

**OCEANCASH PACIFIC BERHAD**  
Registration No. 200201022973 (590636-M)  
(Incorporated in Malaysia)

**MINUTES OF THE TWENTY-SECOND ANNUAL GENERAL MEETING OF  
OCEANCASH PACIFIC BERHAD (“OPB” OR “COMPANY”) HELD AT RAYA  
ROOM, LEVEL 2, BANGI RESORT HOTEL, OFF PERSIARAN BANDAR, 43650  
BANDAR BARU BANGI, SELANGOR DARUL EHSAN ON THURSDAY, 29 MAY  
2025 AT 12:00 NOON.**

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Present : **Board of Directors**  
Mr Tan Siew Chin (Chairman)  
Mr Tan Wey Chien  
Mr Tan Wey Chung  
Mr Ngiam Kee Tong  
Mr Fong Wai Leong  
Ms Tan Pey Jean

**Members and Proxies**  
As per Attendance List

In Attendance : **Company Secretary**  
Ms Wong Mee Kiat

**1. CHAIRMAN**

1.1 The Chairman, Mr Tan Siew Chin took the Chair and welcomed all present at the Twenty-Second Annual General Meeting of the Company.

1.2 The Chairman took the opportunity to introduce to the members the following Board members, the External Auditors and the Company Secretary who were present at the meeting:

- Mr Tan Wey Chien (Executive Director)
- Mr Tan Wey Chung (Executive Director)
- Mr Ngiam Kee Tong (Senior Independent Non-Executive Director)
- Mr Fong Wai Leong (Independent Non-Executive Director)
- Ms Tan Pey Jean (Non-Independent Non-Executive Director)
- Ms Tang Yan Yu (External Auditors)
- Ms Wong Mee Kiat (Company Secretary)

**2. QUORUM**

2.1 The requisite quorum being present, as confirmed by the Company Secretary, the Chairman declared the meeting duly convened at 12.00 noon. In accordance with the Company's Constitution, two (2) members present in person or by proxy or corporate representatives shall form a quorum.

**3. NOTICE OF MEETING**

3.1 The notice convening the meeting dated 30 April 2025 had been announced on 29 April 2025 and published in the New Straits Times on 30 April 2025 and sent to all the members of the Company in accordance with the Company's Constitution. On the proposal of the Chairman and duly seconded by Ms Kan Choi Ling, the notice of meeting was taken as read.

#### **4. BRIEFING ON MEETING PROCEEDINGS**

- 4.1 Before proceeding with the agenda of the meeting, the Chairman invited the Company Secretary to brief the members on the proceedings of the meeting.
- 4.2 The Company Secretary informed that the business to be transacted at the meeting involved the moving and passing of seven (7) proposed Ordinary Resolutions which require a vote by a simple majority of the members or their proxies present to approve.
- 4.3 The Company Secretary informed that a proposer and a seconder for each motion is required before putting it to vote and that a question and answer (“Q&A”) session would be held upon consideration of all the items on the agenda. The polling for the resolutions would be conducted immediately after the Q&A session.

#### **5. BRIEFING ON VOTING PROCEDURES**

- 5.1 The Chairman informed the members that all the proposed resolutions would be put to vote by poll, where every member or proxy present shall have one (1) vote for every share held. The Chairman invited the Company Secretary to brief the members on the voting procedures.
- 5.2 The Company Secretary briefed all the members present at the meeting on the polling procedures which was carried out by way of digital polling. The Company has appointed Dvote Services Sdn Bhd as the Poll Administrator to conduct the polling process and SME Advisor Sdn Bhd as the Scrutineer to verify the poll results.

#### **ORDINARY BUSINESS**

##### **6. AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2024 TOGETHER WITH THE DIRECTORS’ REPORT AND AUDITORS’ REPORT**

- 6.1 The first item on the agenda was to receive the Audited Financial Statements of the Company for the financial year ended 31 December 2024 together with the Directors’ Report and Auditors’ Report.
- 6.2 The Chairman informed the members that this agenda was meant for discussion only and was not a business which requires a resolution to be put to vote by members as the provision of Section 340(1)(a) of the Companies Act 2016 requires that the Audited Financial Statements and the Directors’ Report and Auditors’ Report be laid before the Company at the Annual General Meeting.
- 6.3 In view of the above, the Chairman declared:  
  
“THAT the Audited Financial Statements of the Company for the financial year ended 31 December 2024 together with the Directors’ Report and Auditors’ Report be taken as laid before the meeting pursuant to Section 340(1)(a) of the Companies Act 2016.”

**7. ORDINARY RESOLUTION 1  
PAYMENT OF DIRECTORS' FEES FOR THE FINANCIAL YEAR ENDED 31  
DECEMBER 2024**

7.1 Ordinary Resolution 1 was tabled before the meeting.

7.2 In accordance with the Directors' recommendation, the Ordinary Resolution 1 proposed below was moved:

"THAT the payment of Directors' fees of RM185,000 for the financial year ended 31 December 2024 be and is hereby approved."

7.3 Upon Ordinary Resolution 1 being duly proposed by Ms Puspadevi A/P Silvraj and seconded by Ms Gawri A/P Ramoo, the motion to approve the payment of Directors' fees of RM185,000 for the financial year ended 31 December 2024 would be voted by way of poll.

**8. ORDINARY RESOLUTION 2  
PAYMENT OF MEETING ALLOWANCES TO BE PAID TO DIRECTORS  
FROM 30 MAY 2025 UNTIL THE CONCLUSION OF THE NEXT ANNUAL  
GENERAL MEETING**

8.1 Ordinary Resolution 2 was tabled before the meeting.

8.2 In accordance with the Directors' recommendation, the Ordinary Resolution 2 proposed below was moved:

"THAT the payment of meeting allowances of RM300 per meeting per person payable to Directors from 30 May 2025 until the conclusion of the next Annual General Meeting of the Company be and is hereby approved."

8.3 Upon Ordinary Resolution 2 being duly proposed by En Fadzli bin Aziz and seconded by Ms Gu Chee Lan, the motion to approve the payment of meeting allowances of RM300 per meeting per person payable to Directors from 30 May 2025 until the conclusion of the next Annual General Meeting of the Company would be voted by way of poll.

**9. ORDINARY RESOLUTION 3  
RE-ELECTION OF MR TAN SIEW CHIN AS DIRECTOR PURSUANT TO  
CLAUSE 97 OF THE COMPANY'S CONSTITUTION**

9.1 Ordinary Resolution 3 was tabled before the meeting.

9.2 As the Chairman is a party related to Ordinary Resolution 3 and would therefore be interested in the proposed resolution, the Chairman invited Mr Ngiam Kee Tong to take over the Chair and put forth the motion to re-elect himself as Director of the Company pursuant to Clause 97 of the Company's Constitution.

9.3 In accordance with the Directors' recommendation, the Ordinary Resolution 3 proposed below was moved:

“THAT Mr Tan Siew Chin who retires by rotation pursuant to Clause 97 of the Company’s Constitution be and is hereby re-elected as Director of the Company.”

- 9.4 Upon Ordinary Resolution 3 being duly proposed by Ms Chet Pui Ling and seconded by Ms Puspadevi A/P Silvraj, the motion to re-elect Mr Tan Siew Chin as Director of the Company pursuant to Clause 97 of the Company’s Constitution would be voted by way of poll.

Mr Ngiam Kee Tong passed the chair back to the Chairman at this juncture to continue with the meeting.

**10. ORDINARY RESOLUTION 4  
RE-ELECTION OF MR TAN WEY CHUNG AS DIRECTOR PURSUANT TO  
CLAUSE 97 OF THE COMPANY’S CONSTITUTION**

- 10.1 Ordinary Resolution 4 was tabled before the meeting.

- 10.2 In accordance with the Directors’ recommendation, the Ordinary Resolution 4 proposed below was moved:

“THAT Mr Tan Wey Chung who retires by rotation pursuant to Clause 97 of the Company’s Constitution be and is hereby re-elected as Director of the Company.”

- 10.3 Upon Ordinary Resolution 4 being duly proposed by Ms Gawri A/P Ramoo and seconded by En Fadzli bin Aziz, the motion to re-elect Mr Tan Wey Chung as Director of the Company pursuant to Clause 97 of the Company’s Constitution would be voted by way of poll.

**11. ORDINARY RESOLUTION 5  
RE-ELECTION OF MS TAN PEY JEAN AS DIRECTOR PURSUANT TO  
CLAUSE 104 OF THE COMPANY’S CONSTITUTION**

- 11.1 Ordinary Resolution 5 was tabled before the meeting.

- 11.2 In accordance with the Directors’ recommendation, the Ordinary Resolution 5 proposed below was moved:

“THAT Ms Tan Pey Jean who retires by casual vacancy pursuant to Clause 104 of the Company’s Constitution be and is hereby re-elected as Director of the Company.”

- 11.3 Upon Ordinary Resolution 5 being duly proposed by Ms Gu Chee Lan and seconded by Ms Chet Pui Ling, the motion to re-elect Ms Tan Pey Jean as Director of the Company pursuant to Clause 104 of the Company’s Constitution would be voted by way of poll.

**12. ORDINARY RESOLUTION 6  
RE-APPOINTMENT OF AUDITORS**

- 12.1 Ordinary Resolution 6 was tabled before the meeting. The retiring Auditors, Messrs HLB Ler Lum Chew PLT have indicated their willingness to continue in office.
- 12.2 In accordance with the Directors' recommendation, the Ordinary Resolution 6 proposed below was moved:
- “THAT Messrs HLB Ler Lum Chew PLT who have indicated their willingness to continue in office as Auditors of the Company be and is hereby re-appointed as Auditors of the Company for the ensuing year at a remuneration to be fixed by the Directors.”
- 12.3 Upon Ordinary Resolution 6 being duly proposed by En Fadzli bin Aziz and seconded by Ms Gu Chee Lan, the motion to re-appoint Messrs HLB Ler Lum Chew PLT as Auditors of the Company for the ensuing year at a remuneration to be fixed by the Directors would be voted by way of poll.

**SPECIAL BUSINESS**

**13. ORDINARY RESOLUTION 7  
AUTHORITY TO ISSUE SHARES PURSUANT TO SECTION 75 AND  
SECTION 76 OF THE COMPANIES ACT 2016**

- 13.1 Ordinary Resolution 7 was tabled before the meeting.
- 13.2 In accordance with the Directors' recommendation, the Ordinary Resolution 7 proposed below was moved:
- “**THAT** pursuant to Section 75 and Section 76 of the Companies Act 2016 and subject always to the Constitution of the Company, the Main Market Listing Requirements and the approvals of the relevant governmental and/or regulatory authorities, if applicable, the Directors be and are hereby given full authority 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, in their absolute discretion, deem fit, provided that the aggregate number of shares issued pursuant to this resolution in any one financial year does not exceed 10% of the total number of issued shares (excluding treasury shares) of the Company for the time being **AND THAT** the Directors be and are hereby given full authority to obtain approval for the listing of and quotation for the additional shares so issued on Bursa Malaysia Securities Berhad **AND THAT** such authority shall continue to be in force until the conclusion of the next Annual General Meeting of the Company or at the expiry of the period within which the next Annual General Meeting is required to be held in accordance with the provisions of the Companies Act 2016, whichever is the earlier.
- THAT** pursuant to Section 85(1) of the Companies Act 2016 read together with Clause 54 of the Company's Constitution, approval be and is hereby given to waive the statutory pre-emptive rights conferred upon the existing

shareholders of the Company to be offered new shares of the Company which rank equally to the existing shares of the Company **AND THAT** the Board of Directors is exempted from the obligation to offer such new shares first to the existing shareholders of the Company in respect of the allotment and issuance of new shares pursuant to Section 75 and Section 76 of the Companies Act 2016.”

- 13.3 Upon Ordinary Resolution 7 being duly proposed by Ms Gawri A/P Ramoo and seconded by Ms Puspadevi A/P Silvraj, the motion to grant authority for Directors to issue and allot shares pursuant to Section 75 and Section 76 of the Companies Act 2016 would be voted by way of poll.

#### **14. ANY OTHER BUSINESS**

- 14.1 The Chairman informed the members that the Company did not receive any notice to transact any other business.

#### **15. QUESTION AND ANSWER SESSION**

- 15.1 As no notice has been received to transact any other business, the Chairman proceeded with the Q&A session. The Chairman invited questions from the members regarding the above agendas.
- 15.2 There was no question received from the members, the Chairman ended the Q&A session and continued with the polling for the Ordinary Resolutions as set out in the notice of meeting.

#### **16. POLLING SESSION**

- 16.1 The Chairman informed the members that he has been appointed to act as proxy for several members and he shall vote in accordance with the instructions given.
- 16.2 The Chairman declared the polling to commence immediately at 12.11 p.m. and invited all the members to cast their votes. All members were given five (5) minutes to submit their vote.

#### **17. ADJOURNMENT OF MEETING**

- 17.1 The Chairman announced the closure of the voting session at 12:16 p.m. and adjourned the meeting to enable the Poll Administrator and the Scrutineer to carry out their duties. The verification process was envisaged to take approximately 20 minutes.

#### **18. RE-CONVENING OF MEETING AND ANNOUNCEMENT OF RESULTS**

- 18.1 The meeting was re-convened at 1:15 p.m. for the announcement of the poll results by the Chairman.
- 18.2 The poll results were as follows:

Ordinary Resolutions	For		Against		Total Votes Present and Voted		Results
	No. of Votes	%	No. of Votes	%	No. of Votes	%	
Resolution 1	100,761,156	100.0000	0	0	100,761,156	100.0000	Carried
Resolution 2	100,761,046	99.9998	110	0.0001	100,761,156	100.0000	Carried
Resolution 3	761,156	100.0000	0	0	761,156	100.0000	Carried
Resolution 4	100,761,156	100.0000	0	0	100,761,156	100.0000	Carried
Resolution 5	100,761,156	100.0000	0	0	100,761,156	100.0000	Carried
Resolution 6	100,761,156	100.0000	0	0	100,761,156	100.0000	Carried
Resolution 7	100,761,156	100.0000	0	0	100,761,156	100.0000	Carried

18.3 The Chairman declared that all the resolutions as set out in the notice of meeting dated 30 April 2025 were duly passed by the members of the Company by way of poll at the Twenty-Second Annual General Meeting as follows:

**(a) Ordinary Resolution 1**

It was resolved that the payment of Directors' fees of RM185,000 for the financial year ended 31 December 2024 be and is hereby approved.

**(b) Ordinary Resolution 2**

It was resolved that the payment of meeting allowances of RM300 per meeting per person payable to Directors from 30 May 2025 until the conclusion of the next Annual General Meeting of the Company be and is hereby approved.

**(c) Ordinary Resolution 3**

It was resolved that Mr Tan Siew Chin who retires by rotation pursuant to Clause 97 of the Company's Constitution be and is hereby re-elected as Director of the Company.

**(d) Ordinary Resolution 4**

It was resolved that Mr Tan Wey Chung who retires by rotation pursuant to Clause 97 of the Company's Constitution be and is hereby re-elected as Director of the Company.

**(e) Ordinary Resolution 5**

It was resolved that Ms Tan Pey Jean who retires by casual vacancy pursuant to Clause 104 of the Company's Constitution be and is hereby re-elected as Director of the Company.

**(f) Ordinary Resolution 6**

It was resolved that Messrs HLB Ler Lum Chew PLT who have indicated their willingness to continue in office as Auditors of the Company be and is hereby re-appointed as Auditors of the Company for the ensuing year at a remuneration to be fixed by the Directors.

**(g) Ordinary Resolution 7**

It was resolved :

**THAT** pursuant to Section 75 and Section 76 of the Companies Act 2016 and subject always to the Constitution of the Company, the Main Market Listing Requirements and the approvals of the relevant governmental and/or regulatory authorities, if applicable, the Directors be and are hereby given full authority 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, in their absolute discretion, deem fit, provided that the aggregate number of shares issued pursuant to this resolution in any one financial year does not exceed 10% of the total number of issued shares (excluding treasury shares) of the Company for the time being **AND THAT** the Directors be and are hereby given full authority to obtain approval for the listing of and quotation for the additional shares so issued on Bursa Malaysia Securities Berhad **AND THAT** such authority shall continue to be in force until the conclusion of the next Annual General Meeting of the Company or at the expiry of the period within which the next Annual General Meeting is required to be held in accordance with the provisions of the Companies Act 2016, whichever is the earlier.

**THAT** pursuant to Section 85(1) of the Companies Act 2016 read together with Clause 54 of the Company's Constitution, approval be and is hereby given to waive the statutory pre-emptive rights conferred upon the existing shareholders of the Company to be offered new shares of the Company which rank equally to the existing shares of the Company **AND THAT** the Board of Directors is exempted from the obligation to offer such new shares first to the existing shareholders of the Company in respect of the allotment and issuance of new shares pursuant to Section 75 and Section 76 of the Companies Act 2016.

**19. CLOSE OF MEETING**

19.1 The meeting ended at 1:18 p.m. with a vote of thanks to the Chair.

CONFIRMED AS A CORRECT RECORD  
OF THE PROCEEDINGS THEREAT

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TAN SIEW CHIN  
CHAIRMAN