KHPT HOLDINGS BERHAD
[Registration No. 201901005770 (1315097-M)]
(Incorporated in Malaysia)
("**KHPT**" or "**the Company**")

MINUTES OF THE EXTRAORDINARY GENERAL MEETING ("EGM" OR "THE MEETING") OF THE COMPANY HELD AT FOUR POINTS BY SHERATON PUCHONG, THE HERON (FUNCTION ROOM), LEVEL 2, PUCHONG FINANCIAL CORPORATE CENTRE (PFCC), JALAN PUTERI 1/2, BANDAR PUTERI, 47100 PUCHONG, SELANGOR DARUL EHSAN ON THURSDAY, 25 JUNE 2026 AT 11:30 A.M., UPON THE CONCLUSION OF THE SECOND ANNUAL GENERAL MEETING HELD PRIOR TO THIS EGM

PRESENT

BOARD OF DIRECTORS	:	Datuk Noripah Binti Kamso	(Independent Non-Executive Chairperson)
		Datin See Hui Pvng ("**Datin Eloise See**")	(Group Managing Director)
		Dato' Tang Ngat Ngoh	(Independent Non-Executive Director)
		Datuk Noor Azian Binti Shaari	(Independent Non-Executive Director)
		Mr Chan Yan San	(Independent Non-Executive Director)
		Mr Ang Yoke Kee	(Independent Non-Executive Director)
SHAREHOLDERS, PROXIES AND INVITEES	:	As per Attendance List provided by Boardroom Share Registrars Sdn Bhd	
IN ATTENDANCE	**:**	Ms Khoo Ming Siang	(Company Secretary)

1. INTRODUCTION BY THE CHAIRPERSON

Datuk Noripah Binti Kamso, the Independent Non-Executive Chairperson ("**the Chairperson**") chaired the Meeting and welcomed all present at the EGM of the Company.

Before proceeding with the business of the Meeting, the Chairperson introduced the members of the Board of Directors ("**Board**"), the Company Secretary, the representatives from KAF Investment Bank Berhad, the Principal Adviser for the Proposals (as defined in the circular for this EGM dated 10 June 2026), and Messrs Aqran Vijandran, the Legal Adviser for the Proposals, who were in attendance.

2. QUORUM

Upon confirmation by the Company Secretary that the requisite quorum was present in accordance with Clause 80 of the Constitution of the Company, the Chairperson called the Meeting to order.

3. NOTICE OF MEETING

With the consent of the Shareholders present, the Notice convening the Meeting dated 10 June 2026 ("**the Notice**"), having been duly circulated within the prescribed period, was taken as read.

4. POLLING AND ADMINISTRATIVE MATTERS

The Chairperson informed the Meeting that pursuant to Rule 8.31A of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in the Notice would be voted by way of poll.

The Chairperson further informed that the Company had appointed Boardroom Share Registrars Sdn Bhd as the Poll Administrator to conduct the polling process and SKY Corporate Services Sdn Bhd as the Independent Scrutineer to verify the poll results.

The Chairperson added that the poll voting would be conducted after the deliberation of all the agenda items.

5. PRESENTATION OF THE PROPOSALS

At the invitation of the Chairperson, Datin Eloise See, the Group Managing Director, presented the Proposals as follows:

(a) The proposed acquisition of Ngai Cheong Metal Industries Sdn Bhd ("**NCMI**") ("**Proposed Acquisition**") represented a major strategic milestone and one of the most significant decisions undertaken by KHPT since its listing. The Proposed Acquisition was not merely intended to increase the Group's size or revenue, but also to acquire valuable capabilities, technical expertise, established customer relationships, export exposure, and growth opportunities. Rather than spending years developing these capabilities organically, the Proposed Acquisition would provide the Group with immediate access to an established platform, thereby strengthening its competitive position and creating sustainable long-term shareholder value.

(b) NCMI was a precision metal stamping manufacturer with more than 40 years of operating history, serving both the automotive and electrical and electronics ("**E&E**") industries. NCMI had established a strong reputation through its engineering expertise, manufacturing know-how, long-standing customer relationships, export capabilities, and profitable operations. For FY2025, NCMI reported revenue of approximately RM65 million and a profit after tax of RM2.48 million. Its customer base included established corporations such as Panasonic, providing KHPT with exposure to both the domestic E&E sector and automotive supply chains.

(c) NCMI operated within a comprehensive precision manufacturing ecosystem encompassing engineering, tooling, precision stamping, secondary processes, quality assurance and logistics. These capabilities closely complemented KHPT's existing operations and were expected to generate synergies through the sharing of engineering expertise, manufacturing best practices, operational efficiencies, and resource optimisation. The combination was expected to create a stronger and more competitive manufacturing group.

(d) The purchase consideration for the Proposed Acquisition was RM19.50 million, of which RM7.50 million would be retained and released only upon the achievement of the agreed profit guarantees covering the period after completion of the Proposed Acquisition in 2026 and the financial years 2027 and 2028. This payment structure would ensure that the vendors remained accountable for NCMI's future business performance and provided meaningful downside protection for KHPT. If the profit targets were not achieved, KHPT would have contractual rights to the remaining retained amount in the event of any shortfall in the profit guarantees.

(e) A key strategic benefit of the Proposed Acquisition was diversification. Prior to the transaction, KHPT's revenue was heavily concentrated in the domestic automotive sector. Following the Proposed Acquisition, the Group would gain immediate exposure to the E&E industry and export-oriented customers. While the automotive sector would remain the Company's core business, KHPT was expected to benefit from multiple earnings drivers across different industries, thereby reducing its dependence on a single market segment and enhancing business resilience.

(f) The Company also addressed valuation concerns and explained that an independent discounted cash flow valuation had estimated NCMI's equity value to be between RM18.10 million and RM22.70 million. The agreed purchase consideration of RM19.50 million fell within this valuation range, supporting the view that the Proposed Acquisition was fair and reasonable. The inclusion of the RM7.50 million profit guarantee further strengthened the transaction by aligning the interests of the vendors and KHPT.

(g) The Proposed Acquisition adopted an asset-light approach, with KHPT acquiring the business while leasing the factory rather than purchasing the property. Datin Eloise See explained that the capital should be directed towards technology, engineering capabilities, and business expansion rather than property ownership. A 10-year lease arrangement would secure operating continuity while preserving capital for future growth opportunities. The Board believed that this strategy would provide operational stability while maximising returns on invested capital.

(h) The Proposed Acquisition would be primarily funded through the reallocation of RM16.37 million of Initial Public Offering ("**IPO**") proceeds, with the remaining balance to be funded through internally generated funds. Datin Eloise See indicated that no major equity fundraising exercise or significant additional borrowings were expected. Upon completion, NCMI's financial performance would be consolidated into the Group, providing immediate contributions to revenue and earnings while creating opportunities for cross-selling, customer diversification, and operational synergies.

(i) Overall, the Board viewed the Proposed Acquisition, Proposed Factory Lease Arrangement, Proposed Business Diversification, and Proposed Reallocation of IPO Proceeds as a single integrated strategy rather than four separate resolutions. The transaction was intended to transform KHPT from a predominantly domestic automotive component manufacturer into a diversified precision engineering and manufacturing group with exposure to automotive, E&E, and export markets. The Board believed that the Proposed Acquisition would strengthen earnings resilience, expand growth opportunities and enhance long-term shareholder value.

The Chairperson thanked Datin Eloise See for her presentation and then proceeded with the following businesses at hand.

6. ORDINARY RESOLUTION 1
PROPOSED ACQUISITION BY KHPT HOLDINGS BERHAD ("KHPT" OR THE "COMPANY") OF 5,000,000 ORDINARY SHARES IN NGAI CHEONG METAL INDUSTRIES SDN BHD ("NCMI"), REPRESENTING 100% EQUITY INTEREST IN NCMI, FOR A TOTAL CASH CONSIDERATION OF RM19.50 MILLION ("PROPOSED ACQUISITION")

The Chairperson informed the Meeting that the first item on the agenda was to seek shareholders' approval for the proposed acquisition by KHPT of 5,000,000 ordinary shares in NCMI, representing 100% equity interest in NCMI, for a total cash consideration of RM19.50 million.

7. ORDINARY RESOLUTION 2
PROPOSED LEASE BY NCMI OF A BUILDING KNOWN AS NCMI FACTORY (AS DEFINED HEREIN) FROM NGAI CHEONG REALTY SDN BHD ("PROPOSED LEASE")

The Chairperson stated that Ordinary Resolution 2 was to seek shareholders' approval for the proposed lease by NCMI of the factory located at PT 57121, Jalan Meranti Perdana 2, Taman Perindustrian Meranti Perdana, 47100 Puchong, Selangor Darul Ehsan ("**NCMI Factory**") from Ngai Cheong Realty Sdn Bhd.

8. ORDINARY RESOLUTION 3
PROPOSED DIVERSIFICATION OF THE EXISTING BUSINESS OPERATIONS OF KHPT AND ITS SUBSIDIARY ("KHPT GROUP") TO INCLUDE THE METAL STAMPING SERVICES TO NON-AUTOMOTIVE SECTORS ("PROPOSED DIVERSIFICATION")

The Chairperson continued with the third item on the agenda, which was to seek shareholders' approval for the proposed diversification of the existing business operations of KHPT Group to include the metal stamping services to non-automotive sectors.

9. ORDINARY RESOLUTION 4
PROPOSED VARIATION OF PROCEEDS RAISED FROM THE INITIAL PUBLIC OFFERING OF THE COMPANY AMOUNTING TO RM16.37 MILLION PURSUANT TO RULE 8.24 OF THE ACE MARKET LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES BERHAD ("PROPOSED VARIATION")

The Chairperson informed the Meeting that the last item on the agenda, Ordinary Resolution 4, was to seek shareholders' approval for the proposed variation in the utilisation of the IPO proceeds amounting to RM16.37 million, which had originally been allocated for capital expenditure, to partially fund the Proposed Acquisition, pursuant to Rule 8.24 of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad.

10. QUESTIONS & ANSWERS ("Q&A") SESSION

The Chairperson invited the shareholders to raise any questions during the Q&A session. A summary of the questions raised and answers provided is attached as **Annexure A**.

11. VOTING SESSION

As all items on the agenda had been dealt with, the Chairperson proceeded to the voting session.

At the invitation of the Chairperson, a video on the polling procedures was played for the information of the shareholders and proxies.

Thereafter, the Chairperson declared the registration of shareholders and proxies for the Meeting closed and announced the commencement of the poll voting session, which was conducted for approximately 10 minutes.

12. ADJOURNMENT FOR POLL VERIFICATION

After the end of the 10-minute voting period, the Chairperson announced the closure of the voting session and adjourned the Meeting for approximately 20 minutes to allow the Independent Scrutineer to verify the poll results.

13. ANNOUNCEMENT OF POLL RESULTS

Upon receipt of the poll results duly verified by the Independent Scrutineer, the Chairperson called the Meeting to order for the announcement of the poll results, as summarised in the table below:

Ordinary Resolution	For			Against		
	No. of Shares	**%**	**No. of Shareholders**	**No. of Shares**	**%**	**No. of Shareholders**
1	275,926,813	100.0000	49	0	0.0000	0
2	275,926,813	100.0000	49	0	0.0000	0
3	275,926,813	100.0000	49	0	0.0000	0
4	275,926,813	100.0000	49	0	0.0000	0

The poll results were also displayed at the Meeting for shareholders' notation.

Based on the poll results, the Chairperson declared that all the resolutions tabled at the Meeting were duly carried and accordingly **RESOLVED** as follows:

ORDINARY RESOLUTION 1
PROPOSED ACQUISITION BY KHPT HOLDINGS BERHAD ("KHPT" OR THE "COMPANY") OF 5,000,000 ORDINARY SHARES IN NGAI CHEONG METAL INDUSTRIES SDN BHD ("NCMI"), REPRESENTING 100% EQUITY INTEREST IN NCMI, FOR A TOTAL CASH CONSIDERATION OF RM19.50 MILLION ("PROPOSED ACQUISITION")

"**THAT** subject to and conditional upon the passing of Ordinary Resolutions 2, 3 and 4, the approvals of any other relevant authorities and/or financiers being obtained (where applicable), and the fulfilment of the conditions precedent as set out in the conditional share sale and purchase agreement dated 27 April 2026 entered into by KHPT (as the Purchaser) with Chan Chun Kit, Chan Sze Min, Chan Sze See, Chan See Lai, and Chan Yan Ho @ Chan Yan Choy (collectively, referred to as the "**Vendors**") ("**SSA**"), approval be and is hereby given to KHPT to acquire 5,000,000 ordinary shares in NCMI, representing 100% equity interest in NCMI, for a total cash consideration of RM19.50 million, in accordance with the terms and conditions of the SSA and any supplemental thereto (if any).

AND THAT the Board of Directors of KHPT ("**Board**") be and is hereby authorised and empowered to do all acts, deeds and such things and to execute, enter into, sign and deliver or cause to be signed, executed or delivered on behalf of the Company, all necessary documents, agreements or arrangements to give effect and complete the Proposed Acquisition, including without limitation, with full power to assent to or make any modifications, variations and/or amendments as may be required or imposed by the relevant authorities and/or parties or as may be deemed necessary and/or expedient and/or appropriate by the Board in their absolute discretion in the interest of the Company and to take such steps as may be necessary or expedient to finalise, implement, give full effect and to complete the Proposed Acquisition."

ORDINARY RESOLUTION 2
PROPOSED LEASE BY NCMI OF A BUILDING KNOWN AS NCMI FACTORY (AS DEFINED HEREIN) FROM NGAI CHEONG REALTY SDN BHD ("PROPOSED LEASE")

"**THAT** subject to and conditional upon the passing of Ordinary Resolutions 1, 3 and 4, the approvals of any other relevant authorities and/or financiers being obtained (where applicable), and the fulfilment of the conditions subsequent as set out in the lease agreement dated 27 April 2026 entered into by NCMI (as the Lessee) with Ngai Cheong Realty Sdn Bhd (Registration No. 198601001543 (150685-D)) ("**NCR**") ("**Lease Agreement**"), approval be and is hereby given to NCMI to lease the factory located at PT 57121, Jalan Meranti Perdana 2, Taman Perindustrian Meranti Perdana, 47100 Puchong, Selangor Darul Ehsan ("**NCMI Factory**") from NCR, in accordance with the terms and conditions of the Lease Agreement and any supplemental thereto (if any).

AND THAT the Board be and is hereby authorised and empowered to do all acts, deeds and such things and to execute, enter into, sign and deliver or cause to be signed, executed or delivered on behalf of the Company, all necessary documents, agreements or arrangements to give effect and complete the Proposed Lease, including without limitation, with full power to assent to or make any modifications, variations and/or amendments as may be required or imposed by the relevant authorities and/or parties or as may be deemed necessary and/or expedient and/or appropriate by the Board in their absolute discretion in the interest of the Company and to take such steps as may be necessary or expedient to finalise, implement, give full effect and to complete the Proposed Lease."

ORDINARY RESOLUTION 3
PROPOSED DIVERSIFICATION OF THE EXISTING BUSINESS OPERATIONS OF KHPT AND ITS SUBSIDIARY ("KHPT GROUP") TO INCLUDE THE METAL STAMPING SERVICES TO NON-AUTOMOTIVE SECTORS ("PROPOSED DIVERSIFICATION")

"**THAT** subject to and conditional upon the passing of Ordinary Resolutions 1, 2 and 4, the approvals of any other relevant authorities and/or financiers being obtained (where applicable), approval be and is hereby given to KHPT to diversify the existing principal activities of KHPT Group to include the provision of metal stamping services to non-automotive sectors.

AND THAT the Board be and is hereby authorised and empowered to do all acts, deeds and such things and to execute, enter into, sign and deliver or cause to be signed, executed or delivered on behalf of the Company, all necessary documents, agreements or arrangements to give effect and complete the Proposed Diversification, including without limitation, with full power to assent to or make any modifications, variations and/or amendments as may be required or imposed by the relevant authorities and/or parties or as may be deemed necessary and/or expedient and/or appropriate by the Board in their absolute discretion in the interest of the Company and to take such steps as may be necessary or expedient to finalise, implement, give full effect and to complete the Proposed Diversification."

ORDINARY RESOLUTION 4
PROPOSED VARIATION OF PROCEEDS RAISED FROM THE INITIAL PUBLIC OFFERING OF THE COMPANY AMOUNTING TO RM16.37 MILLION PURSUANT TO RULE 8.24 OF THE ACE MARKET LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES BERHAD ("PROPOSED VARIATION")

"**THAT** subject to and conditional upon the passing of Ordinary Resolutions 1, 2 and 3, the approvals of any other relevant authorities and/or financiers being obtained (where applicable), approval be and is hereby given for the Company to vary the utilisation of proceeds intended for the capital expenditure of RM16.37 million to be utilised to partially fund the Proposed Acquisition.

AND THAT the Board be and is hereby authorised and empowered to do all acts, deeds and such things and to execute, enter into, sign and deliver or cause to be signed, executed or delivered on behalf of the Company, all necessary documents, agreements or arrangements to give effect and complete the Proposed Variation, including without limitation, with full power to assent to or make any modifications, variations and/or amendments as may be required or imposed by the relevant authorities and/or parties or as may be deemed necessary and/or expedient and/or appropriate by the Board in their absolute discretion in the interest of the Company and to take such steps as may be necessary or expedient to finalise, implement, give full effect and to complete the Proposed Variation."

14. CLOSING OF THE MEETING

There being no other business to be transacted, the Chairperson thanked all present for their attendance and continued support, and declared the Meeting closed at 12:40 p.m.

CONFIRMED AS THE CORRECT RECORD OF THE PROCEEDINGS THEREAT

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DATUK NORIPAH BINTI KAMSO
CHAIRPERSON

Date: 25 June 2026

KHPT HOLDINGS BERHAD ("KHPT" or "the Company")
[Registration No. 201901005770 (1315097-M)]
- Minutes of the Extraordinary General Meeting held on 25 June 2026

Shareholder's Questions and Management's Responses

1. Mr Chee Sai Mun ("**Mr Chee**") sought clarification on the financial impact of the Proposed Acquisition of Ngai Cheong Metal Industries Sdn Bhd ("**NCMI**"), particularly with regard to earnings improvement and shareholder value creation.

   - Datin See Hui Pvng ("**Datin Eloise See**"), the Group Managing Director, referred to the illustrative pro forma effects of the Proposals set out in Section 9.3 (Earnings and EPS) on page 24 of the Circular. She explained that, based on KHPT's audited FY2025 profit after tax of RM3.34 million, the Group's profit after tax, on a pro forma basis, is expected to increase to approximately RM4.77 million under Scenario 1 (partially funded through internally generated funds) and RM4.63 million under Scenario 2 (partially funded though bank borrowings), illustrated with the assumption that the Proposals had been completed at the beginning of FY2025. Similarly, earnings per share ("**EPS**") is also projected to improve from 0.83 sen to 1.19 sen under Scenario 1 and 1.15 sen under Scenario 2. As the Proposed Acquisition will not be funded through the issuance of new shares, no dilution to existing shareholders is expected. She further emphasised that the Proposed Acquisition is expected to be earnings accretive and beneficial to shareholders.

   - Datin Eloise See further explained that the Proposed Acquisition provided strategic opportunities beyond its immediate earnings contribution. She informed that NCMI served global automotive customers and exported its products to various international markets, including Thailand, India, Brazil, and China, thereby enhancing KHPT's international market presence. In addition, NCMI possessed manufacturing capabilities that complemented KHPT's existing operations, particularly in precision metal stamping and engineering. These capabilities were expected to create future growth opportunities and operational synergies across the enlarged group.

2. Mr Chee also enquired about management involvement and the implications of the RM7.50 million profit guarantee.

   - Datin Eloise See clarified that, notwithstanding the profit guarantee arrangement, KHPT would assume full management control upon completion of the Proposed Acquisition, as it was acquiring 100% of NCMI's equity interest. However, the existing owner, Mr Chan Chun Kit, would remain actively involved in the business for a period of three years to maintain customer relationships, support operational activities, facilitate knowledge transfer, and ensure a smooth integration process. His continued involvement was considered as an important factor in preserving customer confidence and ensuring business continuity.

   - Datin Eloise See further added that NCMI still had available production capacity and was not fully utilising its machinery. This provided opportunities for future revenue growth without the need for significant additional capital expenditure in the near term. Combined with KHPT's management support and resources, the Company believed that there was potential to further expand the acquired business beyond its current level of performance.

In closing, the Chairperson highlighted that the key takeaway for shareholders was the possibility of enhancement in EPS.