

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

**MINUTES OF THE NINTH ANNUAL GENERAL MEETING ("9<sup>TH</sup> AGM") OF 7-ELEVEN MALAYSIA HOLDINGS BERHAD ("7EMHB" OR "THE COMPANY") HELD VIRTUALLY AT THE BROADCAST VENUE AT MANHATTAN VI, LEVEL 14, BERJAYA TIMES SQUARE HOTEL KUALA LUMPUR, NO. 1 JALAN IMBI, 55100 KUALA LUMPUR MALAYSIA, ON THURSDAY, 26 MAY 2022 AT 10.00 A.M.**

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<b>DIRECTORS PRESENT</b>	<p>: Dato' Sri Robin Tan Yeong Ching  <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>                      Ms. Shalet Marian  <i>(Independent Non-Executive Director)</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>                      Dr. Mazatul 'Aini Shahr Binti Abdul Malek Shahr  <i>(Independent Non-Executive Director)</i>                      Puan Sri Datuk Seri Rohani Parkash Binti Abdullah  <i>(Independent Non-Executive Director)</i>                      Mr. Tsai, Tzung-Han  <i>(Non-Independent Non-Executive Director)</i></p>	<p>Via Remote Participation &amp; Voting ("<b>RPV</b>") Facility</p> <p>Via RPV Facility</p>
<b>SHAREHOLDERS PRESENT</b>	<p>: As per Attendance List</p>	<p>Via RPV Facility</p>
<b>PROXY HOLDERS PRESENT</b>	<p>: As per Attendance List</p>	<p>Via RPV Facility</p>
<b>IN ATTENDANCE</b>	<p>: Ms. Tia Hwei Ping  <i>(Company Secretary)</i></p>	
<b>BY INVITATION</b>	<p>: Mr. Chong Yeow Siang</p>	<p>) Caring Pharmacy Group Berhad</p>

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Mr. Aaron Ng Wei Ee ) 7-Eleven Malaysia  
Mr. Tyler Chuah Chin Tien ) Holdings Berhad  
Ms. Rachel Chan Miaw Wen )

Mr. Hoh Yoon Hoong ) Ernst & Young PLT

En. Mohd Azuan Bin Shakry ) Boardroom Share  
Ms. Zairani Jamaludin ) Registrars Sdn Bhd &  
Ms. Nursyahirah Binti Che Rahimi ) Audio-Visual Support  
En. Muhammad Shahril Bin Nordin ) Team  
Mr. Gurveer Singh Kukreja )  
Mr. Ishwardin Singh )  
Mr. Tarnjot Singh )

Ms. Lee Chia Way ) Boardroom Corporate  
Mr. Chang Shun Quan ) Services Sdn. Bhd.

Ms. Tai Yuen Ling (Via RPV Facility) ) SKY Corporate  
Ms. Chia Siew Li (Via RPV Facility) ) Services Sdn. Bhd.  
Mr. Chew Kah Onn )

### **CHAIRMAN**

Dato' Sri Robin Tan Yeong Ching ("**Dato' Sri Chairman**" or "**Dato' Sri Robin**") was in the Chair. Dato' Sri Chairman welcomed all members, proxies and invitees to the Meeting.

Dato' Sri Chairman informed the Meeting that the Ninth ("**9<sup>th</sup>**") Annual General Meeting ("**AGM**") was conducted via live streaming and online voting using Remote Participation and Voting Facility ("**RPV**") in accordance with Section 327 of the Companies Act 2016.

This RPV facility served as a precautionary measure amid Covid-19 as the Shareholders' safety is of paramount importance to the Company and to support the Government's advice of not having mass gatherings to combat the spread of the virus. The Company has also played a major role as part of the whole industry in supporting the Government in supporting this effort.

### **INTRODUCTION OF THE BOARD OF DIRECTORS**

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

1. Ms. Gladys Tia Hwei Ping, the Company Secretary;
2. Mr. Wong Wai Keong ("**Mr. Wong**"), the Executive Director cum Co-Chief Executive Officer;
3. Mr. Tan U-Ming ("**Mr. Tan**"), the Executive Director cum Co-Chief Executive Officer;
4. Dato' Richard Alexander John Curtis, the Deputy Chairman, Senior Independent Non-Executive Director;
5. Mr. Chong Yeow Siang ("**Mr. Chong**"), the Managing Director of Caring Pharmacy Group Berhad ("**Caring**");

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6. Dr. Mazatul 'Aini Shahar Binti Abdul Malek Shahar, the Independent Non-Executive Director;
7. Encik Muhammad Lukman Bin Musa @ Hussain, the Non-Independent Non-Executive Director;
8. Ms. Shalet Marian, the Independent Non-Executive Director;
9. Mr. Chan Kien Sing, the Non-Independent Non-Executive Director;
10. Mr. Aaron Ng Wei Ee ("**Mr. Aaron Ng**"), the Finance Director of the Company; and
11. Mr. Hoh Yoon Hoong, the engagement partner from Messrs. Ernst & Young PLT, External Auditors.

Dato' Sri Chairman then introduced the following remaining Directors who participated this AGM remotely:

1. Mr. Tsai, Tzung-Han, the Non-Independent Non-Executive Director; and
2. Puan Sri Datuk Seri Rohani Parkash Binti Abdullah, the Independent Non-Executive Director.

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, Dato' Sri Chairman declared the Meeting was called to order at 10.00 a.m.

The Meeting noted that there were 87 shareholders and proxies have logged in for this Meeting using the RPV Facility at the start of this Meeting.

Based on the Poll Administrator Report, the Company had received a total of 87 proxy forms from the shareholders for a total of 867,716,752 shares. Out of those, there were shareholders who had appointed Dato' Sri Chairman as proxy to vote on their behalf and the shares so represented stood at 765,124,347.

### **NOTICE**

The Meeting noted that the Company had on 28 April 2022 issued the Notice of the 9th AGM. The Company had announced that the 9th AGM will be conducted via live streaming and online voting using the RPV facility.

With the consent of the members present, the Notice convening the Meeting having been circulated within the prescribed period was taken as read.

### **BRIEFING ON THE PROCEEDING OF THE MEETING**

The Meeting noted that there were questions submitted to the Company prior to the Meeting. The shareholders and proxies are welcomed to raise any questions in real time by transmitting question via the Chat Box. The Board would endeavour 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.

Dato' Sri Chairman informed that the Company has appointed Boardroom Share Registrars Sdn Bhd ("**BSR**") to conduct the poll voting electronically and SKY Corporate Services Sdn. Bhd. as Scrutineer to verify the poll results.

The Meeting noted that the voting session was currently available until the closure of the voting session. 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.

The representative of BSR, the Poll Administrator, briefed the Meeting on the voting procedure via RPV.

### **1.0 AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2021 TOGETHER WITH THE REPORTS OF THE DIRECTORS AND THE AUDITORS THEREON**

Dato' Sri Chairman informed the Meeting that the first item on the Agenda was to receive the Audited Financial Statements for the financial year ended 31 December 2021 together with the Reports of the Directors and the Auditors thereon.

Dato' Sri Chairman then invited the Management to brief the members on the Overview of the 2021 Performance of the Company and the Key Highlights for the financial year ended 31 December 2021 and the details which were set out in the slides presented to all present.

Mr. Aaron Ng, the Finance Director of 7EMHB Group briefed the Meeting on the following salient points:-

- (i) Operating Environment
  - 7EMHB Group is the leading convenience store in Malaysia with 2,427 stores as at 31 December 2021.
  - More than 88% self-operated stores (along with 274 franchise stores).
  - The Caring Group is the largest retail pharmacy chain in Malaysia with 191 stores as at 31 December 2021.
  - Caring retail pharmacy is providing twelve (12) hours a day and seven (7) days a week full time pharmacist service.
  - Extensive store coverage in all states, with total 2,618 stores (7-Eleven: 2,427, Caring: 191) across urban and rural areas.
- (ii) Financial Highlights in 2021
  - 7EMHB Group's revenue for the financial year ended 31 December 2021, decreased by RM252.9 million or -12.3% to RM1,810.6 million. The core profit of convenience store segment has decreased by RM7.7 million or -16.1% to RM40.2 million.
  - The revenue of Caring group registered at RM997.9 million, increased by RM522.4 million or +109.9% as at 31 December 2021. The core profit for pharmaceutical segment has increased by RM20.9 million or +98.8% to RM42.0 million.

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- The corporate exercise of 7EMHB Group was recorded at RM23.4 million as at 31 December 2021.
- Overall, the Group's recorded RM58.8 million of profit after tax which increased by RM23.5 million or +66.4%.
- The Group's Earnings Before Interest, Taxes, Depreciation, and Amortization ("**EBITDA**") (Normalized) was recorded of RM202.6 million.
- The Group also declared an interim dividend of 2.6 sen for the financial year ended 31 December 2021 to the shareholders.

Mr. Wong, the Executive Director cum Co-Chief Executive Officer of 7EMHB briefed the Meeting on the Key Highlights in 2021 for 7EMHB Group:-

- (i) Operational
  - Navigating Uncertainties (Lockdowns, Operating hours, Floods)
  - Sustainability (Health, Safety & Environment, Employee well-being)
- (ii) Commercial
  - Market Leader
  - Innovative Range
  - Digitalisation
  - Cost Optimization
  - Supply Chain

Mr. Tan, the Executive Director cum Co-Chief Executive Officer of 7EMHB briefed the Meeting on the following salient points, as tabled:

- (i) Marketing Campaign Highlights 2021
- (ii) Awards & Recognitions 2021
- (iii) Corporate Social Responsibility & Community Engagement
- (iv) Business Strategy for the financial year ending 2022 for 7EMHB Group:
  1. Assortment Improvement
    - Product Differentiation (New & Exclusives)
    - Fresh Food & Beverages Improvement
    - Manufacturing Capability Improvement
  2. Supply Chain Optimization
    - Stores adequately stocked
    - A fair income (Efficient)
    - Commission Chilled Distribution Centre & Optimized Ambient Distribution Centre
  3. Customer Focused Operation
    - Brand Excellence (Clean, Organized & In-stock)
    - Simplified store operations
    - Customer Service
  4. Grow & Improve Store Base
    - Remodel, Revitalize, Develop
    - Eliminate underperforming stores
    - Open 100 stores per year

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### 5. Digitally Enable the Organization

- New customer experiences (via loyalty, delivery/ pick-up, payments)
- Information Technology Modernization (increase efficiency)
- Adopt Data Culture

Mr. Chong, the Managing Director of Caring Pharmacy Group Berhad briefed the Meeting on the update of Caring Group:-

- (i) Key Pharmacist & Customer Services Highlights
  - Home Delivery
  - International Delivery
  - Be a Covid-19 Fighter!
  - Ask Us Online Pharmacist Advice
  - Chronic Disease Management
  - Diabetes Management System
  - Jom Kurang Manis activities
  - Safe medicines disposal
  - Weight Management
- (ii) Marketing Highlights in 2021
  - Seven (7) Sales campaigns with 50k 48-96 pages promotion booklet.
  - Fifty-one (51) short term promotions advertised in The Star, Sin Chew, Borneo Post and See Hua.
  - Two (2) Regular Member month campaigns with targeted number discount coupon (January-February 2021 and June-July 2021)
  - Instant Rebate on 30 April, 29 October and 31 December 2021.
- (iii) Regular Membership Overview
  - The total number of regular membership recorded as 949k.
  - The total number Mobile App user was 484k.
- (iv) Corporate Social Responsibilities and Community Engagement
- (v) Business Development
  - Twenty-three (23) new stores were opened (Johor 1, Selangor 4, Kuala Lumpur 2, Pahang 2, Melaka 1, Sabah 1, Negeri Sembilan 1, Kedah 2, Pulau Pinang 3)
  - Five (5) closures (Jonker Street-Melaka, Dataran Pahlawan-Melaka, GM Klang-Selangor, Mahkota Parade-Melaka, Palm Mall-Negeri Sembilan)
  - The total stores increased to 191, six (6) stores have been refurbished
- (vi) Indonesia Project
  - Store Design
  - Milestones

It was recorded that the Audited Financial Statements together with the Directors' and the Auditors' Reports were properly laid and had been duly received.

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**2.0 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 27 MAY 2022 UNTIL THE NEXT ANNUAL GENERAL MEETING OF THE COMPANY TO BE HELD IN YEAR 2023**

Dato' Sri 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 27 May 2022 until the next Annual General Meeting of the Company to be held in year 2023.

Dato' Sri 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.

**3.0 ORDINARY RESOLUTION 2**

- **APPROVAL OF THE BENEFITS PAYABLE TO THE NON-EXECUTIVE DIRECTORS FOR AN AMOUNT OF UP TO RM50,000/- FOR THE PERIOD FROM 27 MAY 2022 UNTIL THE NEXT ANNUAL GENERAL MEETING OF THE COMPANY TO BE HELD IN YEAR 2023**

Dato' Sri 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 RM50,000/- for the period from 27 May 2022 until the next Annual General Meeting of the Company to be held in the year 2023. The benefits comprise meeting allowance payable to the Non-Executive Directors.

Dato' Sri 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.

**4.0 ORDINARY RESOLUTION 3**

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

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

Dato' Sri Chairman informed the Meeting that Ordinary Resolution 3, 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 11 of the Annual Report.

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**5.0 ORDINARY RESOLUTION 4**

**RE-ELECTION OF TSAI, TZUNG-HAN, WHO RETIRES BY ROTATION IN ACCORDANCE WITH ARTICLE 99 OF THE COMPANY'S CONSTITUTION**

Dato' Sri Chairman informed the Meeting that Ordinary Resolution 4, was to seek Shareholders' approval on the re-election of Mr. Tsai, Tzung-Han ("**Mr. Tsai**"), 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. Tsai is stated on page 10 of the Annual Report.

**6.0 ORDINARY RESOLUTION 5**

**RE-ELECTION OF DATO' SRI ROBIN TAN YEONG CHING, WHO RETIRES IN ACCORDANCE WITH ARTICLE 105 OF THE COMPANY'S CONSTITUTION**

Dato' Sri Chairman informed the Meeting that the next item on the Agenda was to re-elect the directors who retired in accordance with Article 105 of the Company's Constitution and being eligible, had offered themselves for re-election.

As Dato' Sri Chairman was the director who will be seeking re-election to the Board, he passed the chair to Mr. Wong to chair the next item on the said Agenda of the Meeting.

Mr. Wong informed the Meeting that Ordinary Resolution 5, was to seek Shareholders' approval on the re-election of Dato' Sri Robin Tan Yeong Ching, a Director who retires in accordance with Article 105 of the Company's Constitution and being eligible, had offered himself for re-election. Dato' Sri Robin's profile is stated on page 8 of the Annual Report.

**7.0 ORDINARY RESOLUTION 6**

**RE-ELECTION OF DATO' RICHARD ALEXANDER JOHN CURTIS WHO RETIRES IN ACCORDANCE WITH ARTICLE 105 OF THE COMPANY'S CONSTITUTION**

Mr. Wong informed the Meeting that Ordinary Resolution 6, was to seek Shareholders' approval on the re-election of Dato' Richard Alexander John Curtis ("**Dato' Richard**"), a Director who retires in accordance with Article 105 of the Company's Constitution and being eligible, had offered himself for re-election. The profile of Dato' Richard is stated on page 8 of the Annual Report.

**8.0 ORDINARY RESOLUTION 7**

**RE-ELECTION OF DR. MAZATUL 'AINI SHAHAR BINTI ABDUL MALEK SHAHAR WHO RETIRES IN ACCORDANCE WITH ARTICLE 105 OF THE COMPANY'S CONSTITUTION**

Mr. Wong informed the Meeting that Ordinary Resolution 7, was to seek Shareholders' approval on the re-election of Dr. Mazatul 'Aini Shahar Binti Abdul Malek Shahar ("**Dr. Aini**"), a Director who retires in accordance with Article 105 of the Company's Constitution and being eligible, had offered herself for re-election. The profile of Dr. Aini is stated on page 12 of the Annual Report.



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Thereafter, Mr. Wong handed back the chair to Dato' Sri Chairman.

**9.0 ORDINARY RESOLUTION 8**

**- 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**

Dato' Sri 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 9**

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

Dato' Sri Chairman informed the Meeting that the first item under special business of the Agenda was on Ordinary Resolution 9 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 10**

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

Dato' Sri Chairman informed the Meeting that the next item under special business of the Agenda was on Ordinary Resolution 10 which was to seek shareholders' approval for the proposed renewal of existing and new shareholders' mandate for RRPT 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 28 April 2022. The rationale for seeking the shareholders' approval for the Shareholders' Mandate was set out in the Circular/Statements to Shareholders dated 28 April 2022.

Dato' Sri Chairman further informed the Meeting that the purpose of the Ordinary Resolution 10 was to allow the Group to enter into RRPT pursuant to the provisions of Main Market Listing Requirements ("**Listing Requirements**") of Bursa Malaysia Securities Berhad.

The Meeting noted that Dato' Sri Chairman, Tan Sri Dato' Seri Vincent Tan Chee Yioun ("**TSVT**") and Mr. Tan U-Ming are the interested major

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shareholder and the interested Director on the Proposed Shareholders' Mandate respectively. Dato' Sri Chairman, TSVT and Mr. Tan U-Ming and persons connected with them would abstain from voting on the Ordinary Resolution in respect of their direct and/or indirect shareholdings.

The Meeting further noted that Mr. Chan Kien Sing and Encik Muhammad Lukman Bin Musa @ Hussain, the Directors of the Company and is also the Director of Berjaya Assets Berhad and Berjaya Capital Berhad respectively, are not deemed to be interested in the Proposed Mandate pursuant to the Listing Requirements, have 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 11**

##### **- PROPOSED RENEWAL OF AUTHORITY FOR SHARE BUY-BACK**

Dato' Sri Chairman informed on Meeting that the last item under special business of the Agenda was Ordinary Resolution 11, 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 whereby the details of the share buy-back are set out in the Circular/Statement to Shareholders dated 28 April 2022.

After concluding all items of the Agenda, Dato' Sri Chairman proceeded to the Question and Answer ("**Q&A**") session.

#### **QUESTION AND ANSWER SESSION**

##### Questions from the Shareholders and Proxies

- (i) In response to a question raised by Mr. Ta Chee Hooi ("**Mr. Ta**") and Ms. Lai Yen Foon ("**Ms. Lai**") on the number of 7-Café stores in Malaysia. Mr. Tan informed that there are twenty-three (23) 7-Café concept stores launched as at current. He added that the Company is planning to open approximately 100 7-Café concept stores in year 2022 which consist of 50 refurbish stores and 50 new stores.
- (ii) Mr. Tan further responded to the question raised by Ms. Lai on the reason that the Company does not allow bill payment made with Touch 'n Go ("**TnGo**") e-wallet in 7-Eleven stores is mainly due to the high transaction cost and is not commercially feasible.
- (iii) Mr. Lee Mun Hoe ("**Mr. Lee**") shared his suggestion on selling the foods and beverages of Starbucks brand at all 7-Eleven stores of which Dato' Sri Chairman replied that the products of Starbucks brand are available at the selected 7-Eleven stores. The Meeting noted and would consider the recommendation from Mr. Lee with regards to convening a physical AGM of the Company at an accessible location for the upcoming years.
- (iv) Mr. Hong Kok Chuang ("**Mr. Hong**") expressed his concern whether Caring will be re-listed in Bursa Malaysia Securities Berhad of which Dato' Sri Chairman responded that Caring Pharmacy Group Berhad does not intend to go for re-listing at Bursa Malaysia

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Securities Berhad currently. In addition, Dato' Sri Chairman noted issue faced by Mr. Hong on with B-Infinite App and Dato' Sri Chairman responded that the Management and the Company Secretary would contact Mr. Hong to resolve this matter.

- (v) Mr. Koh Win Keong ("**Mr. Koh**") expressed concern over the market share and the cost of refurbishment of 7-Café concept stores. Mr. Wong explained that the Company's current market share stood at 64%. In response to the cost of refurbishment, Mr. Wong reported that Company had incurred approximately RM450,000/- per 7-Café, subject to the size of the concept stores.
- (vi) With regard to the questions raised by Mr. Hong Cheng Wan @ Peng Cheng Wan ("**Mr. Hong CW**") on the future plans of Caring Group, Mr. Chong further explained that Caring Group plans to adopt a customer focused strategy which is convenient and easily accessible by the public so that the Company able to reach out more customers through professional services provided either physically and virtually i.e. online pharmacist service.
- (vii) In response to a question raised by Mr. Lee Chong Sing ("**Mr. Lee CS**") and multiples questions from shareholders on the E-voucher, Dato' Sri Chairman informed the Meeting that all shareholders and proxies who had attended this Meeting will be entitled for RM50.00 (Ringgit Malaysia Fifty only) credit via Touch 'n Go eWallet, as a token of appreciation to the shareholders.
- (viii) Mr. See Han Chow ("**Mr. See**") sought confirmation on the closure of the Caring outlet in 3 Damansara Mall. Mr. Chong informed the Meeting that the outlet in 3 Damansara Mall was underperformed and hence it was closed permanently. He added that the public may visit the new branch in Starling Mall as an alternative.

Dato' Sri Chairman called the Q&A session to end and move to the voting session.

### **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**

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

Dato' Sri 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 11.40 a.m. and after obtaining the report from the scrutineers, Dato' Sri Chairman announced the results of the poll, as follows:-

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Resolution	Votes in favour		Votes against		Results
	No. of shares	%	No. of shares	%	
<p><b><u>Ordinary Resolution 1</u></b></p> <p>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 27 May 2022 until the next Annual General Meeting of the Company to be held in year 2023.</p>	868,551,522	99.9993	6,260	0.0007	Carried
<p><b><u>Ordinary Resolution 2</u></b></p> <p>To approve the benefits payable to the Non-Executive Directors for an amount of up to RM50,000/- for the period from 27 May 2022 until the next Annual General Meeting of the Company to be held in year 2023.</p>	868,551,456	99.9993	6,326	0.0007	Carried
<p><b><u>Ordinary Resolution 3</u></b></p> <p>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, offers himself for re-election.</p>	868,131,057	99.9151	737,377	0.0849	Carried
<p><b><u>Ordinary Resolution 4</u></b></p> <p>To re-elect Tsai, Tzung-Han who retires by rotation in accordance with Article 99 of the Company's Constitution and who being eligible, offers himself for re-election.</p>	868,503,215	99.9544	396,020	0.0456	Carried

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<b><u>Ordinary Resolution 5</u></b>  To re-elect Dato' Sri Robin Tan Yeong Ching who retires in accordance with Article 105 of the Company's Constitution and who being eligible, offers himself for re-election.	868,210,682	99.9208	688,553	0.0792	Carried
<b><u>Ordinary Resolution 6</u></b>  To re-elect Dato' Richard Alexander John Curtis who retires in accordance with Article 105 of the Company's Constitution and who being eligible, offers himself for re-election.	868,896,099	99.9997	3,034	0.0003	Carried
<b><u>Ordinary Resolution 7</u></b>  To re-elect Dr. Mazatul 'Aini Shahar Binti Abdul Malek Shahar who retires in accordance with Article 105 of the Company's Constitution and who being eligible, offers herself for re-election.	868,872,033	99.9969	27,200	0.0031	Carried
<b><u>Ordinary Resolution 8</u></b>  To re-appoint Messrs. Ernst & Young PLT as the company's auditors for the ensuing year and to authorise the Board of directors to fix their remuneration.	868,869,674	99.9966	29,469	0.0034	Carried
<b><u>Ordinary Resolution 9</u></b>  To approve the Proposed Authority to Issue Shares pursuant to the Companies Act 2016.	868,894,195	99.9994	4,937	0.0006	Carried
<b><u>Ordinary Resolution 10</u></b>  To approve the Proposed Renewal of Existing and New Shareholders'	394,124,583	99.9988	4,548	0.0012	Carried

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Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature.					
<b>Ordinary Resolution 11</b>					
To approve the Proposed Renewal of Authority for the Company to Purchase its own Shares.	868,894,789	99.9995	4,344	0.0005	Carried

Dato' Sri Chairman then declared that the Ordinary Resolutions 1 to 11 were all **CARRIED**.

The Meeting **RESOLVED** that 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 27 MAY 2022 UNTIL THE NEXT AGM OF THE COMPANY TO BE HELD IN YEAR 2023**

"**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 27 May 2022 until the next Annual General Meeting of the Company to be held in year 2023 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 RM50,000/- FOR THE PERIOD FROM 27 MAY 2022 UNTIL THE NEXT AGM OF THE COMPANY TO BE HELD IN YEAR 2023**

"**THAT** the payment of benefits to the Non-Executive Directors of up to RM50,000/- for the period from 27 May 2022 until the next annual general meeting of the Company to be held in year 2023 be and are hereby approved."

**3.0 ORDINARY RESOLUTION 3**

- **RE-ELECTION OF 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."

**4.0 ORDINARY RESOLUTION 4**

- **RE-ELECTION OF TSAI, TZUNG-HAN AS A DIRECTOR WHO RETIRES BY ROTATION IN ACCORDANCE WITH ARTICLE 99 OF THE COMPANY'S CONSTITUTION**

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**"THAT** Mr. Tsai, Tzung-Han 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 DATO' SRI ROBIN TAN YEONG CHING AS A DIRECTOR WHO RETIRES IN ACCORDANCE WITH ARTICLE 105 OF THE COMPANY'S CONSTITUTION**

**"THAT** Dato' Sri Robin Tan Yeong Ching 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-ELECTION OF DATO' RICHARD ALEXANDER JOHN CURTIS AS A DIRECTOR WHO RETIRES IN ACCORDANCE WITH ARTICLE 105 OF THE COMPANY'S CONSTITUTION**

**"THAT** Dato' Richard Alexander John Curtis being eligible for re-election, be and is hereby re-elected to serve on the Board of Directors of the Company."

**7.0 ORDINARY RESOLUTION 7**

- **RE-ELECTION OF DR. MAZATUL 'AINI SHAHAR BINTI ABDUL MALEK SHAHAR AS A DIRECTOR WHO RETIRES IN ACCORDANCE WITH ARTICLE 105 OF THE COMPANY'S CONSTITUTION**

**"THAT** Dr. Mazatul 'Aini Shahar Binti Abdul Malek Shahar being eligible for re-election, be and is hereby re-elected to serve on the Board of Directors of the Company."

**8.0 ORDINARY RESOLUTION 8**

- **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."

**9.0 ORDINARY RESOLUTION 9**

- **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

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until the conclusion of the next Annual General Meeting of the Company.”

**10.0 ORDINARY RESOLUTION 10**

- **PROPOSED RENEWAL OF EXISTING AND NEW SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS ("RRPT") 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 28 April 2022 (“**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.”

**11.0 SPECIAL BUSINESS**

**ORDINARY RESOLUTION 11**

- **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



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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
- (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."

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**CONCLUSION**

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

The Meeting ended at 11:45 a.m. with a vote of thanks to the Chair.