

**MINUTES OF THE SEVENTH ANNUAL GENERAL MEETING OF THE COMPANY
CONDUCTED FULLY VIRTUAL VIDE ONLINE MEETING PLATFORM USING
REMOTE PARTICIPATION AND VOTING FACILITIES AT
HTTPS://TIIH.ONLINE. ON WEDNESDAY, 8 JUNE 2022 AT 10.00 A.M.**

Present:

Directors

Dato' Mohd Zakhir Siddiqy bin Sidek	<i>(Independent Non-Executive Chairman)</i>
Tan Sri Ir. Kunasingam A/L V.Sittampalam	<i>(Executive Vice Chairman and Acting Group Chief Executive Officer)</i>
Datuk Ir. Teo Chok Boo	<i>(Executive Director)</i>
Puan Ir. Sharifah Azlina Bt. Raja Kamal Pasmah	<i>(Executive Director)</i>
Mr Ir. Prem Kumar A/L M Vasudevan	<i>(Executive Director)</i>
Dato' Sri Ir. Hj. Ismail bin Md.Salleh	<i>(Senior Independent Non-Executive Director)</i>
Mr Tai Keat Chai	<i>(Independent Non-Executive Director)</i>
Ms Vanessa A/P Santhakumar	<i>(Non-Independent Non-Executive Director)</i>

In Attendance

Ms Tan Ai Ning	<i>(Company Secretary)</i>
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By invitation

Mr Austin Wang Thee Kit	<i>(Senior Finance Manager)</i>
Mr Anandanayagam A/L Sharvanandan	<i>(General Manager, Corporate Communications)</i>
Encik Mohd Shahid Bin Zainol Abidin	<i>(Secretarial Manager)</i>
Mr Lam Shuh Siang	<i>(Representative from KPMG PLT, the External Auditors)</i>

The list of shareholders, proxies and invitees who participated in the Seventh Annual General Meeting (“**7th AGM**”) are set out in the Attendance Sheets and shall form an integral part of these Minutes.

CHAIRMAN

Dato' Mohd Zakhir Siddiqy bin Sidek, the Chairman of the Board of Directors presided as Chairman of the Meeting and welcomed all members, proxies and invitees to the 7th AGM. The Meeting noted that this AGM was conducted fully virtual vide online meeting platform using Remote Participation and Voting facilities at <https://tiih.online> which located in Malaysia and was in compliance with Section 327 of the Companies Act 2016 (“**the Act**”) and the

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provisions of the Constitution of the Company. All meeting participants including the Chairman of the meeting, board members, senior management and shareholders participated virtually in this AGM.

QUORUM

The Company Secretary, Ms Tan Ai Ning, confirmed that a quorum was present for the Meeting. With the requisite quorum being present, the Chairman called the Meeting to order at 10.00 a.m.

BOARD MEMBERS

The Chairman then proceeded to introduce the members of Board, the Senior Finance Manager and the Company Secretary to the shareholders and proxies.

NOTICE AND SUMMARY OF PROXIES RECEIVED

The Notice convening the Meeting, having been circulated in the prescribed period, was with the consent of the members present, taken as read. The Chairman then proceeded with the business of the 7th AGM.

As part of good governance, the Chairman informed that based on the report issued by the Poll Administrator of the Company, a total of 193 members, comprising shareholders, proxies and corporate representatives, that representing 103,316,573 ordinary shares or 20.84% of the total issued shares of the Company have registered for remote participation and voting (“**RPV**”) facilities to participate in this AGM.

The Chairman further informed that a total 46 proxy forms received from shareholders for a total of 328,202,137 ordinary shares representing 66.19% of the issued share capital of the Company. Out of those, there were 31 shareholders who have appointed the Chairman of the Meeting as proxy to vote on their behalf and the shares so represented were 210,932,341 ordinary shares representing 42.54% of the issued share capital of the Company.

POLLING

The Chairman informed the Meeting that pursuant to the requirements of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad (“**Bursa Securities**”), all resolutions set out in the Notice of the 7th AGM must be voted by poll. The Chairman thereafter demanded for a poll to be taken on all the resolutions set forth in the Notice of the 7th AGM pursuant to Clause 74 of the Constitution of the Company.

Shareholders and proxies were informed that the questions posed by the shareholders and proxies before and during the AGM via the RPV facilities will be addressed after all the resolutions set out in the Notice of AGM had been tabled.

The Chairman further informed that the Company had appointed Tricor Investor & Issuing House Services Sdn Bhd to conduct the poll voting electronically and BDO Consulting Sdn

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Bhd as the Scrutineer to verify the poll results. The results of the poll voting will be announced after the Scrutineer verified the poll results upon closure of the voting session.

Shareholders were also informed that voting on the resolutions could be done at any time throughout the meeting until the closure of the voting session. The process of voting using the RPV facilities and the hotline number for support were shared by Poll Administrator vide video presentation.

AS ORDINARY BUSINESS

1. AUDITED FINANCIAL STATEMENTS (“AFS”) FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2021 TOGETHER WITH THE DIRECTORS’ AND AUDITORS’ REPORTS THEREON

The Chairman informed the Meeting that the AFS for the financial year ended 31 December 2021 together with the Directors’ and Auditors’ Report were meant for discussion only as the provision of Section 340(1)(a) of the Act does not require a formal approval of the shareholders.

It was recorded that the AFS for the financial year ended 31 December 2021 together with the Directors’ and the Auditors’ Reports thereon were properly laid and had been duly received.

At the invitation of the Chairman, Tan Sri Ir. Kunasingam A/L V.Sittampalam (“**Tan Sri Kuna**”), the Acting Group Chief Executive Officer and Mr Austin Wang Thee Kit, the Senior Finance Manager of the Company gave a brief overview on the key highlight, financial highlights for the financial year ended 31 December 2021, operational highlights, tender book, future prospects, overall growth and future strategy.

After the presentation, it was recorded that the AFS of the Company for the financial year ended 31 December 2021 together with the Directors’ and Auditors’ Reports thereon had been duly received and adopted by the shareholders.

2. PAYMENT OF DIRECTORS’ FEES PAYABLE TO THE NON-EXECUTIVE DIRECTORS OF THE COMPANY

Ordinary Resolution 1 is to approve the Directors’ Fees payable to the Non-Executive Directors of the Company up to an amount of RM396,000.00 from this AGM until the next AGM of the Company. The interested Directors have abstained from voting on the resolution.

3. PAYMENT OF DIRECTORS’ BENEFITS PAYABLE TO THE DIRECTORS OF THE COMPANY

Ordinary Resolution 2 is to approve the payment of Directors’ benefits (excluding Directors’ Fees) payable to the Directors of the Company and its subsidiaries up to an

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amount of RM126,000.00 from this AGM until the next AGM of the Company. The interested Directors have abstained from voting on the resolution.

4. RE-ELECTION OF DATO' MOHD ZAKHIR SIDDIQY BIN SIDEK

Ordinary Resolutions 3 is on the re-election of Dato' Mohd Zakhir Siddiqy Bin Sidek who retires as Director of the Company pursuant to Clause 93 of the Constitution of the Company and being eligible, has offered himself for re-election.

5. RE-ELECTION OF IR. PREM KUMAR A/L M VASUDEVAN

Ordinary Resolutions 4 is on the re-election of Ir. Prem Kumar A/L M Vasudevan who retires as Director of the Company pursuant to Clause 93 of the Constitution of the Company and being eligible, has offered himself for re-election.

6. RE-ELECTION OF TAI KEAT CHAI

Ordinary Resolutions 5 is on the re-election of Tai Keat Chai who retires as Director of the Company pursuant to Clause 99 of the Constitution of the Company and being eligible, has offered himself for re-election.

7. RE-APPOINTMENT OF KPMG PLT AS EXTERNAL AUDITORS OF THE COMPANY

Ordinary Resolution 6 is on the re-appointment of KPMG PLT as Auditors of the Company for the financial year ending 31 December 2022 and to authorise the Directors to fix their remuneration.

AS SPECIAL BUSINESS**8. AUTHORITY TO ISSUE AND ALLOT SHARES**

Ordinary Resolution 7 is under Special Business to seek shareholders' approval of a general mandate for issuance of shares by the Company under Section 76 of the Act. The mandate, if passed, will provide flexibility for the Company and empower the Directors to allot and issue new shares speedily in the Company up to an amount not exceeding in total 10% of the total number of issued shares of the Company for purpose of funding the working capital or strategic development of the Group.

QUESTIONS AND ANSWERS

The Company has received few questions from shareholders prior to and during the AGM via query box. The shareholders and proxies were informed that due to time constraints, the Board would summarise the questions that have covered earlier during the presentation and similar questions received would be moderated to avoid repetition. The salient issues raised were as follows:-

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1. The first query from shareholder pertaining to the impact to business operation cost due to implementation of minimum wage regulation, to which Tan Sri Kuna responded that the Group started off well for the year 2022 as the Group had secured RM76 million worth of projects and expects to gain momentum this year, hence no impact is expected to business operation cost.
2. To the next query on the cost spent for this virtual AGM, Tan Sri Kuna replied that it costs approximately RM30,000.00. In regard to the second part of the query on distribution of e-vouchers to shareholders, Tan Sri Kuna expressed his utmost appreciation to shareholders who attended this AGM and he further elaborated that the Company had made extensive preparations for ensuring this virtual AGM successful, especially in pertinent matters of presenting resolutions, facilitating questions and answers as well as voting process. Tan Sri Kuna took note on the suggestion of shareholder and will consider distributing e-voucher if the circumstances allow in the future.

VOTING

After having addressed all the questions raised, the Chairman proceeded to inform the Meeting to proceed with voting and that the verification of the votes would take approximately 20 minutes. The Chairman placed on record that several shareholders have appointed him to be their proxy and will vote according to their instructions.

The Chairman informed that the outcome of the poll would be announced after a short break as it would take some time for the Scrutineers to tabulate the results of the poll. The AGM was then adjourned at 11.00 a.m. for the shareholders and proxies to cast their votes.

POLL RESULTS

The Chairman called the Meeting to order at 11.22 a.m. and the results are as follows:-

Ordinary Resolution 1	Votes in favour		Votes against		Results
	No. of shares	%	No. of shares	%	
Approval of the payment of Directors' Fees payable to the Non-Executive Directors of the Company up to an amount of RM396,000.00 from this AGM until the next AGM of the Company.	329,393,062	99.9830	55,958	0.0170	Accepted

It was RESOLVED:-

That the payment of Directors' Fees payable to the Non-Executive Directors of the Company up to an amount of RM396,000.00 from this AGM until the next AGM of the Company be and is hereby approved.

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Ordinary Resolution 2	Votes in favour		Votes against		Results
	No. of shares	%	No. of shares	%	
Approval of the payment of Directors' benefits (excluding Directors' Fees) payable to the Directors of the Company and its subsidiaries up to an amount of RM126,000.00 from this AGM until the next AGM of the Company.	149,659,157	99.9622	56,599	0.0378	Accepted

It was RESOLVED:-

That the payment of Directors' benefits (excluding Directors' Fees) payable to the Directors of the Company and its subsidiaries up to an amount of RM126,000.00 from this AGM until the next AGM of the Company be and is hereby approved.

Ordinary Resolution 3	Votes in favour		Votes against		Results
	No. of shares	%	No. of shares	%	
Re-election of Dato' Mohd Zakhir Siddiqy Bin Sidek as Director.	329,595,112	99.8671	438,658	0.1329	Accepted

It was RESOLVED:-

That Dato' Mohd Zakhir Siddiqy Bin Sidek who retired pursuant to Clause 93 of the Constitution of the Company be and is hereby re-elected as Director of the Company.

Ordinary Resolution 4	Votes in favour		Votes against		Results
	No. of shares	%	No. of shares	%	
Re-election of Ir. Prem Kumar A/L M Vasudevan as Director.	330,025,512	99.9973	8,758	0.0027	Accepted

It was RESOLVED:-

That Ir. Prem Kumar A/L M Vasudevan who retired pursuant to Clause 93 of the Constitution of the Company be and is hereby re-elected as Director of the Company.

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Ordinary Resolution 5	Votes in favour		Votes against		Results
	No. of shares	%	No. of shares	%	
Re-election of Tai Keat Chai as Director.	328,230,612	99.4536	1,803,158	0.5464	Accepted

It was RESOLVED:-

That Tai Keat Chai who retired pursuant to Clause 99 of the Constitution of the Company be and is hereby re-elected as Director of the Company.

Ordinary Resolution 6	Votes in favour		Votes against		Results
	No. of shares	%	No. of shares	%	
Re-appointment of KPMG PLT as External Auditors of the Company.	330,025,612	99.9974	8,658	0.0026	Accepted

It was RESOLVED:-

That the re-appointment of KPMG PLT as External Auditors of the Company for the financial year ending 31 December 2022 be and is hereby approved at a fee to be determined by the Directors.

Ordinary Resolution 7	Votes in favour		Votes against		Results
	No. of shares	%	No. of shares	%	
Authority under Section 76 of the Companies Act 2016 for the Directors to allot and issue shares.	330,020,712	99.9959	13,558	0.0041	Accepted

It was RESOLVED:-

That pursuant to Section 76 of the Companies Act 2016, the Directors be and are hereby authorised to allot and issue shares in the Company at any time until the conclusion of the next Annual General Meeting 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 number of issued shares of the Company for the time being, subject always to the approval of all relevant regulatory bodies being obtained for such allotment and issuance.

CONCLUSION

The Chairman expressed his appreciation to shareholders, proxies and corporate representatives who have participated at this AGM. There being no other business to be transacted, the Chairman declared the AGM closed at 11.25 a.m.

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SIGNED AS A CORRECT RECORD

A handwritten signature in black ink, appearing to be 'Jhl', is written above a dashed horizontal line.

CHAIRMAN