

LBS BINA GROUP BERHAD

[Registration No.: 200001015875 (518482-H)]

73rd

ANNUAL GENERAL MEETING

Date Tuesday 20 June 2023

Time 2:00 pm – 3:00 pm

Venue Conducted on a fully virtual basis using online meeting platform of TIIH Online via website at https://tiih.online in Malaysia

Attendees

Board of Directors

1. Tan Sri Dato' Sri Ir. Lim Hock San, JP (Executive Chairman)

Datuk Wira Lim Hock Guan, JP (Group Managing Director/ Chief Executive Officer)

3. Maj (Hon) Dato' Sri Lim Hock Sing, JP (Executive Director)

4. Dato' Lim Mooi Pang (Executive Director)

5. Dato' Lim Han Boon (Senior Independent Non-Executive Director)

6. Dato' Yong Lei Choo (Independent Non-Executive Director)

7. Dato' Aminudin Zaki Bin Hashim (Independent Non-Executive Director)
8. Puan Nuraini Binti Ismail (Independent Non-Executive Director)

Senior Management

Dato' Sri Lim Hock Seong
 Mr. Lim Kim Kiat
 Deputy Chief Executive Officer
 Deputy Chief Executive Officer

Auditors

1. Mr. Tan Gim-Heng (Partner, UHY)

Shareholders/Proxies

As per Attendance List

Company Secretaries

- 1. Ms. Lee Ching Ching
- 2. Ms. Chooy Wai Nee

Meeting Minutes

1. OPENING REMARKS BY THE CHAIRMAN

- 1.1 Tan Sri Dato' Sri Ir. Lim Hock San, JP ("Tan Sri Chairman"), Executive Chairman of LBS Bina Group Berhad ("LBS" or "Company") took the Chair pursuant to Clause 73 of the Company's Constitution. He welcomed all present at the Twenty-Third Annual General Meeting ("AGM" or "Meeting") of the Company.
- 1.2 He thanked the shareholders for taking time to join the Meeting remotely from various locations through live streaming to consider the business as set out in the Notice of Meeting dated 28 April 2023 ("AGM Notice").
- He then introduced every member of the Board of Directors ("Board"), Senior Management and representative from UHY, the External Auditors who were present at the Meeting.

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- 1.4 He informed that while the Company would do its best to ensure a smooth live streaming, the quality of the broadcast may be affected by the participant's internet bandwidth connection.
- 1.5 In view of the Meeting was conducted on a fully virtual basis, Tan Sri Chairman informed that in the event the internet connection become unstable or when his line was disconnected from the Meeting, the Meeting would be chaired by Dato' Lim Han Boon, the Chairman of Audit Committee.

2. QUORUM

2.1 The requisite quorum being present pursuant to Clause 71 of the Company's Constitution, Tan Sri Chairman called the Meeting to order at 2.00 p.m.

3. NOTICE OF THE MEETING

3.1 The AGM Notice has been properly given to all the shareholders since 28 April 2023 and it was taken as read.

4. MEETING PROCEEDINGS AND VOTING PROCEDURES

- 4.1 Tan Sri Chairman briefed all the shareholders and proxies present at the Meeting of their rights to speak and vote on the resolutions set in the AGM Notice.
- 4.2 He further informed that:
 - a) In accordance with the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all the resolutions set out in the AGM Notice were to be voted by poll and be conducted through Remote Participation Voting ("RPV") application.
 - b) The Company has appointed Tricor Investor & Issuing House Services Sdn. Bhd. as Poll Administrator to conduct the polling process, and Asia Securities Sdn. Bhd. as Scrutineers to verify the poll results.
- 4.3 For orderly conduct of the meeting proceedings, Tan Sri Chairman informed that the polling process for the resolutions would be carried out upon completion of tabling of all the agendas to be transacted. He then briefed the participants on the flow of the Meeting as follows:
 - a) The Meeting will go through all the 13 ordinary resolutions as set out in the AGM Notice.
 - b) The Board will then respond to the questions submitted by the shareholders in advance to the Meeting or posed during the Meeting via real time submission of typed text in the query box via RPV.
 - c) Thereafter, all the 13 resolutions would be put forward for online voting using RPV during voting session.
- 4.4 At the invitation of Tan Sri Chairman, the Poll Administrator played a video showing the voting procedures and how to raise questions at the Meeting through the RPV application.

5. AGM VIDEO PRESENTATION

5.1. Tan Sri Chairman then invited the attendees to view the Presentation Video on the Company's performance in the year 2022.

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- 6. TO RECEIVE THE AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2022 TOGETHER WITH THE REPORTS OF THE DIRECTORS AND AUDITORS THEREON
- 6.1 The Audited Financial Statements for the financial year ended 31 December 2022 together with the Reports of the Directors and Auditors thereon which had been properly sent to the shareholders were tabled for discussion only as it does not require approval of shareholders. Accordingly, the first item on the agenda would not be put forward for voting.
- 6.2 Tan Sri Chairman informed that the shareholders that they may raise questions by typing the questions in the query box. The Board would address the questions during the Question & Answer session later.
- 6.3 Tan Sri Chairman declared that the Audited Financial Statements for the financial year 31 December 2022 together with Reports of the Directors and Auditors laid at this Meeting in accordance with Section 340 subsection 1(a) of the Companies Act, 2016 were duly received. He then proceeded to the next agenda.
- 7. RESOLUTION 1
 APPROVAL OF THE PAYMENT OF A SINGLE-TIER FINAL DIVIDEND OF 1.25 SEN PER
 ORDINARY SHARE IN RESPECT OF THE FINANCIAL YEAR ENDED 31 DECEMBER
 2022
- 7.1 Tan Sri Chairman referred to the Agenda 2 which was to approve the payment of a Single-Tier Final Dividend of 1.25 sen per ordinary share in respect of the financial year ended 31 December 2022.
- 8. RESOLUTION 2
 APPROVAL OF DIRECTORS' FEES
- 8.1 Tan Sri Chairman referred to the Agenda 3 which was to approve the payment of Directors' Fees of RM260,000.00 for the financial year ended 31 December 2022.
- 8.2 He reported that the interested Directors who are also shareholders of Company had abstained from voting on Resolution 2.
- 9. RESOLUTION 3
 APPROVAL OF DIRECTORS' FEES, ALLOWANCES AND BENEFITS-IN-KIND TO THE DIRECTORS
- 9.1 Tan Sri Chairman referred to the Agenda 4 which was to approve the payment of Directors' Fees, allowances and benefits-in-kind to the Directors of the Company up to an amount of RM2 million for the period from the conclusion of 23rd AGM to the next AGM in 2024.
- 9.2 He reported that the interested Directors who are also shareholders of Company had abstained from voting on the Resolution 3.
- 10. RESOLUTION 4
 RE-ELECTION OF MAJ (HON) DATO' SRI LIM HOCK SING, JP AS DIRECTOR
- 10.1 Tan Sri Chairman referred to item no. 5 (i) on the Agenda and informed that Maj (Hon) Dato' Sri Lim Hock Sing, JP who retired in accordance with Clause 100 of the Company's Constitution and being eligible, offered himself for re-election.

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11. RESOLUTION 5 RE-ELECTION OF DATO' LIM HAN BOON AS DIRECTOR

11.1 Tan Sri Chairman referred to item no. 5 (ii) on the Agenda and informed that Dato' Lim Han Boon who retired in accordance with Clause 100 of the Company's Constitution and being eligible, offered himself for re-election.

12. RESOLUTION 6 RE-ELECTION OF DATO' AMINUDIN ZAKI BIN HASHIM AS DIRECTOR

12.1 Tan Sri Chairman referred to item no. 6 (i) on the Agenda and informed that Dato' Aminudin Zaki Bin Hashim who retired in accordance with Clause 106 of the Company's Constitution and being eligible, offered himself for re-election.

13. RESOLUTION 7 RE-ELECTION OF PUAN NURAINI BINTI ISMAIL AS DIRECTOR

13.1 Tan Sri Chairman referred to item no. 6 (ii) on the Agenda and informed that Puan Nuraini Binti Ismail who retired in accordance with Clause 106 of the Company's Constitution and being eligible, offered herself for re-election.

14. RESOLUTION 8 RE-APPOINTMENT OF MESSRS. UHY AS AUDITORS AND TO AUTHORISE THE DIRECTORS TO FIX THEIR REMUNERATION

14.1 Tan Sri Chairman referred to the Agenda 7 and informed that the retiring Auditors Messrs. UHY have indicated their willingness to accept re-appointment and if appointed, to hold office until the conclusion of the next AGM at a remuneration to be determined by the Directors.

15. RESOLUTION 9 AUTHORITY TO ISSUE SHARES PURSUANT TO SECTIONS 75 & 76 OF THE COMPANIES ACT, 2016

- Tan Sri Chairman advised that there are 4 resolutions to be dealt with under item no. 8(a), 8(b), 8(c) and 8(d) on the Agenda as special business. Agenda 8 (a) on Resolution 9 was to seek approval from the shareholders to give authority to the Directors to issue shares up to 10% of the issued and paid-up capital of the Company pursuant to Sections 75 & 76 of the Companies Act, 2016.
- 15.2 Tan Sri Chairman highlighted that this general mandate if passed, would provide flexibility for the Company and empower the Directors to allot and issue new shares timely for the purpose of funding future investment, working capital and/or acquisitions. This will help to eliminate any delay arising from and cost involved in convening a general meeting to obtain approval of the shareholders for such issuance of shares.

16. RESOLUTION 10

PROPOSED SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE INVOLVING LBS BINA GROUP BERHAD ("LBS") AND AND ITS SUBSIDIARIES ("LBS GROUP") AND DIRECTORS AND MAJOR SHAREHOLDERS OF LBS GROUP AND PERSONS CONNECTED WITH THEM

16.1 Tan Sri Chairman referred to item no. 8(b) on the Agenda which was to approve the Proposed Shareholders' Mandate for Recurrent Related Party Transactions involving LBS Group and

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Directors and Major Shareholders of LBS Group and Persons Connected with them. The details and rationale of the proposed mandate were provided in the Circular to Shareholders dated 28 April 2023.

16.2 Tan Sri Chairman reported that the Directors and Major Shareholders of LBS Group and persons connected with them who were deemed interested in the Proposed Shareholders' Mandate had abstained from deliberation and voting on the Ordinary Resolution 10.

17. RESOLUTION 11 PROPOSED RENEWAL OF SHARE BUY-BACK AUTHORITY

- 17.1 Tan Sri Chairman referred to item no. 8(c) on the Agenda which was to approve the Proposed Renewal of Share Buy-Back Authority by the Company up to 10% of the issued and paid-up share capital of the Company.
- 17.2 He informed that the Share Buy-Back Statement which sets out the details and rationale of the Proposed Renewal of Share Buy-Back Authority were provided in Circular to Shareholders dated 28 April 2023.

18. RESOLUTION 12 PROPOSED GRATUITY PAYMENT TO FORMER INDEPENDENT NON-EXECUTIVE DIRECTOR

- Tan Sri Chairman referred to item no. 8(d) on the Agenda which was to approve the Proposed Gratuity Payment of RM180,000.00 to former Senior Independent Non-Executive Director, Datuk Dr. Haji Baharum Bin Haji Mohamed, in recognition of his contribution and efforts to the Company.
- 18.2 He informed that Datuk Dr. Haji Baharum Bin Haji Mohamed has served the Company since 20 August 2013 and was retired on 18 April 2023.

19. RESOLUTION 13 PROPOSED GRATUITY PAYMENT TO FORMER INDEPENDENT NON-EXECUTIVE DIRECTOR

- 19.1 Tan Sri Chairman referred to item no. 8(d) on the Agenda which was to approve the Proposed Gratuity Payment of RM180,000.00 to former Independent Non-Executive Director, Datuk Lim Si Cheng, in recognition of his contribution and efforts to the Company.
- 19.2 He informed that Datuk Lim Si Cheng has served the Company since 20 August 2013 and was retired on 18 April 2023.

20. ANY OTHER BUSINESS

- 20.1 Tan Sri Chairman informed that the last item on the agenda was for the transaction of any other business where due notice shall have been given in accordance with the Companies Act, 2016.
- 20.2 He further informed the Meeting that the Company Secretary has confirmed that no notice had been received from the shareholders to transact any other ordinary business at the Meeting.
- 20.3 Accordingly, all the 13 motions, details of which were set out in the AGM Notice were put to the shareholders for consideration.

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21. QUESTION AND ANSWER SESSION

- 21.1 Tan Sri Chairman read the questions and provided the necessary responses/answers to the shareholders as per Appendix 1 attached. The questions received prior to and during the Meeting would be answered in no particular sequence according to the agenda. It would be moderated to avoid repetition and might also be summarized.
- 21.2 Due to time constraint, the Chairman closed the Question and Answer session after 10 minutes. For the questions that have not been addressed during the Question & Answer session, they will be responded after the Meeting and will be posted in the website of the Company.

22. POLLING PROCESS

- 22.1 Having dealt with all items in the agenda, Tan Sri Chairman declared the commencement of poll voting process. He informed that 5 minutes was provided for voting on all resolutions by poll using the RPV application.
- 22.2 The voting session was closed after 5 minutes. Thereafter, the Meeting was adjourned for the Scrutineer to verify the poll results while the Company's corporate video was played.

23. POLL RESULTS

- 23.1 The Meeting resumed after 20 minutes for the declaration of results. The votes were counted by the Poll Administrator and verified by the Scrutineers. Tan Sri Chairman announced the results of the poll voting, which have been projected during the Meeting as per Appendix 2 attached.
- 23.2 Based on the poll results, Tan Sri Chairman declared that all the Resolutions 1 to 13 tabled at the Meeting were carried.

24. TERMINATION

24.1 There being no other business, Tan Sri Chairman concluded the 23rd AGM. He thanked all the shareholders for their participation and ended the Meeting at 3.00 p.m.

Confirmed as a correct record of the proceedings thereat,

[SIGNED]

Tan Sri Dato' Sri Ir. Lim Hock San Executive Chairman

Date: 4 July 2023

Petaling Jaya, Selangor

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LBS BINA GROUP BERHAD

[Registration No.: 200001015875 (518482-H)]

Question And Answer Session of the Twenty Third Annual General Meeting ("23rd AGM") of LBS Bina Group Berhad ("LBGB" or the "Company") held on Tuesday, 20 June 2023 at 2.00 p.m.

Question	Answer
There is 1 shareholder requested for a copy of the latest annual report.	You may request for a printed copy of LBGB's integrated annual report from our Share Registrar, Tricor Investor & Issuing House Services Sdn Bhd via its link at https://tiih.online by selecting "Request for Annual Report/Circular" under the "Investor Services".
	We encourage you to down load the soft copy of the integrated Annual report from our website at www.lbs.com.my to support our digitalisation effort and going green in our journey towards sustainability.
We are waiting for the company to hold the AGM physically so that we could have personal contact with the Management. When will it be?	We will carefully consider whether a hybrid AGM, which combines physical and virtual elements, would be beneficial in providing both personal interaction and covering more shareholders.
Is there any chance for the share price of the Company to go up further?	The Company has achieved an increasing trend on Profit After Tax in the past 3 years, despite the challenging business environment. However, it is important to note that share prices are influenced by various factors,
 Why share price in Year 2017 able to reach RM1.00 in correspondence to profit of RM103m of the same year, and yet profit in year 2022 of RM126m, but share price hover at RM0.40. 	including market conditions, industry trends, company performance, and investor sentiment.
What ESG initiatives have LBS adopted? What is LBS' future outlook on ESG?	Thank you for the question.
What is LBS Tuture outlook on ESG?	I am proud to announce that in 2022, LBS became part of the FTSE4Good Bursa Malaysia Index. What it means is that we are now recognised by Bursa Malaysia as one of the top public listed companies with strong ESG practices. It reflects our strong ESG commitment as we move forward.
	Another significant milestone is the establishment of KPIs and Targets for our ESG agenda, which are now an important part of our business sustainability plan. I highly encourage you to refer to our 2022 Sustainability Report as it provides a transparent overview of the targets.
What are LBS' strategies to maintain profitability and growth despite the various headwinds?	Our focus is always about delivering quality homes at affordable prices to Rakyat.
	It is true that affordable housing typically has lower profit margins. However, by using the right technologies, we have been able to optimise our operations and reduce costs. For example, the implementation of IBS Precast

	Concrete has significantly improved the efficiency and productivity of our projects.					
	With these strategies in place, we are confident in maintaining profitability and drive growth despite the challenges.					
Is 2023 a better year for LBS or it is worse compare to 2022 in view of the many challenges locally and also globally?	As far as LBS is concerned, every year is unique with different challenges and opportunities.					
Challenges locally and also globally?	In 2023, as business activities normalise and the political landscape becomes more stable, both consumer and business confidence will continue to grow hence we are confident of the opportunities ahead.					
	Our ongoing efforts to streamline operations, optimise efficiency, and adapt to changing market conditions also position us well for growth and profitability.					
	We are confident that this year market is still remain good despite the interest rate is getting higher. Last year's GDV growth was 8.7%, this year the forecast GDV is around 4% to 5%.					
What is your 2023 sales target. Are you confident to achieve the target?	Our focus is always about delivering quality homes at affordable prices to rakyat (people).					
	It is true that affordable housing typically has lower profit margins. However, by using the right technologies, we have been able to optimise our operations and reduce costs. For example, the implementation of IBS Precast has significantly improved the efficiency and productivity of our projects.					
	With these strategies in place, we are confident in maintaining profitability and drive growth despite the challenges.					
What development status of LRT project in Johor Bharu	Feasibility studies are still on-going and we hope for it to be completed soon.					
	If there are any updates, we will make the relevant announcements.					
There are 8 shareholders requested for the gift e-voucher/e-wallet/door gift as token of participation to this AGM	Thank you for your participation and support given to the Company. Instead of e-voucher/e-wallet/door gift, the Company has opted to reward shareholders with dividend payments.					
We noticed that there has been changes to LBS' boardroom	In accordance with the provision of the Board Charter, 2 directors have retired as they have completed their 9-year tenure as independent directors.					
	I am pleased to inform you that we have recently appointed 2 new independent directors to our board. Puan Nuraini Binti Ismail and Dato' Aminudin Zaki Bin Hisham joined us in April 2023, bringing with them relevant experiences and the right skill set to contribute to our company.					

	With the addition of Puan Nuraini, the representation of					
	female directors on the Board has increased to 38%, aligning with our board diversification strategy.					
Does the Company have any plan to redeem back preference shares?	The RCPS issued by our company do not have a fixed maturity date. However, the company does have the right to redeem these shares at any time after the fifth year, at the issue price of RM1.10 per RCPS.					
	The current dividend payout for the RCPS is 6.6 Sen per year, which represents a Dividend Yield of 7.4%, and is higher than the fixed deposit rates.					
	While there are no immediate plans to redeem the preference shares, we are constantly monitoring and will make informed decisions as the time comes. As of now, we will focus on providing consistent and attractive dividends to our RCPS shareholders.					
Will the company pay more dividend?	Our Dividend Policy is to distribute 30% of PATMI, which is the Profit After Tax and Non-Controlling Interest.					
	As such, our primary goal is to improve our PATMI, as this impacts the dividend amount. We will continue to work hard to enhance our financial performance in order to maximise the dividend payout for our shareholders.					
How much does the company spend on this virtual agm?	The cost incurred for the virtual AGM is approximately RM16,500.00 including the appointment of Scrutineer for validation of vote at the Meeting.					
What's the Group current tenders book? How much is the Board's confident in securing out of this tenders book?	As of 30 June 2023, the Group has an unbilled sales of RM2.35 billion. With our track record of successful project launches and execution, this would generate cash flow and earnings to the group progressively for the next two to three years.					
	Moving forward, we remain optimistic about securing greater unbilled sales and leveraging our capabilities to deliver continued success and profitability.					
What profit of RM3b property & RM8b Melaka Port MOU that signed with SANY	These two proposals are in their preliminary stage to explore the collaboration and feasibility.					
	If there are any updates, we will make the relevant announcements.					
What status of Zhuhai land disposal	The racing circuit is currently in its full operations.					
	Recently, we have been in discussion to explore strategic joint venture partner on the ZIC upgrading and transformation plan.					
Can earning for financial year 2023 better than 2022	We are confident with the Company's fundamentals and strive to do better each year.					
I see company frequent implement share buyback, what valuation of fair share price that Company deemed market shall account	The share buybacks are driven by our assessment of the fair share price that we believe the market should account for. The valuation of the fair share price is subjective, in this aspect, we consider various factors, including our					

financial performance, growth prospects, market conditions, and industry trends. It is always our target to enhance shareholder's value and demonstrate confidence in our Company's future. We continuously evaluate market conditions to ensure advantageous buyback prices. Rest assured, we are committed to maximizing long-term value for our shareholders. Any more new projects to boost company For the year 2023, we are targeting to launch RM2.1 profit so that can pay for dividend billion worth of properties focusing on developing our key developments projects in the Klang Valley such as KITA @ Cybersouth, Bukit Jalil and LBS Alam Perdana. We have land bank of 2,916 acres spread across 5 different States, enabling us to pursue future developments opportunities. We remain open to valuable project or land acquisition in strategic locations that can offer affordable housing options. Confident in our Company's fundamentals strategies, we prioritise our core business to deliver strong earnings, enhance shareholder's value, and maintain dividend payments in line with our Dividend Policy.

LBS BINA GROUP BERHAD (518482-H)

Twenty-Third Annual General Meeting fully virtual basis through live streaming and online remote voting via TIIH Online website at http://tiih.online

On 20-June-2023 at 02:00PM

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	1,005,235,113	99.9936	188	95.9184	63,846	0.0064	8	4.0816	1,005,298,959	100.0000	196	100.0000
Ordinary Resolution 2	994,901,063	99.9624	172	90.5263	374,088	0.0376	18	9.4737	995,275,151	100.0000	190	100.0000
Ordinary Resolution 3	351,985,997	99.7356	150	87.2093	933,262	0.2644	22	12.7907	352,919,259	100.0000	172	100.0000
Ordinary Resolution 4	997,741,976	99.8619	179	92.2680	1,380,233	0.1381	15	7.7320	999,122,209	100.0000	194	100.0000
Ordinary Resolution 5	1,004,558,226	99.9412	183	93.8462	590,733	0.0588	12	6.1538	1,005,148,959	100.0000	195	100.0000
Ordinary Resolution 6	1,004,808,582	99.9512	181	92.3469	490,377	0.0488	15	7.6531	1,005,298,959	100.0000	196	100.0000
Ordinary Resolution 7	1,004,808,582	99.9512	181	92.3469	490,377	0.0488	15	7.6531	1,005,298,959	100.0000	196	100.0000
Ordinary Resolution 8	1,005,227,780	99.9929	185	94.3878	71,179	0.0071	11	5.6122	1,005,298,959	100.0000	196	100.0000
Ordinary Resolution 9	1,004,802,056	99.9508	178	91.2821	494,903	0.0492	17	8.7179	1,005,296,959	100.0000	195	100.0000
Ordinary Resolution 10	187,231,396	99.8966	143	91.0828	193,880	0.1034	14	8.9172	187,425,276	100.0000	157	100.0000
Ordinary Resolution 11	1,004,860,851	99.9922	182	93.8144	78,508	0.0078	12	6.1856	1,004,939,359	100.0000	194	100.0000
Ordinary Resolution 12	975,874,135	97.6436	145	74.7423	23,550,070	2.3564	49	25.2577	999,424,205	100.0000	194	100.0000
Ordinary Resolution 13	975,874,135	97.6436	145	74.7423	23,550,070	2.3564	49	25.2577	999,424,205	100.0000	194	100.0000





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