

JOE HOLDING BERHAD
Registration No. 199901018997 (493897-V)
(Incorporated in Malaysia)

Minutes of the Extraordinary General Meeting (“EGM” or “Meeting”) of **JOE HOLDING BERHAD** (the “**Company**”) conducted on a virtual basis through live streaming and online remote participation and voting from the Broadcast Venue at Lot 4.1, 4th Floor, Menara Lien Hoe, No. 8, Persiaran Tropicana, Tropicana Golf & Country Resort, 47410 Petaling Jaya, Selangor Darul Ehsan, Malaysia, on **Friday, 6 October 2023 at 11.00 a.m.**

DIRECTORS’ PRESENT : Mr. Koo Kien Yoon – Meeting Chairman
Mr. Tang Boon Koon
Mr. Yee Yit Yang
Datuk Salmah Hayati binti Ghazali

MEMBERS PRESENT : As per attendance list

BY INVITATION : Guests as per attendance list

IN ATTENDANCE : Ms. Wong Yuet Chyn – Company Secretary

NOTICE

Mr. Koo Kien Yoon (“**Mr. Koo**”) took the Chair and welcomed the shareholders to the EGM of the Company. He called the Meeting to order at 11.00 a.m., and then introduced the Board of Directors (“**Board**”) members and Company Secretary to the shareholders.

The Meeting Chairman informed that as at 4 October 2023, there were 37 members/proxies registered to attend the EGM and there were 13 members/proxies joined the EGM held on 6 October 2023 as at 11.00 a.m. As informed by the Company Secretary that there being a quorum present, the Meeting Chairman declared the Meeting duly convened.

The Meeting Chairman notified that the Notice convening the EGM had been sent to all the shareholders and the said Notice was advertised on 14 September 2023 in accordance with the Company’s Constitution. He proposed that the Notice be taken as read.

The Meeting Chairman informed that voting at the EGM would be conducted via a poll in accordance with Paragraph 8.29A(1) of the Main Market Listing Requirements (“**MMLR**”) of Bursa Malaysia Securities Berhad (“**Bursa Securities**”). For this purpose, the Meeting Chairman has exercised his right as the Chairman of the Meeting to demand for a poll in accordance with the Company’s Constitution in respect of all resolutions which would be put for voting at the Meeting. The polling will be conducted electronically via the remote participation and voting facility provided by InsHub Sdn. Bhd. and voting session will commence from 11.00 a.m. until the announcement of the end of voting session by the Meeting Chairman. In this respect, the Share Registrar, Workshire Share Registration Sdn. Bhd. (“**Workshire**”) had been appointed the Poll Administrator and SharePolls Sdn. Bhd. was appointed as the Scrutineer for the poll voting exercise.

The Meeting Chairman informed that the Board will deal with the shareholders’ questions after the deliberations of all the agenda. The Board will try their best to address all the questions by email as earliest as possible after the Meeting if the Board was unable to address all the questions from shareholders and/or proxies during the Meeting.

The Meeting Chairman then proceeded to the agendas of the Meeting.

ORDINARY RESOLUTION

PROPOSED CONSOLIDATION OF EVERY 10 EXISTING ORDINARY SHARES IN JOE (“JOE SHARE(S)” OR “SHARE(S)”) INTO 1 JOE SHARE (“CONSOLIDATED SHARE”) (“PROPOSED SHARE CONSOLIDATION”)

Ordinary Resolution on Proposed Share Consolidation.

Meeting Chairman then proceeded with the Question and Answer (“**Q&A**”) session for the Board and Management of the Company (“**Management**”) to deal with the questions from the shareholders.

The following questions was raised by shareholders and the responses made by the Board and Management:

Q&A

Question 1

Teh Peng Tin

How much does the Company spend on this virtual EGM?

Response to Question 1

Meeting Chairman

It was cost about RM10,000 to RM12,000.

Question 2

Teh Peng Tin

May I know the rationale of this proposal?

Response to Question 2

Meeting Chairman

Please refer to page no. 6, point no. 3 of the circular to shareholders dated 14 September 2023 for the rationale of the Proposed Share Consolidation.

Question 3

See Han Chow

Does the Company consider to implement rights issue exercise after the Proposed Share Consolidation?

Response to Question 3

Meeting Chairman

The Board has no intention to implement any rights issue at the moment. If so, the Company will update shareholders.

After dealt with the questions from the members/proxies, Meeting Chairman urged the shareholders and/or proxies who have yet to submit their votes, the Meeting allocated another 5 minutes for them to complete casting their votes.

Meeting Chairman then adjourned the Meeting for 15 minutes to 30 minutes for the poll votes to be counted by the Poll Administrator in the presence of the appointed Scrutineer.

The Meeting resumed, Meeting Chairman mentioned that the Scrutineer have completed the verification of poll results and the results are shown on the screen as follow:

RESOLVED:

“**THAT** subject to the approvals of all relevant authorities and/ or parties being obtained (where required), approval be and is hereby given to the Board of Directors of the Company (“**Board**”) to consolidate 10 existing Shares held by the shareholders of JOE, whose names appear in the Company’s record of depositors of the Company at the close of business on a book closure date to be determined later for the Proposed Share Consolidation (“**Entitlement Date**”) into 1 Consolidated Share;

THAT fractional entitlements for the Shares arising from the Proposed Share Consolidation, if any, will be disregarded and/ or dealt with by the Board in such manner at its absolute discretion as it may deem fit or expedient and in the best interest of the Company;

THAT such Consolidated Shares shall, upon allotment and issuance, rank equally in all respects with one another following the completion of the Proposed Share Consolidation;

AND THAT the Board be and is hereby authorised to do all acts, deeds and things as may be required to give full effect to the Proposed Share Consolidation with full powers to assent to any conditions, modifications, variations and/or amendments in any manner as may be required or imposed by any relevant authorities and to take all such steps and do all acts and things as the Board may deem fit or expedient to implement, finalise and give full effect to the Proposed Share Consolidation.”

RESULT OF THE POLL VOTES ON THE RESOLUTION TABLED AT THE EGM ON 6 OCTOBER 2023:

Resolution	Voted For			Voted Against			Results
	No. of Shareholders	No. of shares	%	No. of Shareholders	No. of shares	%	
Ordinary Resolution Proposed Share Consolidation	12	297,833,453	99.8190	13	540,001	0.1810	Accepted

TERMINATION

There being no other business the Meeting terminated at 11.35 a.m. with a vote of thanks to the Chair.

C O N F I R M E D

KOO KIEN YOON
Chairman of the Meeting

Date: 6 October 2023