

META BRIGHT GROUP BERHAD
(Registration No. 200001013359 (515965-A))

MINUTES OF THE TWENTY-FIFTH ANNUAL GENERAL MEETING (“AGM”) OF THE COMPANY HELD AT PLATINUM 2, LEVEL 6, RENAI HOTEL KOTA BHARU, KOTA SRI MUTIARA, JALAN SULTAN YAHYA PETRA, 15150 KOTA BHARU, KELANTAN, MALAYSIA ON TUESDAY, 2 DECEMBER 2025 AT 10.00 A.M.

PRESENT

DIRECTORS

Encik Mohamed Akwal bin Sultan Mohamad - Chairman
Mr Lee Chee Kiang - Also a Shareholder
Dato’ Lee Wai Mun, DIMP., JMK., JP. - Also a Shareholder
Mr Tan Chin Hong - Also a Shareholder
Mr Phang Kiew Lim - Also a Shareholder
Mr Ong Lu Yuan (“Mr Ong”) - Also a Shareholder
Puan Masleena Binti Zaid
- *via video-conferencing*

IN ATTENDANCE

Ms Chan Yoke Peng - Company Secretary

BY INVITATION

As per Attendance List

The shareholders and proxyholders (collectively referred to as “members”) who attended and participated in the AGM are set out in the Attendance Sheet.

CHAIRMAN

The Chairman of the Board of Directors of the Company (the “Board”), Encik Mohamed Akwal bin Sultan Mohamad (“Encik Akwal”), chaired the Meeting and extended a warm welcome to all members and invitees present at the Twenty-Fifth (“25th”) AGM of the Company.

The Chairman thereafter introduced the Board, the Company Secretary and the External Auditors of the Company.

QUORUM

The Company Secretary confirmed that a quorum was present for the Meeting. With the requisite quorum being present, the Meeting was called to order by the Chairman.

NOTICE

With the consent of the Members present, the Notice convening the Meeting was taken as read. The Chairman then proceeded with the business of the 25th AGM.

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As part of good corporate governance, the Chairman reported that the Company had received a total of thirty-eight (38) proxy forms from shareholders for a total of Two Billion One Hundred Sixty-Seven Million Forty-Four Thousand Three Hundred and Four (2,167,044,304) ordinary shares representing 79.85% of the total issued share capital of the Company.

POLLING AND ADMINISTRATIVE GUIDE

The Chairman informed the Meeting that pursuant to Paragraph 8.29A of the Main Market Listing Requirements (“MMLR”) of Bursa Malaysia Securities Berhad (“**Bursa Securities**”) and Clause 78 of the Constitution of the Company, all resolutions set out in the Notice of the AGM shall be voted by poll. Encik Akwal exercised his right as Chairman of the Meeting to demand that a poll be taken for all the resolutions set forth in the Notice of the 25th AGM.

The Chairman also informed the Meeting that the Company has appointed GovernAce Advisory & Solutions Sdn. Bhd. as the Independent Scrutineers to validate the poll results.

The Chairman then proceeded with business on the agenda and went through each of the resolutions set out in the Notice of the 25th AGM.

1. DISCUSSION ITEM AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 30 JUNE 2025

The Audited Financial Statements (“**AFS**”) of the Company for the financial year ended 30 June 2025 together with the Directors’ and the Auditors’ Reports thereon were tabled for discussion.

The Chairman informed that the AFS for the financial year ended 30 June 2025 were meant for discussion only and does not require approval from shareholders of the Company pursuant to the Companies Act 2016 (“**the Act**”). Hence, it would not be put for voting.

The AFS of the Company for the financial year ended 30 June 2025 together with the Directors’ and the Auditors’ Reports thereon having been circulated to all the shareholders of the Company within the statutory period were taken as read.

The Chairman then opened to the floor for questions pertaining to the AFS of the Company for the financial year ended 30 June 2025 together with the Directors’ and the Auditors’ Reports thereon.

There being no question from the floor, the Chairman declared that the AFS of the Company for the financial year ended 30 June 2025 together with the Directors’ and the Auditors’ Reports thereon be and are hereby received.

Thereafter, the Chairman proceeded to the following resolutions to the meeting for approval.

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**2. ORDINARY RESOLUTION 1
RE-ELECTION OF DIRECTOR – PUAN MASLEENA BINTI ZAID**

The Chairman informed that in accordance with Clause 96 of the Company's Constitution, Puan Masleena Binti Zaid ("**Puan Masleena**") retired as a Director of the Company and being eligible, has offered herself for re-election.

There being no question from the shareholders and proxies, the Ordinary Resolution 1 was tabled and voted by poll.

**3. ORDINARY RESOLUTION 2
RE-ELECTION OF DIRECTOR – MR PHANG KIEW LIM**

The Chairman informed that in accordance with Clause 96 of the Company's Constitution, Mr Phang Kiew Lim ("**Mr Phang**") retired as a Director of the Company and being eligible, has offered himself for re-election.

There being no question from the shareholders and proxies, the Ordinary Resolution 2 was tabled and voted by poll.

**4. ORDINARY RESOLUTION 3
DIRECTORS' FEES AND BENEFITS PAYABLE TO THE DIRECTORS FOR AMOUNT NOT MORE THAN RM800,000.00 FOR THE PERIOD FROM THE DATE OF THE 25TH AGM UNTIL THE DATE OF THE NEXT AGM TO BE PAID MONTHLY IN ARREARS**

The Chairman informed that the Ordinary Resolution 3 was on payment of Directors' Fees and Benefits payable to the Directors for an amount not more than RM800,000.00 for the period from the date of the 25th AGM until the date of the next AGM to be paid monthly in arrears.

There being no question from the shareholders and proxies, the Ordinary Resolution 3 was tabled and voted by poll.

**5. ORDINARY RESOLUTION 4
RE-APPOINTMENT OF AUDITORS**

The Chairman informed that the Auditors, Baker Tilly Monteiro Heng PLT had expressed their willingness to continue office as Auditors of the Company. The Audit Committee and the Board have reviewed the effectiveness of Baker Tilly Monteiro Heng PLT and recommended their re-appointment as the Auditors of the Company for the ensuing year until the conclusion of the next Annual General Meeting and that the Directors be authorised to fix their remuneration.

There being no question from the shareholders and proxies, the Ordinary Resolution 4 was tabled and voted by poll.

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**6. ORDINARY RESOLUTION 5
AUTHORITY FOR THE DIRECTORS TO ALLOT AND ISSUE SHARES PURSUANT
TO SECTIONS 75 AND 76 OF THE COMPANIES ACT 2016; AND WAIVER OF PRE-
EMPTIVE RIGHTS**

The Chairman informed that the Ordinary Resolution 5 was a renewal of the general mandate for issuance of shares by the Company pursuant to Sections 75 and 76 of the Act. The mandate, if passed, would provide flexibility for the Company and empower the Directors to allot and issue shares not exceeding 10% of the total number of issued shares of the Company. Further details of this agenda were set out on page 208 of the Annual Report 2025. This would eliminate any delay arising from and cost involved in convening a general meeting to obtain approval of the shareholders for such issuance of shares.

There being no question from the shareholders and proxies, the Ordinary Resolution 5 was tabled and voted by poll.

**7. ORDINARY RESOLUTION 6
PROPOSED RENEWAL OF EXISTING SHAREHOLDERS' MANDATE FOR
RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING
NATURE AND PROPOSED NEW SHAREHOLDERS' MANDATE FOR ADDITIONAL
RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING
NATURE ("PROPOSED SHAREHOLDERS' MANDATE")**

The Chairman informed that the Ordinary Resolution 6 was on proposed renewal of existing shareholders' mandate for recurrent related party transactions of a revenue or trading nature and proposed new shareholders' mandate for additional recurrent related party transactions of a revenue or trading nature, details of which were set out in the Company's Circular to Shareholders dated 31 October 2025 and circulated together with the Annual Report 2025 of the Company.

The Chairman further informed that as stated in the Circular to Shareholders dated 31 October 2025, Dato' Lee Wai Mun, DIMP., JMK., J.P., the Executive Director and indirect Major Shareholder of the Company via Leading Ventures Sdn Bhd and Mr Lee Chee Kiang, the Managing Director of the Company, would abstain from deliberating and voting on the Ordinary Resolution 6 and had undertaken to ensure that persons connected with them would also abstain from voting in respect of their direct and/or indirect shareholding in the Company on the Ordinary Resolution 6 pertaining to the Proposed Shareholders' Mandate.

There being no question from the shareholders and proxies, the Ordinary Resolution 6 was tabled and voted by poll.

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**8. ORDINARY RESOLUTION 7
PROPOSED RENEWAL OF THE AUTHORITY FOR THE COMPANY TO PURCHASE
ITS OWN SHARES OF UP TO 10% OF THE TOTAL NUMBER OF ISSUED SHARES
OF THE COMPANY (“PROPOSED RENEWAL OF SHARE BUY-BACK”)**

The Chairman informed that the Ordinary Resolution 7 was on proposed renewal of the authority for the Company to purchase its own shares of up to 10% of the total number of issued shares of the Company, details of which were set out in the Company's Circular to Shareholders dated 31 October 2025.

There being no question from the shareholders and proxies, the Ordinary Resolution 7 was tabled and voted by poll.

**9. ORDINARY RESOLUTION 8
RETENTION OF ENCIK MOHAMED AKWAL BIN SULTAN MOHAMAD AS
INDEPENDENT DIRECTOR**

As the Chairman was an interested party for this resolution, the Chairman handed over the Chair to Mr Ong to put forth the motion of the Meeting. Mr Ong informed that the Ordinary Resolution 8 was to seek shareholders' approval on the retention of Encik Mohamed Akwal Bin Sultan Mohamad, who has served as an Independent Director of the Company for a cumulative term of more than 9 years, to continue to act as an Independent Director of the Company until the conclusion of the next AGM in year 2026.

Mr Ong further informed that the Board has via the Nominating Committee (with Encik Akwal abstained from deliberation and voting) conducted an annual performance evaluation and assessment of Encik Akwal, and recommended him to continue to act as an Independent Director of the Company based on the justifications as set out on pages 209 of the Annual Report 2025.

There being no question from the shareholders and proxies, the Ordinary Resolution 8 was tabled for two-tier voting, in accordance with the Malaysian Code on Corporate Governance. Mr Ong then handed the Chair back to the Chairman to continue with the rest of the proceedings of the Meeting.

POLLING PROCESS

After all the resolutions have been tabled to the Meeting, the Chairman then directed for the closing of the registration of the shareholders and proxies for the AGM. The Chairman then invited the Share Registrar to brief on the polling process. The Share Registrar informed all shareholders and/or proxies to complete the polling form correctly and to sign on the polling form. The polling forms were to be deposited into the ballot box. It would take some time to tabulate the results of the poll and the outcome of the poll would be announced after a break of about 30 minutes.

The Chairman then adjourned the Meeting at 10:23 a.m. for the Scrutineer to tabulate the results of the poll. The Meeting resumed at 10:45 a.m. for the declaration of the results of the poll.

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*- Minutes of the Twenty-Fifth Annual General Meeting held on 2 December 2025***ANNOUNCEMENT OF POLL RESULTS FOR RESOLUTIONS**

At 10:45 a.m., the Chairman called the Meeting to order for the declaration of results of the poll voting received from the Independent Scrutineer.

The Chairman then read out the results of the poll as follows:-

(i) Ordinary Resolution 1

Ordinary Resolution 1	Votes For			Votes Against			Results
	No. of Shares	%	No. of Shareholders	No. of Shares	%	No. of Shareholders	
To re-elect Puan Masleena Binti Zaid as Director who is retiring in accordance with Clause 96 of the Constitution of the Company.	2,168,428,304	100.00	40	0	0.00	0	ACCEPTED

The Chairman declared that Ordinary Resolution 1 was duly accepted. Accordingly, it was unanimously RESOLVED:-

“THAT the retiring Director, namely Puan Masleena Binti Zaid who retired in accordance with Clause 96 of the Constitution of the Company, be and is hereby re-elected as Director of the Company.”

(ii) Ordinary Resolution 2

Ordinary Resolution 2	Votes For			Votes Against			Results
	No. of Shares	%	No. of Shareholders	No. of Shares	%	No. of Shareholders	
To re-elect Mr Phang Kiew Lim as Director who is retiring in accordance with Clause 96 of the Constitution of the Company.	2,147,008,704	100.00	37	0	0.00	0	ACCEPTED

The Chairman declared that Ordinary Resolution 2 was duly accepted. Accordingly, it was unanimously RESOLVED:-

“THAT the retiring Director, namely Mr Phang Kiew Lim who retired in accordance with Clause 96 of the Constitution of the Company, be and is hereby re-elected as Director of the Company.”

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Ordinary Resolution 3	Votes For			Votes Against			Results
	No. of Shares	%	No. of Shareholders	No. of Shares	%	No. of Shareholders	
To approve the Directors' Fees and Benefits Payable to the Directors for amount not more than RM800,000 for the period from the date of the 25th AGM until the date of the next AGM, to be paid monthly in arrears.	2,168,428,304	100.00	40	0	0.00	0	ACCEPTED

The Chairman of the Meeting declared that Ordinary Resolution 3 was duly accepted. Accordingly, it was unanimously RESOLVED:-

"THAT the payment of Directors' Fees and Benefits Payable to the Directors for amount not more than RM800,000 for the period from the date of the 25th AGM until the date of the next AGM, to be paid monthly in arrears be and is hereby approved."

(iv) Ordinary Resolution 4

Ordinary Resolution 4	Votes For			Votes Against			Results
	No. of Shares	%	No. of Shareholders	No. of Shares	%	No. of Shareholders	
To re-appoint Baker Tilly Monteiro Heng PLT as Auditors of the Company and to authorise the Directors to fix their remuneration.	2,168,428,304	100.00	40	0	0.00	0	ACCEPTED

The Chairman of the Meeting declared that Ordinary Resolution 4 was duly accepted. Accordingly, it was unanimously RESOLVED:-

"THAT the retiring Auditors, Baker Tilly Monteiro Heng PLT having signified their consent to act, be and are hereby re-appointed as Auditors of the Company for the ensuing year until the conclusion of the next AGM at a remuneration to be determined by the Directors."

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Ordinary Resolution 5	Votes For			Votes Against			Results
	No. of Shares	%	No. of Shareholders	No. of Shares	%	No. of Shareholders	
To approve the authority for the Directors to allot and issue shares pursuant to Sections 75 and 76 of the Companies Act 2016; and Waiver of Pre-emptive Rights.	2,168,428,304	100.00	40	0	0.00	0	ACCEPTED

The Chairman of the Meeting declared that Ordinary Resolution 5 was duly accepted. Accordingly, it was unanimously RESOLVED:-

“THAT subject to the Companies Act, 2016 (“Act”), the Company’s Constitution and the Main Market Listing Requirements (“MMLR”) of Bursa Malaysia Securities Berhad (“Bursa Securities”), the Directors be and are hereby authorised pursuant to Sections 75 and 76 of the Act to allot and issue new shares in the Company at any time until the conclusion of the next AGM and upon such terms and conditions to such persons and for such purposes as the Directors may in their absolute discretion deem fit, provided that the aggregate number of new shares to be issued does not exceed 10% of the total number of issued shares (excluding treasury shares, if any) of the Company for the time being, subject always to the approval of all relevant regulatory bodies being obtained for such allotment and issuance;

THAT pursuant to Section 85 of the Act read together with Clause 59 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 the existing shares in the Company;

AND THAT the new shares to be issued shall, upon allotment and issuance, rank equally in all respects with the existing shares of the Company, save and except that they shall not be entitled to any dividends, rights, allotments and/or any other forms of distribution which may be declared, made or paid before the date of allotment of such new shares.”

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- Minutes of the Twenty-Fifth Annual General Meeting held on 2 December 2025(vi) Special Business - Ordinary Resolution 6

Ordinary Resolution 6	Votes For			Votes Against			Results
	No. of Shares	%	No. of Shareholders	No. of Shares	%	No. of Shareholders	
To approve the proposed renewal of existing shareholders' mandate for recurrent related party transactions of a revenue or trading nature and proposed new shareholders' mandate for additional recurrent related party transactions of a revenue or trading nature.	2,061,818,804	100.00	36	0	0.00	0	ACCEPTED

The Chairman of the Meeting declared that Ordinary Resolution 6 was duly accepted. Accordingly, it was unanimously RESOLVED:-

"THAT subject to Paragraph 10.09 of the MMLR of Bursa Securities, the Company and its subsidiaries ("**MBGB Group**") be and are hereby authorised to enter into recurrent related party transactions of a revenue or trading nature as set out in Section 2.4 of the Part A of the Circular to Shareholders ("**Circular**") dated 31 October 2025 with the related parties mentioned therein which are necessary for the MBGB Group's day-to-day operations and/or in the ordinary course of business of MBGB Group on normal commercial terms which are not more favourable to the related parties than those generally available to the public and are not to the detriment of the minority shareholders of the Company and THAT such approval shall continue to be in force until:-

- (i) the conclusion of the next AGM of the Company following the general meeting at which this Ordinary Resolution shall be passed, at which time it will lapse, unless by a resolution passed at the general meeting, the authority conferred by this resolution is renewed;
- (ii) the expiration of the period within which the next AGM of the Company after the date it is required to be held pursuant to Section 340(2) of the Act (but shall not extend to such extensions as may be allowed pursuant to Section 340(4) of the Act); or
- (iii) revoked or varied by resolution passed by the shareholders of the Company at a general meeting,

whichever is earlier;

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THAT in making the disclosure of the aggregate value of the recurrent related party transactions conducted pursuant to the proposed shareholders' approval in the Company's annual report, the Company shall provide a breakdown of the aggregate value of recurrent related party transactions made during the financial year, amongst others, based on:-

- (i) the type of the recurrent related party transactions made; and
- (ii) the name of the related parties involved in each type of the recurrent related party transactions made and their relationship with the Company.

AND THAT the Directors of the MBGB Group be and are hereby authorised to complete and do all such acts and things as they may consider expedient or necessary to give effect to the transactions as authorised by this Proposed Shareholders' Mandate."

(vii) Special Business - Ordinary Resolution 7

Ordinary Resolution 7	Votes For			Votes Against			Results
	No. of Shares	%	No. of Shareholders	No. of Shares	%	No. of Shareholders	
To approve the proposed renewal of the authority for the Company to purchase its own shares of up to 10% of the total number of issued shares of the Company.	2,168,428,304	100.00	40	0	0.00	0	ACCEPTED

The Chairman of the Meeting declared that Ordinary Resolution 7 was duly accepted. Accordingly, it was unanimously RESOLVED:-

"THAT, subject to the Act, the provisions of the Company's Constitution, the MMLR of Bursa Securities and all other applicable laws, rules, regulations, orders, guidelines and requirements, the Directors of the Company be and are hereby authorised to make purchases of the Company's shares 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, necessary and expedient in the interest of the Company, provided that:-

- (a) the maximum aggregate number of ordinary shares which may be purchased and/or held by the Company as treasury shares shall not exceed ten percent (10%) of the total number of issued shares of the Company at any point in time of the said purchase(s);
- (b) the maximum amount of funds to be allocated by the Company for the purpose of purchasing its ordinary shares shall not exceed the total retained earnings of the Company at the time of purchase; and

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- (c) the authority conferred by this resolution will be effective immediately upon the passing of this resolution and shall continue to be in force until:-
 - (i) the conclusion of the next AGM of the Company, being the 25th AGM, following the 25th AGM at which such resolution was passed at which time the said authority shall lapse unless by an ordinary resolution passed at that meeting, the authority is renewed, either unconditionally or subject to conditions; or
 - (ii) the expiration of the period within which the Twenty-Sixth AGM of the Company is required by law to be held; or
 - (iii) the authority is revoked or varied by ordinary resolution passed by the shareholders in a general meeting,

whichever occurs first, but shall not so as to prejudice the completion of the purchase(s) by the Company its ordinary shares before the aforesaid expiry date and in any event, in accordance with the provisions of the MMLR of Bursa Securities and/or all other applicable laws, rules, regulations, orders, guidelines and requirements issued by Bursa Securities and/or any other relevant authorities.

THAT, upon completion of the purchase by the Company of its own ordinary shares, the Directors of the Company be and are hereby authorised to deal with the ordinary shares purchased in their absolute discretion in the following manner:-

- (a) cancel all or part of the ordinary shares so purchased;
- (b) retain all or part of the ordinary shares so purchased as treasury shares;
- (c) retain part thereof as treasury shares and cancel the remainder; or
- (d) deal with the treasury shares in such other manner as allowed under the Act, MMLR and/or applicable laws, rules, regulations, order, guidelines and/or requirements of any relevant authorities.

AND THAT the Directors of the Company be and are hereby empowered and authorised to take all such steps as are necessary (including the opening and maintaining of depository account(s) under the Securities Industry (Central Depositories) Act, 1991) and to execute, sign, deliver and cause to be delivered on behalf of the Company, all such documents and/or enter into any agreements (including, without limitation, the affixing of the Company's common seal, where necessary), arrangements and guarantees with any party or parties to implement, finalise, or required, give full effect and complete the Proposed Renewal of Share Buy-Back with full powers to assent to any conditions, modifications, revaluations, variations and/or amendments (if any) in any manner as may be imposed or required by the relevant authorities from time to time or as the Directors may in their discretion deem necessary and to do all such acts and things as the Directors may deem fit or expedient in the best interests of the Company."

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Ordinary Resolution 8	Votes For			Votes Against			Results
	No. of Shares	%	No. of Shareholders	No. of Shares	%	No. of Shareholders	
<i>Tier 1 – Large Shareholders</i> Retention of Encik Mohamed Akwal Bin Sultan Mohamad as Independent Director	1,247,670,194	100.00	2	0	0.00	0	ACCEPTED
<i>Tier 2 – Other Shareholders</i> Retention of Encik Mohamed Akwal Bin Sultan Mohamad as Independent Director	920,758,110	100.00	38	0	0.00	0	ACCEPTED

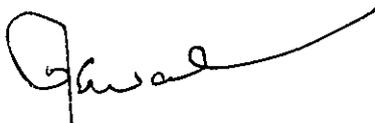
The Chairman of the Meeting declared that Ordinary Resolution 8 was duly accepted. Accordingly, it was unanimously RESOLVED:-

“THAT approval be and is hereby given to Encik Mohamed Akwal Bin Sultan Mohamad, who has served as an Independent Director of the Company for a cumulative term of more than nine (9) years, to continue to act as an Independent Director of the Company until the conclusion of the next AGM in year 2026 in accordance with the Malaysian Code on Corporate Governance.”

CONCLUSION

There being no other business to be transacted, the Meeting concluded at 10.50 a.m. with a vote of thanks to the Chair.

SIGNED AS A CORRECT RECORD



CHAIRMAN