

AMTEL HOLDINGS BERHAD
[Registration No. 199601037096 (409449-A)]
(Incorporated in Malaysia)

MINUTES OF THE TWENTY-FIFTH ANNUAL GENERAL MEETING ("25TH AGM" OR "MEETING") OF AMTEL HOLDINGS BERHAD ("AHB" OR THE "COMPANY") HELD ON A VIRTUAL BASIS VIDE THE ONLINE MEETING PLATFORM HOSTED ON SECURITIES SERVICES E-PORTAL AT [HTTPS://SSHSB.NET.MY/](https://sshsb.net.my/) PROVIDED BY SS E SOLUTIONS SDN. BHD. AT THE BROADCAST VENUE AT AHB OFFICE, BOARD ROOM, LEVEL 3, WISMA AMTEL, NO. 12, JALAN PENSYARAH U1/28, HICOM GLENMARIE INDUSTRIAL PARK, 40150 SHAH ALAM, SELANGOR DARUL EHSAN ("BROADCAST VENUE") ON WEDNESDAY, 25 MAY 2022 AT 11:00 A.M.

BOARD MEMBERS

YTM. Tunku Dato' Seri Kamel Bin Tunku Rijaludin
(Non-Independent Non-Executive Chairman, present at the Broadcast Venue)

Dato' Koid Hun Kian
(Chief Executive Officer, present at the Broadcast Venue)

Mr. Siow Hock Lee
(Independent Non-Executive Director, present at the Broadcast Venue)

Ir. Chew Yook Boo
(Independent Non-Executive Director, present at the Broadcast Venue)

Mr. Lim Hun Teik
(Executive Director, present at the Broadcast Venue)

Mr. Koid Siang Loong
(Executive Director, present at the Broadcast Venue)

BY INVITATION

Ms. Wong Shok Fan
(Head - Finance and Accounts, present at the Broadcast Venue)

Mr. Lee Kong Weng, Andy
(External Auditors, Messrs. Baker Tilly Monteiro Heng PLT, present at the Broadcast Venue)

IN ATTENDANCE

Ms. Ang Yen Pei
(Representing the Company Secretaries, present at the Broadcast Venue)

1. CHAIRMAN

On behalf of the Board of Directors of the Company ("the Board"), YTM. Tunku Dato' Seri Kamel Bin Tunku Rijaludin (the "Chairman"), being the Chairman of the Company commenced the proceedings of the 25th AGM of the Company.

The Chairman welcomed all for participating remotely from various locations through live streaming.

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The Chairman informed that with the health and well-being in mind amidst the Covid-19 situation, the Board had decided that the 25th AGM of the Company be conducted via live streaming webcast and online remote voting using the remote participation and voting facilities without physical attendance by shareholders, proxies and corporate representatives.

The Chairman proceeded to introduce the persons who attended the 25th AGM of the Company at the Broadcast Venue namely, Dato’ Koid Hun Kian, the Chief Executive Officer, Mr. Siow Hock Lee, Independent Non-Executive Director, Ir. Chew Yook Boo, Independent Non-Executive Director, Mr. Lim Hun Teik, Executive Director, Mr. Koid Siang Loong, Executive Director, Ms. Wong Shok Fan, Head - Finance and Accounts, Mr. Lee Kong Weng, External Auditors and Ms. Ang Yen Pei (“Ms. Ang”), representing the Company Secretaries.

2. QUORUM

The requisite quorum being present, the Chairman declared the Meeting duly convened.

3. MEETING PROCEEDING

The Chairman informed that only members whose names appeared in the Record of Depositors on 18 May 2022 were eligible to attend the 25th AGM of the Company. The Chairman added that in compliance with the Listing Requirements of Bursa Malaysia Securities Berhad and pursuant to Clause 121 of the Company’s Constitution, the Chairman hereby exercises his right as the Chairman of the Meeting to demand a poll to be conducted for all resolutions which are put forth for voting at the 25th AGM of the Company.

The Chairman reminded that photography, screenshot, or any form of audio or video recording are not allowed during the live-streamed of the Meeting. The Chairman proceeded to invite Ms. Ang, representative of the Company Secretaries to brief on the proceedings of the Meeting and voting procedures.

Ms. Ang thanked the Chairman and proceeded with the briefing of the Meeting proceedings. Ms. Ang informed that the Securities Commission Malaysia has stipulated that shareholders, corporate representatives, and proxies could rely on the real-time submission of typed texts to exercise their rights to speak or communicate in a virtual meeting. Therefore, shareholders, corporate representatives, and proxies who attended the 25th AGM of the Company may use the text box below the live stream player within the same e-Portal page to submit their questions or remarks in relation to the Agenda items for the Meeting, and the questions or remarks shall be transmitted to the Company during the Meeting. Ms. Ang sought cooperation from shareholders to ask questions that are relevant to the Agenda items being discussed. Ms. Ang added that to smoothen the proceeding of the Meeting, the question and answer session would be held after all the Agenda items have been dealt with.

Ms. Ang highlighted that, as there was no legal requirement for a proposed resolution to be seconded, the Chairman shall take the Meeting through each item on the Agenda, and the shareholders, corporate representatives, and proxies may proceed to vote during the allocated time.

The Meeting was informed that the voting module has been made accessible to all shareholders, proxies, and corporate representatives to submit their votes from the start of the Meeting and shall continue to be accessible even after all Agenda items have been discussed and an additional ten (10) minutes would be given thereafter for shareholders, proxies, and corporate

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representatives to cast and submit the votes after the Company has dealt with all the questions and answers in relation to the Agenda items. The voting module shall close upon the closure of the voting to be shown on the screen.

Ms. Ang added that there were shareholders who had appointed the Chairman of the Meeting to vote on their behalf. Accordingly, the Chairman would be voting as their proxy in accordance with their voting instructions, where indicated.

The Meeting was informed that SS E Solutions Sdn. Bhd. was the appointed Poll Administrator for the Meeting and Commercial Quest Sdn. Bhd. was the appointed Independent Scrutineer to verify the tabulated results of the poll voting.

The step-by-step guide together with a short audio clip on the online voting module within the e-Portal was played at this juncture.

4. MINORITY SHAREHOLDERS WATCH GROUP (“MSWG”)

The Meeting was informed that the Company had received a letter from the MSWG raising a few questions about the Company. The questions from MSWG and the Company’s corresponding reply to each question were displayed on the screen for reference. The Chairman invited Mr. Koid Siang Loong, the Executive Director of the Company to present the questions from the MSWG and the Company’s responses to the same as per Appendix I attached to this Minutes.

5. NOTICE

The Notice of the 25th AGM of the Company, having been circulated within the prescribed period was, with the permission of the Meeting be taken as read.

6. AGENDA

AGENDA 1:

AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 30 NOVEMBER 2021 (“AFS 2021”) TOGETHER WITH THE REPORTS OF THE DIRECTORS AND AUDITORS THEREON

The Chairman informed the Meeting that Agenda 1 was to receive the AFS 2021 together with the Reports of the Directors and Auditors thereon.

It was informed that the AFS 2021 together with the Reports of the Directors and Auditors thereon have been circulated earlier.

The Meeting noted that pursuant to Section 340(1)(a) of the Companies Act 2016 (“the Act”), this Agenda item was meant for discussion only and need not be put forward for voting.

The Chairman declared that the AFS 2021 together with the Reports of the Directors and Auditors thereon be received.

AGENDA 2:

APPROVAL OF DIRECTORS’ FEES AMOUNTING TO RM330,000 FOR THE FINANCIAL YEAR ENDING 30 NOVEMBER 2022

The Chairman informed that Agenda 2 was to approve the payment of Directors’ fees amounting to RM330,000.00 for the financial year ending 30 November 2022.

It was highlighted that in adherence to the Malaysian Code on Corporate Governance, the Directors concerned who are also shareholders of the Company have abstained from voting on the resolution.

AGENDA 3:

APPROVAL OF DIRECTORS’ BENEFITS AND OTHER CLAIMABLE BENEFITS INCURRED FROM 26 MAY 2022 UNTIL THE CONCLUSION OF THE COMPANY’S NEXT ANNUAL GENERAL MEETING (“AGM”)

The Chairman proceeded to Agenda 3, which was to approve the payment of Directors’ benefits and other claimable benefits incurred from 26 May 2022 until the conclusion of the Company’s next AGM, that is meeting attendance allowance of RM400.00 per day for each Executive Director or Non-Executive Director and other claimable benefits for Non-Executive Directors only.

It was highlighted that in adherence to the Malaysian Code on Corporate Governance, the Directors concerned who are also shareholders of the Company have abstained from voting on the resolution.

AGENDA 4:

RE-ELECTION OF DIRECTORS IN ACCORDANCE WITH CLAUSE 165 OF THE COMPANY’S CONSTITUTION

The Chairman informed the Meeting that Agenda 4 was to re-elect the retiring Directors namely, Dato’ Koid Hun Kian and Ir. Chew Yook Boo as Directors of the Company in accordance with Clause 165 of the Company’s Constitution and being eligible, had offered themselves for re-election.

The Meeting was informed that the re-election of each Director would be voted on individually.

AGENDA 5:

RE-ELECTION OF DIRECTOR IN ACCORDANCE WITH CLAUSE 156 OF THE COMPANY’S CONSTITUTION

The Chairman proceeded the Meeting with Agenda 5 which was to re-elect Mr. Koid Siang Loong who retired in accordance with Clause 156 of the Company’s Constitution and being eligible, had offered himself for re-election.

AGENDA 6:

RE-APPOINTMENT OF MESSRS. BAKER TILLY MONTEIRO HENG PLT AS EXTERNAL AUDITORS OF THE COMPANY UNTIL THE CONCLUSION OF THE NEXT AGM AND AUTHORISATION TO THE DIRECTORS TO FIX THEIR REMUNERATION

The next Agenda was to re-appoint Messrs. Baker Tilly Monteiro Heng PLT as External Auditors of the Company until the conclusion of the Company’s next AGM and that the Directors be authorised to fix their remuneration.

The Meeting was informed that Messrs. Baker Tilly Monteiro Heng PLT had indicated their willingness to continue in office as Auditors of the Company.

The Audit Committee and the Board were satisfied with the performance of Messrs. Baker Tilly Monteiro Heng PLT based on the criteria of assessment as prescribed under Paragraph 15.21 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad.

AGENDA 7:

RETENTION OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The Chairman continued with Agenda 7, Special Business in relation to the retention of the Independent Non-Executive Director pursuant to Practice 5.3 of the Malaysian Code on Corporate Governance.

The proposed resolution was to retain Mr. Siow Hock Lee, who has served for a cumulative term of more than twelve (12) years as an Independent Non-Executive Director of the Company. It was informed that the shareholders’ votes for the resolution would be cast under the two (2)-tier voting process pursuant to Practice 5.3 of the Malaysian Code on Corporate Governance.

It was noted that the Nomination Committee and the Board have assessed the independency of Mr. Siow Hock Lee and recommended him to continue to act as an Independent Non-Executive Director of the Company. The justifications and recommendations of the Board for the retention of Mr. Siow Hock Lee as an Independent Non-Executive Director of the Company were set out in the Annual Report 2021.

AGENDA 8:

AUTHORITY TO DIRECTORS TO ALLOT AND ISSUE SHARES

The Chairman proceeded with Agenda 8, Special Business in relation to the authority to Directors to allot and issue shares pursuant to the Act.

The Chairman highlighted that the proposed resolution if passed, would provide greater flexibility and enable the Directors to make a swift decision on the allotment of shares for any possible fund-raising activities, including but not limited to further placement of shares for purpose of funding future investment project(s), working capital and/or acquisition(s) and any other corporate exercise deem fit for the Company, and avoid delay and cost in convening a general meeting to approve such issue of shares.

AGENDA 9:

PROPOSED RENEWAL OF AUTHORITY FOR SHARE BUY-BACK

The Meeting proceeded to Agenda 9, Special Business in relation to the Proposed Renewal of Authority for Share Buy-Back.

It was informed that the proposed resolution if passed, would empower the Directors to purchase the Company’s shares of up to a maximum of ten per centum (10%) of the total number of issued shares of the Company by utilising the funds allocated out of the retained profits of the Company. The Chairman added that this Proposed Renewal of Authority for Share Buy-Back shall, unless revoked or varied by the Company in a general meeting, expire at the conclusion of the next AGM of the Company.

The details of the Proposed Renewal of Authority for Share Buy-Back were set out in the Statement of Share Buy-Back dated 30 March 2022.

AGENDA 10:

ANY OTHER BUSINESS

The Meeting was advised that the Company did not receive any notice of any other business for transacting at the Meeting.

7. QUESTIONS AND ANSWERS

After having dealt with all the items on the Agenda, the Chairman invited Mr. Koid Siang Loong to proceed with the questions and answers session as per Appendix II attached to this Minutes.

8. CONDUCT OF POLL VOTING

At this juncture, the shareholders, proxies, and corporate representatives were reminded to submit their votes and in order to guide shareholders, proxies, and corporate representatives who have yet to submit their votes, the step-by-step guide together with a short audio clip on the online voting module within the e-Portal were played again.

The Chairman informed the shareholders that another ten (10) minutes were allocated for the shareholders, proxies, and corporate representatives to cast their votes.

Upon the closure of the voting session, the Scrutineer proceeded to verify the poll results.

9. DECLARATION OF POLL RESULTS

Based on the verified poll results, the Chairman declared that Resolutions 1 to 9 tabled at the 25th AGM of the Company were all carried.

It was RESOLVED as follows:

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- (i) Ordinary Resolution 1
- Approval on Directors’ fees

	Number of Shares	%
VOTE FOR	31,111,049	99.9771
VOTE AGAINST	7,117	0.0229

It was RESOLVED THAT the payment of Directors’ fees amounting to RM330,000.00 for the financial year ending 30 November 2022 be and is hereby approved.

- (ii) Ordinary Resolution 2
- Approval on Directors’ benefits and other claimable benefits

	Number of Shares	%
VOTE FOR	31,111,041	99.9771
VOTE AGAINST	7,125	0.0229

It was RESOLVED THAT the payment of Directors’ benefits and other claimable benefits incurred from 26 May 2022 until the conclusion of the Company’s next AGM be and is hereby approved.

- (iii) Ordinary Resolution 3
- Re-election of Dato' Koid Hun Kian as Director

	Number of Shares	%
VOTE FOR	35,033,649	99.9855
VOTE AGAINST	5,066	0.0145

It was RESOLVED THAT Dato' Koid Hun Kian, who retired in accordance with Clause 165 of the Company’s Constitution, being eligible for re-election, be re-elected as an Executive Director of the Company.

- (iv) Ordinary Resolution 4
- Re-election of Ir. Chew Yook Boo as Director

	Number of Shares	%
VOTE FOR	47,462,770	99.9893
VOTE AGAINST	5,077	0.0107

It was RESOLVED THAT Ir. Chew Yook Boo, who retired in accordance with Clause 165 of the Company’s Constitution, being eligible for re-election, be re-elected as an Independent Non-Executive Director of the Company.

- (v) Ordinary Resolution 5
- Re-election of Mr. Koid Siang Loong as Director

	Number of Shares	%
VOTE FOR	44,123,163	99.9885
VOTE AGAINST	5,085	0.0115

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It was RESOLVED THAT Mr. Koid Siang Loong, who retired in accordance with Clause 156 of the Company’s Constitution, being eligible for re-election, be re-elected as an Executive Director of the Company.

- (vi) Ordinary Resolution 6
 - Re-appointment of Messrs. Baker Tilly Monteiro Heng PLT as Auditors of the Company
-

	Number of Shares	%
VOTE FOR	47,462,830	99.9893
VOTE AGAINST	5,066	0.0107

It was RESOLVED THAT Messrs. Baker Tilly Monteiro Heng PLT be re-appointed as External Auditors of the Company until the conclusion of the Company’s next AGM and that authority be and is hereby given to the Directors to fix their remuneration.

- (vii) Ordinary Resolution 7
 - Retention of Mr. Siow Hock Lee as Independent Non-Executive Director

Tier 1

	Number of Shares	%
VOTE FOR	12,429,132	100.0000
VOTE AGAINST	0	0.0000

Tier 2

	Number of Shares	%
VOTE FOR	34,935,481	99.9850
VOTE AGAINST	5,235	0.0150

It was RESOLVED THAT with the passing of the Ordinary Resolution 7, Mr. Siow Hock Lee, who has served as an Independent Non-Executive Director of the Company for a cumulative term of more than twelve (12) years, be and is hereby retained as an Independent Non-Executive Director of the Company until the conclusion of the next AGM of the Company.

- (viii) Ordinary Resolution 8
 - Authority to Directors to allot and issue shares pursuant to Sections 75 and 76 of the Act
-

	Number of Shares	%
VOTE FOR	47,461,609	99.9890
VOTE AGAINST	5,238	0.0110

It was RESOLVED THAT subject always to the Act, the Constitution of the Company and the approvals from Bursa Malaysia Securities Berhad (“Bursa Securities”) and any other relevant governmental and/or regulatory authorities, the Directors be and are hereby empowered pursuant to the Act, 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

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purposes and to such person or persons whomsoever the Directors may, in their absolute discretion, deem fit, provided always that the aggregate number of shares issued pursuant to this resolution does not exceed twenty per centum (20%) of the total number of issued shares of the Company for the time being to be utilised by 31 December 2022 as empowered by Bursa Securities pursuant to its letter dated 23 December 2021 to grant additional temporary relief measures to listed issuers and thereafter ten per centum (10%) of the total number of issued shares of the Company for the time being as stipulated under Paragraph 6.03(1) of the Main Market Listing Requirements (“MMLR”) of Bursa Securities (hereinafter referred to as the “General Mandate”);

THAT the Directors be and are also empowered to obtain the approval for the listing of and quotation for the additional shares so issued pursuant to the General Mandate on Bursa Securities;

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 AGM of the Company.

- (ix) Ordinary Resolution 9
- Proposed Renewal of Authority for Share Buy-Back.

	Number of Shares	%
VOTE FOR	47,462,827	99.9893
VOTE AGAINST	5,069	0.0107

It was RESOLVED THAT subject to the Act, the provisions of the Constitution of the Company, MMLR of Bursa Securities and any other relevant governmental and/or regulatory authorities, the Company be and is hereby authorised, to the fullest extent permitted by law, to purchase such amount of ordinary shares in the Company (“Proposed Share Buy-Back”) as may be determined by the Directors from time to time through Bursa Securities upon such terms and conditions as the Directors may deem fit and expedient in the interest of the Company provided that the aggregate number of shares purchased pursuant to this resolution does not exceed ten per centum (10%) of the total number of issued shares of the Company as at the point of purchase and that an amount not exceeding the Company’s retained profits at the time of the purchase(s) will be allocated by the Company for the Proposed Share Buy-Back;

THAT the authority conferred by this resolution will be effective immediately and shall continue in force until:

- (a) The conclusion of the next AGM of the Company following the general meeting at which such resolution was passed at which time it shall lapse unless by ordinary resolution passed at that meeting, the authority is renewed, either conditionally or subject to conditions; or
- (b) the expiration of the period within which the next AGM after that date is required by law to be held; or
- (c) revoked or varied by ordinary resolution passed by shareholders in a general meeting,

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whichever occurs first;

AND THAT authority be and is hereby given unconditionally and generally to the Directors to take all such steps as are necessary or expedient (including without limitation, the opening and maintaining of central depository account(s) under the Securities Industry (Central Depositories) Act 1991, and the entering into of all other agreements, arrangements and guarantee with any party or parties) to implement, finalise and give full effect to the aforesaid purchase with full powers to assent to any conditions, modifications, revaluations, variations and/or amendments (if any) as may be imposed by the relevant authorities and with the fullest power to do all such acts and things thereafter (including without limitation, the cancellation or retention as treasury shares of all or any part of the repurchased shares or distribute the treasury shares as dividends to the shareholders and/or resell on Bursa Securities and/or transfer the shares or any of the shares as purchase consideration and/or cancel all or part of them) in accordance with the Act, the provisions of the Constitution of the Company and the requirements and/or guidelines of Bursa Securities and all other relevant governmental and/or regulatory authorities and to do all such things as the said Directors may deem fit and expedient in the best interest of the Company.

10. CLOSURE

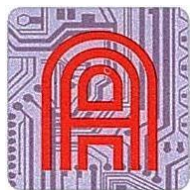
There being no other business, the Chairman declared the Meeting closed at 12:08 p.m. and thanked all present for their attendance.

CONFIRMED AS A CORRECT RECORD

-SIGNED-

YTM. TUNKU DATO' SERI KAMEL
BIN TUNKU RIJALUDIN
CHAIRMAN

Dated: 25 May 2022



Amstel Holdings Berhad

Reg. No. 199601037096 (409449-A)

LOKATOO
 GPS NAVIGATOR

23 May 2022

Minority Shareholders Watch Group

BY ELECTRONIC MAIL

Level 22, Unit 23-2, Menara AIA Sentral,
 No. 30, Jalan Sultan Ismail,
 50250 Kuala Lumpur,
 Malaysia.

Attention: Mr. Devanesan Evanson

Dear Sir,

25th Annual General Meeting of Amstel Holdings Berhad (“AHB” or “Company”) to be held on 25 May 2022 (“AGM”)

We refer to the above and your letter dated 17 May 2022 (“**Letter**”). Kindly find our replies as follows:

OPERATIONAL AND FINANCIAL MATTERS

- Over the last 3 financial years, the Group has not been growing its revenue and profit after tax as shown below:

FINANCIAL YEARS ENDED 30 NOVEMBER	FY 2021 RM'000	FY 2020 RM'000	FY 2019 RM'000
Revenue	54,728	56,041	63,170
Profit after tax	3,558	4,061	4,828

(Page 14 of AR 2021)

Does the Group have any plans to grow the business either organically or through M&As? If so, do the plans also include diversifications?

ANSWER:

The primary reason why the revenue and profit after tax has not been growing in 2020 and 2021 is due to the COVID-19 pandemic, which severely affected the automotive industry. Hence, the sales of our core ICT products have slowed down as well. Our group's production activities were temporary halted due to the implementation of various lock down measures undertaken by our government to curb the spread of the COVID-19 virus. Otherwise, our Group's performance in 2020 and 2021 would have been better.

Following the reopening of our country's borders and business activities, we are now actively looking to roll out our new products and services both locally and overseas. We are also constantly exploring different options such as diversifications and M&As to further grow our Group's businesses.

2. The Group's TIS segment was given the approval by the Ministry of International Trade and Industry to operate with 60% working capacity during the FMCO, even though not all project sites could operate. The ICT production activities gradually resumed only during Phase 1 of NCR in August 2021 when the movement restrictions were relaxed (Page 15 of AR 2021).

Currently, what percentage of working capacity are the TIS segment and ICT production operating at? Is the Group planning for any expansion of capacity in the near future?

ANSWER:

As we transitioned into endemic phase, both TIS and ICT segment are now allowed to operate at full working capacity. However, our overall efficiency has been and is still affected due to disruption in global supply chain and shortage of labour.

Yes, one of the main reason for us to shift into a larger HQ at Glenmarie is to cater for future expansion. The current utilization rate at our ICT's new production line at Wisma Amtel is approximately 80%. Should the need arise, we should have sufficient floor space to set up new production lines to expand the production capacity.

3. The automotive industry, among others, was one of the hardest hit sectors due to semiconductor chip shortage. Automotive manufacturers and parts suppliers are all having to change certain designs or look for alternatives, which undoubtedly increased the overall production costs across the entire supply chain (Page 15 of AR 2021).

In what areas and to what extent has Amtel been affected? Has the situation improved?

ANSWER:

As explained earlier, we were not able to get all the required components from our existing suppliers for our core ICT products, hence, we are forced to look for alternative avenues and this undoubtedly has increased our overall production costs.

Yes, the situation has improved slightly but still leaves a lot to be desired.

4. There is a long lead time between conceptualisation to completion in product development and launching of sales. During the financial year, Amtel continued to expand and offer new and value-added products and services to its customers to remain competitive in the market (Page 16 of AR 2021).

- (a) What is the average lead time?

ANSWER:

Product design and engineering is Amtel's expertise. Depending on the types of products, generally the lead time for the entire process from conceptualization up to launching of sales will take around 2 to 4 years.

- (b) What were the new and value-added products and services offered during the financial year and how was the response?

ANSWER:

We rolled out our new product Digital Video Recorder ("DVR") in early 2021 and sales has been encouraging. DVR currently contributes approximately 25% of the ICT segment's total revenue. Based on the latest forecast sales orders, we expect the sales volume to increase by another 20% in the coming months.

5. To fend off competition, Amtel will continue to leverage on its competitive strengths such as strong business relationship with its customers, new innovations integrating green features, especially those related to artificial intelligence, to enable it to expand its product range and services and eventually, broaden its customer base (Page 17 of AR 2021).

What sort of new innovations with green features were introduced and what has been the impact?

ANSWER:

This refers to our new software application which is currently at the pilot testing phase with our customers. Due to confidentiality issues, we are unable to share further information at this point in time.

6. Amtel's ICT business is partially exposed to foreign currency fluctuation through its imports of components and services that are primarily transacted in USD and Renminbi. On the same note, it will also be sourcing compatible materials from local suppliers of similar quality and standards (Page 17 of AR 2021).

What percentage of its imports of components and services are transacted in USD and Renminbi? How successful has Amtel been in sourcing compatible materials from local suppliers of similar quality and standards?

ANSWER:

Approximately 50% of the components and services imported are transacted in USD and Renminbi. Our aim has always been to source supplies locally whenever possible and will continue to do so to help boost the local economy and local employments.

7. While the demand for its own in-house designed, built-in toll reader (LOKATAG) and digital video recorder continue to increase, Amtel has poured in more resources into incorporating its existing products with Advanced Driver Assistance Systems ("ADAS") along with Artificial Intelligence ("AI") features which it targets to roll out to the market in the coming financial year (Page 18 of AR 2021).

Are LOKATAG and digital video recorder and existing products incorporated with Advanced Driver Assistance Systems ("ADAS") along with Artificial Intelligence ("AI") features expected to generate significant revenue contributions to the Group?

ANSWER:

Yes, those mentioned products are expected to generate significant revenue contributions to the Group in the coming years.

CORPORATE GOVERNANCE MATTERS

1. Practice 4.1 of the MCCG - At least half of the board comprises independent directors. For Large Companies, the board comprises a majority independent directors. Amtel's response: Departure (Page 12 of Corporate Governance Report FY 2021).

The Board currently has six (6) members comprising the following: -

- (i) One (1) Non-Independent Non-Executive Chairman;
- (ii) Two (2) Independent Non-Executive Directors; and
- (iii) Three (3) Executive Directors.

The Company has only two Independent Non-Executive Directors (INEDs) which is less than 50% of the board composition. Furthermore, 1 of the 2 INEDs has also served for an unduly long period exceeding 25 years.

When does the Company plan to increase its number of INEDs in accordance with Practice 4.1?

ANSWER:

The Company is in the midst of identifying suitable candidates who are able to fill this role.

2. Practice 4.5 - The board discloses in its annual report the company's policies on gender diversity, its targets and measures to meet those targets. For Large Companies, the board must have at least 30% women directors.

Amtel's response: Departure. Female representation will be considered when a vacancy arises and/or suitable candidates are identified. Currently, the Board does not have any Gender Diversity Policy (Page 17 of Corporate Governance Report FY 2021).

When does the Company plan to have female representation on the Board and have a Diversity Policy?

ANSWER:

Our female director has retired during FY 2021 and we have yet to identify a suitable female candidate to fill up this role.

The questions raised in the Letter and the reply stated above shall be presented at the AGM. Should you require further clarification, please do not hesitate to contact us.

Thank you.

Yours faithfully,

for and on behalf of

Amtel Holdings Berhad



Koid Siang Loong

Executive Director

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(Incorporated in Malaysia)

SUMMARY OF QUESTION AND ANSWER SESSION AT THE TWENTY-FIFTH ANNUAL GENERAL MEETING OF AMTEL HOLDINGS BERHAD ("AHB" OR THE "COMPANY") HELD ON A VIRTUAL BASIS VIDE THE ONLINE MEETING PLATFORM HOSTED ON SECURITIES SERVICES E-PORTAL AT [HTTPS://SSHSB.NET.MY/](https://sshsb.net.my/) PROVIDED BY SS E SOLUTIONS SDN. BHD. AT THE BROADCAST VENUE AT AHB OFFICE, BOARDROOM, LEVEL 3, WISMA AMTEL, NO. 12, JALAN PENSYARAH U1/28, HICOM GLENMARIE INDUSTRIAL PARK, 40150 SHAH ALAM, SELANGOR DARUL EHSAN ON WEDNESDAY, 25 MAY 2022 AT 11:00 A.M.

Question and answer session

Question 1:

Mr. Haw Weng King raised the following questions:

1. Could the Company update us on the progression of new upcoming products?
2. Estimated launching date and who are the new customers to purchase the new upcoming products?

Answer:

Mr. Koid Siang Loong ("Mr. Koid"), Executive Director of the Company responded that the Company is targeting to launch the new products and services in quarter three (Q3) or quarter four (Q4) in this financial year. One (1) of the products is related to Electric Vehicles ("EV"), where the Company is targeting Original Equipment Manufacturers (OEMs) car manufacturers and also those consumers interested in EV. Other than that, the Company has poured more resources into incorporating our existing products with Artificial Intelligence features. The details of the upcoming products could be referred at page 18 of the Company's Annual Report 2021.

Question 2:

Mr. Poh Chung Wee raised the following questions:

1. May I know how the Management assesses the proliferation of the RFID toll system in Malaysia and how does AHB intend to address this threat/opportunity?
2. Can the Management update us on the ventures/opportunities in Indonesia or any other new markets?

Answer:

Mr. Koid informed that RFID has been introduced in Malaysia since year 2018 and is still under the pilot testing phase, with many unresolved issues. In January 2022, RFID was rolled out on a bigger scale at several toll plazas in Klang Valley and caused heavy congestion traffic. Fortunately, our Prime Minister has stepped in to ease the situation and has also announced that other systems such as Touch 'n Go and Smart Tag would continue to co-exist, along with RFID. Having competition is healthy and more beneficial for the citizens. Let the people decide which is the best solution for them. As the Company continues to innovate and improve on our technology, we shall be conducting a pilot test to further showcase what our technology is capable of (in comparison with others) by this financial year.

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The Company had to postpone its overseas expansion plan to nearby countries due to the COVID-19 pandemic. However, as our country is moving to the endemic phase and the border has now opened up, the Company is looking to resume back its initial plans.

Question 3:

Mr. Ho Xin Wen raised the following questions:

1. With the increased utilisation of RFID over the months, is there any impact on Lokatag's business as well as disruption to the development of Lokatag Pro?
2. With the reopening of the economy and increase in local car sales, do you see an increase in sales over the months?
3. Has the supply chain disruption been resolved so far? To what extent has this issue impacted the Group businesses? What is your mitigation plan?
4. What is the year 2022 outlook? Can shareholders expect better results as compared to last year?

Answer:

Mr. Koid highlighted that RFID still has many unresolved technical issues at the moment. At the same time, the demand for Lokatag continues to rise with our customers – a promising sign for the entire Group. In terms of the development of Lokatag devices, as mentioned earlier in the Minority Shareholders Watch Group's question, product conceptualisation normally takes two (2) to four (4) years. What has been in the market nowadays actually has been developed two (2) to four (4) years prior. The Company is not too worried about the potential threats from other competitors as our product quality and reliability speak for itself. In fact, the current global disruption on the supply chain actually affected Lokatag more than the implementation of RFID.

With the reopening of the economy and increase in local car sales, our sales rely on whether the Sales and Services Tax ("SST") exemption on the car industry would be extended beyond June 2022. If the government decides to extend until the end of the year, this would definitely help boost the car industry. Otherwise, as the economy improves, we still expect to have an increase in sales but the growth would not be as significant as how the SST exemption would impact the overall industry.

Yes, the global supply chain disruption not only affected Malaysia but on a global scale across all industries, hence our Company has been affected as well. At the moment there are still chip shortage issues within the car industry. However, the Company is proactively looking for alternative suppliers for various components of our products so that it would not disrupt the Company's production line. This undoubtedly has increased the Company's overall production costs. We are trying to build relationships with more suppliers in order to mitigate the overall increase in cost.

For the year 2022, with the reopening of the economy, barring any unforeseen circumstances, the Company's prospect looks promising. We expect to deliver yet another positive performance for this upcoming financial year.

Question 4:

Mr. Haw Weng King enquired whether the main future focus of the Company would be in the automotive sector or if the Company would venture into any other sectors.

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Answer:

Mr. Koid responded that at the moment, automotive remains the main contributor in the Company's Information and Communications Technology (ICT) sector. While the Company is actively exploring different options such as diversifications and mergers and acquisitions to strengthen and further grow the Group's businesses within the industry, the Company is also in the midst of discussion with potential partners to venture into other sectors. If there are any material events in the future, the Company would make the necessary announcements accordingly.

Question 5:

Ms. Elaine Yeoh enquired as to when the Company is going to be "more out there" so the market will know and understand more about the Company's businesses and potential. Ms. Elaine Yeoh further suggested the Company engage with the media.

Answer:

Mr. Koid highlighted that the Company has changed the Company's logo that has been used for the past 18 years as part of the rebranding exercise, to be more in line with the new future generation. The Company also has moved to the new headquarter at Wisma Amtel in Glenmarie.

The Company is also in the midst of undergoing digitalisation within the Group and consolidating all our expertise from hardware to software across our entire business and services, including our infrastructure division. Once the Company completes phase 1 of our digitalisation program and roll out our new business and services by this financial year, we shall be more active to share the Company's potential with the media and public.

Question 6:

Mr. Stephen Lye Tuck Meng requested the Board to consider giving shareholders e-vouchers as a token of appreciation for attending the Meeting.

Answer:

Mr. Koid responded that the Company would consider and discuss giving e-vouchers to shareholders who participated at the Meeting and would update the shareholders accordingly, if any.

Question 7:

Mr. Haw Weng King enquired whether the Company has any new plan for the EV venture.

Answer:

Mr. Koid responded that the Company has been positioning itself in the EV industry for the past four (4) to five (5) years. The Company is planning to roll out EV-related products and services this financial year. The nature of the product could not be disclosed at the moment due to confidentiality issues. However, the Company would make the relevant announcement and update the public accordingly if there are any material events.

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Question 8:

Mr. Ho Xin Wen enquired whether there is any plan to reinstate dividends as the last dividend payout was in the year 2013.

Answer:

Mr. Koid responded that there are no immediate plans for dividends at the moment. The Company is conserving the cash for business expansion particularly related to the new products and services mentioned earlier that are going to be introduced in this financial year.