

HEXTAR GLOBAL BERHAD
[Registration No. 199001014551 (206220-U)]
(Incorporated in Malaysia)

MINUTES OF THE THIRTY FOURTH ANNUAL GENERAL MEETING (“34TH AGM”) OF HEXTAR GLOBAL BERHAD (“HGB” OR “THE COMPANY”) HELD AT LEVEL 17, HEXTAR TOWER, EMPIRE CITY DAMANSARA, JALAN PJU 8/1, DAMANSARA PERDANA, 47820 PETALING JAYA, SELANGOR ON FRIDAY, 30 MAY 2025 AT 10:00 A.M.

Directors

1. Dato’ Sri Dr. Erwan bin Dato’ Haji Mohd Tahir (Independent Non-Executive Chairman) – Chairman
2. Dato’ Ong Soon Ho (Non-Independent Non-Executive Vice Chairman)
3. Madam Lee Chooi Keng (Group Managing Director)
4. Mr Rayburn Azhar bin Ali (Executive Director)
5. Mr Yeoh Chin Hoe (Senior Independent Non-Executive Director)
6. Mr Liew Jee Min @ Chong Jee Min (Independent Non-Executive Director)

Company Secretaries

1. Ms Phan Nee Chin
2. Mr Tan Tong Lang
3. Ms Lim Wen Theng

By Invitation

1. Mr Michael Ong (Representative from Messrs Crowe Malaysia PLT)

Shareholders/ Proxies

As per the Attendance List

1.0 CONVENING OF MEETING

- 1.1 Dato’ Sri Dr. Erwan bin Dato’ Haji Mohd Tahir (“Dato Sri Dr Erwan” or “Dato’ Chairman”) chaired the meeting and welcomed the shareholders and proxies (“Members”) to the 34th AGM of the Company.
- 1.2 There being a quorum present at the meeting, Dato’ Chairman declared the meeting duly convened at 10:00 a.m.
- 1.3 Dato’ Chairman introduced the Directors and Company Secretaries present and drew attention to some housekeeping matters including manner of posing questions and poll voting, which would be conducted during the deliberations of all agenda items for the eight (8) resolutions in accordance with Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad (“Bursa Securities”). The Members were informed that Messrs Aldpro Corporate Services Sdn. Bhd. was appointed as the Poll Administrator to conduct the polling process, whilst Messrs CSC Securities Services Sdn. Bhd. was appointed as the Scrutineers to verify the poll results.
- 1.4 With the consent of the Members, the notice convening the AGM was taken as read. Dato’ Chairman then proceeded to the official business of the AGM.

2.0 AUDITED FINANCIAL STATEMENTS OF THE COMPANY AND OF THE GROUP FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2024 TOGETHER WITH THE REPORTS OF THE DIRECTORS AND AUDITORS

2.1 Dato' Chairman informed that the audited financial statements of the Company and of the Group for the financial year ended 31 December 2024 together with the Reports of the Directors and Auditors thereon ("Audited Financial Statements") was meant for discussion only, and therefore, it would not be put forward for voting, in accordance with Section 340(1)(a) of the Companies Act, 2016. However, the Company is pleased to deal with any questions from the Members in relation to the Audited Financial Statements.

2.2 Dato' Chairman also informed the Members that the Company has not received any questions from the Minority Shareholders Watch Group ("MSWG") and no pre-post question from the shareholders. He welcomed questions from the Members. As there was no question received from the Members, Dato' Chairman then proceeded to the next agenda.

[At this junction, Dato' Chairman declared his interest in respect of the next agenda which reflects to himself, and invited Mr Yeoh Chin Hoe ("Mr Yeoh") to facilitate the said agenda.]

**3.0 ORDINARY RESOLUTION 1
TO RE-ELECT DATO' SRI DR. ERWAN BIN DATO' HAJI MOHD TAHIR WHO IS RETIRING PURSUANT TO CLAUSE 127 OF THE COMPANY'S CONSTITUTION AND BEING ELIGIBLE, HAS OFFERED HIMSELF FOR RE-ELECTION**

3.1 Mr Yeoh informed that the next agenda of the AGM was to re-elect Dato' Sri Dr. Erwan Bin Dato' Haji Mohd Tahir who is retiring pursuant to the Clause 127 of the Company's Constitution and being eligible, has offered himself for re-election.

3.2 Mr Yeoh then welcome questions from the Members. As there was no question received from the Members, Dato' Chairman then proceeded to the next agenda of the AGM after thanking Mr Yeoh for temporarily facilitating the agenda.

**4.0 ORDINARY RESOLUTION 2
TO RE-ELECT MR YEOH CHIN HOE WHO IS RETIRING PURSUANT TO CLAUSE 127 OF THE COMPANY'S CONSTITUTION AND BEING ELIGIBLE, HAS OFFERED HIMSELF FOR RE-ELECTION**

4.1 Dato' Chairman informed that the next agenda of the AGM was to re-elect Mr Yeoh Chin Hoe who is retiring pursuant to clause 127 of the Company's Constitution and being eligible, has offered himself for re-election.

4.2 Dato' Chairman then welcome questions from the Members. As there was no question raised from the Members, Dato' Chairman then proceeded to the next agenda.

5.0 ORDINARY RESOLUTION 3

TO APPROVE THE PAYMENT OF DIRECTORS' FEES AMOUNTING UP TO RM384,000.00 TO THE DIRECTORS OF THE COMPANY FOR THE FINANCIAL YEAR ENDING 31 DECEMBER 2025

- 5.1 Dato' Chairman informed that the next agenda of the AGM was to approve the payment of the Directors' Fees amounting to RM384,000.00 to the Directors of the Company for the financial year ending 31 December 2025.
- 5.2 Dato' Chairman then welcome question from the Members. No question was raised by the Members and Dato' Chairman proceeded with the next agenda of the meeting.

6.0 ORDINARY RESOLUTION 4

TO APPROVE THE PAYMENT OF DIRECTORS' BENEFITS OF UP TO RM100,000.00 FROM THE DATE OF THE 34TH AGM UNTIL THE NEXT ANNUAL GENERAL MEETING OF THE COMPANY

- 6.1 Dato' Chairman informed that the next agenda of the AGM was to approve the payment of Directors' benefits of up to RM100,000.00 from the date of the 34th AGM until the next AGM of the Company.
- 6.2 Dato' Chairman then welcome questions from the Members. As there was no question raised by the Members, Dato' Chairman then proceeded to the next agenda.

7.0 ORDINARY RESOLUTION 5

TO RE-APPOINT MESSRS. CROWE MALAYSIA PLT AS AUDITORS OF THE COMPANY FOR THE ENSUING YEAR AND TO AUTHORISE THE BOARD OF DIRECTORS TO FIX THEIR REMUNERATION

- 7.1 Dato' Chairman informed that the next agenda of the AGM was to re-appoint Messrs Crowe Malaysia PLT as Auditors of the Company and to hold office until the conclusion of the next AGM at such remuneration to be determined by the Directors of the Company. Messrs Crowe Malaysia PLT had expressed their willingness to accept the re-appointment as the Company's auditors for the ensuing year.
- 7.2 Dato' Chairman then welcomed questions from the Members. As no questions were raised by the Shareholders in relation to this agenda item, the Chairman proceeded to the next item on the agenda.

8.0 ORDINARY RESOLUTION 6

AUTHORITY TO ISSUE AND ALLOT SHARES PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT, 2016.

- 8.1 Dato' Chairman informed that the next agenda of the AGM under special business was to seek shareholders' approval to authorise Directors to allot and issue shares pursuant to Sections 75 and 76 of the Companies Act, 2016.
- 8.2 Dato' Chairman explained that upon passing this resolution, the Directors would be provided with the flexibility to allot and issue shares from time to time for such purposes as the Directors in their absolute discretion consider to be in the best interest of the Company, without having to convene separate general meetings, subject to the limitation that the shares to be allotted and issued does not exceed 10% of the issued number of shares of the Company for the time being or such higher percentage as Bursa Malaysia Securities Berhad allowed for the time being. This authority, unless revoked or varied by the Company in the general meeting, shall be in force until the conclusion of the next AGM of the Company.

8.3 Dato' Chairman also explained that pursuant to Section 85 of the Companies Act 2016 read together with Clause 15 of the Constitution of the Company, the shareholders have pre-emptive rights to be offered any new shares in the Company which rank equally to the existing issued shares in the Company or other convertible securities. The proposed Ordinary Resolution 6, if passed, would allow the Directors to issue new shares to any person under the Proposed General Mandate without having to offer the new Company shares to be issued equally to all existing shareholders of the Company prior to issuance.

8.4 Dato' Chairman then welcome questions from the Members in relation to this Agenda. As there was no question raised from the Members, Dato' Chairman then proceeded to the next agenda.

9.0 ORDINARY RESOLUTION 7
PROPOSED RENEWAL OF AUTHORITY TO PURCHASE OF OWN SHARES BY THE COMPANY

9.1 Dato' Chairman informed that the next agenda of the AGM under special business was to seek shareholders' approval for the proposed renewal of authority to purchase of own shares by the Company ("Proposed Renewal of Share Buy-Back Authority").

9.2 Dato' Chairman informed that the detailed information of the Proposed Renewal of Share Buy-Back Authority was stated in the Circular to Shareholders dated 30 April 2025, which had already been provided to the shareholders prior to the AGM.

9.3 Dato' Chairman then welcomed questions from the Members. As no questions were raised by the Shareholders in relation to this agenda item, Dato' Chairman proceeded to the next item on the agenda.

10.0 ORDINARY RESOLUTION 8
PROPOSED RENEWAL OF EXISTING SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE

10.1 Dato' Chairman informed that the next agenda of the AGM under special business was to seek shareholders' approval for the proposed renewal of existing shareholders' mandate for recurrent related party transactions of a revenue or trading nature ("Proposed RRPTs Mandate").

10.2 Dato' Chairman informed that the detailed information of the Proposed RRPTs Mandate was stated in the Circular to Shareholders dated 30 April 2025, which had already been provided to the shareholders prior to the AGM.

10.3 Dato' Chairman then welcomed questions from the Members. As no questions were raised by the Shareholders in relation to this agenda item, Dato' Chairman proceeded to the next item on the agenda.

11.0 ANY OTHER BUSINESS

11.1 Upon consulting the Company Secretary, Dato' Chairman informed that no notice was received from any members for tabling any other business at the AGM. Thereafter, Dato' Chairman invited the Poll Administrator and the Scrutineer to do the necessary to ensure full compliance of the voting procedures. The polling process took place at 10:35 a.m.

12.0 DECLARATION OF RESULTS

- 12.1 Upon completion of the polling process at 10:55 a.m., Dato' Chairman announced the results of the poll voting and declared that all the following resolutions set out in the Notice of AGM dated 30 April 2025 were carried, as follows:-

	Vote in favour		Vote against		Results
	No. of shares	%	No. of shares	%	
Ordinary Resolution 1	2,394,620,752	99.5197	11,557,081	0.4803	Carried
Ordinary Resolution 2	2,404,020,194	99.9103	2,157,639	0.0897	Carried
Ordinary Resolution 3	2,406,162,531	99.9994	15,302	0.0006	Carried
Ordinary Resolution 4	2,406,162,831	99.9994	15,002	0.0006	Carried
Ordinary Resolution 5	2,406,165,831	99.9995	12,002	0.0005	Carried
Ordinary Resolution 6	2,406,162,831	99.9994	15,002	0.0006	Carried
Ordinary Resolution 7	2,406,165,975	99.9995	12,002	0.0005	Carried
Ordinary Resolution 8	287,292,964	99.9948	15,002	0.0052	Carried

Ordinary Resolution 1

"THAT Dato' Sri Dr. Erwan Bin Dato' Haji Mohd Tahir, the Director retiring in accordance with Clause 127 of the Constitution of the Company, be hereby re-elected as Director of the Company."

Ordinary Resolution 2

"THAT Mr Yeoh Chin Hoe, the Director retiring in accordance with Clause 127 of the Constitution of the Company, be hereby re-elected as Director of the Company."

Ordinary Resolution 3

"THAT the payment of Directors' fees to the Directors of the Company up to an amount of RM384,000.00 for the financial year ending 31 December 2025 be hereby approved."

Ordinary Resolution 4

"THAT the payment of Directors' benefits of up to RM100,000.00 from the date of the 34th Annual General Meeting ("AGM") until the next AGM of the Company be hereby approved."

Ordinary Resolution 5

"THAT the re-appointment of Messrs Crowe Malaysia PLT as Auditors of the Company for the ensuing year and that the Directors be authorised to fix their remuneration be hereby approved."

Ordinary Resolution 6

"THAT pursuant to Sections 75 and 76 of the Companies Act 2016 and subject to approvals from Bursa Malaysia Securities Berhad for the listing of and quotation for the additional shares so issued and other relevant authorities, where approval is necessary, authority be and is hereby given to the Directors to allot and issue shares in the Company at any time upon such terms and conditions and for such purposes as the Directors may in their absolute discretion deem fit provided always that the aggregate number of shares to be issued shall not exceed 10% of the total number of issued shares of the Company or such higher percentage as Bursa Malaysia Securities Berhad allowed for the time being AND THAT such authority shall continue to be in force until the conclusion of the next Annual General Meeting of the Company."

AND THAT in connection with the above, pursuant to Section 85 of the Companies Act 2016 to be read together with Clause 15 of the Constitution of the Company, the shareholders of the Company do hereby waive their pre-emptive rights over all new shares, options over or grants of new shares or any other convertible securities in the Company and/or any new shares to be issued pursuant to such

options, grants or other convertible securities, such new shares when issued, to rank pari passu with existing issued shares in the Company.”

Ordinary Resolution 7

“THAT subject always to the Companies Act 2016 (“the Act”), the Constitution of the Company, the Main Market Listing Requirements of Bursa Malaysia Securities Berhad (“Bursa Securities”) (“Listing Requirements”) and all other applicable laws, guidelines, rules and regulations, the Company be and is hereby authorised, to the fullest extent permitted by law, to purchase such number of issued shares in the Company as may be determined by the Directors of the Company from time to time through Bursa Securities upon such terms and conditions as the Directors may deem fit and expedient in the interest of the Company provided that:

- i. the aggregate number of issued shares in the Company (“Shares”) purchased (“Purchased Shares”) and/or held as treasury shares pursuant to this ordinary resolution does not exceed ten per centum (10%) of the total number of issued shares of the Company as quoted on Bursa Securities as at point of purchase; and*
- ii. the maximum fund to be allocated by the Company for the purpose of purchasing the shares shall not exceed the aggregate of the retained profits of the Company based on the latest audited financial statements and/or the latest management accounts (where applicable) available at the time of the purchase,*

(“Proposed Share Buy-Back”).

AND THAT the authority to facilitate the Proposed Share Buy-Back will commence immediately upon passing of this Ordinary Resolution and will continue to be in force until:

- a) the conclusion of the next Annual General Meeting (“AGM”) of the Company following at which time the authority shall lapse unless by ordinary resolution passed at the meeting, the authority is renewed, either unconditionally or subject to conditions;*
- b) the expiration of the period within which the next AGM after that date is required to be held pursuant to Section 340(2) of the Act (but must 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 at a general meeting,*

whichever occurs first, but shall not prejudice the completion of purchase(s) by the Company of its own Shares before the aforesaid expiry date and, in any event, in accordance with the Listing Requirements and any applicable laws, rules, regulations, orders, guidelines and requirements issued by any relevant authorities.

AND THAT the Directors of the Company be and are hereby authorised, at their discretion, to deal with the Purchased Shares until all the Purchased Shares have been dealt with by the Directors in the following manner as may be permitted by the Act, Listing Requirements, applicable laws, rules, regulations, guidelines, requirements and/or orders of any relevant authorities for the time being in force:

- i. To cancel all or part of the Purchased Shares;*
- ii. To retain all or part of the Purchased Shares as treasury shares as defined in Section 127 of the Act;*
- iii. To distribute all or part of the treasury shares as dividends to the shareholders of the Company;*
- iv. To resell all or part of the treasury shares;*
- v. To transfer all or part of the treasury shares for the purposes of or under the employees’ share scheme established by the Company and/or its subsidiaries;*

- vi. To transfer all or part of the treasury shares as purchase consideration;
- vii. To sell, transfer or otherwise use the shares for such other purposes as the Minister may by order prescribe; and/or
- viii. To deal with the treasury shares in any other manners as allowed by the Act, Listing Requirements, applicable laws, rules, regulations, guidelines, requirements and/or orders of any relevant authorities for the time being in force.

AND THAT the Directors of the Company be and are hereby authorised to take all such steps as are necessary or expedient [including without limitation, the opening and maintaining of central depository account(s) under Securities Industry (Central Depositories) Act, 1991, and the entering into all other agreements, arrangements and guarantee with any party or parties] to implement, finalise and give full effect to the Proposed Share Buy-Back with full powers to assent to any conditions, modifications, variations and/or amendments (if any) as may be imposed by the relevant authorities.”

Ordinary Resolution 8

“THAT subject to Main Market Listing Requirements of Bursa Malaysia Securities Berhad, approval be and is hereby given for the Company to enter into recurrent related party transactions of a revenue or trading nature with the related parties as set out in Section 2.4 of the Circular to the Shareholders dated 30 April 2025 which are necessary for day-to-day operations and are carried out in the ordinary course of business on terms which are not more favourable to the related parties than those generally available to the public and are undertaken on arms’ length basis and not detrimental to the interest of the minority shareholders;

AND THAT the authority conferred by such mandate shall commence upon the passing of this resolution and continue to be in full force until:

- a) the conclusion of the next Annual General Meeting (“AGM”) of the Company at which this shareholders’ mandate will lapse, unless by a resolution passed at the next AGM, the mandate is renewed;
- b) the expiration of the period within which the next AGM after that date is required to be held pursuant to Section 340(2) of the Act (but must not extend to such extension as may be allowed pursuant to Section 340(4) of the Act); or
- c) revoked or varied by resolution passed by the shareholders in general meeting;

whichever is the earlier;

AND THAT the Board of Directors be and is hereby authorised to complete and do all such acts and things as it may consider expedient or necessary (including executing such documents as may be required) to give effect to the transactions contemplated and/or authorised by this mandate.”

13.0 CLOSURE

- 13.1 Prior to concluding the AGM, Ms Yan Lai Kuan from MSWG post a question and the responses from Dato’ Chairman were as follows:-

Question 1

In the previous year’s Corporate Governance Report, the Company stated its intention to adopt Practice 1.4 of the Malaysian Code on Corporate Governance (MCCG) within one year. However, in the latest CG Report released on 30 April 2025, the Company again mentioned that it plans to adopt Practice 1.4 within one year.

Given that the same commitment has been repeated without a clear timeline, it appears that the adoption of Practice 1.4 has been deferred. As such, when does the Company intend to adopt the Practice 1.4?

Dato' Chairman responded that the Company is currently in the process of identifying suitable candidates, with particular focus on appointing a female Director to comply with the requirement of having at least 30% women representation on the Board. Once a suitable candidate has been identified and appointed, the Company will proceed with a restructuring of its Board Committees. As part of this restructuring, the Chairman will no longer serve as a member of any Board Committee.

- 13.2 There being no other business, the AGM was closed at 11:02 a.m. with a vote of thanks to the Chairman.

**Confirmed as a correct record of
the proceedings held thereat**

DATO' SRI DR. ERWAN BIN DATO' HAJI MOHD TAHIR
Chairman