AURELIUS TECHNOLOGIES BERHAD Company Registration No. 202101005015 (1405314-D) (Incorporated in Malaysia) (the "Company")

Minutes of the Third Annual General Meeting ("**Third AGM**") of the Company held at Townhall of Aurelius Technologies Berhad, Plot 21, Jalan Hi-Tech 4, Phase 1, Kulim Hi-Tech Park, 09090 Kulim, Kedah on Friday, 7 June 2024 at 10.00 a.m.

Present	:	Dato' F'ng Meow Cheng – Independent Non-Executive Director Mr Tan Chong Hin – Executive Director and Group Chief Financial Officer En. Nor Shahmir bin Nor Shahid – Independent Non-Executive Director Mr Yee Swee Meng – Independent Non-Executive Director Ms Jamie Hwe Ping Lee – Non-Independent Non-Executive Director
Absent with apologies	:	Mr Loh Hock Chiang – Executive Director and Group Chief Executive Officer
In Attendance	:	Ms Tan Ai Peng – Company Secretary Mr Loo Wei Teng – Audit Partner of Grant Thornton Malaysia PLT (" GT ")

The attendance of shareholders, corporate representatives and proxies is as per the Attendance List issued by Tricor Investor & Issuing House Services Sdn. Bhd. ("**Tricor**"), the Company's share registrar.

1. QUORUM

Based on the report issued by Tricor, the Company Secretary confirmed that a quorum was present pursuant to Clause 66 of the Company's Constitution and handed over the meeting to Dato' F'ng Meow Cheng, the Independent Non-Executive Chairperson ("**Dato' F'ng**") of the Company.

Dato' Fng extended apologies on behalf of Mr Loh Hock Chiang, the Executive Director and Group Chief Executive Officer, for his absence from this meeting due to Covid-19.

Dato' F'ng called the meeting to order at 10.03 a.m.

2. NOTICE OF THE THIRD AGM AND POLLING PROCEDURES

There being no objection, the notice convening the meeting, having been circulated to all the shareholders of the Company within the prescribed period, was taken as read.

Dato' F'ng introduced the Board to the shareholders of the Company and informed that all resolutions set out in the notice of the Third AGM must be voted by poll, pursuant to Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad. The Company had appointed Tricor as the poll administrator to administer the poll and Value Creator Consultancy as the Scrutineer to verify the poll results.

The voting process for all proposed resolutions will be carried out after the discussion of all agenda items of the Third AGM.

3. OVERVIEW OF THE FINANCIAL PERFORMANCE OF THE COMPANY AND ITS SUBSIDIARY ("Group")

At the invitation of Dato' F'ng, Mr Tan Chong Hin ("**Mr Tan**"), the Executive Director and Group Chief Financial Officer ("**CFO**") of the Company, presented an overview of the financial performance of the Group to the shareholders.

4. QUESTIONS FROM MINORITY SHAREHOLDERS WATCH GROUP ("MSWG")

Dato' F'ng informed the shareholders that the MSWG had raised some questions and requested for the replies to be presented at the Third AGM for the interest of minority shareholders.

At the invitation of Dato' F'ng, Mr Valli Kumaran A/L Ramachandran, the Director of Sustainability & Governance of BCM Electronics Corporation Sdn. Bhd. ("**BCM**"), presented the questions from the MSWG and the Company's answers to the MSWG's questions, which were annexed herewith and marked as "Appendix A".

5. AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL PERIOD FROM 1 FEBRUARY 2023 TO 31 DECEMBER 2023 ("AFS") TOGETHER WITH THE REPORTS OF THE DIRECTORS AND AUDITORS THEREON

Dato' F'ng informed that the agenda item was meant for discussion only, as in accordance with the provision of Section 251(1) of the Companies Act 2016 ("Act"), the AFS does not require shareholders' approval. Hence, this agenda item would not be put for voting. Dato' F'ng invited questions from the floor.

In response to the question from Mr. Tan Ze Chien, a shareholder, regarding which is the largest revenue segment contributor to the Group, Mr. Tan responded that the communication and IoT products segment is the largest revenue contributor, accounting for 79.68% of the total revenue for the financial period ended 31 December 2023 ("FPE 2023"). The Group's revenue analysis and contribution segments are detailed in the Annual Report December 2023 and the quarterly reports.

Mr. Tan Ze Chien further enquired if the IoT products segment could be singled out as an independent segment. Mr. Tan explained that the IoT products in this category is linked to communication products, which is why they are categorized together. However, he acknowledged that IoT technology has a broad range of applications, including its integration into the electronic devices segment and the semiconductor components segment. Mr. Tan thanked Mr Tan Ze Chien for his suggestion and mentioned that it could be considered in future revenue contribution analysis.

Ismet Al-Bakri Bin Yusoff Al-Bakri of MSWG ("**Dr. Ismet**") congratulated the Board, Management and the Group on the relatively strong performance in the FPE 2023, as well as the initiatives implemented to promote sustainability.

Dr Ismet referred to the performance of the electronic devices segment and semiconductor components segment as stated in Group Revenue Analysis on page 17 of the Annual Report December 2023. He posed the following questions:

- (i) Considering the stabilised growth of the electronic devices segment, what actions are being taken to foster further growth, and what is the expected growth trajectory?
- (ii) What plans are in place to recover the declining semiconductor components segment, and how will the Company align these plans with the recently announced national blueprint?

Mr. Tan explained that aside from the global decline in demand within the global EMS industry, the Group faced a unique downturn due to customer inventory destocking during the COVID-19 period. The "just in time" inventory strategy of customers significantly affected the Group's revenue at the beginning of 2023. However, the Group has since built up its order book with these customers for new electronic components projects.

Mr Tan also highlighted that further diversification and enhancements of the Group's IoT and automotive manufacturing capabilities contributed to a 9.8% growth in the electronic devices segment.

The Meeting noted that at the manufacturing stage, the Group continues to explore alignment with the national blueprint to enhance its design and fabrication capabilities. Additionally, the Group is exploring ancillary services to support the growth of the semiconductor components segment.

He also mentioned that BCM has recently appointed a new Chief Engineer Officer, who is overseeing engineering and test activities with a focused direction aligned with the national blueprint.

As there were no further questions from the floor, Dato' F'ng declared that the AFS together with the Reports of the Directors and Auditors thereon, were received and noted.

6. ORDINARY RESOLUTION 1 PAYMENT OF DIRECTORS' FEES UP TO AN AMOUNT OF RM210,000 FROM 8 JUNE 2024 UNTIL THE NEXT ANNUAL GENERAL MEETING OF THE COMPANY

Dato' F'ng informed that the Ordinary Resolution 1 on the agenda was to approve the payment of the Directors' fees up to an amount of RM210,000 from 8 June 2024 until the next AGM of the Company.

Dato' F'ng put the motion "THAT the Non-Executive Directors' fees up to an amount of RM210,000 from 8 June 2024 until the next Annual General Meeting of the Company be and is hereby approved" to the meeting for consideration and invited questions from the floor.

As there were no questions from the floor, Dato' F'ng proceeded with the Ordinary Resolution 2 on the agenda.

7. ORDINARY RESOLUTION 2 PAYMENT OF DIRECTORS' BENEFITS UP TO AN AMOUNT OF RM140,000 FROM 8 JUNE 2024 UNTIL THE NEXT ANNUAL GENERAL MEETING OF THE COMPANY

Dato' F'ng informed that the Ordinary Resolution 2 on the agenda was to approve the payment of the Directors' benefits up to an amount of RM140,000 from 8 June 2024 until the next AGM of the Company.

Dato' F'ng put the motion "THAT the Non-Executive Directors' benefits up to an amount of RM140,000 from 8 June 2024 until the next Annual General Meeting of the Company be and is hereby approved" to the meeting for consideration and invited questions from the floor.

As there were no questions from the floor, Dato' F'ng proceeded with the Ordinary Resolutions 3 and 4 on the agenda.

8. ORDINARY RESOLUTION 3 RE-ELECTION OF DATO' F'NG MEOW CHENG WHO RETIRE IN ACCORDANCE WITH CLAUSE 91 OF THE COMPANY'S CONSTITUTION

The Chairperson informed that as this item on the agenda related to her re-election, the chair was passed to Mr. Tan accordingly.

Mr. Tan informed that Ordinary Resolution 3 was on the re-election of Dato' F'ng who was retiring pursuant to Clause 91 of the Company's Constitution, and being eligible, had offered herself for re-election.

Mr. Tan further informed that Dato' F'ng's profile was on page 7 of the Annual Report December 2023.

Mr. Tan put the following motion to the meeting for consideration and informed that the poll would be conducted later:

"THAT Dato' Fng Meow Cheng retiring pursuant to Clause 91 of the Constitution of the Company and who being eligible, be hereby re-elected as Director of the Company".

As there were no questions from the floor, Mr. Tan handed the chair to the Chairperson, who proceeded with Ordinary Resolution 4 on the agenda.

9. ORDINARY RESOLUTION 4 RE-ELECTION OF ENCIK NOR SHAHMIR BIN NOR SHAHID WHO RETIRES IN ACCORDANCE WITH CLAUSE 91 OF THE COMPANY'S CONSTITUTION

Dato' F'ng informed that the Ordinary Resolution 4 was on the re-election of Encik Nor Shahmir Bin Nor Shahid ("**En. Shahmir**") who was retiring pursuant to Clause 91 of the Company's Constitution, and being eligible, had offered himself for re-election.

Dato' F'ng further informed that En. Shahmir's profile was on page 8 of the Annual Report December 2023.

Dato' F'ng put the motion "THAT Encik Nor Shahmir Bin Nor Shahid retiring pursuant to Clause 91 of the Constitution of the Company and who being eligible, be hereby reelected as Director of the Company" to the meeting for consideration and invited questions from the floor.

As there were no questions from the floor, Dato' F'ng proceeded with the Ordinary Resolution 5 on the agenda.

10. ORDINARY RESOLUTION 5 RE-APPOINTMENT OF GT AS AUDITORS

Dato' F'ng informed that the Ordinary Resolution 5 on the agenda was to re-appoint GT as Auditors of the Company and to authorise the Directors to fix their remuneration, in which, GT had indicated their willingness to continue office.

Dato' F'ng put the motion "THAT Grant Thornton Malaysia PLT be hereby re-appointed as Auditors of the Company at a fee to be agreed upon with the Directors and to hold office until the conclusion of the next annual general meeting" to the meeting for consideration and invited questions from the floor.

As there were no questions from the floor, Dato' F'ng proceeded with the Ordinary Resolution 6 on the agenda.

11. ORDINARY RESOLUTION 6 AUTHORITY TO ISSUE AND ALLOT SHARES AND WAIVER OF PRE-EMPTIVE RIGHTS

Dato' F'ng informed that the next item on the agenda was to consider and pass the Ordinary Resolution 6 on the "Authority to issue and allot shares pursuant to Sections 75 and 76 of the Companies Act 2016". The full text of the Ordinary Resolution 6 as set out in the Notice of the Third AGM was taken as read.

Dato' F'ng further informed that this proposed resolution, if passed, will authorize the Directors of the Company, from the date of the Third AGM, to allot ordinary shares of not more than 10% of the issued share capital of the Company, for such purposes as the Directors consider would be in the interest of the Company. This authority will expire at the next AGM unless revoked or varied by the Company in General Meeting.

By voting in favour of the proposed resolution, the shareholders of the Company will allow the Directors to issue shares to any person without having to offer the new shares to all existing shareholders of the Company prior to the issuance of the new shares.

Dato' F'ng put the Ordinary Resolution 6 as set out in the Notice of the Third AGM to the meeting for consideration and invited questions from the floor.

As there were no questions from the floor, Dato' F'ng proceeded with the Ordinary Resolution 7 on the agenda.

12. ORDINARY RESOLUTION 7 AUTHORITY TO PURCHASE ITS OWN SHARES

Dato' F'ng informed that the next item on the agenda was to consider and pass the Ordinary Resolution 7 on the "the "Authority to Purchase its Own Shares". The full text of the Ordinary Resolution 7 as set out in the Notice of the Third AGM was taken as read.

Dato' F'ng further informed that this mandate if passed, will authorize the Directors of the Company, from the date of the Third AGM, to purchase its own shares of not exceeding 10% of the total number of issued share capital of the Company. The details of the proposal were set out in the Share Buy-Back Statement dated 30 April 2024.

Dato' F'ng put the Ordinary Resolution 7 as set out in the Notice of the Third AGM to the meeting for consideration and invited questions from the floor.

As there were no questions from the floor, Dato' F'ng proceeded with the next item on the agenda.

13. ANY OTHER BUSINESS

Dato' F'ng informed that the Company had not received any notice regarding any other business requiring due notice pursuant to the Act.

14. POLLING SESSION

Upon conclusion of all the agendas of the Third AGM, Dato' F'ng proceeded with the polling session and invited the representative from Tricor to guide shareholders through the poll voting procedures.

The polling session concluded at 11.35 a.m. and Dato' F'ng informed that the Scrutineer would take approximately 30 minutes to validate the votes. The meeting was adjourned for validation of votes.

15. ANNOUNCEMENT OF POLL RESULTS

Upon completion of the vote counting by the poll administrator, Tricor, and verification of the results by the Scrutineer, Dato' F'ng called the meeting to order at 11.54 a.m. and announced the poll results.

Based on the poll results annexed herewith as "Appendix B", Dato' F'ng declared that Ordinary Resolutions 1, 2, 3, 5, 6, and 7 carried:

It was **RESOLVED**:

(1) THAT the Non-Executive Directors' fees up to an amount of RM210,000 from 8 June 2024 until the next Annual General Meeting of the Company be and is hereby approved.

- (2) THAT the Non-Executive Directors' benefits up to an amount of RM140,000 from 8 June 2024 until the next Annual General Meeting of the Company be and is hereby approved.
- (3) THAT Dato' F'ng Meow Cheng retiring pursuant to Clause 91 of the Constitution of the Company and who being eligible, be hereby re-elected as Director of the Company.
- (4) THAT Encik Nor Shahmir Bin Nor Shahid retiring pursuant to Clause 91 of the Constitution of the Company and who being eligible, be hereby re-elected as Director of the Company.
- (5) THAT Grant Thornton Malaysia PLT be hereby re-appointed as Auditors of the Company for the ensuing year AND THAT the Directors be authorised to fix their remuneration.
- (6) THAT subject to Sections 75 and 76 of the Companies Act 2016 and the approvals of the relevant governmental/regulatory authorities, the Directors be and are hereby empowered to allot and issue shares in the Company, at any time 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 issued pursuant to this Resolution does not exceed 10% of the total number of issued shares (excluding treasury shares) of the Company at any point in time.
- (7) THAT subject to the Companies Act 2016 ("Act"), the Constitution of the Company, the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities") and requirements of any other relevant authorities, the Directors of the Company be and are hereby authorised to purchase its own shares through Bursa Securities, subject to the following:
 - (a) The maximum number of shares which may be purchased by the Company does not exceed 10% of the total number of issued shares (excluding treasury shares) of the Company at any point in time;
 - (b) The maximum funds to be allocated by the Company for the purpose of purchasing its shares shall not exceed the retained profits of the Company;
 - (c) The authority conferred by this resolution will be effective upon passing of this resolution and will continue in force until:
 - (i) the conclusion of the next Annual General Meeting ("AGM"), at which time the said authority will lapse, unless by an ordinary resolution passed at that meeting, the authority is renewed, either unconditionally or subject to conditions; or
 - (ii) the expiry of the period within which the next AGM of the Company after that date is required to be held pursuant to Section 340 of the Act; or
 - (iii) the authority is revoked or varied by an ordinary resolution passed by the shareholders in a general meeting;

whichever occurs first;

THAT the Directors be and are hereby authorised to deal with the shares purchased in their absolute discretion (which may be retained as treasury shares, distributed as dividends, resold, transferred, cancelled and/or in any other manner as prescribed by the Act, and the relevant rules, regulations and/or requirements).

THAT the Directors of the Company be and are hereby authorised to take all such steps as are necessary or expedient to implement or to effect the purchase of the shares.

16. CLOSURE

There being no further business, the meeting concluded at 11.58 a.m. with a vote of thanks to Dato' F'ng.

CONFIRMED

Signed

Dato' F'ng Meow Cheng Date: 3 July 2024

Appendix A to the Minutes of the Third Annual General Meeting held on 07 June 2024

Questions from Minority Shareholder Watch Group ("MSWG") and the Company's responses

No.	Questions	Responses				
1.	Operational & Financial Matters Manufacturing revenue for Communication and IoT products fell by RM95.0 million (23.6%) from FYE Jan 2023 to FPE Dec 2023. The decline resulted from customer order deferments amid supply chain adjustment (page 17 of Annual Report December 2023). What is the outlook for this business segment in the upcoming fiscal year following the significant revenue decrease?	products segment registered a strong revenue of RM95.2 million for the Q1 FYE24 as announced on 28 May 2024. This equates to approximately 31% of the RM307.2 million total revenue of this business segment recorded				
2.	 America's revenue increased by 2.3%, while Malaysia's declined by 5.6%. The Group aims for balanced geography, focusing on Asia Pacific (excluding Malaysia) with 5G semiconductor production and IoT growth (page 18 of AR2023). a) Are any partnerships planned to support the expansion into Asia Pacific markets, particularly in the targeted segments? b) How does the Group intend to measure the success of these geographical diversification efforts, and what are the key performance indicators being monitored? 	 a) The Company hopes to increase revenue in Asia Pacific markets in due course arising from the new acquisition of an IoT customer to pioneer the manufacturing of the IoT customer's advance POS devices in South East Asia as announced on 28 May 2024. b) The geographical diversification efforts may be monitored by revenue contribution. 				
3.	 The Group's current assets have increased by RM64.0 million or 21.2% from RM302.2 million (FYE Jan 2023) to RM366.2 million (FPE Dec 2023), partly due to increase in inventories by RM51.9 million attributed to the (i) deferment of orders by customers, and (ii) growth in order book (page 18 of AR2023). a) What is the Group's current order book? Please provide some insights into its composition (e.g., breakdown by product segments, geographical regions, or customer types). b) Raw materials inventories increased significantly from RM88.8 million in FYE Jan 2023 to RM141.9 million in FPE Dec 2023 (page 94 of AR2023). What strategies are in place to optimise inventory management and reduce the risk of obsolete or excess inventory? 	 a) The order book is approximately RM564 million as of 20 May 2024 as announced on 28 May 2024. It is not the practice of the Company to disclose other details of the order book to avoid disclosing sensitive market information to our competitors. b) The raw material inventories increased following the order book increase. The Company maintains strict inventory management policies - which include the utilisation of materials on a first-in-first-out or FIFO method. 				

AURELIUS TECHNOLOGIES BERHAD Company Registration No. 202101005015 (1405314-D) Minutes of the Third Annual General Meeting held on 7 June 2024

No.	Questions	Responses					
	Sustainability Matters						
1.	Since the inception of Rooftop Solar operations in September 2023, the average monthly utilization of electricity from renewable sources stands at approximately 23%. With this progress, the Group is working towards the target of replacing up to 35% of electricity consumption with renewable energy in due course (page 32 of AR2023).						
	a) What additional initiatives does the Group have planned to increase reliance on renewable energy sources?	a) The Company will continue to explore additional initiatives on renewable energy sources.					
	b) Are there plans to subscribe to the Green Energy Tariff (GET) to reinforce the support for sustainable energy sources?	, 1 , 1					
2.	Below are the details on the Group's GHG emissions:						
	GHG emissions! Unit FPE Dec 2023 FYE Jan 2023						
	increased from 0.00069 tCO2e/unit in FYE Jan 2023 to 0.00076 tCO2e/unit in FPE Dec 2023 despite the reduction in total emissions.	The GHG emissions intensity is higher because there is a lower volume of high-running products that increase the intensity.					
3.	There is no performance data table (Bursa ESG Reporting Platform) in the Group's Sustainability Statement. What is the Group's progress in gathering data for the enhanced sustainability reporting framework? When can we expect to see the performance data	a) Other than the data disclosed in the Annual Report, the company continuously evaluates more relevan alternative enhanced indicators to measure materia sustainability matters.					
	When can we expect to see the performance data table included in the Annual Report?	b) The company will be publishing the performance data table in the forthcoming Annual Report.					

AURELIUS TECHNOLOGIES BERHAD Company Registration No. 202101005015 (1405314-D) Minutes of the Third Annual General Meeting held on 7 June 2024

No.	Questions	Responses
	Corporate Governance Matters	•
1.	Practice 9.4 of the Malaysian Code on Corporate Governance (MCCG) stipulates that the Audit Committee (AC) should be comprised solely of Independent Directors (IDs).	
	The Group has deviated from this practice (page 43 of Corporate Governance Report 2023). Currently, the AC members include Nor Shahmir Bin Nor Shahid (an Independent Non-Executive Director serving as chairman), Yee Swee Meng (an Independent Non-Executive Director), and Jamie Hwe Ping Lee (a Non-Independent and Non- Executive Director). Does the Group plan to adopt this Practice by appointing additional IDs, and if yes, by when?	Whilst MCCG is not a compulsory requirement, the Company continues to regularly review the adequacy of AC's independence and appropriateness in adopting MCCG recommendations.

Appendix B to the Minutes of the Third Annual General Meeting held on 7 June 2024

Poll Result

AURELIUS TECHNOLOGIES BERHAD (202101005015) Third Annual General Meeting Townhall of Aurelius Technologies Berhad, Plot 21, Jalan Hi-Tech 4, Phase 1, Kulim Hi-Tech Park 09090 kulim, Kedah On 07-June-2024 at 10:00AM

Result On Voting By Poll

Resolution(s)	Vote For		Vote Again	ist	Total Votes		
	No of Units	%	No of Units	%	No of Units	%	
Ordinary Resolution 1	134,007,869	100.0000	0	0.0000	134,007,869	100.0000	
Ordinary Resolution 2	134,007,869	100.0000	0	0.0000	134,007,869	100.0000	
Ordinary Resolution 3	310,839,869	100.0000	0	0.0000	310,839,869	100.0000	
Ordinary Resolution 4	310,839,869	100.0000	0	0.0000	310,839,869	100.0000	
Ordinary Resolution 5	310,528,669	100.0000	0	0.0000	310,528,669	100.0000	
Ordinary Resolution 6	310,528,669	99.8999	311,200	0.1001	310,839,869	100.0000	
Ordinary Resolution 7	310,839,869	100.0000	0	0.0000	310,839,869	100.0000	





Appendix 1

AURELIUS TECHNOLOGIES BERHAD (202101005015) Third Annual General Meeting Townhall of Aurelius Technologies Berhad, Plot 21, Jalan Hi-Tech 4, Phase 1, Kulim Hi-Tech Park 09000 Kulim, Kedah On 07-June-2024 at 10:00AM

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	134,007,869	100.0000	112	100.0000	0	0.0000	0	0.0000	134,007,869	100.0000	112	100.00
Ordinary Resolution 2	134,007,869	100.0000	112	100.0000	0	0.0000	0	0.0000	134,007,869	100.0000	112	100.00
Ordinary Resolution 3	310,839,869	100.0000	119	100.0000	0	0.0000	0	0.0000	310,839,869	100.0000	119	100.00
Ordinary Resolution 4	310,839,869	100.0000	119	100.0000	0	0.0000	0	0.0000	310,839,869	100.0000	119	100.00
Ordinary Resolution 5	310,528,669	100.0000	118	100.0000	0	0.0000	0	0.0000	310,528,669	100.0000	118	100.00
Ordinary Resolution 6	310,528,669	99.8999	118	99.1597	311,200	0.1001	1	0.8403	310,839,869	100.0000	119	100.0
Ordinary Resolution 7	310,839,869	100.0000	119	100.0000	0	0.0000	0	0.0000	310,839,869	100.0000	119	100.0



