

KJTS GROUP BERHAD
202201020004 (1465701-T)
(Incorporated in Malaysia)

MINUTES OF THE THIRD ANNUAL GENERAL MEETING OF THE COMPANY HELD AT SIME DARBY CONVENTION CENTRE, 1A, JALAN BUKIT KIARA 1, 60000 KUALA LUMPUR, MALAYSIA ON TUESDAY, 27 MAY 2025 AT 10.00 A.M.

- Present : Azura Binti Azman (Chairman)
Lee Kok Choon (Group Managing Director)
Sheldon Wee Tah Poh (Group Executive Director)
Ng Kok Ken (Independent Non-Executive Director)
Elaine Law Soh Ying (Independent Non-Executive Director)
Dr Teoh Pek Loo (Independent Non-Executive Director)
- In attendance : Nur Shahfaiza Binti Md Yusoff (Company Secretary)
Choo Sook Fun (Company Secretary)
Wong Nai Chien (Group Chief Operating Officer)
Sarmila A/P Muniandy (Group Chief Financial Officer)
Chan Pei Yu (UHY Malaysia PLT, External Auditors)
- By Invitation : Shim Choon Lim – Representative from Hong Leong Investment Bank
Lee Shen Yin – Representative from Hong Leong Investment Bank
Phang Siew Loong – Representative from Hong Leong Investment Bank
Fariz bin Abdul Aziz – Representative from Skrine
Tan Wei Xian – Representative from Skrine
Amanda Hollow – Representative from Skrine
Noor Sarah Binti Jawa – Representative from Tricor Corporate Services Sdn Bhd
- Attendance of Members/
Proxies/Corporate
Representatives : The attendance of members/ proxies/ corporate representatives as per the Attendance List

1.0 CHAIRMAN

On behalf of the Board, Azura Binti Azman (“**Puan Azura**”), the Chairman of the meeting, welcome all members, proxies and attendees who joined the Company’s Third Annual General Meeting (“3rd AGM”) to consider the businesses as set out in the Notice of Meeting dated 28 April 2025.

The Chairman then introduced the Board members, Company Secretaries, Group Chief Operating Officer, Group Chief Financial Officer and the External Auditors to the meeting.

2.0 **QUORUM**

The Chairman advised that the Company's Constitution required the presence of at least two (2) members or proxies or corporate representatives to form a quorum. Upon confirming that there was a requisite quorum pursuant to the Company's Constitution, she called the meeting to order at 10.00 a.m.

3.0 **NOTICE**

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

Before proceeding to the items of the agenda, the Chairman informed that all resolutions set out in the notice of the 3rd AGM would be voted by poll in accordance with ACE Market Listing Requirements of Bursa Malaysia Securities Berhad. The polling process would be conducted after all agenda items had been dealt with.

The Chairman briefed the meeting on the flow of the 3rd AGM as follows:

- a) The meeting would first go through all the five Ordinary Resolutions as set out in the Notice of 3rd AGM; and
- b) The Board would address questions from the shareholders after going through all the resolutions as set out in the Notice of 3rd AGM.

The Chairman reminded that all mobile phones and electronic devices be switched to silent mode and any recording of the meeting was strictly prohibited unless written consent had been obtained from the Company before the meeting.

The Chairman went through the agenda as set out in the Notice of the 3rd AGM.

4.0 **AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2024 TOGETHER WITH THE REPORTS OF THE DIRECTORS AND AUDITORS**

The Chairman informed that the Audited Financial Statements for the financial year ended 31 December 2024 ("AFS 2024") together with the Reports of the Directors and Auditors, were meant for discussion only and would not be put forward for voting.

The Chairman declared that the AFS 2024, together with the Reports of the Directors and Auditors thereon, were received and noted by the meeting.

5.0 RESOLUTION 1: RE-ELECTION OF MR. SHELDON WEE TAH POH WHO RETIRES PURSUANT TO CLAUSE 76(3) OF THE COMPANY'S CONSTITUTION

The Chairman proceeded to the first resolution on the Notice, i.e. Ordinary Resolution 1 on the re-election of Mr. Sheldon Wee Tah Poh who retires pursuant to Clause 76(3) of the Company's Constitution.

The following motion was put to the meeting for consideration:

"THAT Sheldon Wee Tah Poh retiring pursuant to Clause 76(3) of the Company's Constitution and who being eligible, be re-elected as a Director of the Company."

6.0 RESOLUTION 2: RE-ELECTION OF MR. NG KOK KEN WHO RETIRES PURSUANT TO CLAUSE 76(3) OF THE COMPANY'S CONSTITUTION

The Chairman proceeded to the next resolution, i.e. Ordinary Resolution 2 on the re-election of Mr. Ng Kok Ken who retires pursuant to Clause 76(3) of the Company's Constitution.

The following motion was put to the meeting for consideration:

"THAT Mr. Ng Kok Ken retiring pursuant to Clause 76(3) of the Company's Constitution and who being eligible, be re-elected as a Director of the Company."

7.0 RESOLUTION 3: PAYMENT OF DIRECTORS' FEES FOR AN AMOUNT NOT EXCEEDING RM276,000.00 FOR THE PERIOD FROM 28 MAY 2025 UNTIL THE NEXT ANNUAL GENERAL MEETING OF THE COMPANY

The Chairman proceeded to the next resolution, i.e. Ordinary Resolution 3 on the payment of Directors' fees for an amount not exceeding RM276,000.00 for the period from 28 May 2025 until the next AGM of the Company.

The following motion was put to the meeting for consideration:

"THAT payment of Directors' fees for an amount not exceeding RM276,000.00 for the period from 28 May 2025 until the next AGM of the Company be approved."

8.0 RESOLUTION 4: RE-APPOINTMENT OF UHY MALAYSIA PLT AS AUDITORS OF THE COMPANY

The next resolution was on the re-appointment of External Auditors.

The Chairman informed that the Company's External Auditors, UHY Malaysia PLT, had expressed their willingness to continue office.

The following motion was put to the meeting for consideration:

“THAT UHY Malaysia PLT, be hereby re-appointed as the Auditors of the Company and to hold office until the conclusion of the next Annual General Meeting AND THAT the Directors be authorised to fix their remuneration.”

**9.0 RESOLUTION 5: ORDINARY RESOLUTION
AUTHORITY TO ISSUE AND ALLOT SHARES PURSUANT TO SECTIONS 75 AND 76 OF
THE COMPANIES ACT 2016**

The Chairman proceeded to the next resolution, i.e, Ordinary Resolution 5, which was on the authority for Directors to issue and allot shares pursuant to Sections 75 and 76 of the Companies Act 2016.

The full text of the Ordinary Resolution 5 was taken as read.

The following motion was put to meeting for consideration:

“THAT pursuant to Sections 75 and 76 of the Companies Act 2016, ACE Market Listing Requirements of Bursa Malaysia Securities Berhad (“Bursa Securities”) (“Listing Requirements”) and the approval of the relevant regulatory authorities, where such approval is required, the Directors of the Company be and are hereby authorised to issue and allot shares in the capital of the Company, grant rights to subscribe for shares in the Company, convert any securities into shares in the Company, or allot shares under an agreement or option or offer (“New Shares”) from time to time, at such price, to such persons and for such purposes and upon such terms and conditions as the Directors may in their absolute discretion deem fit, provided that the aggregate number of such New Shares to be issued, to be subscribed under any rights granted, to be issued from conversion of any security, or to be issued and allotted under an agreement or option or offer, pursuant to this resolution, when aggregated with the total number of any such shares issued during the preceding 12 months does not exceed 10% of the total number of issued shares (excluding any treasury shares) of the Company for the time being (“Proposed General Mandate”).

THAT such approval on the Proposed General Mandate shall continue to be in force until:

- (a) the conclusion of the next Annual General Meeting (“AGM”) of the Company held after the approval was given;*
- (b) the expiration of the period within which the next AGM of the Company is required to be held after the approval was given; or*
- (c) revoked or varied by resolution passed by the shareholders of the Company in a general meeting,*

whichever is the earlier.

THAT the Directors of the Company be and are hereby also empowered to obtain the approval from Bursa Securities for the listing of and quotation for such New Shares on the ACE Market of Bursa Securities.

THAT authority be and is hereby given to the Directors of the Company, to give effect to the Proposed General Mandate with full powers to assent to any conditions, modifications, variations and/or amendments as they may deem fit in the best interest of the Company and/or as may be imposed by the relevant authorities.

AND FURTHER THAT the Directors of the Company, be and are hereby authorised to implement, finalise, complete and take all necessary steps and to do all acts (including execute such documents as may be required), deeds and things in relation to the Proposed General Mandate.”

10.0 ANY OTHER BUSINESS

The Chairman informed that no notice for other business pursuant to the Companies Act 2016 and the Constitution of the Company had been received.

11.0 QUESTIONS AND ANSWER SESSION

There was no question asked by the shareholders at the 3rd AGM.

12.0 CONDUCT OF POLL

Having dealt with all the items on the agenda, the Chairman invited the Poll Administrator, Tricor Investor and Issuing House Sdn Bhd (“TIIH”) to brief on the poll procedures. The Chairman then announced commencement of the polling process at 10.15 a.m. with TIIH and the Independent Scrutineer, Scrutineer Solutions Sdn Bhd (“SSSB”) to complete the counting and verification of the votes, respectively.

13.0 ANNOUNCEMENT OF RESULTS

At 10.41 a.m. the Chairman called the meeting to order for the declaration of the results of the poll. She informed that she had received the verified poll results from the Scrutineers, SSSB and declared that all resolutions were carried. The details of the poll result are attached as Appendix A to this Minutes.

14.0 CLOSURE OF MEETING

There being no further business, the meeting was closed with a vote of thanks to the Chairman.

The Chairman then thanked the shareholders for their attendance and declared the meeting closed at 10.42 a.m.

CONFIRMED AS A CORRECT RECORD

- duly signed -

CHAIRMAN

Date: 25.06.2025

KJTS GROUP BERHAD
(202201020004)
3rd Annual General Meeting
Sime Darby Convention Centre, 1A, Jalan Bukit Kiara 1,
60000 Kuala Lumpur, Malaysia
On 27-May-2025 at 10:00AM

Result On Voting By Poll

Resolution(s)	Vote For		Vote Against		Total Votes	
	No of Units	%	No of Units	%	No of Units	%
Resolution 1	418,049,420	100.0000	0	0.0000	418,049,420	100.0000
Resolution 2	418,049,420	100.0000	0	0.0000	418,049,420	100.0000
Resolution 3	417,109,420	100.0000	0	0.0000	417,109,420	100.0000
Resolution 4	418,049,420	100.0000	0	0.0000	418,049,420	100.0000
Resolution 5	384,356,920	91.9405	33,692,500	8.0595	418,049,420	100.0000

