

# ALDRICH RESOURCES BERHAD

Registration No. 200101019222 (554979-T)  
(Incorporated in Malaysia)

**MINUTES OF THE TWENTY-SECOND ANNUAL GENERAL MEETING (“22<sup>ND</sup> AGM”) OF ALDRICH RESOURCES BERHAD (“ALDRICH” OR “THE COMPANY”) HELD AT WESTSIDE ROOM, LEVEL 8, ST. GILES BOULEVARD, THE BOULEVARD, MID VALLEY CITY, LINGKARAN SYED PUTRA, 59200 KUALA LUMPUR, WILAYAH PERSEKUTUAN ON TUESDAY, 24 JUNE 2025 AT 10:00 A.M.**

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## **Directors’ attendance**

1. En. Yahya bin Razali – Non-Independent Non-Executive Chairman
2. Mr. Chan Yok Peng – Executive Director
3. Dr. Abdul Rani bin Achmed Abdullah – Executive Director
4. Ms. Er Kian Hong – Independent Non-Executive Director
5. Mr. Leong Yien Hung – Independent Non-Executive Director
6. Ms. Tan Yiing Fung – Independent Non-Executive Director

## **In Attendance**

1. Ms. Lau Hooi Pin – Company Secretary

## **By Invitation**

1. Mr. Brandon Loo – Representative of Kreston, John & Gan
2. Mr. Wong Chong Ming – Representative of Kreston, John & Gan

## **Shareholders/ Proxies**

As per the Attendance List

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### **1.0 CHAIRMAN**

- 1.1 En. Yahya bin Razali (“**the Chairman**”) chaired the meeting and welcomed the shareholders and proxies (“**Members**”) to the 22<sup>nd</sup> AGM of the Company.

### **2.0 QUORUM**

- 2.1 The requisite quorum being present, the Chairman declared the 22<sup>nd</sup> AGM duly convened at 10:00 a.m.

### **3.0 NOTICE**

- 3.1 The Notice of the 22<sup>nd</sup> AGM having been circulated within the prescribed period, was taken as read. The Chairman then proceeded to the official business of the 22<sup>nd</sup> AGM.

### **4.0 ANNOUNCEMENT ON POLLING AND ADMINISTRATIVE MATTERS**

- 4.1 The Chairman informed that pursuant to Rule 8.31A(1) of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad, all the resolutions at the general meeting would be voted by poll.

- 4.2 The Chairman informed that the Company had appointed Aldpro Corporate Services Sdn Bhd as the Poll Administrator and CSC Securities Services Sdn Bhd as Scrutineers to validate the poll results.

**5.0 AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2024 TOGETHER WITH THE REPORTS OF THE DIRECTORS AND AUDITORS THEREON**

- 5.1 The Chairman informed that the audited financial statements for the financial year ended 31 December 2024 and the Reports of the Directors and Auditors thereon ("**Audited Financial Statements**") was meant for discussion only in accordance with Section 340(1)(a) of the Companies Act 2016, and therefore, it would not be put forward for voting.
- 5.2 The Chairman informed that the Board of Directors would be pleased to deal with any questions from the Members on the Audited Financial Statements.
- 5.3 There being no question raised by the Members, the Chairman declared that the Audited Financial Statements, be properly laid and received. The Chairman proceeded with the next agenda.

**6.0 ORDINARY RESOLUTION 1**  
**TO APPROVE THE PAYMENT OF DIRECTORS' FEES AND BENEFITS UP TO RM500,000.00 TO THE DIRECTORS IN SUCH MANNER AS THE DIRECTORS MAY DETERMINE FOR THE PERIOD IMMEDIATELY AFTER THE 22<sup>ND</sup> AGM UNTIL THE CONCLUSION OF THE NEXT ANNUAL GENERAL MEETING OF THE COMPANY IN YEAR 2026**

- 6.1 The Chairman informed that the next agenda of the 22<sup>nd</sup> AGM was to approve the payment of Directors' fees and benefits up to RM500,000.00 to the Directors in such manner as the Directors may determine for the period immediately after the 22<sup>nd</sup> AGM until the conclusion of the next Annual General Meeting of the Company in year 2026.
- 6.2 There being no question raised by the Members, the Chairman proceeded with the next agenda of the meeting.

**7.0 ORDINARY RESOLUTION 2**  
**TO RE-ELECT ENCIK YAHYA BIN RAZALI, WHO RETIRES IN ACCORDANCE WITH CLAUSE 134 OF THE CONSTITUTION OF THE COMPANY**

- 7.1 The Chairman informed that the next agenda of the 22<sup>nd</sup> AGM was to re-elect himself as the Director of the Company. The Chairman then handed over his chairmanship to Mr. Chan Yok Peng ("**Mr. Chan**"), the Executive Director of the Company, to chair the 22<sup>nd</sup> AGM.
- 7.2 Mr. Chan took over the chairmanship and informed that the next agenda of the 22<sup>nd</sup> AGM was to re-elect En. Yahya bin Razali, who retires pursuant to Clause 134 of the Constitution of the Company and being eligible, had offered himself for re-election.
- 7.3 There being no question raised by the Members, Mr. Chan passed the chair back to the Chairman. Thereafter, the Chairman proceeded with the next agenda of the meeting.

**8.0 ORDINARY RESOLUTION 3**

**TO RE-ELECT MS. ER KIAN HONG, WHO RETIRES IN ACCORDANCE WITH CLAUSE 134 OF THE CONSTITUTION OF THE COMPANY**

- 8.1 The Chairman informed that the next agenda of the 22<sup>nd</sup> AGM was to re-elect Ms. Er Kian Hong, who retires by rotation in accordance with Clause 134 of the Company's Constitution, had offered herself for re-election.
- 8.2 There being no question raised by the Members, the Chairman proceeded with the next agenda of the meeting.

**9.0 ORDINARY RESOLUTION 4**

**TO RE-ELECT MS. TAN YIING FUNG, WHO RETIRES IN ACCORDANCE WITH CLAUSE 119 OF THE CONSTITUTION OF THE COMPANY**

- 9.1 The Chairman informed that the next agenda of the 22<sup>nd</sup> AGM was to re-elect Ms. Tan Yiing Fung, who retires by rotation in accordance with Clause 119 of the Company's Constitution, had offered herself for re-election.
- 9.2 There being no question raised by the Members, the Chairman proceeded with the next agenda of the meeting.

**10.0 ORDINARY RESOLUTION 5**

**TO RE-APPOINT MESSRS. KRESTON JOHN & GAN AS AUDITORS OF THE COMPANY AND TO HOLD OFFICE UNTIL THE CONCLUSION OF THE NEXT AGM AND TO AUTHORISE THE DIRECTORS TO FIX THEIR REMUNERATION**

- 10.1 The Chairman informed that the next agenda of the 22<sup>nd</sup> AGM was to re-appoint Messrs. Kreston John & Gan as the Company's auditors to hold office until the conclusion of the next AGM and to authorise the Directors to fix their remuneration.
- 10.2 The Chairman further informed that Messrs. Kreston John & Gan had expressed their willingness to accept the re-appointment as the Company's auditors for the ensuing year.
- 10.3 There being no question raised by the Members, the Chairman proceeded with the next agenda of the meeting.

**11.0 SPECIAL BUSINESS - ORDINARY RESOLUTION 6**

**PROPOSED AUTHORITY TO DIRECTORS TO ALLOT AND ISSUE NEW ORDINARY SHARES PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT 2016**

- 11.1 The Chairman informed that the next agenda of the 22<sup>nd</sup> AGM under special business was to seek a general mandate from the shareholders to authorise the Directors to issue and allot shares pursuant to Sections 75 and 76 of the Companies Act 2016.
- 11.2 The Chairman further informed that the Ordinary Resolution 6, if passed, would give the Directors flexibility to allot and issue shares from time to time for such purposes as the Directors in their absolute discretion consider to be in the best interest of the Company, without having to convene separate general meetings, subject to the limitation that the shares to be allotted and issued do not exceed 10% of the total number of issued shares of

the Company or such higher percentage as Bursa Malaysia Securities Berhad allowed for the time being. AND THAT this authority, unless revoked or varied by the Company in general meeting, shall be in force until the conclusion of the next Annual General Meeting of the Company.

In connection with the above, pursuant to Section 85 of the Companies Act 2016 to be read together with Clause 65 of the Constitution of the Company, the shareholders of the Company do hereby waived their pre-emptive rights over all new shares, options over or grants of new shares or any other convertible securities in the Company and/or any new shares to be issued pursuant to such options, grants or other convertible securities, such new shares when issued, to rank pari passu with existing issued shares in the Company.

- 11.3 There being no question raised by the Members, the Chairman proceeded with the next agenda of the meeting.

**12.0 SPECIAL BUSINESS - ORDINARY RESOLUTION 7**  
**PROPOSED GRANTING OF EMPLOYEES' SHARE OPTION SCHEME ("ESOS") OPTIONS TO MR. TAN TONG LANG, THE DIRECTORS OF SUBSIDIARIES WITHIN THE GROUP ("PROPOSED GRANTING OF ESOS OPTIONS")**

**SPECIAL BUSINESS - ORDINARY RESOLUTION 8**  
**PROPOSED GRANTING OF ESOS OPTIONS TO MS. CHUA SZI CIAN, THE DIRECTORS OF SUBSIDIARIES WITHIN THE GROUP**

**SPECIAL BUSINESS - ORDINARY RESOLUTION 9**  
**PROPOSED GRANTING OF ESOS OPTIONS TO MR. CHONG FOOK SIN, THE DIRECTORS OF SUBSIDIARIES WITHIN THE GROUP**

**SPECIAL BUSINESS - ORDINARY RESOLUTION 10**  
**PROPOSED GRANTING OF ESOS OPTIONS TO MS. CHUA YOKE BEE, THE DIRECTORS OF SUBSIDIARIES WITHIN THE GROUP**

**SPECIAL BUSINESS - ORDINARY RESOLUTION 11**  
**PROPOSED GRANTING OF ESOS OPTIONS TO MR. KAN CHEE JING, THE DIRECTORS OF SUBSIDIARIES WITHIN THE GROUP**

**SPECIAL BUSINESS - ORDINARY RESOLUTION 12**  
**PROPOSED GRANTING OF ESOS OPTIONS TO MR. LAU MONG FAH, THE DIRECTORS OF SUBSIDIARIES WITHIN THE GROUP**

- 12.1 The Chairman informed that the next agenda items under special business at the 22<sup>nd</sup> AGM were to seek shareholders' approval for the Proposed Granting of ESOS Options to the Directors of subsidiaries of Aldrich Resources Berhad, namely Mr. Tan Tong Lang, Ms. Chua Szi Cian, Mr. Chong Fook Sin, Ms. Chua Yoke Bee, Mr. Kan Chee Jing and Mr. Lau Mong Fah.

In connection with the above, pursuant to Section 85 of the Companies Act 2016, to be read together with Clause 65 of the Constitution of the Company, the Ordinary Resolutions 7 to 12 if passed, approval will be given to waive the pre-emptive rights of the existing shareholders of the Company to be offered under the ESOS and/or any new shares ranking equally to the existing issued shares of the Company.

- 12.2 There being no question raised by the Members, the Chairman proceeded with the next agenda of the meeting.

**13.0 ANY OTHER BUSINESS**

- 13.1 The Chairman informed that the Company had not received any due notice to transact any other business in accordance with the Companies Act 2016 and the Company's Constitution.

**14.0 VOTING SESSION**

- 14.1 The Chairman briefed the Members on the polling procedures and advised them to proceed to submit their votes. Thereafter, the Chairman adjourned the 22<sup>nd</sup> AGM pending the verification of votes by the Scrutineer.

**15.0 DECLARATION OF RESULTS**

- 15.1 The 22<sup>nd</sup> AGM resumed after the conclusion of the verification of the poll votes.
- 15.2 The Chairman called the 22<sup>nd</sup> AGM to order and declared that all the following resolutions set out in the Notice of 22<sup>nd</sup> AGM dated 30 April 2025 were carried, as attached hereto as Annexure I:-

**"Ordinary Resolution 1**

*THAT the payment of Directors' fees and benefits up to RM500,000.00 to the Directors in such manner as the Directors may determine for the period immediately after the 22<sup>nd</sup> AGM until the conclusion of the next Annual General Meeting of the Company in year 2026 be hereby approved.*

**Ordinary Resolution 2**

*THAT Encik Yahya Bin Razali who retires in accordance with Clause 134 of the Constitution of the Company and being eligible, has offered himself for re-election, be hereby re-elected as Director of the Company.*

**Ordinary Resolution 3**

*THAT Ms. Er Kian Hong who retires in accordance with Clause 134 of the Constitution of the Company and being eligible, has offered herself for re-election, be hereby re-elected as Director of the Company.*

**Ordinary Resolution 4**

*THAT Ms. Tan Yiing Fung who retires in accordance with Clause 119 of the Constitution of the Company and being eligible, has offered herself for re-election, be hereby re-elected as Director of the Company.*

**Ordinary Resolution 5**

*THAT the re-appointment of Messrs. Kreston John & Gan as Auditors of the Company and to hold office until the conclusion of the next AGM and to authorise the Directors to fix their remuneration be hereby approved.*

**Ordinary Resolution 6**

*THAT subject to Sections 75 and 76 of the Companies Act 2016 and approvals of the relevant governmental/regulatory authorities, the Directors be and are hereby empowered to issue and allot shares in the Company, at any time to such persons, firms or corporations 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 to be issued does not exceed ten per centum (10%) of the total issued share capital of the Company or such higher percentage as Bursa Malaysia Securities Berhad allowed for the time being AND THAT the Directors be and are also empowered to obtain the approval for the listing of and quotation for the additional shares so issued on Bursa Malaysia Securities Berhad; 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.*

*AND THAT in connection with the above, pursuant to Section 85 of the Companies Act 2016 to be read together with Clause 65 of the Constitution of the Company, the shareholders of the Company do hereby waive their pre-emptive rights over all new shares, options over or grants of new shares or any other convertible securities in the Company and/or any new shares to be issued pursuant to such options, grants or other convertible securities, such new shares when issued, to rank pari passu with existing issued shares in the Company.*

**Ordinary Resolutions 7 to 12**

*THAT the Company has an existing ESOS which was effective on 2 January 2025, and subject to the approvals of the relevant authorities and/or parties (where required) being obtained, the approval be and is hereby given to the Board to authorise the ESOS Committee which administer the ESOS in accordance to the By-Laws, at any time and from time to time throughout the duration of the ESOS, to offer and grant to the following persons, ESOS options to subscribe for such number of ordinary shares in Aldrich under the ESOS:*

- (i) Tan Tong Lang*
- (ii) Chua Szi Cian*
- (iii) Chong Fook Sin*
- (iv) Chua Yoke Bee*
- (v) Kang Chee Jing*
- (vi) Lau Mong Fah*

**PROVIDED ALWAYS THAT:**

- a) The granting of ESOS options to the abovementioned persons will occur only they fulfill the criteria outlined in the By-Laws;*
- b) The abovementioned persons must not participate in the deliberation and/or discussion of their own respective allocation;*
- c) Not more than ten per cent (10%) of the total new Aldrich Shares made available under the ESOS shall be allocated to any Eligible Person who, either singly or collectively through persons connected with the Eligible Person, holds twenty per cent (20%) or more of the total number of issued shares of the Company (excluding treasury shares, if any).*
- d) Not more than eighty per cent (80) of the total ESOS Options available under the ESOS shall be allocated, in aggregate, to the Directors and senior management of the Group (excluding dormant and/or foreign subsidiaries, if any);*
- e) The allocation of ESOS options to the abovementioned persons shall be subject always to such terms and conditions and/or any adjustments which may be made in accordance with the provisions of the By-Laws, the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad, or any prevailing guidelines issued by Bursa Malaysia Securities Berhad or any other relevant authorities, as amended from time to time.*

*AND THAT subject always to such terms and conditions and/or any adjustments which may be made in accordance with the By-Laws, the Board be and is hereby authorised to take such steps as necessary or expedient to implement, finalise or to give full effect to the Proposed Granting of ESOS Options above with full power to assent to any terms, conditions, modifications, variations and/or amendments as may be imposed and/or permitted by the relevant authorities and to take all such steps and do all acts and things thought fit by the Board to be in the best interest of the Company; to execute, sign and deliver on behalf of the Company all such agreements, arrangements and documents as may be necessary to give full effect to, complete and implement the Proposed Granting of ESOS Options as above as well as to deal with all matters relating thereto and/or to do all such acts and things as the Board may deem fit and expedient in the best interest of the Company.*

*AND THAT, in connection with the above, pursuant to Section 85 of the Companies Act 2016, to be read together with Clause 65 of the Constitution of the Company, the shareholders of the Company do hereby waive their pre-emptive rights to be offered under the ESOS and/or any new shares ranking equally to the existing issued shares of the Company.”*

## **16.0 CLOSURE**

- 16.1 There being no other business, the 22<sup>nd</sup> AGM was closed at 10:25 a.m. with a vote of thanks to the Chairman.

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

- Signed -

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**YAHYA BIN RAZALI**  
**Chairman**

Dated: 30 July 2025