

**CAPITAL A BERHAD**  
[Registration No.: 201701030323 (1244493-V)]  
("Capital A" or "the Company")  
(Incorporated in Malaysia)

Minutes of the Sixth Annual General Meeting ("**AGM**") of the Company ("**6th AGM**" or "**Meeting**") held as a virtual meeting through live streaming from the Broadcast Venue at RedQ, Jalan Pekeliling 5, Lapangan Terbang Antarabangsa Kuala Lumpur, 64000 KLIA, Selangor Darul Ehsan, Malaysia ("**AirAsia RedQ**") using the Remote Participation and Voting ("**RPV**") facilities provided by Tricor Investor & Issuing House Services Sdn. Bhd. ("**TIIH**") via the TIIH Online website at <https://tiih.online>, on Thursday, 15 June 2023 at 10.00 a.m.

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Present & In Attendance: As per attendance list

### **1.0 WELCOME & INTRODUCTION**

- 1.1 On behalf of the Board of Directors ("**Board**" or "**Directors**") and the Company, Mr. Amzar Anizam, the emcee (the "**Emcee**") for the Meeting, welcomed the shareholders to the 6th AGM and thanked them for participating remotely.
- 1.2 The Emcee informed that the Company was holding a virtual meeting conducted from the Broadcast Venue at AirAsia RedQ through live streaming *via* the online meeting platform using the RPV facilities provided by TIIH.
- 1.3 The Emcee also informed that participation in the Meeting was restricted to shareholders, proxies, authorised representatives of corporate shareholders and attorneys who had registered to participate in the Meeting remotely.
- 1.4 The Emcee proceeded to introduce the members of the Board, Senior Management of the Company and representatives of the Company's auditors, Ernst & Young PLT, who joined the 6th AGM at the Broadcast Venue.

### **2.0 CHAIRMAN OF THE MEETING**

- 2.1 The Chairman, Y. Bhg. Datuk Kamarudin bin Meranun (the "**Chairman**" or "**Datuk Kamarudin**"), welcomed all the members present during the live streaming of the 6th AGM.
- 2.1 With the requisite quorum being present, the Chairman called the Meeting to order at 10.00 a.m.

### **3.0 NOTICE OF THE MEETING**

- 3.1 The notice convening the Meeting, having been advertised in the newspaper, circulated within the prescribed period, also having been announced to Bursa Malaysia Securities Berhad ("**Bursa Malaysia**") and as referred to on pages 371 to 377 of the Annual Report of the Company, with the consent of the shareholders present, was taken as read.

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- 3.2 Before proceeding with the Meeting agenda, the Chairman highlighted that pursuant to Paragraph 8.29A (1) of the Main Market Listing Requirements (“**MMLR**”) of Bursa Malaysia, all resolutions set out in the Notice of the Meeting dated 28 April 2023 would be put to vote by way of poll, and polling would be conducted electronically *via* the RPV facilities provided by TIIH. The online voting was accessible for shareholders to vote at any time from the commencement of the Meeting until such time that would be announced later during the Meeting. The Chairman informed that TIIH was acting as poll administrator and the poll results would be verified by Aldpro Corporate Services Sdn. Bhd., the appointed Independent Scrutineers (“**Scrutineers**”). The resolutions tabled for voting at the 6th AGM were displayed on the screen.
- 3.3 The Chairman informed that the proceedings of the 6th AGM would be conducted according to the sequence in the agenda, followed by a question and answer (“**Q&A**”) session. Shareholders were given the opportunity to ask questions and seek clarifications on the agenda items, which would be responded to during the Q&A session, but that repeated or similar questions would be answered only once and if questions were particularly lengthy, it would be summarised for reasons of brevity. The responses to questions not addressed during the Q&A session due to time constraint would be e-mailed at the earliest possible, after the Meeting.
- 3.4 For the benefit of shareholders participating remotely, TIIH presented a 3 minutes explanatory video on the RPV facilities and procedure(s) for remote voting.

### **4.0 SUMMARY OF THE BUSINESS OUTLOOK FOR 2023**

- 4.1 The Chairman invited the Chief Executive Officer (“**CEO**”) of the Company, Y. Bhg. Tan Sri Anthony Francis Fernandes (“**Tan Sri Tony**”) to brief the shareholders on the business outlook for 2023. Tan Sri Tony took the shareholders through a presentation with a summary of the Group’s performance for the financial year 2022.
- 4.2 Tan Sri Tony highlighted that the last few years had been challenging for Capital A but the Group has managed to overcome the challenges with Capital A coming out stronger and more resilient. He also highlighted that Capital A has been restructured as an investment holding company with a broad portfolio of synergistic business in the travel, lifestyle and aviation service sectors, focused in value and low-cost.
- 4.3 He continued to brief the Meeting on the following matters:-
  - a. Aviation Group
    1. The Aviation group comprises aviation businesses in Malaysia, Thailand, Indonesia and ASEAN.
    2. Japan and South of India has been closed and Capital A is now more focused on developing an Asian aviation low-cost group.
    3. The formation of a new airline in Cambodia which will start on 4Q2023 and Capital A will be looking up for more acquisitions in the ASEAN region.
    4. The aviation group was flying high again with the airline returning growth and enhanced profitability amid favourable factors.
    5. The current trend in the aviation group saw:
      - (i) Air fares remain high and expect to stabilise at current levels;
      - (ii) Ancillary revenue going strong, above pre-pandemic levels;
      - (iii) Cash position strengthen through business operations and funding secured from banks;
      - (iv) Positive booking momentum going forward; and
      - (v) Demand for China routes shown a healthy load factor.

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### b. Move Digital Group - Digital arm of Capital A

#### (i) airasia Super App

1. The airasia super app is a widely used website in the ASEAN region.
2. The airasia super app is unique and different from other Superapp's OTA which is added with ride-hailing services.
3. Travel vertical will continue to boost in tandem with full recovery of travel demand.
4. The app will strengthen flights and hotels inventories through direct partnerships to solidify Superapp's OTA positioning and improve in net margins.
5. There will be improvement in completion rates for Rides by further growing fleet-base drivers, thereby increasing market share in both existing and newly expanded cities.
6. The establishment of strategic collaboration between airasia Super App and foodpanda involving cross promotion of food delivery and ride-hailing services will have the advantage of leveraging on each other's strong consumer base and increase potential for business growth.

#### (ii) Teleport

1. The Management is gradually launching of additional third-party cargo capacity and extend network coverage with 3 new A321F freighters; first delivery in mid-June 2023, another two in the pipeline.
2. There is enhancement in the cargo hub operations in key regions such as Southern China, Vietnam and India.
3. These initiatives will allow Teleport to capture opportunities and serve customers more effectively in the region.
4. Teleport's goal is to become the market leader in the air-based cross-border volumes in Southeast Asia.

#### (iii) Bigpay

1. BigPay continues to focus on cost containment to reduce losses.
2. A closer collaboration through the embedment of BigPay products and services in Superapp is being deliberated to grow revenue, namely BigPay users enjoy 5% discount on AirAsia flights booking made through airasia Superapp.
3. BigPay launched DuitNow Cross-border QR Payment allowing Malaysian users to conveniently pay in Singapore and Thailand without the need for cash or cards.
4. BigPay took steps to further boost remittance usage by leveraging the AirAsia database to identify.

### c. ADE

1. All 7 lines for base maintenance and other maintenance visit have been fully booked for the entire year of 2023, and have also started receiving requests for 2024 slots up to June 2024, demonstrating high demand for ADE's services.
2. ADE's aim is to commence operations in Indonesia, the Philippines and Thailand in 2023, and currently, the Management is exploring the potential to expand our operations into two more countries.
3. Starting from quarter 4 of 2023, ADE will be entering into the wide-body base maintenance market and actively exploring opportunities to expand our capabilities to service Boeing aircraft.
4. There are collaboration efforts between ADE with OEMs are underway to establish hard time component workshops, ensuring compliance with OEM standards and leveraging.

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### d. GTR

1. GTR, a joint venture Company with SATs, has the capability of a full service carrier and low-cost airline that supports the safe and efficient operation of flights.
2. GTR is looking into automation technologies for ground handling processes include leveraging data analytics to enhance resource deployment and operational efficiency.
3. GTR is in the midst of increasing self-service process by travellers through utilisation of technologies such as predictive data and AI systems.
4. In addition, GTR is also boosting green initiatives at the airport and for ground handlers through the adoption of EV airport vehicles and equipment.

### e. Santan

1. Santan is an inflight service provider working on the long lasting meal technology that can lead to cost savings and a more sustainable operation.
2. Santan continues to provide airline catering and inflight duty-free sourcing services to third-party airlines.
3. In planning is the intention for Santan to set up own central kitchen enhance control over ingredients and quality alongside taking advantage of cost saving and operational efficiencies.
4. Santan is also exploring the potential of developing long lasting meal technology that offers cost savings
5. In this regard, Santan will continue to expand Ready-to-eat and frozen foods business, which primarily distribute to convenience stores for onward sales to customers.

### f. AirAsia Consulting

1. AirAsia Consulting provides world-class aviation services to launch, grow and transform businesses.
2. The Consulting arm of the business aims to on board third-party airlines for Fuel Efficiency Programme and consulting Services.
3. The Consulting arm also had the opportunity to support the launching of Fly Dhaka's new AOC.
4. The Consulting arm is currently in talks with potential clients on business plan development for a potential joint venture

4.4 Tan Sri Tony further briefed the Meeting on the following sustainable initiatives and efforts by the Company:-

#### a. 2022 achievement

1. Published Group Sustainability Policy;
2. Official supporter of the Task Force on Climate-related Financial Disclosures (TCFD);
3. Set internal carbon price;
4. Increased female representation at Board level to 17%;
5. Participated in Bloomberg Gender; and
6. Equality Index and scored 64.65.

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### b. 2023 Target

#### (i) Environment Responsibility

- Targeting Net Zero by 2050;
- Developed Green supply chain, from ethical sourcing to product stewardship; and
- Made effort to cut waste through digitalisation, recycling and upcycling.

#### (ii) Social Responsibility

- Ensured diverse and promote an inclusive workplace;
- Adhered to 30% of women in leadership and STEM roles; and
- Participated in ASEAN community building through enterprise and capacity-building.

#### (iii) Governance Integrity

- Developed ESG supply chain compliance mechanism; and
- Developed parameters for internal audit of ESG data.

4.5 In providing an update on the PN17 statues, Tan Sri Tony informed the Meeting that in May 2023, the Group have made the decision to revise the submission date due to the requirements to incorporate the latest FY2022 audited figure into the plan. He said that this was essential to ensure that the Company's financial results accurately reflect its performance before submitting a holistic plan to the Bursa Malaysia for its approval.

4.6 At the conclusion of the presentation by Tan Sri Tony, the Chairman informed that the Company had received a letter with questions from the Minority Shareholder Watch Group ("**MSWG**") for the 6th AGM. For the benefit of the shareholders, the questions raised in the MSWG's letter, and the answers thereto were presented on the screen, and read out by the Emcee and CEO respectively. The said questions and answers are stated in **Appendix 1** annexed herewith.

### **5.0 AUDITED FINANCIAL STATEMENTS TOGETHER WITH THE REPORTS OF THE DIRECTORS AND AUDITORS THEREON FOR THE FY2022 ("AUDITED FINANCIAL STATEMENTS AND REPORTS FY2022")**

5.1 The Chairman then informed the Meeting that the first item of ordinary business was to receive the Audited Financial Statements and Reports FY2022. This agenda item was meant for discussion only as the Companies Act, 2016 does not require a formal approval of the shareholders for the Audited Financial Statements. Therefore, this agenda item was not put for voting.

5.2 The Chairman declared that the Audited Financial Statements and Reports FY2022 were received.

5.3 Thereafter, the Chairman invited the shareholders to submit their questions, if any, to the Board and Senior Management *via* the online query box, which would be addressed during the question and answer session.

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### **6.0 ORDINARY RESOLUTION 1** **TO APPROVE THE NON-EXECUTIVE DIRECTORS' REMUNERATION FOR THE PERIOD FROM 16 JUNE 2023 UNTIL THE NEXT AGM OF THE COMPANY TO BE HELD IN THE YEAR 2024**

- 6.1 The Chairman informed the Meeting that Ordinary Resolution 1 was to approve the payment of the Non-Executive Directors' Remuneration as described in Explanatory Note B of the Notice of 6th AGM dated 28 April 2023 for the period from 16 June 2023 until the next AGM of the Company to be held in the year 2024. He further informed that there was no change in the Non-Executive Directors' Remuneration as per the financial year ended 31 December 2022.
- 6.2 The respective Non-Executive Director and shareholder of the Company abstained from voting on Ordinary Resolution 1.
- 6.3 The Chairman put Ordinary Resolution 1 to the Meeting for consideration.

### **7.0 ORDINARY RESOLUTION 2** **RE-ELECTION OF DATUK KAMARUDIN BIN MERANUN IN ACCORDANCE WITH RULE 119 OF THE COMPANY'S CONSTITUTION**

- 7.1 Since Datuk Kamarudin was obliged to retire by rotation pursuant to Rule 119 of the Company's Constitution, he proposed to elect Dato' Fam Lee Ee ("**Dato' Fam**") to chair the meeting for this agenda item. Dato' Fam took the chair and informed the Meeting that under this Agenda, Dato' Kamarudin had offered himself for re-election under Ordinary Resolution 2.
- 7.2 Dato' Fam put Ordinary Resolution 2 to the Meeting for consideration, and thereafter passed the Chair back to Datuk Kamarudin.

### **8.0 ORDINARY RESOLUTION 3** **RE-ELECTION OF DATO' MOHAMED KHADAR BIN MERICAN IN ACCORDANCE WITH RULE 119 OF THE COMPANY'S CONSTITUTION**

- 8.1 Dato' Mohamed Khadar Bin Merican ("**Dato' Khadar**") was obliged to retire from office pursuant to Rule 119 of the Company's Constitution and consented to offer himself for re-election under Ordinary Resolution 3.
- 8.2 The Chairman put Ordinary Resolution 3 to the Meeting for consideration.

### **9.0 ORDINARY RESOLUTION 4** **RE-APPOINTMENT OF ERNST & YOUNG PLT (EY) AS AUDITORS OF THE COMPANY AND TO AUTHORISE THE DIRECTORS TO DETERMINE THEIR REMUNERATION**

- 9.1 The Chairman put forward Ordinary Resolution 4 to the Meeting for consideration on the re-appointment of EY as auditors of the Company and to authorise the Directors to determine their remuneration.

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### **10.0 SPECIAL BUSINESS – ORDINARY RESOLUTION 5 AUTHORITY TO ALLOT SHARES PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT, 2016 (“THE ACT”)**

- 10.1 The Chairman informed the Meeting that Ordinary Resolution 5 if passed, will empower the Board of Directors to issue and allot shares at any time to such persons in their absolute discretion without first convening a general meeting, provided that the aggregate number of shares issued pursuant to this resolution during the preceding 12 months, does not exceed 10% of the total number of issued shares (excluding treasury shares) of the Company at any point of time (“**Proposed 10% General Mandate**”).

The Proposed 10% General Mandate will, unless revoked or varied by the Company in a general meeting, expire at the conclusion of the next AGM of the Company or at the expiration of the period within which the next AGM of the Company is required by law to be held, whichever is earlier.

- 10.2 The Chairman put Ordinary Resolution 5, the full text of which was set out in the Notice of 6th AGM, to the Meeting for consideration.

### **11.0 SPECIAL BUSINESS – ORDINARY RESOLUTION 6 PROPOSED RENEWAL OF EXISTING SHAREHOLDERS’ MANDATE AND NEW SHAREHOLDERS’ MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE (“PROPOSED MANDATE”)**

- 11.1 Since the Chairman was a related party to this proposal, he passed the Chair to Dato’ Fam for the said resolution to be put to the Meeting.

- 11.2 Dato’ Fam assumed the Chairmanship and informed the Meeting that Ordinary Resolution 6 under the agenda as special business, was to seek the shareholders’ approval for the Proposed Mandate. The details of the Proposed Mandate were set out in the Notice of 6th AGM and Section 2.3 of the Circular to Shareholders dated 28 April 2023.

- 11.3 Dato’ Fam further informed the Meeting that the Interested Related Parties referred to in Section 6 of Part A of the Circular to Shareholders dated 28 April 2023 would abstain from voting on Ordinary Resolution 6 and had undertaken to ensure that persons connected with them would also abstain from voting on the said resolution.

- 11.4 Dato’ Fam put Ordinary Resolution 6, the full text of which was set out in the Notice of 6th AGM, to the Meeting for consideration, and thereafter passed the Chair back to Datuk Kamarudin.

### **12.0 SPECIAL BUSINESS - ORDINARY RESOLUTION 7 PROPOSED RENEWAL OF SHARE BUY-BACK AUTHORITY OF CAPITAL A BERHAD (“PROPOSED SHARE BUY-BACK”)**

- 12.1 The Chairman informed the Meeting that Ordinary Resolution 7 under the agenda as special business, was to seek the shareholders’ approval for the Proposed Share Buy-Back. The details of the Proposed Share Buy-Back were set out in Part B of the Statement to Shareholders dated 28 April 2023.

- 12.2 The Chairman put Ordinary Resolution 7, the full text of which was set out in the Notice of 6th AGM, to the Meeting for consideration.

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### 13.0 OTHER ORDINARY BUSINESS

- 13.1 The Company Secretary informed the Meeting that the Company had not received due notice to transact any other business at the 6th AGM.

### 14.0 Q&A SESSION

- 14.1 Following the presentation of all resolutions in the agenda, and before moving to vote by poll, the Chairman declared the commencement of the Q&A session and he reiterated that the questions received would not be answered in any sequence in relation to the agenda of the 6th AGM. The questions received in the online query box were moderated to avoid repetition and would only be answered once, and questions that were lengthy were summarised for reasons of brevity. Responses to the questions not addressed during the Q&A session would be e-mailed to the shareholder(s) at the earliest possible, after the Meeting.
- 14.2 For the benefit of the shareholders and proxy holders participating remotely, the Emcee read out the questions submitted by shareholders *via* the TIIH online platform prior to the Meeting, followed by selected questions submitted by remote participants *via* the online query box at the 6th AGM. A total of eleven (11) questions raised by shareholders and/or proxy holders were addressed by the CEO and Senior Management of the Company, as detailed in **Appendix 2** annexed herewith. Due to time constraint, it was noted that the remaining questions, clarifications and comments would be addressed accordingly, after the Meeting.

### 15.0 VOTING SESSION

- 15.1 On conclusion of the Q&A session, the Chairman advised the shareholders and proxy holders to proceed to submit their vote *via* the RPV facilities as the polling process would conclude after 10 minutes; followed by a 30 minutes recess for the verification of the poll results by the Scrutineers and thereafter the declaration of the poll results. He then declared the 6th AGM adjourned.

### 16.0 ANNOUNCEMENT OF POLL RESULTS

- 16.1 The 6th AGM re-convened at the conclusion of the polling process and the Chairman called the Meeting to order for the declaration of the poll results. The Chairman informed that the Scrutineers appointed by the Company had verified the poll voting results and the said results were projected on the screen.
- 16.2 Based on the poll results verified by the Scrutineers, annexed herewith as **Appendix 3**, the Chairman declared all the resolutions tabled at the 6th AGM as carried.
- 16.3 Therefore, **IT WAS RESOLVED: -**

#### ORDINARY RESOLUTION 1

#### **TO APPROVE THE NON-EXECUTIVE DIRECTORS' REMUNERATION FOR THE PERIOD FROM 16 JUNE 2023 UNTIL THE NEXT ANNUAL GENERAL MEETING OF THE COMPANY TO BE HELD IN THE YEAR 2024**

**THAT** the Non-Executive Directors' Remuneration for the period from 16 June 2023 until the next Annual General Meeting of the Company to be held in the year 2024, the details of which are disclosed in Note B of the Notice of the Sixth Annual General Meeting, be and is hereby approved.



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### **ORDINARY RESOLUTION 2** **RE-ELECTION OF DATUK KAMARUDIN BIN MERANUN IN ACCORDANCE WITH RULE 119 OF THE COMPANY'S CONSTITUTION**

**THAT** Datuk Kamarudin bin Meranun, the Director who retired by rotation pursuant to Rule 119 of the Company's Constitution and who being eligible had offered himself for re-election, be and is hereby re-elected to serve on the Board of Directors of the Company.

### **ORDINARY RESOLUTION 3** **RE-ELECTION OF DATO' MOHAMED KHADAR BIN MERICAN IN ACCORDANCE WITH RULE 119 OF THE COMPANY'S CONSTITUTION**

**THAT** Dato' Mohamed Khadar Bin Merican, the Director who retired by rotation pursuant to Rule 119 of the Company's Constitution and who being eligible had offered himself for re-election, be and is hereby re-elected to serve on the Board of Directors of the Company.

### **ORDINARY RESOLUTION 4** **RE-APPOINTMENT OF ERNST & YOUNG PLT AS AUDITORS OF THE COMPANY AND TO AUTHORISE THE BOARD OF DIRECTORS TO DETERMINE THEIR REMUNERATION**

**THAT** Ernst & Young PLT be and are hereby re-appointed as Auditors of the Company and to hold office until the conclusion of the next Annual General Meeting at a remuneration to be determined by the Board of Directors of the Company.

### **SPECIAL BUSINESS – ORDINARY RESOLUTION 5** **AUTHORITY TO ALLOT SHARES PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT, 2016 (“ACT”)**

**THAT** pursuant to Sections 75 and 76 of the ACT, the Constitution of Capital A Berhad (the “**Company**”) and subject to the approval of the relevant authorities, where required, the Board of Directors (“**Directors**”) of the Company be and are hereby empowered to issue shares in the Company from time to time and upon such terms and conditions and for such purposes and to such persons whomsoever as the Directors may, in their absolute discretion, deem fit provided that the aggregate number of shares issued pursuant to this resolution during the preceding 12 months does not exceed 10% of the total number of issued shares (excluding treasury shares) of the Company for the time being and that the Directors be and are also empowered to obtain approval for the listing of and quotation for the additional shares so issued on the Main Market of Bursa Malaysia Securities Berhad **AND THAT** such authority shall continue in force until the conclusion of the next Annual General Meeting of the Company after the approval was given or at the

expiry of the period within which the next Annual General Meeting is required to be held after the approval was given, whichever is earlier unless revoked or varied by an ordinary resolution of the Company at a general meeting.

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### **SPECIAL BUSINESS – ORDINARY RESOLUTION 6** **PROPOSED RENEWAL OF EXISTING SHAREHOLDERS' MANDATE AND NEW** **SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF** **A REVENUE OR TRADING NATURE**

**THAT** approval be and is hereby given for the renewal of existing shareholders' mandate and new shareholders' mandate for Capital A ("**the Company**") to enter into recurrent related party transactions of a revenue or trading nature with the related parties ("**Recurrent Related Party Transactions**") as set out in Section 2.3 of the Circular to Shareholders dated 28 April 2023 ("**Circular**"), subject further to the following:-

- i. the Recurrent Related Party Transactions are entered into in the ordinary course of business which are:
  - a. necessary for the day-to-day operations;
  - b. on normal commercial terms and transaction price which are not more favourable to the related parties than those generally available to the public;
  - c. undertaken on arm's length basis; and
  - d. not to the detriment of the minority shareholders of the Company;
- ii. the shareholders' mandate is subject to annual renewal and this shareholders' mandate shall only continue to be in full force until:
  - a. the conclusion of the next Annual General Meeting ("**AGM**") of the Company following the AGM at which this shareholders' mandate is approved, at which time it will lapse, unless by an ordinary resolution passed at that AGM, such authority is renewed;
  - b. the expiration of the period within which the next AGM after the date is required to be held pursuant to Section 340(2) of the Companies Act, 2016 ("**Act**") (but shall not extend to such extension as may be allowed pursuant to Section 340(4) of the Act); or
  - c. revoked or varied by ordinary resolution passed by the shareholders of the Company in a general meeting of the Company,

whichever is the earliest.

**THAT** the Directors of the Company and/or any one of them be and are hereby authorised to complete and do all such acts and things and take all such steps and to execute all such transactions, deeds, agreements, arrangements and/or undertakings as the Directors in their discretion deem fit, necessary, expedient and/or appropriate in the best interest of the Company in order to implement, finalise and give full effect to the Recurrent Related Party Transactions with full powers to assent to any modifications, variations and/or amendments thereto.

**AND THAT** as the estimates given for the Recurrent Related Party Transactions specified in Section 2.3 of the Circular being provisional in nature, the Directors of the Company and/or any one of them be and are hereby authorised to agree to the actual amount or amounts thereof provided always that such amount or amounts comply with the procedures set out in Section 2.6 of the Circular.

**SPECIAL BUSINESS - ORDINARY RESOLUTION 7**  
**PROPOSED RENEWAL OF SHARE BUY-BACK AUTHORITY OF CAPITAL A BERHAD**  
**("THE COMPANY")**

**THAT** subject always to the Companies Act, 2016 ("**the Act**"), the Constitution of the Company, the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("**Bursa Securities**") ("**Listing Requirements**") and all other applicable laws, guidelines, rules and regulations, the Company be and is hereby authorised, to the fullest extent permitted by law, to purchase such number of issued shares in the Company as may be determined by the Board of Directors ("**Directors**") of the Company from time to time through Bursa Securities upon such terms and conditions as the Directors may deem fit and expedient in the best interest of the Company provided that:

- i. the aggregate number of issued shares in the Company ("**Shares**") purchased ("**Purchased Shares**") or held by the Company pursuant to this resolution does not exceed ten per cent (10%) of the total number of issued shares of the Company at any point in time; and
- ii. the maximum amount of funds to be allocated by the Company for the purpose of purchasing its Shares shall not exceed the amount of the retained profits of the Company at the time of the purchase,

("Proposed Share Buy-Back").

**THAT** the authority to facilitate the Proposed Share Buy-Back will commence immediately upon passing of this ordinary resolution and will continue to be in force until:

- a. the conclusion of the next Annual General Meeting ("**AGM**") of the Company, following at which time the authority shall lapse, unless the authority is renewed by ordinary resolution passed at that meeting, either unconditionally or subject to conditions; or
- b. the expiration of the period within which the next AGM of the Company is required by law to be held; or
- c. the authority is revoked or varied by ordinary resolution passed by the shareholders of the Company at a general meeting,

whichever occurs first but shall not prejudice the completion of purchase(s) by the Company of its own Shares before the aforesaid expiry date and, in any event, in accordance with the provisions of the Act, Constitution of the Company, Listing Requirements and any applicable laws, rules, regulations, orders, guidelines and requirements issued by any relevant authorities.

**THAT** the Directors of the Company be and are hereby authorised, at their discretion, to deal with the Purchased Shares until all the Purchased Shares have been dealt with by the Directors in the following manner as may be permitted by the Act, Listing Requirements, applicable laws, rules, regulations, guidelines, requirements and/or orders of any relevant authorities for the time being in force:

- i. To cancel all or part of the Purchased Shares;
- ii. To retain all or part of the Purchased Shares as treasury shares;
- iii. To distribute all or part of the Purchased Shares as dividends to shareholder;
- iv. To resell all or part of the Purchased Shares on Bursa Securities in accordance with the relevant rules of Bursa Securities;

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- v. To transfer all or part of the Purchased Shares for the purposes of or under an employees' share scheme;
- vi. To transfer all or part of the Purchased Shares as purchase consideration; and/or
- vii. In any other manner as may be prescribed by applicable laws and/or regulations and guidelines applied from time to time by Bursa Securities, and/or any other relevant authority for the time being in force,

**AND THAT** the Directors of the Company be and are hereby authorised 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 to enter into or execute, on behalf of the Company, any instrument, agreement and/or arrangement with any person, and with full power to assent to any condition, modification, variation and/or amendment as may be imposed by Bursa Securities or any relevant regulatory authority, and/or as may be required in the best interest of the Company and to take all such steps as the Directors may deem fit, necessary and expedient in the best interest of the Company in order to implement, finalise and give full effect to the purchase by the Company of its Shares.

### **17.0 CLOSE OF MEETING**

- 17.1 There being no other matters, the Chairman thanked all present for their active remote participation in the Meeting, and declared the 6th AGM of the Company closed at 12.15 p.m.

**ISSUES RAISED BY THE MINORITY SHAREHOLDERS WATCH GROUP VIDE ITS LETTER DATED 15 JUNE 2023 FOR ANNUAL GENERAL MEETING 2023**

Issues raised	Reply
<b><u>Operational and Financial Matters</u></b>	
<p>1. The Group aspires to establish itself as a prominent MRO provider in the region via an integrated facility spanning over 380,000 square feet at KLIA which is currently under construction (page 69 of Annual Report (AR) 2022).</p> <p>(a) What is the current utilization rate of Asia Digital Engineering (ADE)? What is the expected utilization rate upon the completion of construction?</p> <p>(b) What percentage of ADE's revenue is generated from third parties? What is the targeted percentage revenue and the timeline to achieve it?</p>	<p>(a) Asia Digital Engineering currently has the capacity to service heavy maintenance and repairs for 6 narrowbody aircraft, alongside a dedicated line to perform light maintenance checks. Once the completion of the hangar construction, the company will be able to accommodate up to 20 narrowbody aircraft. The upcoming facility will be capable of serving both narrowbody and widebody aircraft.</p> <p>(b) In FY2022, revenue generated from third parties is approximately at 1% with the aim to achieve 30% in the next five years.</p>
<p>2. Leveraging the growth in demand, the Group will resume its expansion plans by building more cargo terminals across key Malaysian airports, developing its customer base, and growing its business verticals. Given the positive outlook, Capital A/GTR is optimistic of strong financial performance in 2023 (page 71 of AR 2022).</p> <p>(a) What is the expected growth rate in demand in FY2023 as compared to FY2022? How many more cargo terminals does</p>	<p>(a) We anticipate a minimum of 30% growth in the volume of cargo handled in FY2023. This growth will be driven by the expansion of cargo space capacity as airlines gradually resume their schedules. Starting this month and continuing through the first quarter of 2024, we will introduce three cargo terminals in Sandakan (SDK), Kota Kinabalu (BKI) and Tawau (TWU). The SDK cargo terminal is a refurbished terminal we have acquired while BKI and TWU terminals are newly constructed terminals designed to meet the growing demand for cargo services.</p>

## Capital A Berhad Annual General Meeting 2023

	<p>Capital A/GTR plan to build and by when?</p> <p>(b) Please elaborate on the types of business verticals the Group/GTR plans to grow and the prospects.</p> <p>(c) Is the Group/GTR expecting a much stronger financial performance for its cargo business in FY2023 compared to FY2022?</p>	<p>(b) We are exploring various initiatives, either independently or in partnership with key players, such as to enhance trucking services and cold chain product handling. These initiatives include pre-processing, sorting and fulfilment of e-Commerce parcels. These opportunities enable us to optimise our existing assets and expand our capabilities as a cargo terminal handler.</p> <p>(c) Yes, we expect to be profitable (second half of the year), aligning with the gradual resumption of air and cargo traffic.</p>
<p>3.</p>	<p>The year was extremely successful for BigPay. Having secured up to USD100 million in investment from SK Group at the end of 2021, BigPay was able to scale up its operations, improve its technology infrastructure, launch more products, and prepare for market expansion (page 81 of AR 2022).</p> <p>What are BigPay's major sources of income, key achievements, profitability and major plans in the near future.</p>	<p>The major sources of income for BigPay consists of (1) Payments business, which accounts 69% of the total revenue, followed by (2) Remittances at 19%, (3) interest earned from customer wallet balances at 7%, and (4) fees earned from wallet top-ups at 3%. The remaining revenue was from new products namely (5) Marketplace and (6) Lending, each contributing approximately 1% of FY2022 revenue.</p> <p>In 2022, BigPay has increased user base by 27% year on year, reaching a total of 1.3 million carded users. Additionally, average revenue per user surged by 85% resulting in a substantial 47% increase year on year. Another key achievement was the successful acquisition of e-money licence from the Bank of Thailand allowing for an imminent launch in Thailand.</p> <p>The major plans in the near future include a strong focus to improve on unit economics to achieve profitability as well as close collaboration with the Capital A's ecosystem through the embedment of BigPay products and services in airasia Superapp to grow revenue.</p>

## Capital A Berhad Annual General Meeting 2023

<p>4.</p>	<p>Currently, the companies with greatest visibility within the ReadBeat Capital (RBC) fold are its edutech platform airasia academy and food marketplace airasia grocer. Both have been growing from strength to strength over the years and made significant progress in 2022. airasia academy became operationally profitable while airasia grocer experienced rapid expansion to connect food markets across Asean. (page 83 of AR 2022)</p> <p>(a) Are both airasia academy and airasia grocer expected to record significantly far better financial performance in FY 2023?</p> <p>(b) What percentage of airasia academy's revenue is generated from third parties? What is the targeted percentage revenue and the timeline to achieve it?</p> <p>(c) What percentage of airasia grocer's revenue is generated from overseas? What is the targeted percentage revenue and timeline to achieve it?</p>	<p>(a) airasia academy is projecting a robust revenue growth and strong EBITDA margin in 2023, driven by multiple strategies initiatives. These include an extensive Business to Business (B2B) expansion involving providing SOCSO, the Ministry of Human Resources Malaysia, and other corporate users of the Academy Learning Management System.</p> <p>While for airasia grocer, it is expected FY2023 to record significant growth in two key areas. The company anticipated a 50% increase in revenue and improved product margin by more than 3x in comparison to last financial year. To achieve these goals, airasia grocer has plans to expand into the East Malaysia market and developed an export portfolio that includes markets such as Hong Kong, Singapore, China &amp; India. They have also diversified their product portfolio beyond fresh produce.</p> <p>(b) In FY2022, airasia academy generated 90% of its revenue from third parties and our goal is to maintain this ratio going forward.</p> <p>(c) This year, airasia grocer focuses on building the operational foundation and driving sales in the export markets. Business development for export typically requires a timeframe of up to 6 months to materialise. While the pipeline is very healthy, the export market really took fruition in the last quarter. At present, export revenue represents 1% of the company total revenue.</p>
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## Capital A Berhad Annual General Meeting 2023

5.	<p>All segments showed higher revenue in FY 2022 compared to FY 2021 except for Logistics and freight services (“Teleport”) segment which recorded a decrease in revenue to RM469.1 million in FY 2022 from RM551.2 million in FY 2021 (page 278 of AR 2022).</p> <p>Considering the spike in travel and a better outlook in FY 2022, how is it that the logistics and freight services (“Teleport”) segment recorded lower revenue in FY 2022? What would be the outlook for the segment in FY 2023?</p>	<p>In FY2022, Teleport shifted from utilising low margin passenger planes for cargo only models to a more sustainable approach by using the belly space of AirAsia’s aircraft. The shift led to improved margins, with the EBITDA loss narrowing from RM69 million in FY2021 to RM29 million in FY2022 despite the decrease in revenue. This was attributed to more belly space capacity being introduced in the market due to the recovery of air travel demand. In addition, the increased availability of belly space has led to the normalisation of yield.</p> <p>With this strategic move, we expect the margin to improve to above 5%.</p>												
6.	<table border="1" data-bbox="185 579 1111 782"> <thead> <tr> <th></th> <th colspan="2" style="text-align: center;">Group</th> </tr> <tr> <th></th> <th style="text-align: center;">2022 (RM'000)</th> <th style="text-align: center;">2021 (RM'000)</th> </tr> </thead> <tbody> <tr> <td><b>Impairment losses on:</b></td> <td></td> <td></td> </tr> <tr> <td>- Intangible assets (Note 16)</td> <td style="text-align: center;">82,720</td> <td style="text-align: center;">5,094</td> </tr> </tbody> </table> <p>(Page 281 of AR 2022)</p> <p>During the financial year, the Group fully impaired the carrying amount of goodwill in relation to DeliverEat of RM31.7 million and partially impaired the carrying amount of goodwill in Velox of RM51.0 million (page 308 of AR 2022).</p> <p>What were the reasons for such substantial impairment losses on the goodwill in relation to DeliverEat and Velox? What is the likelihood of further impairment losses for Velox or reversal of impairment losses in relation to either entity?</p>		Group			2022 (RM'000)	2021 (RM'000)	<b>Impairment losses on:</b>			- Intangible assets (Note 16)	82,720	5,094	<p>The substantial impairment losses incurred on the goodwill of DeliverEat and Velox are primarily due to the rationalisation of airasia Food business, which changed the future cash flow projections for the food business, leading to a decrease in the recoverable amount based on the Cash Generating Units (CGUs). (Recoverable amount is measured based on value in use through discounted cash flow calculations, which is currently lower than the carrying amount of goodwill).</p> <p>The likelihood of further impairment losses for Velox is deemed remote as the recoverable amount from Velox based on the future cash flow is expected to be higher than the carrying amount of goodwill given that airasia Superapp expected to deliver stronger financial performance. However, the possibility of reversal of impairment losses for Velox would require additional information for a comprehensive assessment.</p>
	Group													
	2022 (RM'000)	2021 (RM'000)												
<b>Impairment losses on:</b>														
- Intangible assets (Note 16)	82,720	5,094												



## Capital A Berhad Annual General Meeting 2023

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		Group																								
	2022 (RM'000)	2021(RM'000)																								
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## Capital A Berhad Annual General Meeting 2023

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	Group													
	2022 (RM'000)	2021 (RM'000)												
Amounts due from related parties	416,829	703,663												
Less: Allowance for impairment (page 320 of AR 2022)	(261,908)	(569,510)												
<p>9.</p>	<p>Practice 12.2 - Large companies are encouraged to adopt integrated reporting based on a globally recognised framework (page 81 of CGR 2022).</p> <p>Capital A's response: Departure. The Company will monitor market developments and progressively move towards a more integrated approach of reporting by incorporating more content elements and guiding principles in line with the Integrated Reporting Framework.</p> <p>Timeframe: Within 3 years</p> <p>MSWG's comment: As a large company having widespread operations globally across many countries with ramifications and implications impinging upon many areas of ESG, the Company should expedite adopting integrated reporting within 2 years or much earlier instead of 3 years.</p>	<p>The Group acknowledges the recommendation for large companies to adopt integrated reporting based on a globally recognised framework. We appreciate MSWG's comment and suggestion and will carefully assess the feasibility of accelerating the adoption of integrated reporting, considering the resources, systems, processes required for an effective implementation. We remained committed to enhancing our reporting practices to provide stakeholders with a more comprehensive and transparent view of our performance.</p>												

## Capital A Berhad Annual General Meeting 2023

<p>10.</p>	<p>For the 2022 Performance Overview on Guest Experience, the Group seems to have generally decent reasonable scorings except for On-time performance which it achieved 77% only (page 107 of AR 2022).</p> <p>Please elaborate specifically on which areas were cause for concern in on-time performance, and what measures have been taken to improve on-time performance. What has been the outcome to-date?</p>	<p>During this period, there were specific areas of concern that caused the moderate on time performance.</p> <p>(1) We were operating shorter routes, primarily due to an increase in domestic flights. This resulted in higher turnaround flights and aircraft cycles per day. As international routes, including China have reopened, we anticipate a reduction in aircraft cycles per day.</p> <p>(2) Delays were experienced due to various COVID-19 related measures imposed by different countries, which impacted the overall efficiency of operations.</p> <p>(3) Another challenge faced was the high travel demand coupled with insufficient aircraft to meet the demand, resulting from the shortage of MRO slots. To address these concerns and improve on time performance, the Group has taken measures to increase fleet size, this will allow spare aircraft to manage disruptions on the day of operation more efficiently.</p>
<p>11.</p>	<p>In 2022, the Group saw a 27.3% increase in the number of safety reports from 11,609 in 2021 to 15,960, in tandem with the resumption of aviation activities. Nevertheless, the rate of safety reporting (per 100 flights) remained fairly constant, at a level indicating confidence in the reporting system and Allstars' willingness to communicate grassroots issues to management (page 152 of AR 2022). Several health and safety performance key indicators namely Lost time injury, Lost time incident rate (LTIR), Incident rate and Severity rate also showed a worsening trend over the last three years (page 154 of AR 2022).</p> <p>(a) Though the rate of safety reporting (per 100 flights) remained fairly constant, this is an important area of concern</p>	<p>(a) Safety reporting is a critical element to support the robustness of the Safety Management System. It should not be confused with incident reporting but includes proactive and hazard reporting. While the reporting rate remains constant, the overall Safety Performance is tracked via a comprehensive mechanism above industry standards set by ICAO, IOSA and local regulatory bodies. The safety is well within the acceptable levels.</p> <p>(b) The imposition of lockdowns in 2020 and 2021 resulted in a significant decline in aviation activities, leading to the low numbers reported in 2021. The gradual resumption of operations starting in 2022, which increased the activities in the operational areas. It is important to note that these parameters are diligently tracked and monitored as part of our comprehensive mechanism to improve the</p>

## Capital A Berhad Annual General Meeting 2023

	<p>and warrants speedy action and closures. What are the major outcomes arising from these reports? What concrete actions have been taken to improve the situation?</p> <p>(b) What actions have been taken to improve the worsening health and safety performance key indicators?</p>	<p>health and safety of our employees.</p> <p>We have also launched several new programs in collaboration with government agencies and local partners such as the Return-to-Work (RTW) and RTW Coordinator programme, Physio lab sessions and the Safety Awareness Programme. We conduct Regular Chemical Health Risk Assessments, Noise Risk Assessments and Ergonomics Risk Assessments in various process areas to ensure the utmost protection of our employees. These programmes are designed to address both preventive and corrective measures, prioritising the health and welfare of our employees.</p>
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**QUESTIONS SUBMITTED BY SHAREHOLDERS VIA THE TIIH ONLINE PLATFORM PRIOR TO THE MEETING, FOLLOWED BY SELECTED QUESTIONS SUBMITTED BY REMOTE PARTICIPANTS VIA THE ONLINE QUERY BOX AT THE 6TH AGM**

Issues raised	Reply
<b><u>Pre-AGM Questions</u></b>	
<p>1 With operating expenses decreasing due to oil output reduction in Russia from February 2022, it appears that oil prices are poised to increase in the near future. Do Capital A consider passing on these costs to the customer or this is expected to impact the company's bottom line?</p>	<p>In the first quarter of 2023, our average fuel cost stood at USD121 per barrel. While the oil prices are lower than the peak of USD 165 per barrel in June/July 2022, they still remain higher than pre-pandemic levels. In response to the high fuel costs, the aviation group has implemented fuel surcharges since March 2022 to mitigate the impact on operating expenses. However, the Group will remove the fuel surcharge when oil prices revert to pre-pandemic levels.</p>
<p>2 China recent 1st May domestic travel have been making a historical record, how soon Capital A think the inbound and outbound flight will return to pre covid 2019 number.</p>	<p>The Group expects flight frequencies for China routes to return to pre-COVID levels by November this year. While AirAsia Malaysia, our biggest short-haul airline for the Group, is expected to reach pre-COVID frequencies even earlier, by October.</p>

## Capital A Berhad Annual General Meeting 2023

3	Please update the status of possible listing of Asia Aviation and Digital business in the USA stock market.	<p>Asia Aviation is the associate company of Capital A which is listed on the Thailand stock exchange, the Group currently has no intentions of pursuing dual listing on the United States (US) stock market.</p> <p>As for digital businesses, the Group will continue to observe the market conditions, and will list its digital businesses when the conditions are optimal. The Group has no intention to list the digital businesses in the US stock market in near term.</p>
4	Airasia Superapp user friendliness and uptake on land transportation is nowhere near Grab, what went wrong and what can be done.	<p>We have rolled out a brand new User Interface at the end of May 2023 which promotes better user-friendliness including working on personalisation of the app, where each user will see products and services based on their preferences and search / travel history. With regards to airasia ride, our expansion efforts are ongoing, and we have continued to grow our fleet drivers and increase our coverage areas.</p> <p>We are delighted to announce a significant improvement in our completion rate compared to the previous year. Since our launch in August 2021, we have successfully completed close to 5 million rides as of May 2023, with an increase from 161k completed rides per month during the first 17 months of operations to an average 410k completed rides per month in the first five months of 2023.</p>
5	Is Capital A on the right track to be removed from the PN17 status before 31/12/23?	<p>The PN17 regularisation plan is on track. We have made the decision to revise the announcement date mainly due to the requirements to incorporate the latest FY2022 audited figure into the plan. The step is crucial to ensure that our financial results accurately reflect our performance and strategic direction. We appreciate the understanding and patience of all our stakeholders during this adjustment period. The revised timeline involves full submission targeted in 3rd quarter 2023, with our execution plan targeted to commence in 4th quarter 2023 subject to obtaining all required approvals from Bursa Malaysia and relevant authorities. Following the completion of the implementation of the scheme and contingent upon Capital A achieving two consecutive quarters of profit, Bursa Malaysia will subsequently review the decision to uplift PN17 status</p>

## Capital A Berhad Annual General Meeting 2023

6	<p>Quote from AirAsia news dated November 29, 2022, AirAsia Berhad and AirAsia Aviation Group Limited is likely acquired by AirAsia X in regularisation plan.</p> <p>Such acquisition will deteriorate the entire Capital A group value because aviation business is the core segment within the group. What are the compensations from Capital A in order to protect the shareholders interest and RCUIDS holders?</p>	<p>At this juncture, we are unable to disclose the details of the PN17 regularisation plan until such plan is carefully reviewed and finalised. In addition, any disclosure of the plan which has yet to be finalised might prejudice our Group's interest to pursue our corporate objectives. We will make an immediate announcement once the plan is approved by our Board which will address the measures to safeguard the interests of our shareholders and RCUIDS holders.</p>
7	<p>a) I understand that various factors influence the decision to distribute dividends, and I would appreciate any information you can provide on the subject. Has there been any announcement or indication regarding the dividend payment for the current fiscal year?</p> <p>b) What is the company's dividend policy, and how does it typically determine the dividend payout?</p> <p>c) Could you please provide insights into the financial performance of [Company Name] that might impact the dividend decision for the current year.</p>	<p>The company does not have a dividend payout plan in place at this juncture. This is primarily due to the retained loss position and our focus on exiting the PN17 status. Our priority is to improve the financial and operating performance of the company, which will ultimately benefit our shareholders in the long term.</p>
8	<p>Notice that some santan outlets have been closed, and airasia food is no longer in operation but instead partnering with Foodpanda and there is introduction of the Santan RTE range at KK mart. What does this signal? Capital A has given up on the food delivery market in Malaysia or signs of things to come such as the possibility of capital A acquiring Foodpanda.</p>	<p>Santan, our inflight catering operator is a separate business from airasia food, who did the partnership with Foodpanda.</p> <p>For Santan, we made the decision to close down on the outlet because our main focus is to serve the airline industry which is our core customer base. This is also due to the aviation industry gradually recovering from the pandemic, we have shifted our focus on aligning resources and operations to cater the growing demands from airlines. Our services involve providing catering to AirAsia and third-party airlines and currently investing in long-lasting meal technology. Through this investment, we tend to create a more efficient and cost saving operational model.</p>

## Capital A Berhad Annual General Meeting 2023

		<p>As for airasia food, We have reassessed the positioning of our Delivery business vertical offerings such as food and ride-hailing. They will both be positioned to complement the travel experience of each app user, including mobility and culinary experiences. With this, airasia Superapp's food offerings will move towards a dine-in model.</p> <p>This partnership today between two major platforms in the country and region will see each platform leveraging on each other's strengths, where airasia Superapp's ride-hailing service will be made available on the foodpanda app. At the same time, foodpanda will be powering airasia food's delivery service, connecting airasia Superapp users to foodpanda's far-reaching network of more than 100,000 merchants and tens of thousands of delivery partners.</p>
9	<p>In a Bloomberg interview, Tan Sri Tony mentioned that he would like to see fares coming down. With MYairline in the market and offering fire sales on fares, has the fare war become somehow irrational or the company expects it as it helps to return fare to somewhat pre-pandemic fare level and this allows more people to fly and more airasia's planes painting the skies red again.</p>	<p>The competition from other players in the market may have initially driven down average fares, however, it is important to consider the overall market dynamics and we expect fares to be stabilise at current level allowing for a more realistic and sustainable recovery in the aviation sector.</p>
10	<p>As of June 7, 2023, there is no RCUIDS profit payment announcement for the June 2023 portion.</p>	<p>Capital A's RCUIDS profit payment payout is scheduled on a quarterly basis. An announcement regarding this has been and will continue to be made on Bursa Malaysia. For more details, please refer to the announcement released on June 7, 2023, with the stock name and code CAPITAL-LA, 5099LA.</p>
11	<p>In annual report 2022 - Note 39 liquidity risk, lease liabilities due within 1 year is RM4.34 billion. Any debt restructure plan / action plan / remedy taken by the management team to address the payment issue to avoid default?</p>	<p>The lease liabilities due within a year is projected to be repaid through internally generated cash flow and ongoing discussions are taking place with the lessors to reach an agreement on the deferred payment plan.</p>



**POLL RESULTS VERIFIED BY THE SCRUTINEERS**

**CAPITAL A BERHAD**

(201701030323(1244493-V))

**Sixth Annual General Meeting**

Broadcast Venue at RedQ, Jalan Pekeliling 5,

Lapangan Terbang Antarabangsa Kuala Lumpur, 64000 KLIA, Selangor Darul Ehsan, Malaysia

On 15-June-2023 at 10:00AM

**Result On Voting By Poll**

Resolution(s)	Vote For				Vote Against				Total Votes			
	No of Units	%	No of P/S	%	No of Units	%	No of P/S	%	No of Units	%	No of P/S	%
Ordinary Resolution 1	2,021,686,824	99.7449	637	81.8766	5,170,690	0.2551	141	18.1234	2,026,857,514	100.0000	778	100.0000
Ordinary Resolution 2	1,994,863,034	98.8443	680	86.2944	23,324,880	1.1557	108	13.7056	2,018,187,914	100.0000	788	100.0000
Ordinary Resolution 3	2,027,202,936	99.9753	688	87.0886	500,980	0.0247	102	12.9114	2,027,703,916	100.0000	790	100.0000
Ordinary Resolution 4	2,026,733,796	99.9901	712	89.8990	199,720	0.0099	80	10.1010	2,026,933,516	100.0000	792	100.0000
Ordinary Resolution 5	1,725,869,616	85.1150	661	83.8832	301,822,200	14.8850	127	16.1168	2,027,691,816	100.0000	788	100.0000
Ordinary Resolution 6	997,396,094	99.9586	680	86.9565	413,040	0.0414	102	13.0435	997,809,134	100.0000	782	100.0000
Ordinary Resolution 7	1,763,631,686	86.9644	671	84.2965	264,360,330	13.0356	125	15.7035	2,027,992,016	100.0000	796	100.0000



## Capital A Berhad Annual General Meeting 2023

Appendix 3

Resolution(s)	Pre-determined Abstain *		Abstain / Spoilt #	
	No of Units	No of P/S	No of Units	No of P/S
Ordinary Resolution 1	5,507,000	9	1,257,802	32
Ordinary Resolution 2	15,057,000	10	377,402	21
Ordinary Resolution 3	5,507,000	9	411,400	20
Ordinary Resolution 4	5,507,000	9	1,181,800	18
Ordinary Resolution 5	5,507,000	9	423,500	22
Ordinary Resolution 6	1,034,592,082	14	1,221,100	23
Ordinary Resolution 7	5,507,000	9	123,300	14

\* These votes refer to holders who have pre-determined abstain from voting in proxy forms or holders refrained from voting due to conflict of interest.

# These refer to:

- 1) Holders who have chosen not to vote (e-voting) or
- 2) Abstain / Spoilt votes as reflected in poll slips (poll slip voting)

