

ZICO HOLDINGS INC.
(Incorporated in Labuan, Malaysia)
(Company Registration No. LL07968)
(the “**Company**”)

MINUTES OF THE EXTRAORDINARY GENERAL MEETING OF THE COMPANY HELD AT 77 ROBINSON ROAD #06-03 ROBINSON 77, SINGAPORE 068896 ON THURSDAY, 6 OCTOBER 2022 AT 10.00 A.M.

PRESENT

DIRECTORS

Dato’ T. Jasudasan (Independent Chairman)
Chew Seng Kok (Managing Director)
Datuk Ng Hock Heng (Executive Director)
John Lim Yew Kong (Independent Director)
Chew Liong Kim (Non-Executive Non-Independent Director)

IN ATTENDANCE BY INVITATION

As per attendance record maintained by the Company.

SHAREHOLDERS

As per attendance record maintained by the Company.

QUORUM

As there was a quorum, the Chairman, Dato’ T. Jasudasan, declared the Extraordinary General Meeting of the Company (the “**Meeting**”) open at 10.00 a.m.

NOTICE

The Notice convening the Meeting dated 21 September 2022 was taken as read.

OPENING ADDRESS

The Chairman welcomed all joining the Meeting including the Company’s Directors, the Company’s legal representative, Sponsors from Stamford Corporate Services Pte. Ltd. the corporate secretary, the share registrar team and independent scrutineers (“**Scrutineer**”).

The Chairman informed the shareholders of the Company that in his capacity as the Chairman of the Meeting, he had been appointed as proxy by several shareholders and he had voted in accordance with their instructions. In line with the Company’s Memorandum & Articles of Association, the voting on the proposed resolution tabled at the Meeting was conducted by poll after the proposed resolution was proposed and seconded.

The Chairman further informed that, for the conduct of the poll, Agile 8 Advisory Pte. Ltd. and B.A.C.S. Private Limited have been appointed as the Scrutineers and polling agent respectively, to assist with the poll voting at this EGM. The Chairman invited the Scrutineer to guide the shareholders through the procedures for voting by poll when we conduct the poll voting.

The Chairman then proceeded with the following Agenda of the Meeting.

ORDINARY RESOLUTION 1

PROPOSED CHANGE OF AUDITORS OF THE COMPANY FROM BAKER TILLY TFW LLP TO PKF-CAP LLP

The agenda of the Meeting was to seek the shareholders’ approval on the proposed change of the Company’s Auditors, from Messrs Baker Tilly TFW LLP to Messrs PKF-CAP LLP.

No question was raised by the shareholders.

The Ordinary Resolution voted on was:

“That:

- (a) the resignation of Baker Tilly TFW LLP (“**Baker Tilly**”) as auditors of the Company be and is hereby noted and PKF-CAP LLP (“**PKF**”), having consented to act, be and is hereby appointed as auditors of the Company in place of Baker Tilly with effect from the date of approval of Shareholders of this ordinary resolution and to hold office under the conclusion of the next annual general meeting of the Company at a fee and on such terms to be agreed between the Directors of the Company with PKF; and
- (b) the Directors of the Company and each of them be and are hereby authorised to complete and do all such acts and things (including executing all such documents and ancillary agreements and to make all such amendments thereto as may be required in connection with the Proposed Change of Auditors) as may be necessary, desirable or expedient in the interests of the Company to give effect to the Proposed Change of Auditors and/or this ordinary resolution.

The motion was duly proposed by Ms Nor Hafiza Alwi and seconded by Ms Tan Gee Moi, both shareholders of the Company. The Chairman then announced the result of the votes as follows:

Percentage of votes “FOR” – 100% (168,666,152 shares)
Percentage of votes “AGAINST” – 0% (0 share)

Based on the result, the Chairman declared the Ordinary Resolution carried and duly passed.

CONCLUSION

There being no other business to transact, the Chairman thanked everyone for their attendance at the Meeting and for their invaluable support.

The Chairman declared the Meeting of the Company closed at 10.17 a.m.

Confirmed as True Record of Proceedings held

Dato' T. Jasudasen
Chairman