company.

6.2 The Chairman proceeded with the next agenda of the AGM.

**7.0 ORDINARY RESOLUTION 5  
TO RE-APPOINT MESSRS. UHY AS AUDITORS OF THE COMPANY UNTIL THE CONCLUSION OF THE  
NEXT AGM AND TO AUTHORIZE THE DIRECTORS TO FIX THEIR REMUNERATION**

7.1 The Chairman informed that the next agenda of the AGM was to re-appoint Messrs UHY as Auditors of the Company until the conclusion of the next AGM and to authorize the Directors to fix their remuneration. Messrs UHY had expressed their willingness to accept the re-appointment as the Company's auditors for the ensuing year.

7.2 The Chairman proceeded with the next agenda of the AGM.

**8.0 ORDINARY RESOLUTION 6  
AUTHORITY TO ISSUE SHARES PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT, 2016**

8.1 The Chairman informed that the next agenda of the AGM under special business was to seek shareholders' approval to authorise the Directors to allot and issue shares pursuant to Sections 75 and 76 of the Act.

8.2 The Chairman explained that upon passing this resolution, it would be given the Directors the flexibility to allot and issue new shares from time to time for such purposes in their absolute discretion deemed fit to be in the best interest of the Company. This exercise is subjected to the limitation that the shares to be allotted and issued does not exceed threshold allowed by the mandate and authority. This authority, unless revoked or varied by the Company in general meeting, shall be in force until the conclusion of the next AGM of the Company.

8.3 The Chairman proceeded with the next agenda of the AGM.

**9.0 ANY OTHER BUSINESS**

9.1 The Chairman informed that the next agenda of the AGM was to transact any other business for which due notice should have been given in accordance with the Act. Upon consulting the Company Secretary, the Chairman informed that no notice was received from any members for tabling as any other business at the AGM.

**10.0 QUESTION & ANSWER SESSION**

10.1 The Chairman proceeded with the Question & Answer session of the AGM and the following were the key matters discussed at the AGM:-

Question 1

**Other income of the Group had increased by RM2.6 million from RM0.9 million in FY2019 to RM3.5 million in FY2020. Apart from the liquidated damages compensation received of RM1.9 million, what is/are the remaining income of RM0.7 million related to?**

Mr Sua Hee Yuan, the Chief Financial Officer of the Company (“Mr Sua”) responded that the remaining income of RM0.7 million were generated from the interests earned from fixed deposits and wages subsidies provided by government.

Question 2

**Page 14 to the Annual Report – It is stated that the provision of 3PL services will be able to generate new sources of income to the Group during FY2021. What is the estimated revenue and profits to be derived thereon?**

Mr Sua responded that the estimated revenue to be generated by 3PL services would be RM200,000 to RM300,000 per month, and the profit margin would be around 30% to 40% depends on the services provided.

Question 3

**Note 22 Revenue – The revenue from Europe had increased substantially from RM 3 million in FY2019 to FY2020. Any specific reason for the increase? Will the trend continue in the current financial year?**

Mr Sua responded that due to the increased of the global demand of Personal Protective Equipment (PPE), the Company was indirectly benefited from the local PPE exporters and foresee that the trend will continue in current financial year.

## **11.0 DECLARATION OF RESULTS**

- 11.1 Upon completion and verification of the polling process at 11.23 a.m., the Chairman announced the results of the poll voting and declared that all the following resolutions set out in the Notice of AGM dated 11 May 2021 were carried, as attached hereto as Annexure I:-

**“Ordinary Resolution 1**

*To re-elect Dato’ Markiman Bin Kobiran, who retires in accordance with Clause 165 of the Constitution of the Company and being eligible, have offered himself for re-election.*

**Ordinary Resolution 2**

*To re-elect Datin Sam Choi Lai, who retires in accordance with Clause 165 of the Constitution of the Company and being eligible, have offered herself for re-election.*

**Ordinary Resolution 3**

*To approve the payment of directors’ fees to the non-executive directors up to RM96,000 for the period from 29<sup>th</sup> AGM up to the 30<sup>th</sup> AGM.*

**Ordinary Resolution 4**

*To approve the payment of directors’ benefits to the non-executive directors of the Company up to an amount of RM 5,400 for the period from 29<sup>th</sup> AGM up to the 30<sup>th</sup> AGM.*

**Ordinary Resolution 5**

*To re-appoint Messrs. UHY as auditors of the Company until the conclusion of the next AGM and to authorise the Directors to fix their remuneration.*

**Ordinary Resolution 6**

*THAT pursuant to Sections 75 and 76 of the Act and subject to the approvals of the relevant governmental / regulatory authorities, the Directors be and are hereby empowered to issue number*

*of shares of the Company from time to time 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 20% of the issued number of shares of the Company for the time being and that the Directors be and are hereby also empowered to obtain approval from Bursa Malaysia Securities Berhad 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 AGM of the Company.*

## **12.0 CLOSURE**

- 12.1 There being no other business, the AGM was closed at 11.35 a.m. with a vote of thanks to the Chairman.

**Confirmed as a correct record of  
the proceedings held thereat**

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DATO' MARKIMAN BIN KOBIRAN  
Chairman