

**EXSIM HOSPITALITY BERHAD**  
(Formerly known as Pan Malaysia Holdings Berhad)  
Registration No. 198301000236 (95469-W)  
(Incorporated in Malaysia)

**MINUTES OF THE EXTRAORDINARY GENERAL MEETING OF EXSIM HOSPITALITY BERHAD (FORMERLY KNOWN AS PAN MALAYSIA HOLDINGS BERHAD) (“EHB” OR “COMPANY”) HELD VIRTUALLY THROUGH LIVE STREAMING AND ONLINE REMOTE VOTING FROM THE BROADCAST VENUE AT MEETING ROOM 8, NO. D-35-01, LEVEL 35, EXSIM TOWER, MILLERZ SQUARE @ OLD KLANG ROAD, MEGAN LEGASI, NO. 357, JALAN KELANG LAMA, 58000 KUALA LUMPUR, WILAYAH PERSEKUTUAN KUALA LUMPUR (“BROADCAST VENUE”) ON TUESDAY, 21 JANUARY 2025 AT 10.00 A.M.**

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<b>DIRECTORS PRESENT AT THE BROADCAST VENUE</b>	: Datuk Leong Kam Weng ( <i>Independent Non-Executive Chairman</i> ) Mr. Tan Hai Liang ( <i>Managing Director</i> ) Mr. Paramjit Singh Gill A/L Gurdev Singh ( <i>Executive Director</i> ) Ms. Yong Hui Nee ( <i>Independent Non-Executive Director</i> ) Ms. Freda Liu Phit Jang ( <i>Independent Non-Executive Director</i> )	
<b>MEMBERS/ PROXIES/ CORPORATE REPRESENTATIVES</b>	: Participated via Remote Participation and Voting (“ <b>RPV</b> ”) facilities (as per the summary of attendance and log in list)	
<b>IN ATTENDANCE</b>	: Ms. Teo Soon Mei Ms. Nazirah binti Nazri	
<b>EXTERNAL AUDITORS</b>	: Messrs. Crowe Malaysia PLT	
<b>POLL ADMINISTRATOR</b>	: Symphony Corporate Services Sdn. Bhd. (Representatives as per the attendance list)	
<b>SCRUTINEER</b>	: Propoll Solutions Sdn. Bhd. (Representatives as per the attendance list)	
<b>INVESTOR RELATIONS</b>	: Esente Advisory Sdn Bhd. (Representatives as per the attendance list)	
<b>BY INVITATION</b>	Mr. Tan Yi Lang	- Group Accountant
	Ms. Joanne Lee	- Corporate Finance Manager
	Mr. Ethan Wong	- Senior Corporate Finance Executive
	Mr. Loy Fong Quan	- Representative of Amerits Corporate Sdn. Bhd.

**CHAIRMAN’S OPENING REMARKS**

Datuk Leong Kam Weng (“**Chairman**”) chaired the Extraordinary General Meeting (“**Meeting**”). The Chairman extended a warm welcome to all members, proxies and invitees present the Meeting held and conducted on a virtual basis through live streaming and online remote participation by using the Remote Participation and Voting (“**RPV**”) facilities from the Broadcast Venue. The Chairman further informed that the Meeting was held in compliance with Section 327 of the Companies Act 2016 and Clause 56 of the Constitution of the Company, and made reference to the “*Guidance and FAQs on the Conduct of General Meetings for Listed Issuers*” issued by the Securities Commission Malaysia.

The Chairman then introduced his fellow Directors and the Company Secretary, who were present at the broadcast venue.

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-2-

(Minutes of the Extraordinary General Meeting of the Company held on 21 January 2025 – *Cont'd*)

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**QUORUM**

The Company Secretary confirmed that the requisite quorum being present pursuant to Clause 75 of the Company's Constitution at the commencement of the Meeting.

The Company Secretary also informed that eight (8) proxy forms have been received from eight (8) shareholders for a total of 59,988,602 (Fifty-Nine Million Nine Hundred Eighty-Eight Thousand Six Hundred and Two) shares, representing 6.46% of the total issued share capital of the Company within the stipulated prescribed period of forty-eight (48) hours before the time for convening the Meeting.

The Chairman then declared the Meeting duly convened.

**POLLING AND PROCEDURES**

The Chairman informed that in accordance with Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, the resolution shall be voted by way of poll and in his capacity as the Chairman of the Meeting, he had directed the vote on resolution set out in the Notice of Meeting to be conducted by way of poll pursuant to Clause 81 of the Company's Constitution.

It was noted that the Chairman would be voting as proxy for shareholders who were unable to participate in the Meeting and appointed him to vote on their behalf.

The Chairman further informed that the Company had appointed, Symphony Corporate Services Sdn. Bhd. ("**Symphony**") as the Poll Administrator to conduct the poll voting electronically using the RPV facilities and Propoll Solutions Sdn. Bhd. ("**Propoll**") as the Independent Scrutineer to verify and confirm the poll results.

The Chairman then invited Symphony to present the video in relation to the online voting procedures through the RPV facilities to the shareholders and proxies. After the demonstration video ended, the Chairman further informed the shareholders and proxies that they are welcomed to participate at the Meeting including to raise questions in real time by transmitting their questions in real time via the Questions & Answers ("**Q&A**") platform as well as to vote remotely at the Meeting by using the RPV.

Furthermore, the Chairman informed the attendees that the voting session had commenced at the beginning of the Meeting and would remain open throughout until the Chairman announced the closure of the polls.

**NOTICE OF MEETING**

It was noted that the Notice convening the Meeting dated 6 January 2025 having been circulated within the prescribed period in accordance with the Company's Constitution, was with the permission of the Meeting, taken as read.

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-3-

(Minutes of the Extraordinary General Meeting of the Company held on 21 January 2025 – *Cont'd*)

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**ORDINARY RESOLUTION**  
**PROPOSED NEW SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTION OF A REVENUE OR TRADING NATURE AS SET OUT IN SECTION 2.6 OF THE CIRCULAR TO SHAREHOLDERS DATED 6 JANUARY 2025 ("PROPOSED RRPT MANDATE")**

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The Chairman informed the Meeting that the Agenda item was to deliberate on the Proposed RRPT Mandate. He explained that the recurrent related party transactions ("**RRPTs**") entered into or to be entered into by EHB Group form part of the Group's ordinary course of business. These transactions, being recurring and of a revenue or trading nature, provide significant business opportunities and contribute to the Group's overall revenue. However, due to the time-sensitive and confidential nature of such transactions, it is impractical to seek shareholders' approval on a case-by-case basis before entering into each transaction.

The Chairman further informed that the proposed Ordinary Resolution, if passed, will enable the Group to conduct necessary transactions on normal commercial terms, not more favorable to related parties than to the public, and without any detriment to minority shareholders. The mandate would also reduce administrative time, effort, and expenses associated with convening separate general meetings for RRPT approvals.

The Chairman also informed the Meeting that further details of the Proposed RRPT and the full text of the proposed resolution was set out in the Notice of the Meeting. With the permission of the Meeting, he declared the proposed resolution was taken as read.

With the conclusion of the sole item on the Agenda, the Chairman confirmed that the Agenda had been fully addressed. As mentioned earlier, any questions raised during the Meeting would be addressed in the upcoming Q&A session.

The Chairman sought confirmation from the Company Secretary and informed the Meeting that no notice of any other business had been received for transaction at this Meeting.

**QUESTIONS AND ANSWERS SESSION**

Having concluded the Agenda item of the Meeting, the Chairman opened the Q&A session and invited shareholders and proxies to submit their questions online via the Q&A platform provided through the RPV system.

The Chairman informed the shareholders and proxies that the Board would make every effort to address the questions submitted by them. However, in cases where time constraints prevented certain questions from being answered during the Meeting, the Company would promptly email the responses to the respective shareholders or proxies after the conclusion of the Meeting. To ensure brevity, any particularly lengthy questions or duplicate questions identified by the Board and Management would be summarised.

The Chairman then addressed the questions received from the shareholders. The questions and its reply were recorded in **Appendix I** attached hereto.

**POLLING SESSION**

The Chairman then invited the shareholders and proxies who had not submitted their votes earlier to cast their votes using the RPV system. The Chairman further informed the shareholders and proxies that the voting session would be closed after five (5) minutes.

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-4-

(Minutes of the Extraordinary General Meeting of the Company held on 21 January 2025 – *Cont'd*)

Upon the conclusion of the poll voting session, the Chairman announced the adjournment of the Meeting for approximately five (5) minutes or until the Scrutineers had completed the verification of the vote results. Attendees were requested to exercise patience, as the announcement of the poll results would be made shortly.

**DECLARATION OF POLL RESULT**

The Meeting was resumed at 10.25 a.m. for the declaration of polling result.

The Chairman announced the results of the poll and declared that the resolution as set out in the Notice of Meeting dated 6 January 2025 be carried, as follows:-

**ORDINARY RESOLUTION**

- **PROPOSED NEW SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTION OF A REVENUE OR TRADING NATURE AS SET OUT IN THE CIRCULAR TO SHAREHOLDERS DATED 6 JANUARY 2025 ("PROPOSED RRPT MANDATE")**

Ordinary Resolution	Vote in Favour		Vote Against		Result
	No. of shares	%	No. of shares	%	
Proposed RRPT Mandate	60,004,804	99.997884	1,270	0.002116	Carried

The Meeting **RESOLVED**:-

**THAT** subject to the Companies Act 2016 ("**Act**"), the Constitution of the Company and the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, approval be and is hereby given to the Company and its subsidiaries ("**EHB Group**") to enter into the specified recurrent transactions of a revenue or trading nature with the Related Parties as stated in Section 2.6 of the circular to shareholders dated 6 January 2025 ("**the Circular**") provided that such arrangements and/or transactions are recurrent transactions of a revenue or trading nature which are necessary for the day-to-day operations and are carried out in the ordinary course of business on normal commercial terms which are not more favourable to the Related Parties than those generally available to the public and are not to the detriment of the minority shareholders of the Company ("**Shareholders' Mandate**").

**THAT** such approval shall continue to be in force until:-

- (i) the conclusion of the next Annual General Meeting ("**AGM**") of the Company at which time such approval will lapse, unless by an ordinary resolution passed at a general meeting of the Company, the authority of the Shareholders' Mandate is renewed; or
- (ii) the expiration of the period within which the next AGM after that date is required to be held pursuant to Section 340(2) of the Act (but must not extend to such extension as may be allowed pursuant to Section 340(4) of the Act); or
- (iii) revoked or varied by an ordinary resolution passed by the shareholders in a general meeting;

whichever is earlier.

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-5-

(Minutes of the Extraordinary General Meeting of the Company held on 21 January 2025 – Cont'd)

**THAT** the Directors of the Company be authorised to complete and do all such acts and things (including executing all such documents as may be required) as they may consider expedient or necessary to give effect to the Proposed RRPT Mandate.

**TERMINATION**

The Chairman concluded the Meeting and declared the Meeting closed at 10:45 a.m..

The Chairman thanked all shareholders, proxies and invitees for their attendance and announced the end of the live streaming.

SIGNED AS A CORRECT RECORD



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**DATUK LEONG KAM WENG**  
CHAIRMAN

Dated: 21 January 2025

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**Appendix I**

**QUESTIONS AND ANSWER SESSION DURING THE EXTRAORDINARY GENERAL MEETING OF THE COMPANY HELD VIRTUALLY THROUGH LIVE STREAMING AND ONLINE REMOTE VOTING FROM THE BROADCAST VENUE ON TUESDAY, 21 JANUARY 2025 AT 10.00 A.M.**

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**Questions:**

- Please give us touch and go reload pin for attending this RPV as a token of appreciation. Tq
- Reward participant as we support your Resolution.
- Only very few had attended the virtual meeting, please reward a cup a cup of drink via e wallet as we support the resolution.

**Answer:**

*As mentioned during the Forty-First Annual General Meeting (“**41<sup>st</sup> AGM**”) of the Company held on 27 November 2024, the Company is focusing on stabilising its financial position and driving a turnaround. At this juncture, we are unable to provide tokens of appreciation. However, the Company will revisit this matter once its financial performance improves and resources can be allocated toward such initiatives.*