

AURORA

Aurora Italia International Berhad
Registration No. 201801037877 (1299907-T)
(Incorporated in Malaysia)

Minutes of the Sixth Annual General Meeting ("**6th AGM**") of AURORA ITALIA INTERNATIONAL BERHAD ("**AURORA**" or "**the Company**") held at Level 1, Auditorium, Menara Public Gold @ TRX, No. 249, Jalan Tun Razak, 50400 Kuala Lumpur, Wilayah Persekutuan Kuala Lumpur on Monday, 23 September 2024 at 11.04 a.m..

- Present** : 1. Encik Mirzan Bin Mahathir, Non-Independent Non-Executive Chairman
2. Datin Wira Lim Chee Ting, Managing Director
3. Mr Lim Say Leong, Independent Non-Executive Director
4. Ms Lim Su May, Independent Non-Executive Director
- In Attendance** : Ms Ong Tze-En, Company Secretary
- External Auditors** : 1. Ngu Siow Ping, Marilyn, PKF PLT
2. Paviteradewi A/P Meganathan, PKF PLT
- Shareholders / Corporate Representatives / Proxies / Invitees** : As per the Attendance List attached

The shareholders, corporate representatives, proxies and invitees (collectively "**the Attendees**") who attended the 6th AGM are set out in the Attendance List attached to and which formed an integral part of these Minutes.

Welcome address

- (A) The Chairman of the Company, Encik Mirzan Bin Mahathir ("**En Mirzan**") welcomed all Attendees to the 6th AGM. He thanked all present for their patience and cooperation in observing the protocols put in place to ensure the smooth running of the 6th AGM in a socially, safe and comfortable environment.
- (B) En Mirzan then introduced his fellow Board members, the Company Secretary and the audit engagement partner from the external auditors, PKF PLT.

Call to order and determination of quorum

- (C) Thereafter, En Mirzan called the meeting to order and proceeded with the meeting proper upon receipt of confirmation from the Company Secretary, Ms Ong Tze-En, that a quorum was present.

Notice of meeting

- (D) En Mirzan informed that the Notice of the 6th AGM was published in the newspaper and circulated to the shareholders, Directors and the external auditors, PKF PLT on 30 August 2024. He informed that there were four (4) Ordinary Resolutions to be tabled for approval by the shareholders by show of hands.

Minutes of 6th Annual General Meeting held on 23 September 2024 (cont'd)

- (E) En Mirzan also pointed out the right of every member present at this AGM today either in person, or by corporate representative or by proxy, to participate, speak and vote on the resolutions as stated in the agenda of this meeting. He requested for each member to introduce him or herself by stating their name and whether he/she is a shareholder or a proxy or a corporate representative before raising questions.
- 1. To receive the Audited Financial Statements for the financial year ended 31 March 2024 together with the Reports of the Directors and Auditors thereon**
- 1.1 The Audited Financial Statements ("AFS") of the Company and the Group for the financial year ended 31 March 2024 ("FYE2024") together with the Directors' and Auditors' Reports thereon which had been previously circulated were laid at the 6th AGM for discussion.
- 1.2 En Mirzan proceeded to invite questions from the floor pertaining to any relevant accounting related matters on the AFS for FYE2024.
- 1.3 There being no question raised, it was recorded that the AFS for FYE2024 of the Company and the Group had been duly tabled and received.
- 2. To re-elect Lim Su May who retires in accordance with Clause 101 of the Company's Constitution and being eligible, offers herself for re-election (Ordinary Resolution 1)**
- 2.1 En Mirzan informed that Ordinary Resolution 1 dealt with the re-election of Ms Lim Su May. She retired in accordance with Clause 101 of the Company's Constitution and being eligible, had offered herself for re-election. The Board of Directors' justifications and recommendation for retaining her as Director was set out under Explanatory Note 1 in the Notice of the 6th AGM.
- 2.2 On the proposal of Mr Lai Chee Hong and seconded by Ms Lee Xiao Wei, it was resolved that Ms Lim Su May, who retired in accordance with Clause 101 of the Company's Constitution, be re-elected as a Director of the Company.
- 3. To approve the payment of Directors' fees and benefits payable to the Directors of up to RM250,000 for the period from the next day of the 6th AGM until the conclusion of the next AGM of the Company in 2025 (Ordinary Resolution 2)**
- 3.1 En Mirzan informed that the next agenda of the meeting was to approve Directors' fees and benefits payable to the Directors of up to RM250,000 for the period from the next day of the 6th AGM until the conclusion of the next AGM of the Company in 2025.
- 3.2 On the proposal of Mr Lai Chee Hong and seconded by Ms Lee Xiao Wei, it was resolved that the Directors' fee and benefits payable to the Directors of up to RM250,000 for the period from the next day of the 6th AGM until the conclusion of the next AGM of the Company in 2025 be approved for payment.

Minutes of 6th Annual General Meeting held on 23 September 2024 (cont'd)

4. To re-appoint PKF PLT as Auditors of the Company for the financial year ending 31 March 2025 and to authorise the Directors to fix their remuneration (Ordinary Resolution 3)

- 4.1 En Mirzan informed that Ordinary Resolution 3 was to re-appoint PKF PLT as Auditors of the Company for the financial year ending 31 March 2025 and to authorise the Directors to fix their remuneration. He added that PKF PLT had indicated their willingness to accept re-appointment.
- 4.2 On the proposal of Mr Lai Chee Hong and seconded by Ms Lee Xiao Wei, it was resolved that PKF PLT be re-appointed as Auditors of the Company to hold office until the conclusion of the next AGM and the Directors be and are hereby authorised to fix their remuneration.
- 4.3 Having concluded the ordinary business of the Meeting, En Mirzan proceeded on with the Special Business.

5. Authority to issue and allot shares pursuant to Sections 75 and 76 of the Companies Act 2016 (Ordinary Resolution 4)

- 5.1 En Mirzan informed that Ordinary Resolution 4, if passed, would empower the Directors to issue and allot shares of not more than 100% of the total number of issued shares for the time being of the Company, of which the aggregate number of shares issued other than on pro rata basis to existing shareholders must not be more than 50% of the total number of issued shares for the time being of the Company.
- 5.2 He added that the Board is seeking mandate from the shareholders for waiver of pre-emptive rights under Section 85 of the Companies Act 2016 read together with Clause 58 of the Constitution of the Company. The shareholders' approval would allow the Directors of the Company to issue and allot new shares of the Company which rank equally to existing issued shares of the Company, to any person without having to offer the new shares to all existing shareholders of the Company prior to issuance of new shares of the Company under the general mandate.
- 5.3 En Mirzan further informed that the renewal of the general mandate will provide flexibility and enable the Directors of the Company to issue and allot shares for fund raising activities, including but not limited to placement of shares for purpose of funding current and/or future investment projects, working capital, repayment of borrowings and/or acquisitions. As at the date of notice of the 6th AGM, no new shares in the Company were issued pursuant to the mandate granted to the Directors at the last Annual General Meeting held on 13 September 2023.

Minutes of 6th Annual General Meeting held on 23 September 2024 (cont'd)

- 5.4 On the proposal of Ms Lee Xiao Wei and seconded by Mr Lai Chee Hong, it was resolved:

"THAT subject to the Companies Act 2016 ("Act"), the Constitution of the Company, Rule 5.04 of the LEAP Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities") and the approvals of any other relevant governmental and/or regulatory authorities, where such approval is required, the Directors be and are hereby authorised and empowered pursuant to Sections 75 and 76 of the Act, to issue and allot shares in the Company to such persons, at any time upon such terms and conditions and for such purposes as the Directors may in their absolute discretion deem fit, PROVIDED THAT the aggregate number of the Company's shares issued pursuant to this Resolution must not be more than one hundred percent (100%) of the total number of issued shares for the time being of the Company, of which the aggregate number of shares issued other than on pro rata basis to existing shareholders must not be more than fifty percent (50%) of the total number of issued shares for the time being of the Company.

THAT the Directors be and are also authorised and empowered to obtain the approval from Bursa Securities for the listing and quotation for the additional shares so issued and allotted on Bursa Securities.

THAT such authority shall continue in force until the conclusion of the next Annual General Meeting ("AGM") of the Company or the expiration of the period within which the next AGM is required by law to be held or revoked/varied by resolution passed by the shareholders in general meeting, whichever is the earlier.

THAT pursuant to Section 85(1) of the Act, read together with Clause 58 of the Constitution of the Company, all new shares or other convertible securities in the Company shall, before they are issued, be first offered to such persons who are entitled to receive notices from the Company of general meetings as at the date of the offer in proportion as nearly as the circumstances admit, to the amount of the existing shares or securities to which they are entitled ("**Pre-emptive Rights**").

THAT should this resolution be passed by the shareholders, this resolution shall have the effect of the shareholders having agreed to irrevocably waive their Pre-emptive Rights pursuant to Section 85(1) of the Act and Clause 58 of the Constitution of the Company in respect of the new shares to be issued and allotted by the Company and the issuance of such new shares of the Company will result in a dilution to their shareholding percentage in the Company. Subsequent to the passing of this resolution, if this paragraph is or is found to be in any way void, invalid or unenforceable, then this paragraph shall be ineffective to the extent of such voidness, invalidity or unenforceability and the remaining provisions of this resolution shall remain in full force and effect.

Minutes of 6th Annual General Meeting held on 23 September 2024 (cont'd)

AND THAT the new shares to be issued shall, upon issuance and allotment, rank equally in all respects with the existing shares of the Company, save and except that they shall not be entitled to any dividends, rights, allotments and/or any other forms of distribution that which may be declared, made or paid before the date of allotment of such new shares."

6. Any other business

- 6.1 The Company Secretary informed that no notice of any other business for transaction at the Meeting had been received.

7. Conclusion

- 7.1 There being no other business, the Meeting concluded at 11.20 am with a vote of thanks to the Chair.

Confirmed as correct

A handwritten signature in black ink, consisting of a series of vertical strokes and a large loop on the right side.

Mirzan Bin Mahathir
Chairman

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Sixth Annual General Meeting held on 23 September 2024 Summary of Attendance List

Directors : 1. Mirzan Bin Mahathir, Non-Independent Non-Executive Chairman
2. Datin Wira Lim Chee Ting, Managing Director
3. Lim Say Leong, Independent Non-Executive Director
4. Lim Su May, Independent Non-Executive Director

In attendance : Ong Tze-En, Company Secretary

Shareholders : 1. Datin Wira Lim Chee Ting
2. Mirzan Bin Mahathir
3. Dato' Wira Ng Chun Hau
4. Ng Jing Chia
5. Lim Sally

Proxy(ies) / Corporate Representative(s) for the following were received:

Name of Shareholders	Name of Proxy(ies)
1. Ng Yan Xun	} Lai Chee Hong
2. Ong Kim Hong	} Lee Xiao Wei

By Invitation:

Invitees	Representing
1. Amanda Loh Hooi Ying	Boardroom Corporate Services Sdn Bhd
2. Chong Swee Hong, Agnes	Boardroom Corporate Services Sdn Bhd
3. Nurhayati Ang Abdullah	Securities Services (Holdings) Sdn Bhd
4. Yuli Chew Lai Ping	Securities Services (Holdings) Sdn Bhd
5. Ngu Siow Ping, Marilyn	PKF PLT
6. Paviteradewi A/P Meganathan	PKF PLT
7. Chiang Chin Hin, Harrison	Aurora Italia International Berhad
8. Noor Ain Binti Mat Deris	Aurora Italia International Berhad