

OSK VENTURES INTERNATIONAL BERHAD

[Registration No. 200301033696 (636117-K)]

(Incorporated in Malaysia)

MINUTES OF THE 19TH ANNUAL GENERAL MEETING OF THE COMPANY HELD ON A VIRTUAL BASIS VIA REMOTE PARTICIPATION AND VOTING FACILITIES AT THE BROADCAST VENUE AT BOARD ROOM, 22ND FLOOR, PLAZA OSK, JALAN AMPANG, 50450 KUALA LUMPUR, WILAYAH PERSEKUTUAN ON MONDAY, 17 APRIL 2023 AT 2:30 P.M.

DIRECTORS PRESENT AT BROADCAST VENUE	: Mr. Leong Keng Yuen (<i>Independent Non-Executive Chairman</i>) Ms. Ong Yee Min (<i>Executive Director/Chief Executive Officer</i>) Dr. Ngo Get Ping (<i>Senior Independent Non-Executive Director</i>) Dato' Thanarajasingam Subramaniam (<i>Independent Non-Executive Director</i>) Puan Mazidah Binti Abdul Malik (<i>Independent Non-Executive Director</i>)
MEMBERS	: As per Attendance List
PROXY HOLDERS	: As per Attendance List
INVITEES	: As per Attendance List
IN ATTENDANCE AT BROADCAST VENUE	: Ms. Yeow Sze Min (<i>Company Secretary</i>) Ms. Ong Shew Sze (<i>Head of Finance</i>) Ms. Ng Sue Ean (<i>representing Messrs. Ernst & Young PLT</i>)

1.0 WELCOMING ADDRESS BY THE CHAIRMAN OF THE BOARD OF DIRECTORS

- 1.1 Mr. Leong Keng Yuen (“**Mr. Leong**” or “**the Chairman**”) welcomed and thanked all shareholders and proxies for participating in the Nineteenth Annual General Meeting of the Company (“**19th AGM**” or “**the Meeting**”) remotely from their respective locations.

2.0 INTRODUCTION OF PERSONS PRESENT

- 2.1 The Chairman then introduced all the Directors, the Company Secretary, the Head of Finance and the representative of the Auditors of the Company.

3.0 QUORUM

- 3.1 There being requisite quorum pursuant to Clause 68 of the Company’s Constitution, the Chairman then declared the Meeting duly convened.

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- 3.2 The Chairman also informed that the 10 April 2023 Record of Depositors was used for the 19th AGM.

4.0 NOTICE

- 4.1 The Notice convening the Meeting having been circulated within the prescribed period was, with the permission of the Meeting, taken as read.

5.0 PROCEEDINGS

- 5.1 Ms. Yeow Sze Min, the Company Secretary, briefed that the Meeting would first be taken through each item of the Agenda, followed by the question-and-answer session (“**Q&A session**”) to respond to the questions submitted by shareholders and proxies. As stipulated by the Securities Commission Malaysia, shareholders and proxies could rely on real time submission of typed texts to exercise their rights to speak or communicate in the Meeting. This could be done by submitting questions in relation to the items in the Agenda through the text box below the live stream player within the same e-Portal page. The question asked would be shown on screen as each was answered.

- 5.2 The Meeting was informed that the voting module had been made accessible to all shareholders and proxies to cast and submit their votes from the start of the Meeting and would continue to be accessible for an additional 10 minutes after the end of the Q&A session.

- 5.3 The Meeting was also informed that the Chairman would be voting as proxy to the shareholders who had appointed him to vote on their behalf, in accordance with their voting instructions, where indicated.

- 5.4 The Meeting was further informed that SS E Solutions Sdn. Bhd. was the appointed Poll Administrator while Commercial Quest Sdn. Bhd. was the appointed Independent Scrutineer to verify the results of the poll voting. A step-by-step video guide on the online voting module within the e-Portal was then played.

6.0 VOTING PROCEDURES AND PRESENTATION ON OVERALL PERFORMANCE OF THE COMPANY

- 6.1 The Chairman exercised his right as the Chairman of the Meeting to request for a poll in respect of all resolutions put forth at the Meeting in accordance with Section 330 of the Companies Act 2016 and in compliance with the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad, where all resolutions which are put forth for voting at the Meeting shall be conducted by way of poll.

- 6.2 The Chairman informed that each attendee of the Meeting would receive two (2) units of Heal Breakfast Protein Bars from the Company’s venture capital investee, limited to delivery within Peninsular Malaysia.

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6.3 Before proceeding to the first item on the Agenda, the Chairman invited Ms. Ong Yee Min ("**Ms. Amelia**") to brief on the overall performance of the Company for the financial year ended 31 December 2022 ("**FYE 2022**"), as follows:

6.3.1 Executive Summary

- The Company continued its strategic direction of focusing on expanding its private investment portfolio while moving away from public equities amidst the volatile market environment during the third quarter of FYE 2022.
- The Company registered a net profit of RM19.0 million for FYE 2022 predominantly due to portfolio revaluation gains.
- With the strong net profit recorded, the Board had proposed a final single-tier dividend of 2 sen per share.
- The Company achieved a compound annual growth rate of 46% for its net profit over a 4-year horizon period from year 2019 to 2022.
- The Company increased its alignment with the United Nations Principles for Responsible Investment.
- Shareholders' fund grew 7% year-on-year to RM228.4 million as at the end of FYE 2022.
- Private portfolio value increased 36% year-on-year to RM220.6 million.
- The Company recorded a strong earnings per share of 9.67 sen with a dividend yield of 3.85%.

6.3.2 Operations Review and Financial Performance for FYE 2022

- The Company welcomed 6 new additions to its private investment portfolio.
- The total portfolio value for private investment as at the end of FYE 2022 was RM220.6 million across 33 portfolio companies.
- 61% of the portfolio companies have diverse gender representation in the Senior Management teams, with 39% of them still having a singular gender. The Company is committed to work towards growing the diversity ratio on an annual basis.
- As at 31 December 2022, the Company had 65% United States Dollars ("**USD**") exposure, followed by a 16% exposure in Malaysian Ringgit ("**MYR**"), a 13% exposure in Singapore Dollar and a 6% exposure in Pound Sterling.
- Despite the volatile economic backdrop to the Company's business, the Company posted a profit after tax amounting to RM19.0 million for FYE 2022.
- The Company also recorded an operating income amounting to RM23.4 million for FYE 2022 as compared to RM33.3 million in the preceding financial year. The operating income was mainly contributed by the fair value gains from its private investment portfolio, followed by dividend income and interest income.
- The net assets per share attributable to equity owners of the Company had grown by 30% from a 5-year financial overview and the Company aim to continue strengthening this growth with the launch of new funds.

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6.3.3 Economic + Environment, Social and Governance (“ESG”) Updates

- As a responsible investment company, the Company believed that value creation should be driven not only through efficient deployment of capital to deliver optimum risk adjusted returns for its shareholders, but also in a way that supports and gives rise to meaningful change in the society. As such, the Company tracked its impact through the following metrics:-
 - (i) Economic – Funding the Future
 - (ii) Environmental – Conserving the Environment
 - (iii) Social – Diversity, Equity and Inclusion
 - (iv) Governance – Ethical and Transparent
- The Company emphasised the importance of optimising its output, i.e. the value created for OSKVI and its stakeholders, with different forms of capital, including human capital, financial capital, intellectual capital, social and relationship capital and natural capital.
- In FYE 2022, the Company's portfolio generated 5,098 job opportunities and a collective revenue of RM1.6 billion from the portfolio companies, exhibiting an average growth rate of 51%.
- The Company had been proactive in adding an ESG lens in its investment cycle since 2021 with ESG performance as part of its investment decisions and adopted negative screening in its investment due diligence.
- The Company had a gender diversity rate of 58% females to 42% males, with 40% female representation at the Board level. Among its portfolio, 61% of the portfolio companies had diverse gender representation within their Senior Management teams.
- In 2022, the Company also participated in community work and supported entrepreneurship efforts to encourage industry growth by supporting YouthStart, a national program for B40 teenagers organised by Pusat Kreatif Kanak-Kanak Tuanku Bainun, and KapitalX Venture Fellowship, a program to increase exposure towards growing venture capital talent in Malaysia.

7.0 AUDITED FINANCIAL STATEMENTS FOR FYE 2022 TOGETHER WITH THE REPORTS OF THE DIRECTORS AND THE AUDITORS THEREON (“2022 AFS”)

7.1 The Chairman then proceeded with the first item on the Agenda, which was to receive the 2022 AFS.

7.2 The Meeting noted that formal approval from shareholders was not required for this item on the Agenda pursuant to Section 340(1)(a) of the Companies Act 2016 and hence, the 2022 AFS was not put forward for voting. The Chairman declared the 2022 AFS duly received.

8.0 RESOLUTION 1

- **APPROVAL OF THE DECLARATION OF A FINAL SINGLE-TIER DIVIDEND OF 2.0 SEN PER ORDINARY SHARE IN RESPECT OF FYE 2022**

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8.1 The Chairman informed that the second item on the Agenda, which was in relation to Resolution 1, was to approve the declaration of a final single-tier dividend of 2.0 sen per ordinary share in respect of FYE 2022.

8.2 The Meeting noted that the entitlement date was revised from 21 April 2023 to 26 April 2023 as advised by Bursa Malaysia Securities Berhad in view of the possibility of an earlier Hari Raya.

9.0 RESOLUTION 2

- APPROVAL OF THE PAYMENT OF DIRECTORS' FEES OF RM145,663.00 TO THE NON-EXECUTIVE DIRECTORS FOR FYE 2022

9.1 The Chairman informed that the next item on the Agenda, which was in relation to Resolution 2, was to approve the payment of directors' fees of RM145,663.00 to the Non-Executive Directors for FYE 2022.

10.0 RESOLUTION 3

- APPROVAL OF THE PAYMENT OF DIRECTORS' FEES TO THE NON-EXECUTIVE DIRECTORS FOR THE FINANCIAL YEAR ENDING 31 DECEMBER 2023 UNTIL THE NEXT ANNUAL GENERAL MEETING OF THE COMPANY ("AGM")

10.1 The Chairman informed that the next item on the Agenda, which was in relation to Resolution 3, was to approve the payment of Directors' fees to the Non-Executive Directors for the financial year ending 31 December 2023 until the next AGM.

11.0 RESOLUTION 4

- APPROVAL OF THE PAYMENT OF DIRECTORS' BENEFITS UP TO AN AMOUNT OF RM70,000.00 TO THE NON-EXECUTIVE DIRECTORS OF THE COMPANY FROM 18 APRIL 2023 UNTIL THE AGM

11.1 The Chairman informed that the next item on the Agenda, which was in relation to Resolution 4, was to approve the payment of Directors' benefits up to an amount of RM70,000.00 to the Non-Executive Directors of the Company from 18 April 2023 until the next AGM.

11.2 The Chairman further informed that the total estimated amount of Directors' benefits payable was calculated based on the number of scheduled Board and Board Committee meetings from the day after the 19th AGM until the next AGM.

12.0 RESOLUTION 5

- RE-ELECTION OF PUAN MAZIDAH BINTI ABDUL MALIK ("PUAN MAZIDAH") AS A DIRECTOR OF THE COMPANY

12.1 The Chairman informed that the next item on the Agenda, which was in relation to Resolution 5, was to re-elect Puan Mazidah as Director of the Company as she was

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due to retire by rotation in accordance with Clause 112 of the Company's Constitution, and being eligible, had offered herself for re-election.

- 12.2 The Chairman highlighted that he was due to retire by rotation in accordance with Clause 107 of the Company's Constitution. However, he informed that he had decided not to seek for re-election as his term of office as an Independent Director has exceeded the nine (9) year term limit pursuant to Practice 5.3 of the Malaysia Code on Corporate Governance. Consequently, he will retain his office only until the conclusion of the 19th AGM and will retire thereafter.
- 12.3 The Chairman further informed that Dr. Ngo Get Ping and Dato' Thanarajasingam Subramaniam, the Independent Non-Executive Directors of the Company, have also exceeded the nine (9) year term limit and will retire after the 19th AGM.
- 12.4 The Meeting noted that two additional Independent Directors will be appointed to the Board to work alongside Puan Mazidah to provide the checks and balances as well as contributing their diverse skills and experience. In addition, a new Non-Executive Chairman would also be appointed. The announcements pertaining to the appointment of the new Directors were expected to be made by the end of the day.

13.0 RESOLUTION 6

**- RE-APPOINTMENT OF MESSRS. ERNST & YOUNG PLT AS THE
COMPANY'S AUDITORS FOR THE ENSUING YEAR AND TO AUTHORISE
THE BOARD OF DIRECTORS TO FIX THEIR REMUNERATION**

- 13.1 The Chairman informed that the next item on the Agenda, which was in relation to Resolution 6, was to re-appoint Messrs. Ernst & Young PLT as the Company's Auditors for the ensuing year and to authorise the Board of Directors' to fix their remuneration.
- 13.2 The Chairman further informed that Ernst & Young PLT had indicated their willingness to continue in office as the Company's Auditors.
- 13.3 The Chairman also informed that the Audit Committee and the Board had reviewed Ernst & Young PLT's performance as the Company's Auditors for the past financial year and were satisfied with their independence and performance as External Auditors of the Company.

14.0 SPECIAL BUSINESS

RESOLUTION 7

**- APPROVAL OF THE ORDINARY RESOLUTION IN RESPECT OF THE
AUTHORITY TO ISSUE SHARES PURSUANT TO THE COMPANIES ACT 2016
AND WAIVER OF PRE-EMPTIVE RIGHTS**

- 14.1 The Chairman informed that the next item on the Agenda, which was in relation to Resolution 7, was to approve the Ordinary Resolution in respect of the authority to issue shares pursuant to the Companies Act 2016 and waiver of pre-emptive rights.

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- 14.2 The Chairman further informed that the proposed adoption of this Ordinary Resolution was primarily to give flexibility to the Board of Directors to issue and allot shares at any time to such persons in their absolute discretion without convening a general meeting (subject to relevant regulatory approvals), provided that the aggregate number of shares issued does not exceed 10% of the total number of issued shares of the Company for the time being.
- 14.3 The Meeting noted that pursuant to Section 85(1) of the Companies Act 2016 read together with Clause 47 of the Company's Constitution, shareholders have pre-emptive rights to be offered any new shares in the Company which rank equally to the existing issued shares in the Company or other convertible securities. The Meeting also noted that the proposed adoption will also mean that the shareholders of the Company waive their statutory pre-emptive rights to be offered any new shares of the Company ranking equally to the existing issued shares arising from any issuance of new shares in the Company.

15.0 SPECIAL BUSINESS

RESOLUTION 8

- APPROVAL OF THE ORDINARY RESOLUTION IN RESPECT OF THE PROPOSED RENEWAL OF AUTHORITY FOR THE COMPANY TO PURCHASE ITS OWN SHARES

- 15.1 The Chairman informed that the next item on the Agenda, which was in relation to Resolution 8, was to approve the Ordinary Resolution in respect of the proposed renewal of authority for the Company to purchase its own shares.
- 15.2 The Chairman further informed that proposed adoption of this Ordinary Resolution is to allow the Company to purchase the Company's shares up to 10% of the total number of issued shares of the Company by utilising the funds allocated which shall not exceed the aggregate of the retained profits of the Company. Shareholders were directed to refer to the Share Buy-Back Statement dated 17 March 2023 for further information.

16.0 ANY OTHER ORDINARY BUSINESS

- 16.1 The Meeting was advised that there was no notice of any other business received.

17.0 Q&A SESSION

- 17.1 The following questions were received during the Meeting and answered:

17.1.1 Question from Ms. Lee Su Jane

Ms. Lee Su Jane's question was as follows:

"Congratulations on the healthy net profit numbers. I would like to know why did your profit after tax reduce to RM19 million (year-on-year) if your private

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portfolio value increased by 36% to RM220 million? How do you think you will do in the coming years with the economic downturn?"

Ms. Amelia expressed her gratitude for the kind congratulations and explained that the profit after tax of RM19 million was the result of the Company's income, which included fair value gains on financial assets, interest income, and dividend income, net of expenses. On the other hand, the 36% increase in the private investment portfolio value was attributable to the additional investments made throughout the year, along with fair value gains, and minus disposals of investment assets. As such, both data sets differed. The Board and Management had taken into consideration the economic downturn and potential further weakening of the markets. The Company had also stress-tested its portfolio as part of its quarterly risk management efforts, and the data demonstrated its resilience, given the Company's prudent approach to investment entry costs and transaction structuring. Ms. Amelia assured that the Company would continue to carefully monitor the markets for opportunities and maintained cautious optimism for the years ahead.

17.1.2 Question from Mr. Lau Chuan Hooi

Mr. Lau Chuan Hooi's question was as follows:

"May I know, what is the company's future outlook? Will the Board consider giving door gift such e-voucher or e-wallets for those participating in this AGM as a token of appreciation?"

Ms. Amelia commented that the question relating to the future outlook of the Company had been addressed in the earlier question. As a gesture of appreciation, attendees of this 19th AGM would be eligible to redeem and receive two (2) units of Heal Breakfast Protein Bars. Heal Nutrition is also one of the portfolio companies under the Company. Eligible attendees would receive a notification via email from the Company containing the relevant details of the redemption process after this 19th AGM.

17.1.3 Question from Ms. Eda Liew Yen Yen

Ms. Eda Liew Yen Yen's question was as follows:

"Good afternoon. Why did your shareholders' funds grow by 7% only when you have made RM19 million profit in 2022?"

Ms. Amelia clarified that the 7% growth was the result of the RM19 million profit after deducting the proposed dividend payout of RM3.9 million. The dividend payout would reduce the shareholders' funds; however, the Company was committed to paying dividends as part of its shareholder return efforts.

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17.1.4 Question from Ms. Eda Liew Yen Yen

Ms. Eda Liew Yen Yen's question was as follows:

"What is your 3-year return on equity ("**ROE**") trend?"

Ms. Amelia informed that the Company's returns were influenced by market conditions and the performance of its portfolio, as the Company revalue its public equity assets daily and its private equity assets on a monthly basis. During the Covid-19 pandemic outbreak in 2020, the Company's ROE was 2% due to the slump in public equity market pricing, and it has since improved to 14% in 2021 and 8% in 2022.

17.1.5 Question from Ms. Lim Phey Yee

Ms. Lim Phey Yee's question was as follows:

"There seems to be some noise around geopolitical risks and the potential weakening of USD against other currencies. If the USD weakens against Malaysian Ringgit ("**MYR**") by 10% in the coming financial year, how will your financials be affected?"

Ms. Amelia informed that as of 31 December 2022, the Company's USD currency exposure was at 65% within its portfolio. Thus, a 10% movement would translate to a RM14.6 million loss on the Company's MYR base currency. The Company viewed currency risk as part of its business risk and was unable to hedge it due to the nature of the underlying asset. Instead, the Company aimed to ensure that the underlying asset, in this case, the portfolio companies, would experience a growth rate higher than the potential 10% rate to offset the risk. On average, the Company's portfolio growth is 40% to 50% year-on-year.

17.1.6 Question from Mr. Teh Kian Lang

Mr. Teh Kian Lang's question was as follows:

"What is the strategy in the next 6 to 12 months?"

Ms. Amelia informed that the Company would continue to focus on companies that are revenue-generating, exhibit high growth, and have strong founders and management teams that launch purposeful products and services using a scalable business model. The Company also continue to work on exiting existing portfolio companies that have matured and are suitable for an exit position.

17.1.7 Question from Mr. Teh Kian Lang

Mr. Teh Kian Lang's question was as follows:

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“Will 2023 be a better year than 2022 or will it be worse due to the numerous ongoing challenges?”

Ms. Amelia informed that the Management had taken into consideration the economic downturn and a possible further weakening of the markets. As such, the Company had stress tested its portfolio based on different levels of economic scenarios during its quarterly Board meetings. Furthermore, risks were also considered during the analysis of new deals and potential exit transactions. All in all, the Company endeavour to deliver a healthy profit figure for the upcoming year.

17.1.8 Question from Mr. Kow Lih Shi

Mr. Kow Lih Shi’s question was as follows:

“This year will increase dividend pay-out?”

Ms. Amelia informed that the Company's dividend payments had been steady over the last two years, with another 2 sen payout this year. The Company look forward to a continuation of shareholder growth and returns in the years ahead.

17.1.9 Question from Ms. Loo Lih Xin

Ms. Loo Lih Xin’s question was as follows:

“I like my dividends as a shareholder, will you continue to issue dividends next year?”

Ms. Amelia informed that the Board and Management consider shareholder returns as an important part of the Company’s focus. For the years ahead, the Company would work towards issuing dividends to shareholders and factoring it into the Company’s cash flows and business strategies discussions.

17.1.10 Question from Ms. Lim Phey Yee

Ms. Lim Phey Yee’s question was as follows:

“Thank you for the information shared today. Can you tell us more about the gender diversity in the portfolio companies and will it increase?”

Ms. Amelia informed that 20 out of the 33 portfolio companies had diverse gender representation in their Senior Management teams as at 31 December 2022. This represented a 61% composition, and the Company would continue working to increase this percentage further. She added that OSKVI itself maintained a high gender diversity ratio, and the Company aimed to preserve this in the years to come.

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17.1.11 Question from Ms. Lee Su Jane

Ms. Lee Su Jane's question was as follows:

"ESG is the current market buzzword and I'm glad to hear you have provided us some insights to your ESG value creation today. What other ESG alignments do you follow for your business?"

Ms. Amelia informed that in alignment with various ESG standards available today, the Company had started to include ESG criteria in its investment requirements. The Company had also continued to take a firm stance against allocating capital to businesses engaged in certain sectors, such as gambling, armaments and firearms, tobacco, and alcohol, through a negative sectorial screening approach. OSKVI also works with its portfolio companies to track ESG metrics, encouraging the adoption of best practices across their own internal frameworks.

17.1.12 Question from Mr. Teh Peng Tin

Mr. Teh Peng Tin's question was as follows:

"How much does the company spend on this virtual AGM? Would the BOD kindly give shareholder with the food voucher for taking time to participate in this meeting. I would like to request a printed hard copy of the Company's Annual Report."

Ms. Amelia informed that the Company's share registrar would liaise with Mr. Teh on the delivery of the Company's Annual Report. She also informed that the virtual AGM vendor is a service provider to many companies, and hence, it would be inappropriate to disclose the exact costs of this virtual AGM mainly due to the non-disclosure agreement (NDA) signed with the vendor. Nevertheless, the cost of the virtual AGM is akin to the cost of a physical AGM.

17.1.13 Question from Mr. Au Kum Wah

Mr. Au Kum Wah's question was as follows:

"Any new investment or divestment expected for this year? Any expected profit from them and dividend given arising from these?"

Ms. Amelia informed that the Company is continuously searching for new investment opportunities that meet its investment philosophy criteria as part of its daily work. In addition, the Company also continue to divest companies that are suitable for exits. OSKVI's current portfolio is profitable and performing above its portfolio cost. As such, the Company expects cash flows arising from these exits, and hold regular shareholder returns conversations, including dividend discussions, as part of its Board agendas.

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17.1.14 Question from Ms. Chea Ah Chun

Ms. Chea Ah Chun's question was as follows:

"Does the Company have any business with US government?"

Ms. Amelia informed that the Company did not have any business or contracts with the US government at the moment.

17.1.15 Question from Ms. Chea Ah Chun

Ms. Chea Ah Chun's question was as follows:

"How much is the Company's profit this year?"

Ms. Amelia informed that the Company has registered a profit after tax of RM19 million for FYE 2022.

17.1.16 Question from Mr. Lim San Kim

Mr. Lim San Kim's question was as follows:

"Company profits are from which business and the losses are at which area?"

Ms. Amelia informed that the Company's profits were mainly derived from the revaluation gain of its portfolio companies.

17.1.17 Question from Mr. Kow Lih Shi

Mr. Kow Lih Shi's question was as follows:

"Will the Company have a capital reduction happening soon?"

Ms. Amelia informed that the Group had no ongoing discussions regarding capital reduction exercises in the near future.

17.1.18 Question from Mr. Lim San Kim

Mr. Lim San Kim's question was as follows:

"Can shareholders attend meeting without having to register 48 hours in advance?"

The Chairman clarified that only proxies were required to register 48 hours prior to the 19th AGM, and there was no necessity for shareholders attending personally to register in advance.

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17.1.19 Question from Ms. Teh Sue Leng

Ms. Teh Sue Leng's question was as follows:

“When will the Company going to give bonus issue?”

The Chairman informed that the Company did not have any plans of bonus issues at the moment. He stated that over the past few years, the Company has started generating reasonable profits and successfully eliminated past losses. He further explained that the focus was currently on ensuring there were sufficient earnings to maintain dividend payments to shareholders, leaving limited reserves available for bonus issues. The Chairman added that the possibility of bonus issues may be considered by the new Board of Directors if there are substantial reserves available in the future.

17.1.20 Question from Mr. Lim San Kim

Mr. Lim San Kim's question was as follows:

“When will the dividend be paid?”

The Chairman informed that the payment of the final dividend, if approved, would be payable on 16 May 2023 to shareholders whose names appear in the Record of Depositors on 26 April 2023.

18.0 POLLING PROCESS

- 18.1 At this juncture, the step-by-step video guide on the online voting module within the e-Portal was played again. Shareholders and proxies were given another 10 minutes to complete voting.
- 18.2 Upon the closure of the voting session, the Scrutineer proceeded to verify the poll results while the Company's corporate video was played.

19.0 DECLARATION OF POLLING RESULTS

- 19.1 After the verification of poll results by the Scrutineer, the results of the poll as annexed hereto as “Appendix A” were shown on the screen.
- 19.2 The Chairman then declared that Ordinary Resolutions 1 to 8 were all **CARRIED** where the Meeting **RESOLVED**:

19.2.1 ORDINARY RESOLUTION 1

- APPROVAL OF THE DECLARATION OF A FINAL SINGLE-TIER DIVIDEND OF 2.0 SEN PER ORDINARY SHARE IN RESPECT OF THE FINANCIAL YEAR ENDED 31 DECEMBER 2022**
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That the declaration of a final single-tier dividend of 2.0 sen per ordinary share in respect of the financial year ended 31 December 2022 be and is hereby approved.

19.2.2 ORDINARY RESOLUTION 2

- APPROVAL OF THE PAYMENT OF DIRECTORS' FEES OF RM145,663.00 TO THE NON-EXECUTIVE DIRECTORS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2022

That the payment of Directors' fees of RM145,663.00 to the Non-Executive Directors for the financial year ended 31 December 2022 be and is hereby approved.

19.2.3 ORDINARY RESOLUTION 3

- APPROVAL OF THE PAYMENT OF DIRECTORS' FEES TO THE NON-EXECUTIVE DIRECTORS FOR THE FINANCIAL YEAR ENDING 31 DECEMBER 2023 UNTIL NEXT AGM OF THE COMPANY

That the payment of Directors' fees to the Non-Executive Directors for the financial year ending 31 December 2023 until the next AGM of the Company be and is hereby approved.

19.2.4 ORDINARY RESOLUTION 4

- APPROVAL OF THE PAYMENT OF DIRECTORS' BENEFITS UP TO AN AMOUNT OF RM70,000.00 TO THE NON-EXECUTIVE DIRECTORS OF THE COMPANY FROM 18 APRIL 2023 UNTIL THE NEXT AGM OF THE COMPANY

That the payment of Directors' benefits up to an amount of RM70,000.00 to the Non-Executive Directors of the Company from 18 April 2023 until the next AGM of the Company be and is hereby approved.

19.2.5 ORDINARY RESOLUTION 5

- RE-ELECTION OF PUAN MAZIDAH BINTI ABDUL MALIK AS A DIRECTOR OF THE COMPANY

That Puan Mazidah Binti Abdul Malik, who is due to retire by rotation in accordance with Clause 112 of the Company's Constitution and being eligible for re-election, be and is hereby re-elected as a Director of the Company.

19.2.6 ORDINARY RESOLUTION 6

- RE-APPOINTMENT OF MESSRS. ERNST & YOUNG PLT AS THE COMPANY'S AUDITORS FOR THE ENSUING YEAR AND TO AUTHORISE THE BOARD OF DIRECTORS TO FIX THEIR REMUNERATION

OSK VENTURES INTERNATIONAL BERHAD
[Registration No. 200301033696 (636117-K)]
(Incorporated in Malaysia)

(Minutes of the 19th AGM held on 17 April 2023 - cont'd)

That Messrs. Ernst & Young PLT be and is hereby re-appointed as the Company's Auditors for the ensuing year and that authority be and is hereby given to the Board of Directors to fix their remuneration.

19.2.7 ORDINARY RESOLUTION 7
- AUTHORITY TO ISSUE SHARES PURSUANT TO THE COMPANIES ACT 2016 AND WAIVER OF PRE-EMPTIVE RIGHTS

That, subject always to the Companies Act 2016, the Constitution of the Company and the approvals from Bursa Malaysia Securities Berhad and any other relevant governmental/regulatory authorities, the Directors be and are hereby empowered, pursuant to the Companies Act 2016, to issue and allot shares in the capital of the Company from time to time at such price and upon such terms and conditions, for such purposes and to such person or persons whomsoever the Directors may in their absolute discretion deem fit provided that the aggregate number of shares issued pursuant to this Resolution does not exceed 10% of the total number of issued shares of the Company for the time being;

That pursuant to Section 85 of the Companies Act 2016 to be read together with Clause 47 of the Constitution of the Company, approval be and is hereby given to waive the statutory pre-emptive rights of the shareholders of the Company to be offered new shares of the Company ranking equally to the existing issued shares arising from any issuance of new shares in the Company pursuant to Sections 75 and 76 of the Companies Act 2016;

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 Annual General Meeting of the Company.

19.2.8 ORDINARY RESOLUTION 8
- PROPOSED RENEWAL OF THE AUTHORITY FOR THE COMPANY TO PURCHASE ITS OWN SHARES ("PROPOSED RENEWAL OF SHARE BUY-BACK AUTHORITY")

That, subject always to the Companies Act 2016, the provisions of the Constitution of the Company, the Listing Requirements of Bursa Malaysia Securities Berhad and all other applicable laws, guidelines, rules and regulations for the time being in force and the approvals of all relevant governmental and/or regulatory authorities, the Company be and is hereby authorised to purchase such number of ordinary shares in the Company as may be determined by the Directors of the Company from time to time through

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Bursa Malaysia Securities Berhad as the Directors may deem fit and expedient in the interest of the Company, provided that:

- (i) the aggregate number of ordinary shares to be purchased and/or held by the Company pursuant to this Resolution shall not exceed 10% of the total number of issued shares of the Company as quoted on Bursa Malaysia Securities Berhad as at the point of purchase(s);
- (ii) the maximum fund to be allocated by the Company for the purpose of purchasing its ordinary shares shall not exceed the aggregate of the retained profits of the Company based on the latest Audited Financial Statements and/or the latest management accounts of the Company (where applicable) available at the time of the purchase(s); and
- (iii) the authority shall commence upon the passing of this Resolution and shall continue to be in force until:
 - (a) the conclusion of the next Annual General Meeting of the Company following this Annual General Meeting at which this Resolution was passed, at which time it will lapse, unless by an ordinary resolution passed at the next Annual General Meeting, the authority is renewed, either unconditionally or subject to conditions;
 - (b) the expiration of the period within which the next Annual General Meeting of the Company after that date is required by law to be held; or
 - (c) revoked or varied by an ordinary resolution passed by the members of the Company in a general meeting;

whichever occurs first;

And that upon completion of the purchase(s) by the Company of its own ordinary shares, the Directors of the Company be authorised to deal with the ordinary shares purchased in their absolute discretion in the following manners:

- (i) cancel all the ordinary shares so purchased;
- (ii) retain the ordinary shares so purchased in treasury for distribution as dividend to the members and/or resale on the market of Bursa Malaysia Securities Berhad and/or transfer under an employees' share scheme (if any) and/or transfer as purchase consideration;
- (iii) retain part thereof as treasury shares and cancel the remainder of the shares; and/or

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in any other manner as prescribed by Companies Act 2016, rules, regulations and orders made pursuant to Companies Act 2016 and the requirements of Bursa Malaysia Securities Berhad and any other relevant authority for the time being in force.

And further that the Directors of the Company be authorised to do all acts, deeds and things as they may consider expedient or necessary in the best interest of the Company to give full effect to the Proposed Renewal of Share Buy-Back Authority with full powers to assent to any conditions, modifications, variations and/or amendments as may be imposed by the relevant authorities and to take all such steps, and do all such acts and things as they may deem fit and expedient in the best interest of the Company.

20.0 CONCLUSION OF MEETING

- 20.1 The Chairman concluded the Meeting, expressing gratitude for the shareholders' active participation this year. He thanked the stakeholders for their unwavering support over the years as well as the support staff and service providers for consistently doing a great job and in particular, ensuring a smooth conduct of the 19th AGM and the preparation of a comprehensive Annual Report. He also appreciated the Management and Directors for laying a strong foundation for the Group. Furthermore, the Chairman congratulated Ms. Amelia on establishing a stable venture capital portfolio that allowed for consistent dividend payouts in recent years. He wished Ms. Amelia and the new Directors success in leading the Company to greater heights.
- 20.2 Ms. Amelia expressed her gratitude to the Chairman and the retiring Independent Directors for their outstanding governance and guidance over the past decade. She wished them well and thanked the shareholders for their continued support of the Company.
- 20.3 The Meeting was declared closed at 3:40 p.m.

SIGNED AS A CORRECT RECORD

-Confirmed-

CHAIRMAN
LEONG KENG YUEN

Dated: 17 April 2023

Company Name : **OSK VENTURES INTERNATIONAL BERHAD**
200301033696 (636117-K)

Type Of Meeting : **19TH ANNUAL GENERAL MEETING**

Venue Of Meeting : **VIRTUAL BASIS VIA REMOTE PARTICIPATION AND VOTING AT THE BROADCAST VENUE AT BOARD ROOM, 22ND FLOOR, PLAZA OSK, JALAN AMPANG, 50450 KUALA LUMPUR, WILAYAH PERSEKUTUAN.**

Date & Time of Meeting : **17-APRIL-2023 02.30 PM**

Votes Summary Report

Resolution (s)	No. of shareholders	No. of shares	% of voted shares	Accepted/Rejected	
<i>Ordinary Resolution 1</i>					
To approve the declaration of a final single-tier dividend of 2.0 sen per ordinary share in respect of the financial year ended 31 December 2022.	For	472	136,193,103	99.9993	
	Against	13	934	0.0007	
	Valid Cast	485	136,194,037	100.0000	Accepted
	Abstain	5	18,300		
	Not Indicated	2	292		
	Total Cast	492	136,212,629		
<i>Ordinary Resolution 2</i>					
To approve the payment of Directors' fees of RM145,663.00 to Non-Executive Directors for the financial year ended 31 December 2022.	For	426	135,897,117	99.7850	
	Against	52	292,802	0.2150	
	Valid Cast	478	136,189,919	100.0000	Accepted
	Abstain	10	22,018		
	Not Indicated	4	692		
	Total Cast	492	136,212,629		
<i>Ordinary Resolution 3</i>					
To approve the payment of Directors' fees to Non-Executive Directors for the financial year ending 31 December 2023 until the next Annual General Meeting of the Company.	For	427	135,897,715	99.7857	
	Against	50	291,864	0.2143	
	Valid Cast	477	136,189,579	100.0000	Accepted
	Abstain	11	22,358		
	Not Indicated	4	692		
	Total Cast	492	136,212,629		

Company Name : **OSK VENTURES INTERNATIONAL BERHAD**
200301033696 (636117-K)

Type Of Meeting : **19TH ANNUAL GENERAL MEETING**

Venue Of Meeting : **VIRTUAL BASIS VIA REMOTE PARTICIPATION AND VOTING AT THE BROADCAST VENUE AT BOARD ROOM, 22ND FLOOR, PLAZA OSK, JALAN AMPANG, 50450 KUALA LUMPUR, WILAYAH PERSEKUTUAN.**

Date & Time of Meeting : **17-APRIL-2023 02.30 PM**

Votes Summary Report

Resolution (s)

Ordinary Resolution 4

To approve the payment of Directors' benefits up to an amount of RM70,000.00 to Non-Executive Directors of the Company from 18 April 2023 until the next Annual General Meeting of the Company.

	No. of shareholders	No. of shares	% of voted shares	Accepted/Rejected
For	424	135,896,218	99.7850	
Against	53	292,872	0.2150	
Valid Cast	477	136,189,090	100.0000	Accepted
Abstain	10	22,018		
Not Indicated	5	1,521		
Total Cast	492	136,212,629		

Ordinary Resolution 5

To re-elect Puan Mazidah binti Abdul Malik, who is due to retire in accordance with Clause 112 of the Company's Constitution and being eligible, had offered herself for re-election.

For	460	136,188,074	99.9992	
Against	16	1,135	0.0008	
Valid Cast	476	136,189,209	100.0000	Accepted
Abstain	11	22,692		
Not Indicated	5	728		
Total Cast	492	136,212,629		

Ordinary Resolution 6

To re-appoint Messrs. Ernst & Young PLT as the Company's Auditors for the ensuing year and to authorise the Board of Directors to fix their remuneration.

For	466	136,187,531	99.9993	
Against	14	935	0.0007	
Valid Cast	480	136,188,466	100.0000	Accepted
Abstain	8	23,471		
Not Indicated	4	692		
Total Cast	492	136,212,629		

Company Name : **OSK VENTURES INTERNATIONAL BERHAD**
200301033696 (636117-K)

Type Of Meeting : **19TH ANNUAL GENERAL MEETING**

Venue Of Meeting : **VIRTUAL BASIS VIA REMOTE PARTICIPATION AND VOTING AT THE BROADCAST VENUE AT BOARD ROOM, 22ND FLOOR, PLAZA OSK, JALAN AMPANG, 50450 KUALA LUMPUR, WILAYAH PERSEKUTUAN.**

Date & Time of Meeting : **17-APRIL-2023 02.30 PM**

Votes Summary Report

Resolution (s)	No. of shareholders	No. of shares	% of voted shares	Accepted/Rejected
<i>Ordinary Resolution 7</i>				
Authority to Issue Shares pursuant to the Companies Act 2016 and Waiver of Pre-emptive Rights.	For	444	136,179,810	99.9933
	Against	37	9,179	0.0067
	Valid Cast	481	136,188,989	100.0000
	Abstain	7	22,948	
	Not Indicated	4	692	
	Total Cast	492	136,212,629	Accepted
<i>Ordinary Resolution 8</i>				
Proposed Renewal of Authority for the Company to Purchase its Own Shares.	For	459	136,186,357	99.9947
	Against	24	7,280	0.0053
	Valid Cast	483	136,193,637	100.0000
	Abstain	5	18,300	
	Not Indicated	4	692	
	Total Cast	492	136,212,629	Accepted