

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

**MINUTES OF THE EXTRAORDINARY 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 11.02 A.M.**

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- 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 Extraordinary General Meeting ("EGM") to consider the businesses as set out in the Notice of Meeting dated 9 May 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 11.02 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 EGM 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 EGM as follows:

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

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 EGM.

## 4.0 RESOLUTION 1: PROPOSED ACQUISITION BY KJ TECHNICAL SERVICES SDN BHD ("KJ TECHNICAL SERVICES"), A WHOLLY-OWNED SUBSIDIARY OF KJTS GROUP BERHAD ("KJTS" OR "COMPANY") OF 10,000,000 ORDINARY SHARES IN MALAKOFF UTILITIES SDN BHD ("MUSB"), A WHOLLY-OWNED SUBSIDIARY OF MALAKOFF CORPORATION BERHAD, REPRESENTING 100% EQUITY INTEREST IN MUSB, FOR A TOTAL CASH CONSIDERATION OF RM65.50 MILLION ("PROPOSED ACQUISITION")

The Chairman proceeded to the first resolution on the Notice, i.e. Ordinary Resolution 1 on the Proposed Acquisition.

The full text of the Ordinary Resolution 1 was taken as read.

The following motion was put to meeting for consideration:

***“THAT** subject to the approvals of all relevant authorities and/or parties being obtained in respect of the Proposed Acquisition, and the conditions precedent stipulated in the conditional sale and purchase agreement dated 3 February 2025 (“SPA”) entered into between KJ Technical Services and Malakoff Corporation Berhad in respect of the Proposed Acquisition being fulfilled or waived, approval be and is hereby given to the Company, through KJ Technical Services, to acquire 100% equity interest in MUSB for a total cash consideration of RM65.50 million, subject to the terms and conditions as stipulated in the SPA.*

***AND THAT** the Board of Directors of KJTS be and is hereby authorised to sign and execute all documents, do all acts, deeds and things as may be required to give effect to the Proposed Acquisition with full power to assent to any terms, modifications, variations, arrangements, condition and/or amendments in any manner as may be required or permitted by any relevant authorities and to deal with all matters relating thereto and to take all such steps and do all acts, deeds and things in any manner as it may deem fit or necessary or expedient in the best interest of the Company to implement, finalise, complete and give full effect to the Proposed Acquisition.”*

**5.0 RESOLUTION 2: PROPOSED VARIATION OF PROCEEDS RAISED FROM THE INITIAL PUBLIC OFFERING (“IPO”) OF THE COMPANY PURSUANT TO RULE 8.24 OF THE ACE MARKET LISTING REQUIREMENTS (“LISTING REQUIREMENTS”) OF BURSA MALAYSIA SECURITIES BERHAD (“PROPOSED VARIATION”)**

The Chairman proceeded to the next resolution, i.e. Ordinary Resolution 2 on Proposed Variation.

The full text of the Ordinary Resolution 2 was taken as read.

The following motion was put to meeting for consideration:

***“THAT** subject to the passing of Ordinary Resolution 1 and the approvals of all relevant authorities and/or parties being obtained in respect of the Proposed Variation, authority be and is hereby given for the Company to undertake the Proposed Variation to vary the utilisation of the unutilised balance of proceeds raised from the Company’s IPO of approximately RM44.42 million in the manner set out in **Section 3** of the Circular to shareholders of the Company dated 9 May2025.*

***AND THAT** the Directors of the Company be and are hereby authorised to take all such steps and do all acts, deeds and things to enter into any arrangements, transactions, agreements and/or undertakings and to execute, sign and deliver on behalf of the Company, all such documents as they may deem necessary, expedient and/or appropriate to implement and give full effect to and to complete the Proposed Variation with full powers to assent to any conditions, modifications, variations and/or amendments as the Directors may in their absolute discretion deem fit, necessary, expedient, appropriate and/or as may be imposed or permitted by any relevant authorities in connection with the Proposed Variation”.*

**6.0 QUESTIONS AND ANSWER SESSION**

There was no question asked by the shareholders at the EGM.

**7.0 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 11.10 a.m. with TIIH and the Independent Scrutineer, Scrutineer Solutions Sdn Bhd ("SSSB") to complete the counting and verification of the votes, respectively.

**8.0 ANNOUNCEMENT OF RESULTS**

At 11.24 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.

**9.0 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 11.28 a.m.

**CONFIRMED AS A CORRECT RECORD**

- duly signed -

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**CHAIRMAN**

Date: 25.06.2025

**KJTS GROUP BERHAD**

(202201020004)

**Extraordinary General Meeting**

Sime Darby Convention Centre, 1A, Jalan Bukit Kiara 1,

60000 Kuala Lumpur, Malaysia

On 27-May-2025 at 11:00AM

**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	%
Resolution 1	397,095,720	100.0000	58	100.0000	0	0.0000	0	0.0000	397,095,720	100.0000	58	100.0000
Resolution 2	397,095,720	100.0000	58	100.0000	0	0.0000	0	0.0000	397,095,720	100.0000	58	100.0000

