

LION INDUSTRIES CORPORATION BERHAD

Registration No. 192401000008 (415-D)

(Incorporated in Malaysia)

Minutes of the 93rd Annual General Meeting of the Company (“93rd AGM”) held virtually from the Broadcast Venue, Meeting Hall, Level 16, Lion Office Tower, No. 1 Jalan Nagasari, 50200 Kuala Lumpur, Wilayah Persekutuan and via Securities Services e-Portal at <https://sshsb.net.my/> on 30 May 2024 at 10.30 am.

PRESENT

- BOARD OF DIRECTORS** : Y. M. Datuk Seri Utama Raja Nong Chik bin Dato’ Raja Zainal Abidin (Chairman)
Y. Bhg. Tan Sri Cheng Heng Jem (Managing Director)
Y. Bhg. Dato’ Nik Rahmat bin Nik Taib
Ms Yap Soo Har
Ms Cheng Hui Ya, Serena
- MEMBERS, CORPORATE REPRESENTATIVES AND PROXIES** : As per Attendees Record
(collectively, the “Shareholders”)
- INVITEES** : Representatives of Messrs Mazars PLT, the External Auditors
- Mr Francis Xavier Joseph
- Mr Ti Ting Teik
- IN ATTENDANCE** : Ms Kong Siew Foon (Secretary)

1. OPENING

At the outset, the Chairman welcomed all to the Meeting and proceeded to introduce the Board members, the Secretary and the External Auditors as well as the essential management team.

The Chairman then informed that no photography, screenshot, or any form of audio or video recording was allowed of the Meeting.

2. QUORUM

The Chairman informed that he had been advised that more than 65 attendees had logged in to the Securities Services e-Portal and there being a quorum present, the Chairman duly called the Meeting to order.

3. NOTICE OF MEETING

The Chairman explained that the Notice convening the Meeting together with the Circular to Shareholders had been made available for download from the website of the Company since 30 April 2024 and as such, the Notice shall be taken as read.

4. PROCEEDINGS OF MEETING

Before proceeding with the items on the Agenda, the Chairman informed that in accordance with the Bursa Malaysia Securities Berhad Main Market Listing Requirements and the Constitution of the Company, all 7 resolutions tabled at the Meeting would be voted upon by way of a poll.

The Chairman informed further that the Company had appointed SS E Solutions Sdn Bhd as the Poll Administrator to conduct the remote voting and polling process and Commercial Quest Sdn Bhd, the Independent Scrutineer to verify the results of the poll.

The Chairman explained that the Question and Answer session to address questions submitted by Shareholders would be conducted after going through all the Agenda items.

The step-by-step guide on the online voting within the e-Portal (“Online Voting Guide”) was presented to guide Shareholders on the online voting facility which had been accessible since the start of the Meeting.

5. AUDITED FINANCIAL STATEMENTS AND REPORTS OF THE DIRECTORS AND AUDITORS THEREON

The Chairman proceeded with the first item on the Agenda which was to receive the Audited Financial Statements of the Company for the financial year ended 31 December 2023 and the Reports of the Directors and Auditors thereon (“2023 AFS”).

The Chairman informed that the 2023 AFS had been uploaded to the website of the Company on 30 April 2024. He further explained that in accordance with the provisions of the Companies Act 2016, the 2023 AFS did not require Shareholders’ approval and therefore, would not be put to vote.

The Chairman then invited the Group Accountant to share information on the businesses of the Group.

After the presentation of the businesses of the Group, the Chairman declared the 2023 AFS duly received.

The Chairman then proceeded to go through the remaining Agenda items.

6. DIRECTORS’ FEES

The second item on the Agenda was to approve the payment of Directors’ fees amounting to RM270,000 for the financial year ended 31 December 2023.

7. DIRECTORS’ BENEFITS

The third item on the Agenda was to approve the payment of Directors’ benefits of up to RM87,000 which comprised Directors’ meeting allowances, for the period commencing after the 93rd AGM until the next annual general meeting of the Company.

8. RE-ELECTION OF DIRECTOR RETIRING IN ACCORDANCE WITH CLAUSE 110 OF THE CONSTITUTION OF THE COMPANY

The fourth item on the Agenda was to re-elect Y. M. Datuk Seri Utama Raja Nong Chik bin Dato' Raja Zainal Abidin who retired by rotation in accordance with Clause 110 of the Constitution of the Company and who being eligible, had offered himself for re-election.

The Chairman informed that Ms Yap Soo Har who also retired by rotation in accordance with Clause 110 of the Company's Constitution, had expressed her intention not to seek re-election and hence, shall retire at the conclusion of the 93rd AGM.

9. RE-APPOINTMENT OF AUDITORS

The fifth item on the Agenda was to re-appoint the retiring Auditors, Messrs Mazars PLT, as Auditors of the Company to hold office until the conclusion of the next annual general meeting and that the Directors be authorised to fix their remuneration.

The Chairman informed that Messrs Mazars PLT had expressed their willingness to be re-appointed Auditors of the Company.

10. SPECIAL BUSINESS

The Chairman informed that there were 3 Ordinary Resolutions to be tabled as Special Business.

10.1 Retention of Independent Non-Executive Director

The first Ordinary Resolution was to consider the retention of Y. M. Datuk Seri Utama Raja Nong Chik bin Dato' Raja Zainal Abidin who had served as an independent non-executive Director of the Company for a cumulative period of more than 9 years, as an independent non-executive Director of the Company.

10.2 Authority to Directors to Issue and Allot Shares

The second Ordinary Resolution was to authorise the Directors to issue and allot up to 10% of the total number of issued shares of the Company pursuant to Sections 75 and 76 of the Companies Act 2016 ("Act"), and pursuant to Section 85 of the Act read together with Clause 12 of the Constitution of the Company, to approve the waiver of the statutory pre-emptive rights of the Shareholders of the Company to be offered new shares in the Company ranking *pari passu* in all respects with the existing issued shares of the Company, arising from the issuance of new shares.

10.3 Proposed Renewal of Shareholders' Mandate for Recurrent Related Party Transactions

The third Ordinary Resolution was to consider the proposed renewal of shareholders' mandate for recurrent related party transactions of a revenue or trading nature.

11. OTHER BUSINESS

The Chairman informed that he was advised that the Company had not received any notice of other business to be transacted at the Meeting.

12. QUESTION AND ANSWER SESSION

The Chairman proceeded to address questions posted via real time submission.

In reply to comments and enquiries on the prospects and future outlook of the Group, the Chairman explained that the local steel market was expected to remain challenging due primarily to capacity under-utilisation and rising operational costs. Nevertheless, the Group would remain vigilant and respond proactively to prevailing market conditions and focus on optimising operational efficiencies and containing costs. To respond to and pre-empt further challenges, the Group was intensifying its efforts to expand into new growth areas and broadening its product range.

13. POLLING PROCESS

The Chairman reminded Shareholders who had not voted to cast their votes in respect of all the 7 resolutions tabled at the Meeting, and proceeded to share again the Online Voting Guide before allocating another 10 minutes for Shareholders to cast their votes for proper and orderly conduct of the poll. Thereafter, voting was closed for the Independent Scrutineer to verify the poll results.

14. DECLARATION OF POLL RESULTS

- 14.1** At 10.50 am, the Chairman called the Meeting back to order for the announcement of the poll results. The Chairman informed that he had received the poll results for all the 7 Ordinary Resolutions as follows which was displayed on the screen for information of the Shareholders:

Resolution	Vote in favour		Vote Against	
	No. of Shares	%	No. of Shares	%
Resolution 1 To approve Directors' fees	278,319,632	99.7670	649,946	0.2330
Resolution 2 To approve Directors' benefits	278,327,332	99.7698	642,246	0.2302
Resolution 3 To re-elect Y. M. Datuk Seri Utama Raja Nong Chik bin Dato' Raja Zainal Abidin as Director	278,514,391	99.8706	360,947	0.1294
Resolution 4 To re-appoint Messrs Mazars PLT as Auditors	278,924,329	99.9817	51,009	0.0183
Resolution 5 To retain Y. M. Datuk Seri Utama Raja Nong Chik bin Dato' Raja Zainal Abidin as an independent non-executive Director	278,508,606	99.8685	366,732	0.1315
Resolution 6 Authority to Directors to Issue and Allot Shares	278,629,827	99.8762	345,511	0.1239

Resolution	Vote in favour		Vote Against	
	No. of Shares	%	No. of Shares	%
Resolution 7 Proposed Renewal of Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature	1,735,687	87.0374	258,499	12.9626

14.2 Based on the results of the poll, the Chairman declared the following 7 Ordinary Resolutions duly carried:

- (a) Resolution 1 - THAT the Directors' fees amounting to RM270,000 for the financial year ended 31 December 2023 be approved for payment to the Directors.
- (b) Resolution 2 - THAT the Directors' benefits of up to RM87,000 for the period commencing after the 93rd AGM until the next annual general meeting of the Company be approved for payment to the Directors.
- (c) Resolution 3 - THAT Y. M. Datuk Seri Utama Raja Nong Chik bin Dato' Raja Zainal Abidin who retired by rotation in accordance with Clause 110 of the Company's Constitution, be re-elected to the Board.
- (d) Resolution 4 - THAT the retiring Auditors, Messrs Mazars PLT, be re-appointed Auditors of the Company to hold office until the conclusion of the next annual general meeting and that the Directors be authorised to fix their remuneration.
- (e) Resolution 5 - Retention of Independent Non-Executive Director

THAT Y. M. Datuk Seri Utama Raja Nong Chik bin Dato' Raja Zainal Abidin who has served as an independent non-executive Director of the Company for a cumulative period of more than 9 years, be and is hereby retained as an independent non-executive Director of the Company.

- (f) Resolution 6 - Authority to Directors to Issue and Allot Shares

THAT pursuant to Sections 75 and 76 of the Companies Act 2016 and subject to the approval of all relevant authorities being obtained, the Directors be and are hereby empowered to issue and allot 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 does not exceed 10% of the total number of issued shares of the Company (excluding treasury shares) for the time being ("Mandate") and that such Mandate shall continue to be in force until the conclusion of the next annual general meeting of the Company.

THAT pursuant to Section 85 of the Companies Act 2016 read together with Clause 12 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 in the Company ranking *pari passu* in all respects with the existing issued shares of the Company arising from the issuance of new shares pursuant to the Mandate.

- (g) Resolution 7 - Proposed Renewal of Shareholders' Mandate for Recurrent Related Party Transactions a Revenue or Trading Nature

THAT approval be and is hereby given for the renewal of the mandate, for the Company and its subsidiaries (collectively, the "Group") to enter into recurrent related party transactions of a revenue or trading nature which are necessary for the Group's day-to-day operations as detailed in paragraph 3.3 and with those related parties as set out in paragraph 3.2 of the Circular to Shareholders of the Company dated 30 April 2024 ("Related Parties"), provided that such transactions are undertaken in the ordinary course of business and are on normal commercial terms which are consistent with the Group's usual business practices and policies, and on terms not more favourable to the Related Parties than those generally available to the public and are not to the detriment of the minority shareholders; and

THAT authority conferred by this ordinary resolution will only continue to be in force until:

- (i) the conclusion of the next annual general meeting of the Company at which time it will lapse, unless by a resolution passed at the meeting, the authority is renewed;
- (ii) the expiration of the period within which the next annual general meeting of the Company after that date is required to be held pursuant to Section 340(2) of the Companies Act 2016 (but must not extend to such extension as may be allowed pursuant to Section 340(4) of the Companies Act 2016); or
- (iii) revoked or varied by resolution passed by the Shareholders of the Company 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 to give effect to the transactions contemplated and/or authorised by this ordinary resolution which shall include, without limitation, taking any action which the Directors may, in their absolute discretion deem fit, to recover any sums due to the Company under the said transactions or to settle the same.

15. CLOSING REMARKS BY THE CHAIRMAN

The Chairman, on behalf of the Board, expressed sincere appreciation to Ms Yap Soo Har for her years of service, dedication and contribution to the Group. Ms Yap was also the Chairman of the Audit Committee, and a member of the Nomination Committee and the Remuneration Committee.

The Chairman further encouraged Shareholders to provide or update their email addresses in respect of their Central Depository System accounts to facilitate prompt electronic receipt of all notifications issued by the Company.

16. TERMINATION

There being no other business, the Meeting ended at 11.14 am.

SIGNED AS A CORRECT RECORD

SIGNED

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CHAIRMAN