

**PESTECH INTERNATIONAL BERHAD**  
(**"PESTECH"** or **"the Company"**)  
[Registration No. 201101019901 (948035-U)]  
(Incorporated in Malaysia)

MINUTES OF THE TWELFTH ANNUAL GENERAL MEETING OF THE COMPANY CONDUCTED VIRTUALLY VIA REMOTE PARTICIPATION AND VOTING AT THE BROADCAST VENUE AT NO. 26, JALAN UTARID U5/14, SEKSYEN U5, 40150 SHAH ALAM, SELANGOR DARUL EHSAN ON TUESDAY, 26 MARCH 2024 AT 10:00 A.M.

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**DIRECTORS PRESENT**

Mr. Lim Ah Hock (*Executive Chairman*)

Mr. Lim Pay Chuan (*Managing Director and Group Chief Executive Officer*)

Ms. Hoo Siew Lee (*Independent Non-Executive Director*)

Ms. Helen Tan Miang Kieng (*Independent Non-Executive Director*)

Mr. Ng Chee Hoong (*Independent Non-Executive Director*)(*Participated remotely*)

**ABSENT WITH APOLOGIES**

Encik Ir. Amir Bin Yahya (*Senior Independent Non-Executive Director*)

**IN ATTENDANCE**

Ms. Teh Bee Choo (*Chief Financial Officer and Company Secretary*)

Ms. Lynda Pan Seng Wee (*Company Secretary*)

Mr. Hooi Kok Mun (*Grant Thornton Malaysia PLT*) (*Participated Remotely*)

**MEMBERS, PROXY HODERS AND INVITEES**

As per Attendance List

**CHAIRMAN**

Mr. Lim Ah Hock, the Chairman of the Company, was in the Chair.

**WELCOME ADDRESS BY CHAIRMAN**

On behalf of the Board of Directors ("**Board**"), Mr. Lim Ah Hock, the Chairman welcomed and thanked all present in the Twelfth Annual General Meeting ("**12th AGM**" or "**Meeting**") of the Company from various locations through live streaming.

The Chairman informed that the Company had changed its financial year end from 30 June to 30 September and an announcement had been made to Bursa Malaysia Securities Berhad ("**Bursa Securities**") on 17 October 2023 on the change of financial year end. Pursuant Section 340(1) of the Companies Act 2016, every public company shall hold an Annual General Meeting ("**AGM**") in every calendar year. The Chairman explained that the Companies Commission of Malaysia had granted its approval for an extension of time until 31 March 2024 for the Company to hold its AGM in respect of the calendar year 2023. Hence, the 12th AGM is to table the 15-months' Audited Financial Statements made up from 1 July 2022 to 30 September 2023 as well as other ordinary businesses, and this Meeting is deemed to be held for the calendar year 2023.

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The Chairman introduced members of the Board, Chief Financial Officer, and Company Secretary who were physically present at the Broadcast Venue. Mr. Hooi Kok Mun, the representative of Grant Thornton Malaysia PLT, the External Auditors of the Company, who joined the Meeting virtually via video-conferencing was also introduced to all shareholders.

The Chairman then conveyed apologies on behalf of Encik Ir. Amir Bin Yahya, the Senior Independent Non-Executive Director of the Company for not being able to attend the Meeting.

**QUORUM**

Ms. Lynda Pan Seng Wee ("**Ms. Lynda Pan**"), the Company Secretary confirmed that a quorum was present in accordance with Article 96 of the Company's Constitution.

With the requisite quorum being present, the Chairman declared the Meeting duly convened.

The Chairman advised the Meeting that the Company was using 19 March 2024 as the determinant date of the General Meeting Record of Depositors, being the cut-off date for determining who should be entitled to participate in the 12th AGM.

**NOTICE OF MEETING**

The Notice convening the Meeting dated 31 January 2024 having been circulated within the prescribed period was, with the permission of the Meeting, taken as read.

**PROCEEDINGS OF MEETING AND VOTING PROCEDURES**

The Chairman invited Ms. Lynda Pan to give an overview of the polling and voting procedures at this Meeting.

Ms. Lynda Pan informed the Meeting of the following:-

- (i) In compliance with the Main Market Listing Requirements of Bursa Securities, all the proposed resolutions set out in the Notice convening the Meeting would be voted by poll.
- (ii) Shareholders and proxies present virtually at the Meeting of their right to ask questions in relation to the Agenda items for the Meeting and vote on the resolution to be tabled at the Meeting.
- (iii) The Company had taken all efforts and tried their best to ensure a smooth live streaming, however the quality of the broadcast may be affected by the participants' own internet bandwidth connection and stability.
- (iv) Since there was no legal requirement for a proposed resolution to be seconded, the Chairman would take the Meeting through each item on the Agenda.

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- (v) Shareholders and proxies may proceed to cast and submit their votes from the start of the Meeting, should they wish to, until the closure of the voting session to be announced. Alternatively, shareholders may also cast and submit their votes after all the resolutions were being read out.

Ms. Lynda Pan further informed that the Chairman of the Meeting had been appointed as proxy by some shareholders who were unable to participate in the Meeting. Accordingly, the Chairman would be voting as their proxy in accordance with their voting instructions, where indicated.

Ms. Lynda Pan reminded the Meeting to ask questions that were relevant to the Agenda items of the Meeting. For smooth running of the proceedings of the Meeting, the question and answer session would be conducted, upon completion of the deliberations of the business to be transacted at the Meeting, prior to the poll voting session.

In the interest of time, the Board may not be able to address all questions received. The questions received would be grouped and combined to avoid repetition, and may also be summarised for expediency. If there was time constraint, the responses would be e-mailed to the respective shareholders and proxies at the earliest possible, after the Meeting.

The Meeting was also informed that the Company had appointed SS E Solutions Sdn. Bhd. as the Poll Administrator for the Meeting. Commercial Quest Sdn. Bhd. would act as the Independent Scrutineers to verify the results of the poll. All votes were to be submitted via Securities Services e-Portal ("**SSeP**").

The step-by-step guide together with a pre-recorded short video clip on the online voting module within the SSeP was played.

**LETTER RECEIVED FROM THE MINORITY SHAREHOLDERS WATCH GROUP**

The Chairman informed that the Company had received questions from the Minority Shareholders Watch Group ("**MSWG**") via its letter dated 15 March 2024, raising a few questions to the Company.

The Chairman invited Mr. Paul Lim Pay Chuan ("**Mr. Paul Lim**"), the Managing Director and Group Executive Officer ("**MD & Group CEO**") to present the responses to the questions raised by MSWG. The list of questions from MSWG was presented on the screen whilst Mr. Paul Lim read out the Company's replies, details as set out in **Annexure "A"** attached to this Minutes.

The Chairman thanked Mr. Paul Lim for his presentation and continued with the proceedings of the Meeting.

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**ORDINARY BUSINESSES**

**1. AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL PERIOD FROM 1 JULY 2022 TO 30 SEPTEMBER 2023 TOGETHER WITH THE REPORTS OF THE DIRECTORS AND THE AUDITORS THEREON**

The Chairman informed that the first item on the Agenda was to receive the Audited Financial Statements for the financial period from 1 July 2022 to 30 September 2023 together with the Reports of the Directors and the Auditors thereon.

The Chairman explained that the Audited Financial Statements were meant for discussion only, as it did not require shareholders' approval under the provision of Section 340(1)(a) of the Companies Act 2016. As such, the Audited Financial Statements would not be put forward for voting.

The Chairman declared that the Audited Financial Statements for the financial period from 1 July 2022 to 30 September 2023 together with the Reports of the Directors and the Auditors thereon be received and adopted.

**2. ORDINARY RESOLUTION 1  
PAYMENT OF SHORTFALL IN THE DIRECTORS' BENEFITS OF RM77,000/- TO THE NON-EXECUTIVE DIRECTORS FOR THE PERIOD COMMENCING FROM THE ELEVENTH ANNUAL GENERAL MEETING UP TO THE DATE OF THE 12TH AGM**

The Chairman proceeded to the next item on the Agenda in respect to the payment of shortfall in the Directors' benefits of RM77,000/- to the Non-Executive Directors for the period commencing from the Eleventh Annual General Meeting ("**11th AGM**") up to the date of the 12th AGM.

The shortfall of RM77,000 in the Directors' benefits for the period commencing on the date immediately after the 11th AGM to the date of the 12th AGM was mainly due to the increase in the number of Board and Board Committee meetings held during that period, which was higher than anticipated as well as change in financial year end.

**3. ORDINARY RESOLUTIONS 2 and 3  
RE-ELECTION OF THE FOLLOWING DIRECTORS WHO RETIRED IN ACCORDANCE WITH ARTICLE 118 OF THE COMPANY'S CONSTITUTION:**

**3.1 MR. LIM AH HOCK; AND**

**3.2 IR. AMIR BIN YAHYA**

The Chairman announced that the next two (2) Ordinary Resolutions were in respect of the re-election of Directors who were retiring pursuant to the provisions of the Company's Constitution.

In view that the Chairman is the Director standing for re-election in Ordinary Resolution 2, the Chairman handed over the chairmanship of the Meeting to Mr.

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Ng Chee Hoong ("**Mr. Ng**") to conduct the businesses set out in Ordinary Resolutions 2 and 3 in relation to the re-elections of Directors of the Company.

Mr. Ng took over the chairmanship of the Meeting pertaining to the re-elections of Mr. Lim Ah Hock and Ir. Amir bin Yahya as the Directors of the Company. The Meeting was informed that Mr. Lim Ah Hock and Ir. Amir bin Yahya were retiring pursuant to Article 118 of the Company's Constitution and being eligible, had offered themselves for re-election.

Mr. Ng thereafter handed over the chairmanship of the Meeting back to the Board Chairman.

The Chairman thanked Mr. Ng for chairing this specific item on the Agenda.

**4. ORDINARY RESOLUTION 4**  
**RE-APPOINTMENT OF GRANT THORNTON MALAYSIA PLT AS THE**  
**AUDITORS OF THE COMPANY FOR THE ENSUING YEAR AND TO**  
**AUTHORISE THE BOARD OF DIRECTORS TO FIX THEIR REMUNERATION**

The Chairman proceeded to Ordinary Resolution 4 in respect of the re-appointment of Grant Thornton Malaysia PLT as Auditors of the Company for the ensuing year. The retiring Auditors, Grant Thornton Malaysia PLT had indicated their willingness to continue in office.

The Meeting was informed that the Audit Committee and the Board had reviewed the performance Grant Thornton Malaysia PLT as Auditors of the Company for the past financial period and were satisfied with their effectiveness and performance as External Auditors of the Company.

**5. ANY OTHER BUSINESS**

The Chairman sought confirmation from the Company Secretary, Ms. Lynda Pan whether the Company had received any notice for the transaction of other business at this Meeting.

The Company Secretary confirmed that the Company had not received any notice for the transaction of any other business at the Meeting.

**QUESTION AND ANSWER ("Q&A") SESSION**

After tabling all resolutions, the Chairman announced that the Meeting was opened for Q&A session.

The Meeting was earlier notified that due to time constraints, the Chairman of the Board may not be able to address all questions received. Questions received which were similar in nature would be collated to avoid repetition and may also be summarised for reasons of brevity.

The Chairman invited Mr. Paul Lim, the MD & Group CEO to address the questions received from the shareholders and proxies accordingly.

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The list of questions raised by the shareholders together with the responses and clarifications from the MD & Group CEO, were attached herewith and marked as **Annexure "B"**.

After having addressed all the questions raised, the Chairman announced the closure of Q&A session and moved on to the polling session.

**POLL VOTING**

A step-by-step guide together with a short video clip on the online voting module within the SSeP was played again. The Meeting proceeded with the completion of the casting and submission of votes for another ten (10) minutes. Upon completion of the poll voting, the Independent Scrutineer then proceeded to verify the poll results.

**DECLARATION OF POLL RESULTS**

The Meeting resumed at 10:42 a.m. for the declaration of the poll results which had been verified by the Independent Scrutineers.

Based on the report from the Independent Scrutineers, the Company Secretary, Ms. Lynda Pan read out the poll results as follows, which were shown on the screen:-

Resolution	Voted For		Voted Against	
	No. of shares	%	No. of shares	%
<b>Ordinary Resolution 1</b>	461,911,826	97.7623	10,572,905	2.2377
<b>Ordinary Resolution 2</b>	469,100,757	97.8186	10,460,968	2.1814
<b>Ordinary Resolution 3</b>	461,972,006	96.3322	17,589,344	3.6678
<b>Ordinary Resolution 4</b>	469,129,082	97.8245	10,432,643	2.1755

Based on the results of the verified poll votes, the Chairman subsequently declared that the following Ordinary Resolutions 1 to 4 were **CARRIED**:

**ORDINARY RESOLUTION 1**  
**PAYMENT OF SHORTFALL IN THE DIRECTORS' BENEFITS OF RM77,000/- TO THE NON-EXECUTIVE DIRECTORS FOR THE PERIOD COMMENCING FROM THE ELEVENTH ANNUAL GENERAL MEETING UP TO THE DATE OF THE TWELFTH ANNUAL GENERAL MEETING**

*"THAT the payment of shortfall in the Directors' benefits of RM77,000/- to the Non-Executive Directors for the period commencing from the Eleventh Annual General*

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*Meeting up to the date of the Twelfth Annual General Meeting, be and is hereby approved."*

**ORDINARY RESOLUTION 2**  
**RE-ELECTION OF MR. LIM AH HOCK WHO RETIRED IN ACCORDANCE WITH**  
**ARTICLE 118 OF THE COMPANY'S CONSTITUTION**

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*"That Mr. Lim Ah Hock who retired pursuant to Article 118 of the Company's Constitution, be re-elected to serve on the Board of Directors of the Company."*

**ORDINARY RESOLUTION 3**  
**RE-ELECTION OF IR. AMIR BIN YAHYA WHO RETIRED IN ACCORDANCE WITH**  
**ARTICLE 118 OF THE COMPANY'S CONSTITUTION**

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*"That Ir. Amir bin Yahya who retired pursuant to Article 118 of the Company's Constitution, be re-elected to serve on the Board of Directors of the Company."*

**ORDINARY RESOLUTION 4**  
**RE-APPOINTMENT OF GRANT THORNTON MALAYSIA PLT AS THE COMPANY'S**  
**AUDITORS FOR THE ENSUING YEAR AND AUTHORISATION FOR THE BOARD OF**  
**DIRECTORS TO FIX THEIR REMUNERATION**

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*"That the retiring Auditors, Grant Thornton Malaysia PLT be re-appointed as 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."*

**TERMINATION**

There being no other business to be transacted, the Meeting terminated at 10:56 a.m. with a vote of thanks to the Chair.

SIGNED AS A CORRECT RECORD

  
\_\_\_\_\_  
LIM AH HOCK  
CHAIRMAN

Dated: 26 March 2024

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**ANNEXURE A – RESPONSES TO QUESTIONS RECEIVED FROM THE MINORITY  
SHAREHOLDERS WATCH GROUP VIA LETTER DATED 15 MARCH 2024**

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**Operational & Financial Matters**

1. Based on Pestech's announcement dated 19 February 2024, Pestech has been granted an extension of time of 6 months until 28 August 2024 to complete the proposed restricted issue and the proposed exemption.

- (a) The proceeds from the proposed restricted issue shall be utilised for repayment of credit facilities and working capital. In view of the extension of time to complete such proposals, together with the loss-making position as well as cash holdings of the Group, how the Group plan to repay its credit facilities and fund the working capital in the interim?

**PESTECH:**

**PESTECH's operations are primarily supported by internally generated funds, mainly derived from collections of existing projects. Additionally, PESTECH is currently working closely with financiers to secure additional support in terms of credit availability and seek their indulgence for extended timeline of repayment to fund the working capital in the interim.**

- (b) Which of the conditions precedent pursuant to the Subscription Agreement have yet to be fulfilled? What are the challenges faced by the Group in fulfilling these conditions precedent?

**PESTECH:**

**The condition precedent, which has yet to be fulfilled pursuant to the Subscription Agreement, pertains to the approval or consent from the financiers of the Group for favourable revisions to the Group's existing bank borrowings, with terms and conditions acceptable to the Subscriber and the Company. Discussions and negotiations with the financiers are currently ongoing. Typically, the process of revising banking facilities involves thorough bank reviews and due processes, which require some time to conclude.**

2. Please tabulate all the on-going projects and newly secured projects, contract value and the expected completion date for these projects. How does the Group intend to fund the above working capital requirement for these newly secured projects?

**PESTECH:**

**For easy illustrations, our major ongoing projects categorised by subsidiary companies are as follows:**



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Company	Contract value Million	Contract balances million	Expected Completion date
PESTECH Sdn Bhd ("PSB")	RM1,659.0	RM664.2	February 2024 – October 2025
PESTECH Technology Sdn Bhd ("PTECH")	RM111.6	RM69.4	February 2024 – September 2026
PESTECH (Cambodia) PLC	USD295.2	RM614.5	June 2025 – October 2025

**Newly secured projects**

Company	Contract value (RM million)	Expected Completion date
PSB	11.0	September 2025
PTECH	12.6	April to September 2024

**The Group will ringfence newly secured projects, with each project having its own cash flows, and will secure independent project financing, if needed.**

3. The overall progress for Iraq Project was not as expeditious as the Group hoped for. (Page 31 of the Annual Report 2023 ("AR2023")).

(a) Which party is responsible for the delay in Iraq Project?

**PESTECH:**

**Our statement in the Annual Report (Page 31) cited as "As such, though overall project progress was not as expeditious as we hoped for, the Group had demonstrated that it has the capability in replenishing order book for a sustainable operation of the Group."**

**It does not specifically refer to the Iraq project which is currently on-going.**

(b) What are the potential consequences arising from the delay in Iraq Project?

**PESTECH:**

**Kindly refer to our reply under item 3(a).**

4. "We expect to observe a robust propulsion of various power infrastructure opportunities in Malaysia, where the skill and services of Pestech are ready and capable to be tapped upon." (Page 31 of the Annual Report 2023)

"Execution of projects during the Financial Period persisted at a sluggish pace,

**ANNEXURE A - RESPONSES TO QUESTIONS RECEIVED FROM THE MINORITY SHAREHOLDERS WATCH GROUP VIA LETTER DATED 15 MARCH 2024**

mainly due to overall liquidity issue and high cost of financing." (Page 27 of the AR2023)

Given the liquidity and high financing costs, how could the Group address the said challenges and remain competitive to secure new projects in the power infrastructure?

**PESTECH:**

**The high cost of financing is a common market challenge that all businesses are facing. Our Group will maintain resilience in managing our costs and expenses. Going forward, we will be focusing on quality project opportunities specialise in small-scale projects with adequate margins, forming collaboration with valued party to pursue new opportunities and consistently leverage on our technical expertise and experience in high-knowledge field of electrical infrastructure for power grid and electrified rail.**

**Our references and portfolio span beyond the South East Asia region, we will consider our costs and project cash flow requirements prudently to ensure continued meaningful market engagement, emphasizing bottom-line results rather than top-line growth.**

**Sustainability Matters**

1. "We aim to reduce our environment footprints by create awareness and sense of purpose in reducing emissions among employees since as it is one of the most effective ways to reduce carbon footprint." (Page 44 of AR2023)

- (a) How much reduction of tCo2e was attributable to aforementioned effort?

**PESTECH:**

**We are conducting the awareness training and educating the employees the importance of reducing carbon footprints on an on-going basis. Such efforts in terms of reducing tCO2e could only be ascertained later as we are collating the data starting during the financial period 2023 to be compared against the subsequent financial years.**

2. In the financial period 2023, we have introduced a new governance structure and reporting procedure to strengthen our sustainability practices. This initiatives includes establishing a sustainability target across the group to ensure the proper disposal of all scheduled waste in accordance with the Environmental Quality Act. As part of our continuous improvement in sustainability, we are actively working to gather more comprehensive data for our annual report.

- (a) What are the other specific measures to be undertaken to reduce carbon emissions in the future?

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SHAREHOLDERS WATCH GROUP VIA LETTER DATED 15 MARCH 2024**

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**PESTECH:**

In financial period 2024, our goal is to provide sustainability awareness training to employees and establish a baseline data for future reference. This will enable management to set targets for reducing carbon emissions in the future.

- (b) The table below set forth the scheduled waste for the FP 2023, FYE 2022 and FYE 2021:

	<b>FP2023</b>	<b>FYE 2022</b>	<b>FYE 2021</b>
<b>Scheduled waste (kg)</b>	1,007.30 <sup>(a)</sup>	104.80 <sup>(b)</sup>	107.80 <sup>(b)</sup>

Notes:

- (a) Data reported by PSB and PTE  
(b) Data reported by PSB only

What was the reason(s) for the inclusion of scheduled waste from PTE for FP 2023?

**PESTECH:**

In the financial period 2023, we have introduced a new governance structure and reporting procedure to strengthen our sustainability practices. This initiative includes establishing a sustainability target of scheduled waste monitoring across the Group. Therefore, PTE's scheduled waste data was included in FP 2023. The reporting data will be improved continuously to capture the required data in years to come.

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**ANNEXURE B – RESPONSES AND CLARIFICATIONS TO LIVE QUESTIONS RECEIVED DURING THE TWELFTH ANNUAL GENERAL MEETING ("12TH AGM") OF THE COMPANY HELD ON 26 MARCH 2024**

No.	Shareholder / Proxy	Questions
1	HO CHUN KIT	Request for annual report in hardcopy.
	<u>Response</u> Please email your details to <a href="mailto:ir@pestech-international.com">ir@pestech-international.com</a> and we would make arrangements to send a hardcopy of the Annual Report to you.	
2	STEPHEN LYE TUCK MENG	Dear Board of Directors, kindly give us some e-vouchers, food vouchers or e-wallet (no discount vouchers please) for being loyal shareholders and attending this meeting. Times are bad. Please be considerate to us shareholders during these trying times. Thank you.
	LEONG FOOK SEN @ FRANCIS LEONG	Kindly provide e-voucher Touch 'n Go worth RM100.00 to shareholders who attended this AGM. Thank you very much.
	TEE BENG NGO	Please give us some doorgifts/ e-vouchers/ e-wallet for attending this Meeting as a token of appreciation. Thank you.
	CHEAH YEW BOON	Kindly give e-vouchers/ e-wallet to attendees as a token of appreciation for this annual event.
	TEE BENG HEE	Please give us some doorgifts/ e-vouchers/ e-wallet for attending this Meeting as a token of appreciation. Thank you.
	MUHAMMAD ZAIM FARHAN BIN MOHD RIDZUAN	I humbly request the Board of Directors to give e-vouchers as token of appreciation to meeting attendees. I believe the token sum is small and within annual expenses.
	<u>Response</u> The Board noted and would consider providing e-vouchers as a token of appreciation for attending the general meetings of the Company in future.	
3	LAU THING SING	1. May I know what is the Company's future outlook? 2. Will the Board of Directors consider giving door gifts such as e-voucher or e-wallets for those participating in this AGM as a token of appreciation?
	<u>Responses</u> Q1) The Company is operating in the industry of electrical infrastructure for	

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**ANNEXURE B - RESPONSES AND CLARIFICATIONS TO LIVE QUESTIONS  
 SUBMITTED DURING THE 12TH ANNUAL GENERAL MEETING OF THE COMPANY  
 HELD ON 26 MARCH 2024**

No.	Shareholder / Proxy	Questions
		<p>power grid and electrified rail. In the context of the current prospects for industry growth, the surge is driven by the growing focus on Environmental, Social, and Governance (ESG) principles with significant opportunity driving towards automating and upgrading the grid systems.</p> <p>This trend is observable across regions internationally, signifying a positive outlook for the Company's future prospects.</p> <p>Q2) As per the earlier response to similar question asked.</p>
4	CHAN NGUN FONG	<p>1. Why is there a shortfall in benefits to the Directors?</p> <p><u>Response</u></p> <p>Q1) The shortfall of RM77,000 in the Directors' benefits for the period commencing on the date immediately after the Eleventh AGM to the date of the 12th AGM was mainly due to change in financial year end as well as the increase in the number of Board and Board Committee meetings held during that period, which was higher than anticipated.</p>