

WATTA HOLDING BERHAD
(Registration No. 199401038699 (324384-A))
(“Watta” or “the Company”)
(Incorporated in Malaysia)

Minutes of Twenty Seventh Annual General Meeting of the Company conducted on a virtual basis through live streaming from the broadcast venue at Tricor Business Centre, Manuka 2 & 3 Meeting Room, Unit 29-01, Level 29, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia on Friday, 24 June 2022 at 9.00 a.m.

- Directors Present : Hj. Ahmad Bin Darus (*Independent Non-Executive Chairman*)
Dato’ Lee Foo San (*Group Executive Deputy Chairman and Chief Executive Officer*)
Hj. Ariffin Bin Abdul Aziz (*Group Executive Director*)
Datin Teoh Lian Tin (*Executive Director*)
Loo Sooi Guan (*Executive Director*)
Gan Leng Swee (*Independent Non-Executive Director*)
Hj. Ahmad Bin Khalid (*Non-Independent Non-Executive Director*)
Lee Tak Wing (*Independent Non-Executive Director*)
Datuk Hong Choon Hau (*Non-Independent Non-Executive Director*)
- In Attendance : Yeoh Chong Keat (Company Secretary)
Liew Chak Hooi (Company Secretary)
- By Invitation : Representative of External Auditors, Messrs. UHY:-
Ms. Ho Siew Chan
- Shareholders/
Proxies : As per the attendance list

1. **INTRODUCTION AND QUORUM**

Tuan Hj. Ahmad Bin Darus, the Chairman of the Board of Directors of the Company (“Board”), welcomed all members present at the Company’s Twenty Seventh Annual General Meeting (“27th AGM” or “Meeting”) which was conducted on a virtual basis through live streaming from the broadcast venue provided by Tricor Investor & Issuing House Services Sdn. Bhd. (“Tricor”) for the purpose of considering the business of the Company as set out in the Notice of 27th AGM dated 28 April 2022.

The Chairman proceeded to introduce the members of the Board to the floor.

The Meeting was informed that any visual or audio recording of the Meeting is strictly prohibited unless with the prior written consent of the Company.

Upon confirming the presence of a quorum, the Chairman duly called the Meeting to order.

2. **NOTICE**

The Notice convening the Meeting, having been circulated earlier to all the shareholders of the Company within the prescribed notice period, was taken as read.

3. **VOTING**

In accordance with the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in the Notice of 27th AGM would be conducted on a poll.

The Chairman informed that he would exercise his right as the Chairman of the Meeting to demand for a poll in accordance with the provisions of the Company's Constitution in respect of all the resolutions which would be put to vote at the Meeting. The Company had appointed Tricor as the Poll Administrators to facilitate the poll voting process and Asia Securities Sdn. Berhad as the Independent Scrutineers to verify the poll results.

The Chairman continued to inform the Meeting as follows:-

- (i) The poll voting would be conducted electronically via the Remote Participation and Voting facility provided by Tricor and notified that the voting session had commenced at the start of the Meeting and would continue until his announcement to end the voting session later in the Meeting.
- (ii) Members may use the online query box to transmit their questions on the agenda items, and the Directors present would answer the questions posed at the question and answer ("Q&A") session upon presentation of the agenda items. For any question not answered during the Meeting, a response would be given by email after the Meeting. Where there are areas of overlap in the scope of the questions asked, the Directors would group the related and similar questions and provide responses accordingly.

Tricor was then invited to explain to the members present the voting procedures and steps for remote voting vide a video presentation.

4. **QUESTIONS FROM THE MINORITY SHAREHOLDERS WATCH GROUP**

The Chairman proceeded with the Meeting and informed the floor that Minority Shareholders Watch Group ("MSWG") had prior to the Meeting posed some written questions for answers at the 27th AGM. The questions from MSWG and the responses by the Board to those questions from MSWG, as set out below, were presented and read out by the Chairman:-

Operational & Financial Matters

- (i) Question: *Given the continued COVID19 pandemic, the Group turnover has dropped slightly to RM11.980 million (2020: RM12.196 million). To supplement the Group's loss in revenue, the Group started to sell impact proof screen protectors and introduce repair offers, extended warranty and also started selling handphone accessories (page 13 of AR2021).*
 - (a) *To what extent did the sale of impact proof screen protectors and handphone accessories contribute to the Group's total revenue?*
 - (b) *What are the Group's plans in terms of growing its revenue, going forward?*

Response:

- (a) The impact of sale of proof screen protectors and handphone accessories are ancillary/supplementary to the Company and the contributions are marginal. The service and repair of telecommunication products/devices are still the main contributors to the Group's turnover.

(b) The Group will continue to focus on the service and repair of telecommunication products/devices. As the COVID-19 situation has now moved into endemic phase, the Board will continue to cautiously explore new businesses/assets to acquire and/or diversify into other activities to improve the financial performance and revenue of the Group.

(ii) Question: *The Group will retain its experienced staff to cater for the expected increase in handphone repairs and comply with the standard requirement of the manufacturer. With the opening of Malaysian borders, the Group expects to see positive impact in the second half of 2022 (page 13 of AR2021).*

To-date, to what extent has there been a pick-up in handphone servicing and repairs works?

Response: Retention of experienced and skilled staff has been successful so far and is an important requirement by the manufacturers/principals. The opening up of the economy has been encouraging and contributing positively to the overall business although the service and repair of telecommunication products/devices business would depend largely on the sales growth of new devices the company represented.

5. **RECEIPT OF AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2021 AND THE REPORTS OF THE DIRECTORS AND AUDITORS THEREON**

The Audited Financial Statements of the Company for the financial year ended 31 December 2021 (“AFS”) and the Reports of the Directors and Auditors thereon which had been previously circulated to all the members of the Company within the statutory period were tabled and laid before the Meeting and were declared by the Chairman to be duly received.

6. **RESOLUTIONS 1, 2 AND 3**

RE-ELECTION OF DIRECTORS RETIRING PURSUANT TO CLAUSE 109 OF THE COMPANY’S CONSTITUTION

The Chairman continued with the second item of the agenda and informed that pursuant to Clause 109 of the Company’s Constitution, Dato’ Lee Foo San, Datin Teoh Lian Tin and Mr. Gan Leng Swee retire by rotation and being eligible, have offered themselves for re-election.

Shareholders’ approvals were sought for the following resolutions:-

Re-election of Dato’ Lee Foo San (“Resolution 1”)

“THAT Dato’ Lee Foo San who is retiring pursuant to Clause 109 of the Company’s Constitution and being eligible, be hereby re-elected to office.”

Re-election of Datin Teoh Lian Tin (“Resolution 2”)

“THAT Datin Teoh Lian Tin who is retiring pursuant to Clause 109 of the Company’s Constitution and being eligible, be hereby re-elected to office.”

Re-election of Mr. Gan Leng Swee (“Resolution 3”)

“THAT Gan Leng Swee who is retiring pursuant to Clause 109 of the Company’s Constitution and being eligible, be hereby re-elected to office.”

7. **RESOLUTION 4**

APPROVAL OF PAYMENT OF DIRECTORS’ FEES AND BENEFITS FROM 25 JUNE 2022 UNTIL THE CONCLUSION OF THE NEXT ANNUAL GENERAL MEETING OF THE COMPANY

Shareholders’ approval was sought for the following resolution:-

“THAT the payment of Directors’ fees and benefits of up to RM250,000.00 in respect of the period from 25 June 2022 until the conclusion of the next annual general meeting of the Company be and is hereby approved.”

8. **RESOLUTION 5**

RE-APPOINTMENT OF AUDITORS

The Chairman informed the floor that the Company’s Auditors, Messrs. UHY had expressed their willingness to continue in office and had given their consent for re-appointment as the Company’s Auditors.

Shareholders’ approval was sought for the following resolution:-

“THAT Messrs. UHY be re-appointed the Auditors of the Company AND THAT the Directors be authorised to fix their remuneration.”

9. **RESOLUTION 6**

RETENTION OF HJ. AHMAD BIN DARUS AS INDEPENDENT DIRECTOR

The Meeting proceeded with the agenda on retention of Tuan Hj. Ahmad Bin Darus who had served the Board for more than 9 years as Independent Non-Executive Director.

The shareholders were informed that in accordance with the Malaysian Code on Corporate Governance, the Board had, after having assessed the independence of Tuan Hj. Ahmad Bin Darus, considered him to be independent based on the justifications as contained in the Statement Accompanying Notice of 27th AGM. Accordingly, the Board recommended that he be retained as Independent Non-Executive Director of the Company and to hold office until the conclusion of the next annual general meeting.

Shareholders’ approval was sought for the following resolution:-

“THAT in accordance with the Malaysian Code on Corporate Governance, Hj. Ahmad Bin Darus be and is hereby retained as Independent Non-Executive Director of the Company and be designated as such until the conclusion of the next annual general meeting, subject to the provisions of the relevant regulatory authorities.”

10. **RESOLUTION 7**

RETENTION OF GAN LENG SWEE AS INDEPENDENT DIRECTOR

The next item on the agenda was to seek the approval of the shareholders for the retention of Mr. Gan Leng Swee who had served the Board for more than 9 years as Independent Non-Executive Director.

The shareholders were informed that in accordance with the Malaysian Code on Corporate Governance, the Board had, after having assessed the independence of Mr. Gan Leng Swee, considered him to be independent based on the justifications as contained in the Statement Accompanying Notice of 27th AGM. The Board recommended that he be retained as Independent Non-Executive Director of the Company and to hold office until the conclusion of the next annual general meeting.

Shareholders' approval was sought for the following resolution:-

“THAT subject to passing of Resolution 3, and in accordance with the Malaysian Code on Corporate Governance, Gan Leng Swee be and is hereby retained as Senior Independent Non-Executive Director of the Company and be designated as such until the conclusion of the next annual general meeting, subject to the provisions of the relevant regulatory authorities.”

11. **RESOLUTION 8**

RETENTION OF LEE TAK WING AS INDEPENDENT DIRECTOR

The Meeting proceeded with the item on the agenda to seek the approval of the shareholders for the retention of Mr. Lee Tak Wing who had served the Board for more than 9 years as Independent Non-Executive Director.

The shareholders were informed that in accordance with the Malaysian Code on Corporate Governance, the Board had, after having assessed the independence of Mr. Lee Tak Wing, considered him to be independent based on the justifications as contained in the Statement Accompanying Notice of 27th AGM. The Board recommended that he be retained as Independent Non-Executive Director of the Company and to hold office until the conclusion of the next annual general meeting.

Shareholders' approval was sought for the following resolution:-

“THAT in accordance with the Malaysian Code on Corporate Governance, Lee Tak Wing be and is hereby retained as Independent Non-Executive Director of the Company and be designated as such until the conclusion of the next annual general meeting, subject to the provisions of the relevant regulatory authorities.”

12. **RESOLUTION 9**

AUTHORITY FOR DIRECTORS TO ISSUE SHARES

The Chairman proceeded to the next item on the agenda to seek shareholders' approval for the Directors to issue shares pursuant to Sections 75 and 76 of the Companies Act 2016.

Shareholders' approval was sought for the following resolution:-

“THAT pursuant to Sections 75 and 76 of the Companies Act 2016, and subject to the Main Market Listing Requirements (“Listing Requirements”) of Bursa Malaysia Securities Berhad (“Bursa Securities”) and the approvals of the relevant governmental and/or regulatory authorities (if any), the Directors be and are hereby empowered to issue new shares in the Company at any time, to such person or persons, 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 ten percent (10%) of the total number of issued shares of the Company at the time of issue AND THAT the Directors be and are hereby also empowered to obtain approval from Bursa Securities for the listing of and quotation for the additional shares so issued AND THAT such authority shall continue to be in force until the conclusion of the next annual general meeting (“AGM”) of the Company.”

13. **RESOLUTION 10**

PROPOSED RENEWAL OF EXISTING SHAREHOLDERS' MANDATE AND PROPOSED NEW SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE (“PROPOSED SHAREHOLDERS' MANDATE”)

The Chairman continued with the next item on the agenda to seek shareholders' approval for the Company and its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature which are necessary for the Group's day-to-day operations and are carried out in the ordinary course of business. The relevant information of the Proposed Shareholders' Mandate was set out in the Company's Circular to Shareholders dated 28 April 2022.

The Chairman informed that since Dato' Lee Foo San, Datin Teoh Lian Tin and persons connected with them as well as Tuan Hj. Ahmad Bin Khalid are interested parties in the Proposed Shareholders' Mandate, they and persons connected with them shall abstain from voting on the resolution in connection with the Proposed Shareholders' Mandate.

Shareholders' approval was sought for the following resolution:-

“THAT subject always to the provisions of the Listing Requirements of Bursa Securities, approval be and is hereby given to the Company and its subsidiaries to enter into Recurrent Related Party Transactions of a revenue or trading nature as stated in Section 2.5 of the Circular to Shareholders dated 28 April 2022 with the specified classes of related parties mentioned therein which are necessary for the Group's day-to-day operations and are carried out in the ordinary course of business and are on normal commercial terms which are not more favourable to the related parties than those generally available to the public and are not detrimental to the minority shareholders of the Company.

THAT the approval shall continue to be in force until:-

- (i) the conclusion of the next AGM of the Company following the AGM at which such mandate was passed, at which time it will lapse, unless by a resolution passed at the AGM whereby the authority is renewed;

- (ii) the expiration of the period within which the next AGM of the Company is required to be held pursuant to Section 340(2) of the Companies Act 2016 (“the Act”) (but must not extend to such extension as may be allowed pursuant to Section 340(4) of the Act); or
- (iii) revoked or varied by resolution passed by the shareholders in general meeting, whichever is the earlier.

AND THAT the Directors of the Company be and are hereby authorised to complete and do all such acts and things (including executing all such documents as may be required) as they may consider expedient or necessary or in the interests of the Company to give effect to the Proposed Shareholders’ Mandate described in the Circular.”

14. **Q&A SESSION**

The Chairman invited the Group Executive Director, Tuan Hj. Ariffin Bin Adul Aziz (“Tuan Hj. Ariffin”) and the Executive Director, Mr. Loo Sooi Guan to address the following questions:-

- (i) Question:-
Is Watta Battery Industries Sdn. Bhd. engaged in the car battery business? Does the Company plan to enter into the electric vehicle (EV) industry in the future?

Tuan Hj. Ariffin responded that Watta Battery Industries Sdn. Bhd. has ceased the battery business in 2018. EV industry has a good future. As EV industry is very technical, the Company may only consider the business if the Board feels that the business is viable for the Group to carry out and more importantly if the Company is able to have a good technical partner.

- (ii) Question:-
What is the Company’s future outlook?

Tuan Hj. Ariffin responded that the future outlook of the Company was covered under the responses to the questions from MSWG and the said responses had been presented to the participants of the Meeting.

In respect of the question whether the Board will consider giving e-voucher, food voucher or e-wallet for those participating in the AGM as a token of appreciation, Tuan Hj. Ariffin responded that there is no distribution of e-voucher, food voucher or e-wallet for the 27th AGM. The Company will consider giving door gift when the Company organises physical AGM in the future.

Upon addressing the questions posed by the shareholders, the Chairman concluded the Q&A session and informed the Meeting that for any questions on the agenda items that were unanswered, responses would be provided via email after the Meeting.

The Chairman recapped that to facilitate the online voting process, he had at the start of the Meeting announced the commencement of the voting session and that the voting session would continue for another 5 minutes.

15. **POLLING**

At 9.33 a.m., the Chairman announced the closure of the voting session.

The Meeting was then adjourned at 9.33 a.m. for approximately 20 minutes for the Poll Administrators and Independent Scrutineers to count and validate the votes cast by the shareholders.

16. **POLL RESULTS**

At 9.53 a.m., the Chairman called the Meeting back to order for the declaration of poll results. He informed that he had received the poll results and directed the shareholders present to refer to the poll results displayed on the screen.

The poll results in respect of all the Ordinary Resolutions were as follows:-

| Resolutions | Voted For | | Voted Against | |
|----------------------|---------------|---------|---------------|--------|
| | No. of Shares | % | No. o Shares | % |
| Resolution 1 | 59,288,880 | 99.9963 | 2,208 | 0.0037 |
| Resolution 2 | 59,288,779 | 99.9961 | 2,309 | 0.0039 |
| Resolution 3 | 59,288,680 | 99.9959 | 2,408 | 0.0041 |
| Resolution 4 | 58,415,479 | 98.5232 | 875,609 | 1.4768 |
| Resolution 5 | 59,288,780 | 99.9961 | 2,308 | 0.0039 |
| Resolution 6 | 59,288,279 | 99.9953 | 2,809 | 0.0047 |
| Resolution 7 | 59,288,280 | 99.9953 | 2,808 | 0.0047 |
| Resolution 8 | 59,288,279 | 99.9953 | 2,809 | 0.0047 |
| Resolution 9 | 59,288,779 | 99.9961 | 2,309 | 0.0039 |
| Resolution 10 | 20,439,017 | 99.9887 | 2,309 | 0.0113 |

The Chairman declared that all the Ordinary Resolutions tabled were duly carried.

17. **CLOSURE**

There being no other business, the Meeting closed at 9.55 a.m. with a vote of thanks to the Chairman.

READ AND CONFIRMED BY

CHAIRMAN

Date: 22 July 2022