

AWANBIRU TECHNOLOGY BERHAD
(formerly known as Prestariang Berhad)
[Registration No. 201001038336 (922260-K)]
(Incorporated in Malaysia)

MINUTES OF THE ELEVENTH ANNUAL GENERAL MEETING OF THE COMPANY HELD ON A VIRTUAL BASIS THROUGH ONLINE MEETING PLATFORM HOSTED AT [HTTPS://MEETING.BOARDROOMLIMITED.MY](https://meeting.boardroomlimited.my) (DOMAIN REGISTRATION NO. WITH MYNIC - D6A357657) PROVIDED BY BOARDROOM SHARE REGISTRARS SDN. BHD. AT THE BROADCAST VENUE AT LEVEL 12, MENARA SYMPHONY, NO. 5, JALAN PROF. KHOO KAY KIM, SEKSYEN 13, 46200 PETALING JAYA, SELANGOR DARUL EHSAN, MALAYSIA ON WEDNESDAY, 24 NOVEMBER 2021 AT 10:00 A.M.

DIRECTORS PRESENT AT THE BROADCAST VENUE : Encik Syed Naqiz Shahabuddin bin Syed Abdul Jabbar
(Independent Non-Executive Chairman)
Dr. Abu Hasan bin Ismail
(Non-Independent Executive Director, President/ Group Chief Executive Officer)
Professor Emeritus Dato' Dr. Hassan bin Said
(Independent Non-Executive Director)
Puan Hafidah Aman binti Hashim
(Independent Non-Executive Director)
Dato' Tharuma Rajah @ K. T. Rajan a/l R. Krishnan
(Independent Non-Executive Director)

DIRECTORS WHO PARTICIPATED REMOTELY : Mr. Chan Wan Siew
(Senior Independent Non-Executive Director)
Mr. Ramanathan a/l Sathiamutty
(Independent Non-Executive Director)
Mr. Baldesh Singh a/l Manmohan Singh
(Non-Independent Executive Director, Chief Operating Officer)
YM Tunku Abang Faisal Amir bin Abang Abu Bakar
(Independent Non-Executive Director)
Ms. Ginny Yeow Mei Ying
(Independent Non-Executive Director)

MEMBERS : As per Attendance List

PROXY HOLDERS : As per Attendance List

INVITEES/OTHERS : As per Attendance List

IN ATTENDANCE : Mr. Lim Lih Chau *(Company Secretary)*

CHAIRMAN

Encik Syed Naqiz Shahabuddin bin Syed Abdul Jabbar ("**Encik Syed Naqiz**" or "**the Chairman**") chaired the Meeting and welcomed all present to the live streaming of the Eleventh Annual General Meeting ("**11th AGM**" or "**the Meeting**") of the Company. The Chairman thereafter called the Meeting to order at 10:00 a.m.

The Chairman informed the shareholders that in view of the current COVID-19 pandemic and to be in line with the latest Guidance Note and FAQs on the Conduct of General Meetings for Listed Issuers issued by the Securities Commission Malaysia, the Board of Directors ("**Board**") had decided that the 11th AGM be conducted on a virtual basis via live

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streaming webcast and online remote voting using the remote participation and electronic voting facilities without physical attendances by shareholders and proxies.

The Chairman then introduced all the Directors, Company Secretary and External Auditors of the Company.

QUORUM

The requisite quorum being present pursuant to Clause 97 of the Company's Constitution, the Chairman declared the Meeting duly convened.

The Chairman informed the Meeting that only members whose names appear in the Record of Depositors on 16 November 2021 were eligible to attend the Meeting.

PROCEEDINGS

The Chairman informed the Meeting that the Securities Commission Malaysia has stipulated that shareholders and proxies could rely on real time submission of typed texts to exercise their rights to speak or communicate in a virtual meeting. As advised in the Company's notification letter, shareholders might send in questions prior to the Meeting by emailing to the Company's email no later than 22 November 2021. For shareholders and proxies who attended the Meeting remotely, they might use the text messaging facility provided under the online meeting platform to transmit their questions in real time during the Meeting.

The Meeting would proceed with the question and answer ("**Q&A**") session upon completion of the deliberations of all items to be transacted at the 11th AGM. The Chairman further informed that the Company shall endeavour to respond to all questions relevant to the Agenda items during the Meeting, and that any unattended question or remark submitted by the shareholders or proxies would be responded via email after the conclusion of the Meeting.

NOTICE OF MEETING

The Notice convening the Meeting, having been circulated within the prescribed period was with the permission of the Meeting, taken as read.

VOTING PROCEDURES

In compliance with the Bursa Malaysia Main Market Listing Requirements and pursuant to Clause 103 of the Company's Constitution, the Chairman exercised his right as the Chairman of the Meeting to demand for a poll to be conducted for resolutions which are put forth for voting at the Meeting.

The Chairman informed that there were shareholders who had appointed him to vote on their behalf and he would be voting as their proxy in accordance with their voting instructions, where indicated.

The Meeting was informed that as there was no legal requirement for a proposed resolution to be seconded, the Chairman would take the Meeting through each item on the Agenda. Boardroom Share Registrars Sdn. Bhd. was appointed as the Poll Administrators and SKY

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Corporate Services Sdn. Bhd. was appointed as the Independent Scrutineer to verify the results of the poll voting.

The Meeting noted the electronic and remote poll voting procedures briefed by the Poll Administrators.

PRESENTATION BY PRESIDENT / GROUP CHIEF EXECUTIVE OFFICER

The Chairman invited Dr. Abu Hasan bin Ismail ("**Dr. Abu**"), President/Group Chief Executive Officer of the Company, to give his presentation on the highlights of the financial and business performance of the Company. The presentation covered the following areas: -

- i) Four (4) core strategies
- ii) Key achievements
- iii) Key highlights
- iv) Performance overview
- v) Business outlook
- vi) Environmental, social and corporate governance ("**ESG**")

Dr. Abu summarised his presentation with the following salient points: -

- the Group's strong cash position provides resilience to rebuild business and sales pipeline with new services and products
- the Group's technology business in the digital space has gained traction with multi-cloud management services and products that are aligned to the MyDigital Blueprint to drive digitalisation both in the public and private sectors of Malaysia
- the Group's talent business remains as core business activity that is synergistic and complementary to the technology business by providing a sustainable income stream
- the Group's competent talents to lead and steer towards new business streams and achieve new heights
- the Group would continue to invest and attract new talents by venturing deeper into the employability market with full life cycle talent management in profiling, training, certification and placement services
- the on-going Court litigation process with the Government of Malaysia on Sistem Kawalan Imigresen Nasional legal suit had been updated with the next hearing dates in the end of November and early December 2021
- to emphasise on compliance and ESG while remaining as a FTSE4Good and Shariah compliant stock

Upon completion, the Chairman thanked Dr. Abu for his presentation.

LETTER FROM MINORITY SHAREHOLDER WATCH GROUP ("MSWG")

The Chairman informed that the Company had received a letter from MSWG dated 17 November 2021 and was requested to respond to the questions raised by the MSWG at the Meeting. At this juncture, the Chairman invited Mr. Baldesh Singh a/l Manmohan Singh ("**Mr. Baldesh**"), the Chief Operating Officer of the Company to share with the Meeting the questions raised by MSWG and the Company's corresponding responses.

Mr. Baldesh read the letter from MSWG and corresponding Company's responses, the details of which are annexed hereto as "Annexure A".

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The Chairman informed the commencement of the voting session. Shareholders and proxies could proceed to cast and submit their votes via the portal until the closure of voting session to be announced later.

1.0 AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 30 JUNE 2021 TOGETHER WITH THE REPORTS OF THE DIRECTORS AND THE AUDITORS THEREON

The Chairman informed that the first item on the Agenda was to receive the Audited Financial Statements for the financial year ended 30 June 2021 ("**AFS 2021**") together with the reports of the Directors and the Auditors thereon.

In view that the first item on the Agenda was only meant for discussion and shall 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.

The Meeting then proceeded with the next item on the Agenda.

2.0 RESOLUTION 1

- **APPROVAL OF THE ADDITIONAL PAYMENT OF DIRECTORS' FEES AMOUNTING TO RM44,129.00 WHICH WAS IN EXCESS OF THE EARLIER APPROVED AMOUNT OF RM450,000.00 FOR THE FINANCIAL YEAR ENDED 30 JUNE 2021**
-

The Chairman informed that the next item on the Agenda was to approve the additional payment of Directors' fees for the Non-Executive Directors amounting to RM44,129.00 (Ringgit Malaysia: Forty-Four Thousand One Hundred and Twenty-Nine) only which was in excess of the earlier approved amount of RM450,000.00 (Ringgit Malaysia: Four Hundred and Fifty Thousand) only for the financial year ended 30 June 2021.

The Meeting noted that the purpose of this resolution is to facilitate the shortfall payment of Directors' fees due to change in Board members with additional Directors appointed during the financial year.

The Meeting then proceeded with the next item on the Agenda.

3.0 RESOLUTION 2

- **APPROVAL OF THE ADDITIONAL PAYMENT OF DIRECTORS' BENEFITS UP TO AN AMOUNT OF RM50,000.00 WHICH WAS IN EXCESS OF THE EARLIER APPROVED AMOUNT OF RM153,000.00 FROM 26 NOVEMBER 2020 UNTIL THE CONCLUSION OF THE NEXT ANNUAL GENERAL MEETING OF THE COMPANY TO BE HELD IN YEAR 2021**
-

The Chairman informed that the next item on the Agenda was to approve the additional payment of Directors' benefits up to an amount of RM50,000.00 (Ringgit Malaysia: Fifty Thousand) only which was in excess of the earlier approved amount of RM153,000.00 (Ringgit Malaysia: One Hundred and Fifty-Three Thousand) only from 26 November 2020 until the conclusion of the next Annual General Meeting of the Company to be held in year 2021.

The Meeting then proceeded with the next item on the Agenda.

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4.0 RESOLUTION 3

- **APPROVAL OF THE PAYMENT OF DIRECTORS' FEES UP TO AN AMOUNT OF RM996,000.00 FOR THE PERIOD FROM 1 JULY 2021 UNTIL THE NEXT ANNUAL GENERAL MEETING OF THE COMPANY TO BE HELD IN YEAR 2022**

The Chairman informed that the next item on the Agenda was to approve the payment of Directors' fees for the Non-Executive Directors up to an amount of RM996,000.00 (Ringgit Malaysia: Nine Hundred and Ninety-Six Thousand) only for the period from 1 July 2021 until the next Annual General Meeting of the Company to be held in year 2022.

The Meeting then proceeded with the next item on the Agenda.

5.0 RESOLUTION 4

- **APPROVAL OF THE PAYMENT OF DIRECTORS' BENEFITS UP TO AN AMOUNT OF RM242,200.00 FROM 25 NOVEMBER 2021 UNTIL THE NEXT ANNUAL GENERAL MEETING OF THE COMPANY TO BE HELD IN YEAR 2022**

The Chairman informed that the next item on the Agenda was to approve the payment of Directors' benefits up to an amount of RM242,200.00 (Ringgit Malaysia: Two Hundred and Forty-Two Thousand and Two Hundred) only from 25 November 2021 until the next Annual General Meeting of the Company to be held in year 2022.

The Meeting noted that the total estimated amount of Directors' benefits payable was calculated based on the number of scheduled Board's and Board Committees' meetings for the period from 25 November 2021 until the next Annual General Meeting of the Company and other benefits. This authority, unless revoked or varied by the Company in a general meeting, would expire at the conclusion of the next Annual General Meeting of the Company.

The Meeting then proceeded with the next item on the Agenda.

6.0 RESOLUTIONS 5 AND 6

- **RE-ELECTION OF THE FOLLOWING DIRECTORS WHO ARE RETIRING PURSUANT TO CLAUSE 119 OF THE COMPANY'S CONSTITUTION AND BEING ELIGIBLE, HAVE OFFERED THEMSELVES FOR RE-ELECTION:-**
(A) MR. RAMANATHAN A/L SATHIAMUTTY ("MR. RAMA"); AND
(B) MR. BALDESH

The Chairman informed the Meeting that the next item on the Agenda was to re-elect Mr. Rama and Mr. Baldesh who were retiring pursuant to Clause 119 of the Company's Constitution, being eligible for re-election, had offered themselves for re-election.

The Meeting then proceeded with the next item on the Agenda.

7.0 RESOLUTIONS 7 TO 9

- **RE-ELECTION OF THE FOLLOWING DIRECTORS WHO ARE RETIRING PURSUANT TO CLAUSE 118 OF THE COMPANY'S CONSTITUTION AND BEING ELIGIBLE, HAVE OFFERED THEMSELVES FOR RE-ELECTION:-**
(A) ENCIK SYED NAQIZ;

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**(B) YM TUNKU ABANG FAISAL AMIR BIN ABANG ABU BAKAR ("YM TUNKU ABANG FAISAL AMIR"); AND
(C) DATO' THARUMA RAJAH @ K.T. RAJAN A/L R. KRISHNAN ("DATO' K.T. RAJAN")**

The Chairman informed the next item on the Agenda was to re-elect himself, YM Tunku Abang Faisal Amir and Dato' K.T. Rajan who were retiring pursuant to Clause 118 of the Company's Constitution. The Meeting noted that the retiring Directors, being eligible for re-election, have offered themselves for re-election.

The Chairman passed the chairmanship of the Meeting to Dr. Abu to chair the proceedings for this segment of the Agenda.

Dr. Abu took over the chairmanship from the Chairman and informed that the next item on the Agenda was to re-elect the Chairman, YM Tunku Abang Faisal Amir and Dato' K.T. Rajan who were retiring pursuant to Clause 118 of the Company's Constitution. Thereafter, Dr. Abu handed over the chairmanship back to the Chairman.

The Meeting then proceeded with the next item on the Agenda.

8.0 RESOLUTION 10

- RE- APPOINTMENT OF MESSRS. CROWE MALAYSIA PLT AS AUDITORS OF THE COMPANY UNTIL THE CONCLUSION OF THE NEXT ANNUAL GENERAL MEETING AND TO AUTHORISE THE DIRECTORS TO FIX THEIR REMUNERATION

The Chairman informed that the next item on the Agenda was to re-appoint Messrs. Crowe Malaysia PLT as Auditors of the Company until the conclusion of the next Annual General Meeting and to authorise the Directors to fix their remuneration.

The Meeting then proceeded with the next item on the Agenda.

9.0 SPECIAL BUSINESS

ORDINARY RESOLUTION NO. 1

- AUTHORITY TO ISSUE SHARES PURSUANT TO THE COMPANIES ACT 2016

The Chairman informed that the next item on the Agenda was a special business to approve the Ordinary Resolution No. 1 on authority to issue shares pursuant to the Companies Act 2016.

The Chairman further informed that the proposed adoption of the Ordinary Resolution No. 1 was primarily to give flexibility to the Board to issue and allot shares at any time to such persons in their absolute discretion without convening a general meeting, provided that such allotment does not exceed 10% of the total number of issued shares of the Company for the time being.

The Meeting then proceeded with the next item on the Agenda.

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10.0 SPECIAL BUSINESS

ORDINARY RESOLUTION NO. 2

- PROPOSED RENEWAL OF AUTHORITY FOR THE COMPANY TO PURCHASE ITS OWN SHARES OF UP TO 10% OF THE TOTAL NUMBER OF ISSUED SHARES OF THE COMPANY ("PROPOSED RENEWAL OF SHARE BUY-BACK AUTHORITY")**
-

The Chairman informed that the next item on the Agenda was a special business to approve the Ordinary Resolution No. 2 on the Proposed Renewal of Share Buy-Back Authority of the Company.

The Chairman further informed that the Proposed Renewal of Share Buy-Back Authority was to grant authority to the Board to exercise the power of the Company to purchase not more than 10% of the total number of issued shares of the Company at any time within the time period stipulated in the Bursa Malaysia Securities Berhad Main Market Listing Requirements.

The Meeting then proceeded with the next item on the Agenda.

11.0 SPECIAL BUSINESS

ORDINARY RESOLUTION NO. 3

- RETENTION OF INDEPENDENT NON-EXECUTIVE DIRECTOR**
-

The Chairman informed that the next item on the Agenda was a special business to approve the Ordinary Resolution No. 3 on retention of Mr. Chan Wan Siew as the Independent Non-Executive Director of the Company who has served as an Independent Director for more than nine (9) years and has met the independence guidelines as set out in Chapter 1 of Bursa Malaysia Securities Berhad Main Market Listing Requirements.

The Board, therefore, considers him to be independent and believes that he should be retained as an Independent Non-Executive Director of the Company.

The Meeting then proceeded with the next item on the Agenda.

12.0 SPECIAL BUSINESS

ORDINARY RESOLUTIONS NO. 4

- PROPOSED ALLOCATION OF LONG-TERM INCENTIVE PLAN ("LTIP") AWARDS TO ENCIK SYED NAQIZ**
-

The Chairman informed that the next item on the Agenda was a special business to approve the Ordinary Resolution No. 4 on proposed allocation of LTIP awards to himself.

The Chairman passed the chairmanship of the Meeting to Dr. Abu to chair the proceedings for this segment of the Agenda.

Dr. Abu took over the chairmanship from the Chairman and informed that the next item on the Agenda was to approve the proposed allocation of LTIP awards to the Chairman to participate in the LTIP with the offer and grant of Employee Share

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Option Scheme Options and/or ordinary shares of the Company, from time to time throughout the duration of the LTIP.

Dr. Abu further informed that the Chairman has abstained himself and would continue to abstain from deliberation and voting in respect of this Ordinary Resolution.

The Chairman has undertaken to ensure that the persons connected to him would abstain from voting on this Ordinary Resolution. Thereafter, Dr. Abu handed over the chairmanship back to the Chairman.

The Meeting then proceeded with the next item on the Agenda.

13.0 SPECIAL BUSINESS

ORDINARY RESOLUTIONS NOS. 5 AND 6

- PROPOSED ALLOCATION OF LTIP AWARDS TO YM TUNKU ABANG FAISAL AMIR AND DATO' K.T. RAJAN

The Chairman informed the Meeting that the next item on the Agenda was a special business to approve the Ordinary Resolution Nos. 5 and 6 on proposed allocation of LTIP awards to the Directors, namely YM Tunku Abang Faisal Amir and Dato' K.T. Rajan.

The Meeting noted that YM Tunku Abang Faisal Amir and Dato' K.T. Rajan have abstained themselves and would continue to abstain from deliberation and voting in respect of these Ordinary Resolutions.

Both YM Tunku Abang Faisal Amir and Dato' K.T. Rajan have undertaken to ensure that the persons connected to them would abstain from voting on these Ordinary Resolutions.

14.0 ANY OTHER ORDINARY BUSINESS

The Meeting noted that no notice was received for transacting any other ordinary business.

Q&A SESSION

The Chairman informed the Meeting that the Company had received the following questions from shareholders during the Meeting and the Company's responses were as follows:-

1. Door Gifts for the 11th AGM

QUESTIONS	COMPANY'S RESPONSES
(a) Could the Management of our Company be kind enough to give away e-/meal vouchers to the event participants (particularly grateful to help minority shareholders to make their respective two ends meet after the prolonged pandemics lock-down)?	The Group wishes to thank the shareholders for their participations in the 11th AGM. Unfortunately, the Group is not going to issue any door gift and this is in line with the Company's "No Gift" Policy,

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QUESTIONS	COMPANY'S RESPONSES
<i>(Liew Chee Meng)</i>	<p>which can be obtained from the Company's Anti-Bribery and Corruption Manual which stated that the Group's employees and Directors, family members or agents or representatives acting for or on behalf of the Group, are prohibited from both receiving or providing gifts. This includes door gifts such as e-vouchers.</p> <p>The Company believed that the shareholders would support the Company's Anti-Bribery policies.</p>
<p>(b) Would the BOD consider giving participants with e- wallet as a token of appreciation for attending today's RPV.</p> <p style="text-align: center;"><i>(Lee Suan Bee)</i></p>	
<p>(c) Dear BOD - Kindly give us some e- vouchers, food vouchers or e-wallet (no discount vouchers please) for being loyal shareholders and attending this meeting. Times are bad now. Please be considerate to us shareholders during these trying times. TQ</p> <p style="text-align: center;"><i>(Stephen Lye Tuck Meng)</i></p>	
<p>(d) 1. Can the company consider giving participants with e- wallet as a token of appreciation for attending today's RPV.</p> <p>2. Regards to the request of voucher, it's not corruption, please be considerate, as in the past, the company had giving door gifts for attending physical Agm, so can the board kindly clarify about the corruption issue ?</p> <p style="text-align: center;"><i>(Teh Peng Tin)</i></p>	
<p>(e) Gd morning Mr. chairman & BOD, In view of the virtual meeting would be much appreciated the company would be considering giving out some token for the shareholders who attended this morning during this challenging time, tks</p> <p style="text-align: center;"><i>(Lee Eng Fock)</i></p>	
<p>(f) Please reward the loyal shareholders for their participation in this AGM. Thank you.</p> <p style="text-align: center;"><i>(Thavarajan a/l Muthiah Pillai)</i></p>	

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QUESTIONS	COMPANY'S RESPONSES
(g) Dear directors, hope that company will kindly consider to provide a token of ewallet to shareholders attending this virtual AGM, thanks. <i>(Tan Hooi Im)</i>	

2. Cost of Virtual Annual General Meeting

QUESTIONS	COMPANY'S RESPONSES
(a) How much does our Company spend to hold this virtual AGM plus remote participation & voting (RPV)? <i>(Liew Chee Meng)</i>	The cost for holding the Company's Virtual 11th AGM is approximately RM21,800/-, inclusive of the costs for provision of platform, services, Independent Scrutineers and broadcast venue.
(b) How much does the company spend on this virtual agm? <i>(Lee Suan Bee)</i>	

3. Requisition for Annual Report

QUESTIONS	COMPANY'S RESPONSES
(a) Good morning President and Group CEO, Dr. Abu Hasan Ismail. I requested printed copy of Annual Report 2021 Awantec Technology Berhad on 9th-Nov-2021. Today morning still not receive yet. Kindly proceed accordingly. We would like to thank you for your co-operation and understanding in these challenging time. <i>(How Say Keong)</i>	The Group would arrange to deliver the printed copy of the Company's Annual Report 2021 to the requested shareholders.
(b) I would like to request a printed hard copy of the company annual report. Thank you <i>(Lee Suan Bee)</i>	

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4. Voting Procedures

QUESTIONS	COMPANY'S RESPONSES
(a) 1. Hello BOD - when can we start voting? 2. When can the voting start? <i>(Stephen Lye Tuck Meng)</i>	The poll voting session for the Meeting commenced upon the announcement from the Chairman until the closure to be announced later. Any vote submitted beyond the specified timeframe would not be considered.
(b) 1. Please let us vote early... 2. We just want to vote. Open the voting session now please. <i>(Shirley Tan)</i>	
(c) Kindly open voting early. <i>(Loo Yeo Ming)</i>	

5. Board's Remuneration

QUESTIONS	COMPANY'S RESPONSES
(a) Noted on the voting for increased of Directors fees and benefits, what will the Shareholders expect from you eg. double net profits, double dividends, door gift eg TNGo, Bonus Issue etc. If BOD unable to achieve this, will the BOD take a pay cut or VSS as Shareholders expect a positive return from your end. What is the monetary values that BOD do that make shareholders have confidence in you? <i>(Loo Yeo Ming)</i>	There is no increase in the payment of Directors' fees and benefits as the proposed Resolutions were to facilitate the increase in numbers of the Board members. Individually, the fees and benefits remain largely the same. The Company has put together a Board composition that is very diverse, with each member bringing different skill sets, connections, ideas and thought processes. This makes the Board robust, with skill sets of technology, legal, intellectual properties, brokerage and market intelligence to name a few.
(b) The company also should set KPI to improve the company profit and dividend for the shareholders <i>(Liew Chee Seng)</i>	The Group has also appointed a consultant to benchmark the Company's Board composition with the current best practices, as well as to carry out independent Board effectiveness assessment. The output of the assessment will be adopted to develop a future roadmap for the Group, towards the improvements of among others, diversity, dynamics and composition for the Board. On the aspect of dividends, the Company has a historical practice of

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QUESTIONS	COMPANY'S RESPONSES
	<p>declaring minimum 50% of profits in dividend. Since the Company's initial public offering ("IPO"), the Company has declared and pay-out total dividends of 28.86 cents (approximately RM135 million) to shareholders, represented about 73% of the Company's total profits (from IPO to financial year 2018).</p> <p>The Company has stopped declaring dividends in 2019 when it started to make losses to factor in the availability of adequate distributable reserves and cash flows, financial commitments as well as its rebuilding plan. At the moment, the Company's focus is to grow its business, hence, it is not able to declare any dividend for now.</p> <p>The Company acknowledges the importance of rewarding shareholders with stable dividend growth over time. With its new business strategy heading towards the right direction, the Company is hopeful that it will deliver better financial results in the near and looks forward to being able to return to its historical practice of declaring dividends soon.</p>

POLLING PROCESS

There being no further question, the Meeting proceeded with the polling process. Shareholders and proxies were given ten (10) minutes to cast and submit their votes. Thereafter, the Independent Scrutineer proceeded to verify the poll results.

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ANNOUNCEMENT OF POLL RESULTS

The Meeting resumed and the Chairman called the Meeting to order at 11:32 a.m. for declaration of the poll voting results.

The results of the poll voting as follows:-

RESOLUTIONS	VOTING	TOTAL SECURITIES	%
Resolution 1 To approve the additional payment of Directors' fees amounting to RM44,129.00 which was in excess of the earlier approved amount of RM450,000.00 for the financial year ended 30 June 2021.	For	331,487,083	99.8872
	Against	374,330	0.1128
Resolution 2 To approve the additional payment of Directors' benefits up to an amount of RM50,000.00 which was in excess of the earlier approved amount of RM153,000.00 from 26 November 2020 until the conclusion of the next Annual General Meeting of the Company to be held in year 2021.	For	331,486,143	99.8882
	Against	371,170	0.1118
Resolution 3 To approve the payment of Directors' fees up to an amount of RM996,000.00 for the period from 1 July 2021 until the next Annual General Meeting of the Company to be held in year 2022.	For	331,493,973	99.8893
	Against	367,440	0.1107
Resolution 4 To approve the payment of Directors' benefits up to an amount of RM242,200.00 from 25 November 2021 until the next Annual General Meeting of the Company to be held in year 2022.	For	331,484,233	99.8906
	Against	363,180	0.1094
Resolution 5 To re-elect Mr. Ramanathan a/l Sathiamutty, who is retiring pursuant to Clause 119 of the Company's Constitution and being eligible, has offered himself for re-election.	For	331,679,987	99.9454
	Against	181,326	0.0546
Resolution 6 To re-elect Mr. Baldesh Singh a/l Manmohan Singh, who is retiring pursuant to Clause 119 of the Company's Constitution and being eligible, has offered himself for re-election.	For	331,680,187	99.9454
	Against	181,226	0.0546

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RESOLUTIONS	VOTING	TOTAL SECURITIES	%
Resolution 7 To re-elect Encik Syed Naqiz Shahabuddin bin Syed Abdul Jabbar who is retiring pursuant to Clause 118 of the Company's Constitution and being eligible, has offered himself for re-election.	For	331,679,387	99.9452
	Against	182,026	0.0548
Resolution 8 To re-elect YM Tunku Abang Faisal Amir bin Abang Abu Bakar who is retiring pursuant to Clause 118 of the Company's Constitution and being eligible, has offered himself for re-election.	For	331,679,287	99.9452
	Against	182,026	0.0548
Resolution 9 To re-elect Dato' Tharuma Rajah @ K.T. Rajan a/l R. Krishnan who is retiring pursuant to Clause 118 of the Company's Constitution and being eligible, has offered himself for re-election.	For	331,680,087	99.9454
	Against	181,326	0.0546
Resolution 10 To re-appoint Messrs. Crowe Malaysia PLT as Auditors of the Company until the conclusion of the next Annual General Meeting and to authorise the Directors to fix their remuneration.	For	331,832,487	99.9913
	Against	28,926	0.0087
Resolution 11 Authority to issue shares pursuant to the Companies Act 2016.	For	331,821,087	99.9909
	Against	30,226	0.0091
Resolution 12 Proposed renewal of authority for the Company to purchase its own shares of up to 10% of the total number of issued shares of the Company.	For	331,801,087	99.9818
	Against	60,326	0.0182
Resolution 13 Retention of Independent Non-Executive Director	For	329,900,077	99.9700
	Against	98,836	0.0300
Resolution 14 Proposed allocation of Long-Term Incentive Plan ("LTIP") Awards to Encik Syed Naqiz Shahabuddin bin Syed Abdul Jabbar	For	210,031,657	99.3320
	Against	1,412,458	0.6680
Resolution 15	For	209,999,557	99.3168

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RESOLUTIONS	VOTING	TOTAL SECURITIES	%
Proposed allocation of LTIP Awards to YM Tunku Abang Faisal Amir bin Abang Abu Bakar	Against	1,444,558	0.6832
Resolution 16	For	209,991,657	99.3131
Proposed allocation of LTIP Awards to Dato' Tharuma Rajah @ K.T. Rajan a/l R. Krishnan	Against	1,452,458	0.6869

The Chairman then declared that Resolutions 1 to 16 were all **CARRIED**.

The Meeting **RESOLVED** that all the Resolutions be **APPROVED** as follows:-

RESOLUTION 1

- **APPROVAL OF THE ADDITIONAL PAYMENT OF DIRECTORS' FEES AMOUNTING TO RM44,129.00 WHICH WAS IN EXCESS OF THE EARLIER APPROVED AMOUNT OF RM450,000.00 FOR THE FINANCIAL YEAR ENDED 30 JUNE 2021**

"That the additional payment of Directors' fees amounting to RM44,129.00 which was in excess of the earlier approved amount of RM450,000.00 for the financial year ended 30 June 2021 be and is hereby approved."

RESOLUTION 2

- **APPROVAL OF THE ADDITIONAL PAYMENT OF DIRECTORS' BENEFITS UP TO AN AMOUNT OF RM50,000.00 WHICH WAS IN EXCESS OF THE EARLIER APPROVED AMOUNT OF RM153,000.00 FROM 26 NOVEMBER 2020 UNTIL THE CONCLUSION OF THE NEXT ANNUAL GENERAL MEETING OF THE COMPANY TO BE HELD IN YEAR 2021**

"That the additional payment of Directors' benefits up to an amount of RM50,000.00 which was in excess of the earlier approved amount of RM153,000.00 from 26 November 2020 until the conclusion of the next Annual General Meeting of the Company to be held in year 2021 be and is hereby approved."

RESOLUTION 3

- **APPROVAL OF THE PAYMENT OF DIRECTORS' FEES UP TO AN AMOUNT OF RM996,000.00 FOR THE PERIOD FROM 1 JULY 2021 UNTIL THE NEXT ANNUAL GENERAL MEETING OF THE COMPANY TO BE HELD IN YEAR 2022**

"That the payment of Directors' fees up to an amount of RM996,000.00 for the period from 1 July 2021 until the next Annual General Meeting of the Company to be held in year 2022 be and is hereby approved."

RESOLUTION 4

- **APPROVAL OF THE PAYMENT OF DIRECTORS' BENEFITS UP TO AN AMOUNT OF RM242,200.00 FROM 25 NOVEMBER 2021 UNTIL THE NEXT ANNUAL GENERAL MEETING OF THE COMPANY TO BE HELD IN YEAR 2022**

"That the payment of Directors' benefits up to an amount of RM242,200.00 from 25 November 2021 until the next Annual General Meeting of the Company to be held in year 2022 be and is hereby approved."

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RESOLUTIONS 5 AND 6

- **RE-ELECTION OF THE FOLLOWING DIRECTORS WHO ARE RETIRING PURSUANT TO CLAUSE 119 OF THE COMPANY'S CONSTITUTION AND BEING ELIGIBLE, HAVE OFFERED THEMSELVES FOR RE-ELECTION:-**
(A) MR. RAMANATHAN A/L SATHIAMUTTY; AND
(B) MR. BALDESH SINGH A/L MANMOHAN SINGH
-

"That Mr. Ramanathan a/l Sathiamutty and Mr. Baldesh Singh a/l Manmohan Singh, being eligible for re-election, be re-elected to serve on the Board of Directors of the Company."

RESOLUTIONS 7 TO 9

- **RE-ELECTION OF THE FOLLOWING DIRECTORS WHO ARE RETIRING PURSUANT TO CLAUSE 118 OF THE COMPANY'S CONSTITUTION AND BEING ELIGIBLE, HAVE OFFERED THEMSELVES FOR RE-ELECTION:-**
(A) ENCIK SYED NAQIZ SHAHABUDDIN BIN SYED ABDUL JABBAR;
(B) YM TUNKU ABANG FAISAL AMIR BIN ABANG ABU BAKAR; AND
(C) DATO' THARUMA RAJAH @ K.T. RAJAN A/L R. KRISHNAN.
-

"That Encik Syed Naqiz Shahabuddin bin Syed Abdul Jabbar, YM Tunku Abang Faisal Amir bin Abang Abu Bakar and Dato' Tharuma Rajah @ K.T. Rajan a/l R. Krishnan, being eligible for re-election, be re-elected to serve on the Board of Directors of the Company."

RESOLUTION 10

- **RE- APPOINTMENT OF MESSRS. CROWE MALAYSIA PLT AS AUDITORS OF THE COMPANY UNTIL THE CONCLUSION OF THE NEXT ANNUAL GENERAL MEETING AND TO AUTHORISE THE DIRECTORS TO FIX THEIR REMUNERATION**
-

"That Messrs. Crowe Malaysia PLT be re-appointed as the Auditors of the Company until the conclusion of the next Annual General Meeting and that authority be and is hereby given to the Directors to fix their remuneration."

SPECIAL BUSINESS

ORDINARY RESOLUTION NO. 1

- **AUTHORITY TO ISSUE SHARES PURSUANT TO THE COMPANIES ACT 2016**

"**THAT** subject always to the Companies Act 2016 ("**the Act**"), the Constitution of the Company and 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 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 to be issued pursuant to this resolution does not exceed ten per centum (10%) of the total number of issued shares of the Company for the time being.

AND THAT the Directors be and are hereby empowered to obtain the approval for the listing of and quotation for the additional shares so issued on Bursa Securities;

AND FURTHER THAT such authority shall commence immediately upon the passing of this Resolution and continue to be in force until the conclusion of the next Annual General Meeting of the Company."

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SPECIAL BUSINESS

ORDINARY RESOLUTION NO. 2

- PROPOSED RENEWAL OF AUTHORITY FOR THE COMPANY TO PURCHASE ITS OWN SHARES OF UP TO 10% OF THE TOTAL NUMBER OF ISSUED SHARES OF THE COMPANY

"THAT subject always to the Companies Act 2016, the Constitution of the Company, the Bursa Malaysia Securities Berhad ("**Bursa Securities**") Main Market Listing Requirements and all other applicable laws, guidelines, rules and regulations, if applicable, the Company be and is hereby authorised to purchase such amount of ordinary shares in the Company as may be determined by the Directors of the Company from time to time through Bursa Securities as the Directors may deem fit and expedient in the interest of the Company, provided that:-

- (i) the aggregate number of shares purchased does not exceed ten percent (10%) of the total number of issued shares of the Company including the shares previously purchased and retained as Treasury Shares (if any);
- (ii) the maximum amount of funds to be allocated for the Proposed Renewal of Share Buy-Back shall not exceed the aggregate of the retained profits of the Company, based on the latest audited financial statements and/or latest management accounts of the Company (where applicable); and
- (iii) the Directors of the Company may decide in their absolute discretion either to retain the shares purchased as treasury shares or cancel the shares or retain part of the shares so purchased as treasury shares and cancel the remainder or to resell the shares or distribute the shares as dividends;

THAT authority conferred by this Resolution shall commence immediately upon the passing of this Resolution and will only continue to be in force until:-

- (i) the conclusion of the next Annual General Meeting of the Company, unless by ordinary resolution passed at that meeting, the authority is renewed, either unconditionally or subject to conditions; or
- (ii) the expiration of the period within which the next Annual General Meeting after that date is required by law to be held; or
- (iii) revoked or varied by resolution passed by shareholders of the Company in general meeting,

whichever occurs first;

AND THAT authority be and is hereby given to the Directors of the Company to act and take all such steps and do all things as are necessary or expedient to implement, finalise and give full effect to the aforesaid purchase."

SPECIAL BUSINESS

ORDINARY RESOLUTION NO. 3

- RETENTION OF INDEPENDENT NON-EXECUTIVE DIRECTOR

"THAT Mr. Chan Wan Siew who has served as an Independent Non- Executive Director of the Company for a cumulative term of more than nine (9) years be and is hereby retained as an Independent Non-Executive Director of the Company."

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SPECIAL BUSINESS

ORDINARY RESOLUTION NO. 4

- PROPOSED ALLOCATION OF LONG-TERM INCENTIVE PLAN ("LTIP") AWARDS TO ENCIK SYED NAQIZ SHAHABUDDIN BIN SYED ABDUL JABBAR

"**THAT** pursuant to the establishment of the LTIP for the eligible Directors and employees of the Company and its subsidiaries companies, which are not dormant, who fulfil the conditions of eligibility for participation in the LTIP as approved by the shareholders at the Extraordinary General Meeting held on 15 September 2020 and subject to the approval of all the relevant regulatory authorities (where applicable), the Directors of the Company be and are hereby empowered to authorise the LTIP Committee, from time to time throughout the duration of the LTIP, to offer and grant Encik Syed Naqiz Shahabuddin bin Syed Abdul Jabbar, the Independent Non-Executive Chairman of the Company, Employees Share Option Scheme ("**ESOS**") Options and/ or ordinary shares of the Company pursuant to the Share Grant Plan ("**SGP**") under the LTIP.

Provided always that:-

- i. he does not participate in the deliberation or discussion of his own allocation;
- ii. not more than 10% of the new ordinary shares of the Company which may be made available under the LTIP shall be allocated to him, if he, either singly or collectively through persons connected to him, holds 20% or more of the issued shares of the Company; and
- iii. subject always to such terms and conditions and/ or any adjustments which may be made in accordance with the provisions of the By-Laws, the Bursa Malaysia Securities Berhad ("**Bursa Securities**") Main Market Listing Requirements, or any prevailing guidelines issued by Bursa Securities or any other relevant authority, as amended from time to time;

AND THAT authority be and is hereby given to the Directors of the Company to issue and/ or transfer via treasury shares the corresponding number of ordinary shares of the Company arising from the exercise of the ESOS Options and/ or pursuant to the SGP Award that may be awarded to him under the LTIP."

SPECIAL BUSINESS

ORDINARY RESOLUTION NO. 5

- PROPOSED ALLOCATION OF LTIP AWARDS TO YM TUNKU ABANG FAISAL AMIR BIN ABANG ABU BAKAR

"**THAT** pursuant to the establishment of the LTIP for the eligible Directors and employees of the Company and its subsidiaries companies, which are not dormant, who fulfil the conditions of eligibility for participation in the LTIP as approved by the shareholders at the Extraordinary General Meeting held on 15 September 2020 and subject to the approval of all the relevant regulatory authorities (where applicable), the Directors of the Company be and are hereby empowered to authorise the LTIP Committee, from time to time throughout the duration of the LTIP, to offer and grant YM Tunku Abang Faisal Amir bin Abang Abu Bakar, the Independent Non-Executive Director of the Company, Employees Share Option Scheme ("**ESOS**") Options and/ or ordinary shares of the Company pursuant to the Share Grant Plan ("**SGP**") under the LTIP.

Provided always that:-

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- i. he does not participate in the deliberation or discussion of his own allocation;
- ii. not more than 10% of the new ordinary shares of the Company which may be made available under the LTIP shall be allocated to him, if he, either singly or collectively through persons connected to him, holds 20% or more of the issued shares of the Company; and
- iii. subject always to such terms and conditions and/ or any adjustments which may be made in accordance with the provisions of the By-Laws, the Bursa Malaysia Securities Berhad ("**Bursa Securities**") Main Market Listing Requirements, or any prevailing guidelines issued by Bursa Securities or any other relevant authority, as amended from time to time;

AND THAT authority be and is hereby given to the Directors of the Company to issue and/ or transfer via treasury shares the corresponding number of ordinary shares of the Company arising from the exercise of the ESOS Options and/ or pursuant to the SGP Award that may be awarded to him under the LTIP."

SPECIAL BUSINESS

ORDINARY RESOLUTION NO. 6

- PROPOSED ALLOCATION OF LTIP AWARDS TO DATO' THARUMA RAJAH @ K.T. RAJAN A/L R. KRISHNAN

"THAT pursuant to the establishment of the LTIP for the eligible Directors and employees of the Company and its subsidiaries companies, which are not dormant, who fulfil the conditions of eligibility for participation in the LTIP as approved by the shareholders at the Extraordinary General Meeting held on 15 September 2020 and subject to the approval of all the relevant regulatory authorities (where applicable), the Directors of the Company be and are hereby empowered to authorise the LTIP Committee, from time to time throughout the duration of the LTIP, to offer and grant Dato' Tharuma Rajah @ K.T. Rajan a/l R. Krishnan, the Independent Non-Executive Director of the Company, Employees Share Option Scheme ("**ESOS**") Options and/ or ordinary shares of the Company pursuant to the Share Grant Plan ("**SGP**") under the LTIP.

Provided always that:-

- i. he does not participate in the deliberation or discussion of his own allocation;
- ii. not more than 10% of the new ordinary shares of the Company which may be made available under the LTIP shall be allocated to him, if he, either singly or collectively through persons connected to him, holds 20% or more of the issued shares of the Company; and
- iii. subject always to such terms and conditions and/ or any adjustments which may be made in accordance with the provisions of the By-Laws, the Bursa Malaysia Securities Berhad ("**Bursa Securities**") Main Market Listing Requirements, or any prevailing guidelines issued by Bursa Securities or any other relevant authority, as amended from time to time;

AND THAT authority be and is hereby given to the Directors of the Company to issue and/ or transfer via treasury shares the corresponding number of ordinary shares of the Company arising from the exercise of the ESOS Options and/ or pursuant to the SGP Award that may be awarded to him under the LTIP."

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TERMINATION

The Chairman concluded the Meeting and thanked all present for their attendances.

The Meeting ended at 11:34 a.m. with a vote of thanks to the Chairman.

SIGNED AS A CORRECT RECORD

SYED NAQIZ SHAHABUDDIN BIN SYED
ABDUL JABBAR
CHAIRMAN

Dated: 24 November 2021