

7-ELEVEN MALAYSIA HOLDINGS BERHAD
Registration No. 201301028701 (1058531-W)
(Incorporated in Malaysia)

MINUTES OF THE ELEVENTH ANNUAL GENERAL MEETING ("11TH AGM") OF 7-ELEVEN MALAYSIA HOLDINGS BERHAD ("7-ELEVEN" OR "THE COMPANY") HELD VIRTUALLY AT THE BROADCAST VENUE AT MANHATTAN V, LEVEL 14, BERJAYA TIMES SQUARE HOTEL KUALA LUMPUR, NO. 1 JALAN IMBI, 55100 KUALA LUMPUR MALAYSIA, ON THURSDAY, 30 MAY 2024 AT 10.00 A.M.

DIRECTORS PRESENT	:	Datuk Wira Farhash Wafa Salvador (<i>Chairman, Non-Independent Non-Executive Director</i>) Dato' Richard Alexander John Curtis (<i>Deputy Chairman, Senior Independent Non-Executive Director</i>) Mr. Tan U-Ming (<i>Executive Director cum Co-Chief Executive Officer</i>) Mr. Wong Wai Keong (<i>Executive Director cum Co-Chief Executive Officer</i>) Mr. Chan Kien Sing (<i>Non-Independent Non-Executive Director</i>) Encik Muhammad Lukman Bin Musa @ Hussain (<i>Non-Independent Non-Executive Director</i>) Puan Sri Datuk Seri Rohani Parkash Binti Abdullah (<i>Independent Non-Executive Director</i>) Puan Moyra Binti Ibrahim (<i>Independent Non-Executive Director</i>)	
ABSENT WITH APOLOGIES	:	Mr. Tsai, Tzung-Han (<i>Non-Independent Non-Executive Director</i>)	
SHAREHOLDERS PRESENT	:	As per Attendance List	Via Remote Participation & Electronic Voting ("RPEV") Facility
PROXY HOLDERS PRESENT	:	As per Attendance List	Via RPEV Facility
IN ATTENDANCE	:	Ms. Tia Hwei Ping (<i>Company Secretary</i>)	
BY INVITATION	:	Mr. Aaron Ng Wei Ee Mr. Tyler Chuah Chin Tien Ms. Rachel Chan Miaw Wen Mr. Hoh Yoon Hoong (<i>Engagement Partner of Ernst & Young PLT</i>)) 7-Eleven Malaysia Holdings Berhad)) Ernst & Young PLT

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Ms. Andrea Mah)	
Mr. Lim Zhen Yang)	
Ms. Carmen Fong Mun Yee)	Boardroom Share
Mr. Cheong Chee Kin)	Registrars Sdn Bhd &
Mr. Loqman Hakim)	Audio-Visual Support
Mr. Helmi)	Team
Mr. Zary)	
Mr. Syawal)	
Ms. Lee Chia Way)	Boardroom Corporate
Mr. Chang Shun Quan)	Services Sdn. Bhd.
Ms. Daisy Yap Sook Kee)	SKY Corporate
Ms. Tay Si Wei)	Services Sdn. Bhd.
Mr. Afiq Shauki Bin Zainudin)	

Note:

The list of shareholders and proxies who attended the Meeting is set out in the Attendance Lists attached and shall form an integral part of this Minutes.

CHAIRMAN

Datuk Wira Farhash Wafa Salvador ("**the Chairman**" or "**Datuk Wira Farhash**") was in the Chair. The Chairman welcomed all members, proxies and invitees to the Meeting.

The Chairman informed the Meeting that the Eleventh ("**11th**") Annual General Meeting ("**AGM**") was conducted via live streaming to consider the resolutions as set out in the Notice of 11th AGM dated 29 April 2024.

The Chairman informed the Meeting that the members and proxies can exercise their rights to participate and vote at the AGM using Remote Participation and Electronic Voting ("**RPEV**") facility provided by Boardroom Share Registrars Sdn Bhd ("**BSR**"). The Administrative Guide on the procedures of this Meeting has been sent out to the shareholders on 29 April 2024.

INTRODUCTION OF THE BOARD OF DIRECTORS

The Chairman then proceeded to introduce the following personnel who were in attendance at the broadcast venue:-

1. Mr. Tan U-Ming ("**Mr. Tan**"), the Executive Director cum Co-Chief Executive Officer;
2. Mr. Wong Wai Keong ("**Mr. Wong**"), the Executive Director cum Co-Chief Executive Officer;
3. Mr. Aaron Ng Wei Ee ("**Mr. Aaron Ng**"), the Finance Director of the Company;
4. Dato' Richard Alexander John Curtis ("**Dato' Richard**"), the Deputy Chairman, Senior Independent Non-Executive Director;
5. Ms. Gladys Tia Hwei Ping, the Company Secretary;
6. Puan Sri Datuk Seri Rohani Parkash Binti Abdullah, the Independent Non-Executive Director;

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7. Puan Moyra Binti Ibrahim, the Independent Non-Executive Director;
8. Mr. Chan Kien Sing, the Non-Independent Non-Executive Director;
9. Encik Muhammad Lukman Bin Musa @ Hussain, the Non-Independent Non-Executive Director; and
10. Mr. Hoh Yoon Hoong ("**Mr. Hoh**"), the engagement partner from Messrs. Ernst & Young PLT, External Auditors.

The Chairman extended apologies on behalf of Mr. Tsai, Tzung-Han who was unable to attend today's meeting due to urgent matters he needs to attend to.

The Meeting noted that the scrutineer was also joining this Meeting remotely.

QUORUM

The Company Secretary confirmed that a quorum was present pursuant to Article 68 of the Company's Constitution. With the requisite quorum being present, the Chairman declared the Meeting was called to order at 10.00 a.m.

SUMMARY OF THE REGISTRATION OF RPEV AND PROXIES RECEIVED

The Meeting noted that there were 185 shareholders and proxies have logged in for this Meeting using the RPEV facility at the start of this Meeting.

Based on the Poll Administrator's report, the shareholders for a total of 941,232,978 shares, representing 84.87% of the total issued shares have submitted their proxy forms within the stipulated time. Out of those, there were shareholders who had appointed the Chairman as proxy to vote on their behalf and the shares represented stood at 835,366,647, representing 75.32% of the total number issued shares of the Company.

NOTICE OF AGM

The Meeting noted that the Company have been sent the Notice of the 11th AGM to all members of the Company, uploaded on the Company's websites and Bursa Malaysia Securities Berhad as duly advertised in "The Sun" newspaper on 29 April 2024. The Company had announced that the EGM will be conducted via RPEV facilities.

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

The Chairman further informed the Meeting that only shareholders whose names appeared in the Records of Depositors as at 23 May 2024 were eligible to attend the 11th AGM.

BRIEFING ON THE PROCEEDING OF THE MEETING

The Meeting noted that the shareholders and proxies were encouraged to raise any questions in real time by transmitting question via the Messaging Box. The Chairman informed the shareholders that the Board endeavoured to respond to all questions submitted during question & answer ("**Q&A**") session after the conclusion of agenda of the Meeting.

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POLLING AND VOTING PROCEDURE

The Meeting noted that in accordance with Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all the resolutions set out in the Notice of the Meeting would be conducted by poll.

The Chairman informed that the Company has appointed BSR to conduct the poll voting electronically and SKY Corporate Services Sdn. Bhd. as Scrutineer to verify the poll results.

The video explaining on the voting procedure via RPEV facilities was then shown on the screen to the Attendees.

The Meeting noted that the voting session was currently available until the closure of the voting session. The Chairman informed that the results of the poll voting and declaration of resolutions would be reflected on the screen after the Scrutineers have verified the poll results upon the closure of the voting session.

1.0 PRESENTATION OF AUDITORS' REPORT BY ERNST & YOUNG PLT ("EY")

At this juncture, the Chairman invited Mr. Hoh to present the Auditors' Report on the financial statements for the financial year ended 31 December 2023.

Mr. Hoh informed the members that EY had audited the financial statements of the Company, which comprise Statement of Financial Positions as at 31 December 2023 of the Group and the Company, Statements of Profit or Loss and Other Comprehensive Income, Statements of Changes in Equity and Statements of Cash Flows of the Group and the Company for the financial year 2023 inclusive of the Notes to the Financial Statements and a summary of significant accounting policies.

EY has opined that the financial statements gave a true and fair view of the financial position of the Group and the Company as at 31 December 2023 and their financial performance and cash flows for the year then ended was in accordance with Malaysian Financial Reporting Standards, International Financial Reporting Standards and the requirements of the Companies Act 2016.

Mr. Hoh then highlighted on the Auditors' responsibilities in respect of the expression of their opinion on the financial statements based on their audit. He informed that the External Auditors have conducted the audit in accordance with approved auditing standards in Malaysia and International Standards on Auditing. Their responsibilities under the said standards are described in the Auditors' responsibilities for the audit opinion.

Mr. Hoh continued to inform that the Audited Financial Statements of the Company had covered the following relevant information:-

- (i) Responsibilities of the Directors for the financial statements;
- (ii) Independence and other ethical responsibilities which in compliance under the By-Laws of the Malaysian Institute of Accountants and the International Ethic Standards Board for Accountant's Code of Ethics for Professional Accountants; and
- (iii) Key Audit Matters ("**KAM**")

Mr. Hoh added that during EY's audit of the financial statements of the Group and the Company for the financial year ended 31 December 2023, the most significant KAM

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identified were the recognition of rebates and incentives income from vendors and revenue from contracts with customers and cost of sales, of which the audit procedures had been included in the Auditors' Report.

2.0 PRESENTATION BY THE MANAGEMENT

At the Chairman's invitation, the Management briefed the members on the 2023 Performance Overview of the Company and the Key Highlights for the financial year ended 31 December 2023 and the details which were set out in the slides presented to all present.

Mr. Aaron Ng, the Finance Director of the Company briefed the Meeting on the following salient points:-

- (i) Company's Overview & Store Coverage
 - 7-Eleven is the leading convenience store in Malaysia with 2,566 stores as at 31 December 2023.
 - More than 89% self-operated stores (along with 277 franchise stores).
 - The Company is serving over 1 million customers daily.
 - Extensive store coverage in all states, with total 2,566 stores (7-Eleven Classic stores: 2,319, 7CAFé stores: 247) across urban and rural areas.
- (ii) Financial Highlights in 2023
 - 7-Eleven's revenue for the financial year ended 31 December 2023, increased by RM298.9 million or +12.0% to RM2,783.5 million. The core profit of convenience store segment has increased by RM8.0 million or +12.5% to RM71.9 million.
 - The revenue of Caring Pharmacy Group Berhad registered at RM1,382.6 million, increased by RM102.0 million or +8.0% as at 31 December 2023. The core profit for pharmaceutical segment has decreased by RM33.1 million or -65.1% to RM17.7 million.
 - Overall, the Group's recorded RM270.1 million of profit after tax which increased by RM185.8 million or +220.3%.
 - The Company's Earnings Before Interest, Taxes, Depreciation, and Amortization ("**EBITDA**") (Normalized) was recorded of RM422.0 million which increased by RM158.8 million or +60.3%.
 - The Company also declared an interim dividend of 2.7 sen for the financial year ended 31 December 2023 to the shareholders.

Mr. Wong, the Executive Director cum Co-Chief Executive Officer of the Company briefed the Meeting on the Key Highlights in 2023 for the Company:-

- (i) 7-Eleven launched 160 new 7CAFé stores as at 31 December 2023 (56 new stores and 104 stores were under refurbished)
- (ii) The Company has invested in new fresh food commissary and Japanese collaboration.
- (iii) Higher capacity in new distribution centre.
- (iv) There were 3 million users registered in My7E App.
- (v) Customer centric – Social Media, Service, Upselling
- (vi) Marketing Campaign Highlights 2023
- (vii) Awards & Recognitions 2023
- (viii) Corporate Social Responsibility & Community Engagement

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Mr. Tan, the Executive Director cum Co-Chief Executive Officer of the Company briefed the Meeting on the following salient points in relation to the business strategy for the financial year ending 2024, as tabled:

- (i) Assortment Improvement
 - Product Differentiation (New & Exclusives)
 - Fresh Food & Beverages Improvement
 - Manufacturing Capability Improvement
- (ii) Supply Chain Optimization
 - Stores adequately stocked
 - A fair income (Efficient)
 - Infrastructure improvements (Regional & chilled)
- (iii) Customer Focused Operation
 - Brand Excellence (Clean, Organized & In-stock, 7CAFé)
 - Simplified store operations
 - Customer Service
- (iv) Store Base improvement and growth
 - Remodel, Revitalize, Develop
 - Eliminate underperforming stores
 - Open 100 stores per year
- (v) Digitally Enable the Organization
 - New customer experiences (via loyalty, delivery/ pick-up, payments)
 - Information Technology Modernization (increase efficiency)
 - Adopt Data Culture

3.0 AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023 TOGETHER WITH THE REPORTS OF THE DIRECTORS AND THE AUDITORS' THEREON

The Chairman then informed the Meeting that the first item on the Agenda was to receive the Audited Financial Statements for the financial year ended 31 December 2023 together with the Reports of the Directors and the Auditors thereon.

The Chairman further informed the Meeting that in compliance with Section 340 of the Companies Act 2016, the Audited Financial Statements does not require a formal approval of shareholders and hence, it will not be put forward for voting. He further encouraged the Shareholders to pose any questions that they have in relation to the Agenda item during Q&A session.

4.0 ORDINARY RESOLUTION 1

- **APPROVAL OF THE PAYMENT OF DIRECTORS' FEES FOR AN AMOUNT UP TO RM574,000/- PAYABLE TO THE NON-EXECUTIVE DIRECTORS OF THE COMPANY ON A MONTHLY BASIS FOR THE PERIOD FROM 31 MAY 2024 UNTIL THE NEXT ANNUAL GENERAL MEETING OF THE COMPANY TO BE HELD IN YEAR 2025**
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The Chairman informed the Meeting that the next item on the Agenda was to approve the payment of Directors' fees for an amount of up to RM574,000/- payable to the Non-Executive Directors of the Company on a monthly basis for the period from 31 May 2024 until the next Annual General Meeting of the Company to be held in year 2025.

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The Chairman further informed the Meeting that in compliance with Section 230(1) of the Companies Act 2016, the fees of the directors and any benefits payable to the directors of a listed company and its subsidiaries shall be approved at a general meeting and pursuant to the Malaysian Code on Corporate Governance, the Directors who are also shareholders of the Company shall abstain themselves from voting on this resolution.

5.0 ORDINARY RESOLUTION 2

- **APPROVAL OF THE BENEFITS PAYABLE TO THE NON-EXECUTIVE DIRECTORS FOR AN AMOUNT OF UP TO RM100,000/- FOR THE PERIOD FROM 31 MAY 2024 UNTIL THE NEXT ANNUAL GENERAL MEETING OF THE COMPANY TO BE HELD IN YEAR 2025**

The Chairman informed the Meeting that the next item on the Agenda was to approve the payment of benefits to the Non-Executive Directors of up to RM100,000/- for the period from 31 May 2023 until the next Annual General Meeting of the Company to be held in the year 2025. The benefits comprise meeting allowance payable to the Non-Executive Directors.

The Chairman further informed the Meeting that proposed Directors' benefits comprise meeting allowances payable to the Non-Executive Directors and pursuant to the Malaysian Code on Corporate Governance, the Directors who are also shareholders of the Company shall abstain themselves from voting on this resolution.

6.0 ORDINARY RESOLUTION 3

- **RE-ELECTION OF TAN U-MING, WHO RETIRES BY ROTATION IN ACCORDANCE WITH ARTICLE 99 OF THE COMPANY'S CONSTITUTION**

The Chairman informed the Meeting that the next item on the Agenda was to re-elect the directors who retire by rotation in accordance with Article 99 of the Company's Constitution and being eligible, had offered themselves for re-election.

The Chairman informed the Meeting that Ordinary Resolution 3, was to seek Shareholders' approval on the re-election of Mr. Tan, a Director who retires by rotation in accordance with Article 99 of the Company's Constitution and being eligible, had offered himself for re-election. The profile of Mr. Tan is stated on page 11 of the Annual Report.

7.0 ORDINARY RESOLUTION 4

- **RE-ELECTION OF WONG WAI KEONG, WHO RETIRES BY ROTATION IN ACCORDANCE WITH ARTICLE 99 OF THE COMPANY'S CONSTITUTION**

The Chairman informed the Meeting that Ordinary Resolution 4, was to seek Shareholders' approval on the re-election of Mr. Wong, a Director who retires by rotation in accordance with Article 99 of the Company's Constitution and being eligible, had offered himself for re-election. The profile of Mr. Wong is stated on page 11 of the Annual Report.

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8.0 ORDINARY RESOLUTION 5

- RE-ELECTION OF ENCIK MUHAMMAD LUKMAN BIN MUSA @ HUSSAIN, WHO RETIRES IN ACCORDANCE WITH ARTICLE 99 OF THE COMPANY'S CONSTITUTION

The Chairman informed the Meeting that Ordinary Resolution 5, was to seek Shareholders' approval on the re-election of Encik Muhammad Lukman Bin Musa @ Hussain ("**Encik Lukman**"), a Director who retires by rotation in accordance with Article 99 of the Company's Constitution and being eligible, had offered himself for re-election. The profile of Encik Lukman is stated on page 13 of the Annual Report.

9.0 ORDINARY RESOLUTION 6

- RE-APPOINTMENT OF MESSRS. ERNST & YOUNG PLT AS THE COMPANY'S AUDITORS FOR THE ENSUING YEAR AND TO AUTHORISE THE BOARD OF DIRECTORS TO FIX THEIR REMUNERATION

The Chairman informed the Meeting that the next item on the Agenda was to seek the Shareholders' approval to re-appoint Messrs. Ernst & Young PLT as an Auditors of the Company for the ensuing year and to authorise the Directors to fix their remuneration. The retiring Auditors, Messrs. Ernst & Young PLT had indicated their willingness to accept re-appointment.

10.0 SPECIAL BUSINESS

ORDINARY RESOLUTION 7

- AUTHORITY TO ISSUE SHARES PURSUANT TO THE COMPANIES ACT 2016

The Chairman informed the Meeting that the first item under special business of the Agenda was on Ordinary Resolution 7 which was to seek shareholders' approval for the renewal of the general mandate for the Directors to issue shares pursuant to the Companies Act 2016. The General Mandate will empower the Directors to issue shares in the Company from time to time to such persons and upon such terms and conditions provided that the aggregate number of shares issued pursuant to this Resolution does not exceed ten percent (10%) of the total number of issued shares of the Company for the time being.

11.0 SPECIAL BUSINESS

ORDINARY RESOLUTION 8

- PROPOSED RENEWAL OF AND NEW SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS ("RRPTs") OF A REVENUE OR TRADING NATURE ("PROPOSED SHAREHOLDERS' MANDATE")

The Chairman informed the Meeting that the next item under special business of the Agenda was on Ordinary Resolution 8 which was to seek shareholders' approval for the proposed renewal of and new shareholders' mandate for RRPTs of a revenue or trading nature.

The Meeting noted that the details of the recurrent related party transactions had been set out in Circular/Statements to Shareholders dated 29 April 2024. The rationale for seeking the shareholders' approval for the Shareholders'

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Mandate was set out in the Circular/Statements to Shareholders dated 29 April 2024.

The Chairman further informed the Meeting that the purpose of the Ordinary Resolution 9 was to allow the Group to enter into RRPTs necessary for the day-to-day operations, without the need to frequently make announcements to Bursa Malaysia Securities Berhad, convene separate general meetings or seek shareholders' approval from time to time.

The Meeting noted that Tan Sri Dato' Seri Vincent Tan Chee Yioun ("**TSVT**") is the interested major shareholder and Mr. Tan is the interested Director on the Proposed Shareholders' Mandate. TSVT, Mr. Tan and the persons connected with them would abstain from voting on the Ordinary Resolution 10 in respect of their direct and/or indirect shareholdings.

The Meeting further noted that Mr. Chan Kien Sing, the Director of the Company and is also the Director of Berjaya Assets Berhad, is not deemed to be interested in the Proposed Shareholders' Mandate pursuant to the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, has however voluntarily abstained from all Board deliberations and voting in respect of their direct and/or indirect shareholdings in relation to Proposed Shareholders' Mandate.

12.0 SPECIAL BUSINESS

ORDINARY RESOLUTION 9

- PROPOSED RENEWAL OF AUTHORITY FOR SHARE BUY-BACK

The Chairman informed on Meeting that the last item under special business of the Agenda was Ordinary Resolution 9, which was to seek shareholders' approval and obtain a mandate from shareholders to allow the Company to purchase its own shares up to ten percent (10%) of the total issued share capital of the Company by utilizing the funds allocated which shall not exceed the total retained profits of the Company.

The details of the share buy-back are set out in the Circular/Statement to Shareholders dated 29 April 2024.

After concluding all items of the Agenda, the Chairman handed over the chair to Dato' Richard to chair the Q&A session.

QUESTION AND ANSWER SESSION

Questions from the Shareholders and Proxies

- (i) In response to the request raised by Mr. David Ng ("**Mr. David**") on the rationale for disposing of Caring Pharmacy Group Berhad Group of companies. Mr. Wong explained that the disposal aligns with the Company's long-term strategy of focusing on the convenience store segment. This will allow the Company to strengthen its market position and improve financial performance over time.
- (ii) Mr. Cheang Chee Hoong ("**Mr. Cheang**") sought clarification on the company's strategies for 7CAFé expansion which Mr. Tan informed that the Company is expanding the 7CAFé stores by refurbishment of existing classic stores and launching of new stores. He added that the company's investment in expanding its chilled

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distribution network and food commissary to support the 7CAFé growth.

- (iii) Mr. Tan Guang Yi ("**Mr. Tan**") enquired on the number of users and contribution of My7E App to the business of which Mr. Aaron Ng replied that there were close to 3 million members who are registered with My7E App. In particular, he highlighted that the Company is working with a solution vendor to analyze customer buying behavior through data mining. This data will be used to develop targeted rewards programs to enhance customer loyalty.

Dato' Richard called the Q&A session to end and handed over the chair back to the Chairman to move to the voting session.

It was recorded that the Audited Financial Statements together with the Directors' and the Auditors' Reports were duly received by shareholders and proxies.

13.0 ANY OTHER ORDINARY BUSINESS

After having addressed all the questions raised, the Meeting noted that no notice was received for transacting any other ordinary business.

POLLING

The Chairman reminded the shareholders to cast their vote if they have not submitted yet. The Chairman then announced that the voting session be closed in ten (10) minutes. The Chairman informed the Meeting that several shareholders have appointed him to be their proxies and he will vote according to their instructions.

The Chairman informed the Meeting that the conduct of voting by shareholders and the validation of votes cast by Scrutineers will take approximately 10 to 20 minutes to complete and the Meeting shall take a short break whilst and will resume later for the declaration of the voting results.

POLL RESULTS

The Meeting resumed at 11.05 a.m. and after obtaining the report from the scrutineers, the Chairman announced the results of the poll, as follows:-

Resolution	Votes in favour		Votes against		Results
	No. of shares	%	No. of shares	%	
<u>Ordinary Resolution 1</u> To approve the payment of Directors' fees for an amount up to RM574,000/- payable to the Non-Executive Directors of the Company on a monthly basis for the period from 31 May 2024 until the next Annual General Meeting of the	938,792,100	99.9970	27,731	0.0030	Carried

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Company to be held in year 2025.					
<u>Ordinary Resolution 2</u> To approve the benefits payable to the Non-Executive Directors for an amount of up to RM100,000/- for the period from 31 May 2024 until the next Annual General Meeting of the Company to be held in year 2025.	938,798,315	99.9977	21,516	0.0023	Carried
<u>Ordinary Resolution 3</u> To re-elect Tan U-Ming who retires by rotation in accordance with Article 99 of the Company's Constitution and who being eligible, has offered himself for re-election.	937,944,333	99.9586	388,374	0.0414	Carried
<u>Ordinary Resolution 4</u> To re-elect Wong Wai Keong who retires by rotation in accordance with Article 99 of the Company's Constitution and who being eligible, has offered himself for re-election.	938,564,707	99.9585	389,509	0.0415	Carried
<u>Ordinary Resolution 5</u> To re-elect Muhammad Lukman Bin Musa @ Hussain who retires by rotation in accordance with Article 99 of the Company's Constitution and who being eligible, has offered himself for re-election.	938,106,604	99.9130	816,811	0.0870	Carried
<u>Ordinary Resolution 6</u> To re-appoint Messrs. Ernst & Young PLT as the company's auditors for the ensuing year and to	938,714,796	99.9745	239,420	0.0255	Carried

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authorise the Board of directors to fix their remuneration.					
<u>Ordinary Resolution 7</u> To approve the Proposed Authority to Issue Shares pursuant to the Companies Act 2016.	938,935,821	99.9980	18,395	0.0020	Carried
<u>Ordinary Resolution 8</u> To approve the Proposed Renewal of and New Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature.	532,286,332	99.9965	18,395	0.0035	Carried
<u>Ordinary Resolution 9</u> To approve the Proposed Renewal of Authority for the Company to Purchase its own Shares.	938,927,773	99.9972	26,443	0.0028	Carried

The Chairman then declared that the Ordinary Resolutions 1 to 9 were all **CARRIED**.

The Meeting **RESOLVED** all the resolutions be and are hereby **APPROVED** as follows:-

1.0 ORDINARY RESOLUTION 1

- **APPROVAL OF THE PAYMENT OF DIRECTORS' FEES FOR AN AMOUNT UP TO RM574,000/- PAYABLE TO THE NON-EXECUTIVE DIRECTORS OF THE COMPANY ON A MONTHLY BASIS FOR THE PERIOD FROM 31 MAY 2024 UNTIL THE NEXT AGM OF THE COMPANY TO BE HELD IN YEAR 2025**

"**THAT** the payment of Directors' fees for an amount of up to RM574,000/- payable to the Non-Executive Directors of the company on a monthly basis for the period from 31 May 2024 until the next Annual General Meeting of the Company to be held in year 2025 be and are hereby approved."

2.0 ORDINARY RESOLUTION 2

- **APPROVAL OF THE BENEFITS PAYABLE TO THE NON-EXECUTIVE DIRECTORS FOR AN AMOUNT OF UP TO RM100,000/- FOR THE PERIOD FROM 31 MAY 2024 UNTIL THE NEXT AGM OF THE COMPANY TO BE HELD IN YEAR 2025**

"**THAT** the payment of benefits to the Non-Executive Directors of up to RM100,000/- for the period from 31 May 2024 until the next annual general meeting of the Company to be held in year 2025 be and are hereby approved."

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3.0 ORDINARY RESOLUTION 3

- **RE-ELECTION OF TAN U-MING AS A DIRECTOR WHO RETIRES BY ROTATION IN ACCORDANCE WITH ARTICLE 99 OF THE COMPANY'S CONSTITUTION**

"**THAT** Mr. Tan U-Ming being eligible for re-election, be and is hereby re-elected to serve on the Board of Directors of the Company."

4.0 ORDINARY RESOLUTION 4

- **RE-ELECTION OF MR. WONG WAI KEONG AS A DIRECTOR WHO RETIRES BY ROTATION IN ACCORDANCE WITH ARTICLE 99 OF THE COMPANY'S CONSTITUTION**

"**THAT** Mr. Wong Wai Keong being eligible for re-election, be and is hereby re-elected to serve on the Board of Directors of the Company."

5.0 ORDINARY RESOLUTION 5

- **RE-ELECTION OF ENCIK MUHAMMAD LUKMAN BIN MUSA @ HUSSAIN AS A DIRECTOR WHO RETIRES BY ROTATION IN ACCORDANCE WITH ARTICLE 99 OF THE COMPANY'S CONSTITUTION**

"**THAT** Encik Muhammad Lukman Bin Musa @ Hussain being eligible for re-election, be and is hereby re-elected to serve on the Board of Directors of the Company."

6.0 ORDINARY RESOLUTION 6

- **RE-APPOINTMENT OF MESSRS. ERNST & YOUNG PLT AS THE COMPANY'S AUDITORS FOR THE ENSUING YEAR AND TO AUTHORISE THE BOARD OF DIRECTORS TO FIX THEIR REMUNERATION**

"**THAT** Messrs. Ernst & Young PLT be re-appointed as the Auditors of the Company for the ensuing year and that authority be and is hereby given to the Board of Directors to fix their remuneration."

7.0 ORDINARY RESOLUTION 7

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

"**THAT**, subject always to the Companies Act 2016, the Constitution of the Company, the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("**Bursa Securities**") and the approvals of the relevant governmental/ regulatory authorities, if applicable, the Directors be and are hereby empowered, pursuant to the Companies Act 2016, to issue shares in the capital of the Company at any time to such persons and 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 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 also 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 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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THAT in connection with the above, pursuant to Section 85 of the Companies Act 2016 and Clause 55 of the Company's Constitution, the shareholders do hereby waive the statutory pre-emptive rights of the offered shares in proportion of their holdings at such price and at such terms to be offered arising from any issuance of new shares pursuant to this mandate by the Company.

AND THAT the new shares to be issued shall, upon allotment and issuance, 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."

8.0 ORDINARY RESOLUTION 8

- PROPOSED RENEWAL OF AND NEW SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS ("RRPTs") OF A REVENUE OR TRADING NATURE

"THAT, subject to the provisions of the Bursa Malaysia Securities Berhad's Main Market Listing Requirements, approval be and is hereby given for the Company and its subsidiary companies, to enter into recurrent related party transactions of a revenue or trading nature with the related parties as specified in Section 2.3 of the Circular/Statement to Shareholders dated 29 April 2024 ("**Proposed Mandate**") which are necessary for the day-to-day operations and/or in the ordinary course of business of the Company and its subsidiary companies on terms not more favourable to the related parties than those generally available to the public and are not detrimental to the minority shareholders of the Company and that such approval shall continue to be in force until":-

- (a) the conclusion of the next Annual General Meeting ("**AGM**") of the Company following the general meeting at which such ordinary resolution for the Proposed Mandate was passed, at which time it will lapse, unless by ordinary resolution passed at that general meeting, the authority is renewed;
- (b) the expiration of the period within which the next AGM of the Company after the date it is required to be held pursuant to Section 340(2) of the Companies Act 2016 ("**the 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;

whichever is the earlier;

AND FURTHER THAT authority be and is hereby given to the Directors of the Company and its subsidiary companies to complete and do all such acts and things (including executing such documents as may be required) as they may consider expedient or necessary to give effect to such transactions as authorised by this Resolution."

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9.0 SPECIAL BUSINESS

ORDINARY RESOLUTION 9

- PROPOSED RENEWAL OF AUTHORITY FOR SHARE BUY-BACK

"THAT, subject always to the Companies Act 2016 ("**the Act**"), rules, regulations and orders made pursuant to the Act, provisions of the Company's Constitution and the requirements of Bursa Malaysia Securities Berhad ("**Exchange**") and any other relevant authority, the Directors of the Company be and are hereby authorised to purchase such number of ordinary shares in the Company ("**7-Eleven Holdings Shares**") through the Exchange and to take all such steps as are necessary (including the opening and maintaining of central depositories accounts under the Securities Industry (Central Depositories) Act, 1991) and enter into any agreement, arrangement and guarantee with any party or parties to implement, finalise and give full effect to the aforesaid purchase with full powers to assent to any condition, modification, revaluation, variation and/or amendment (if any) as may be imposed by the relevant authorities from time to time and to do all such acts and things in the best interests of the Company, subject further to the following: -

1. the maximum number of ordinary shares which may be purchased and held by the Company shall be equivalent to ten per centum (10%) of the existing total number of issued shares in the ordinary share capital of the Company;
2. the maximum funds to be allocated by the Company for the purpose of purchasing the ordinary shares shall not exceed the total retained profits of the Company;
3. the authority shall commence immediately upon passing of this ordinary resolution until:-
 - (a) the conclusion of the next Annual General Meeting ("**AGM**") of the Company following the AGM at which such resolution was passed, at which time it will lapse unless by ordinary resolution passed at that general meeting, the authority is renewed, either unconditionally or subject to conditions; or
 - (b) the expiration of the period within which the next AGM after that date it is required by law to be held; or
 - (c) revoked or varied by ordinary resolution passed by the shareholders of the Company in a general meeting;

whichever occurs first.

AND THAT upon completion of the purchase(s) of the 7-Eleven Holdings Shares or any part thereof by the Company, the Directors of the Company be and are hereby authorised to deal with any 7-Eleven Holdings Shares so purchased by the Company in the following manner: -

- (a) cancel all the 7-Eleven Holdings Shares so purchased; or

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- (b) retain all the 7-Eleven Holdings Shares as treasury shares for future resale or for distribution as dividends to the shareholders of the Company; or
- (c) retain part thereof as treasury shares and subsequently cancelling the balance; or

in any other manner as prescribed by the Act, rules, regulations and orders made pursuant to the Act and the requirements of the Exchange and any other relevant authority for the time being in force.”

CONCLUSION

There being no other business, the Chairman concluded the Meeting and thanked all presence at the AGM.

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