

META BRIGHT GROUP BERHAD
(Formerly known as Eastland Equity Bhd.)
(Registration No. 200001013359 (515965-A))
(Incorporated in Malaysia)

MINUTES OF THE EXTRAORDINARY GENERAL MEETING OF THE COMPANY HELD AT MERBOK ROOM, LEVEL 6, THE GRAND RENAI HOTEL, KOTA SRI MUTIARA, JALAN SULTAN YAHYA PETRA, 15150 KOTA BHARU, KELANTAN ON TUESDAY, 23 MAY 2023 AT 10.00 A.M.

DIRECTORS

Encik Mohamed Akwal Bin Sultan Mohamad
Dato' Lee Wai Mun, DIMP., JP.
Mr Lee Chee Kiang
Mr Tan Chin Hong
Mr Phang Kiew Lim
Puan Masleena Binti Zaid
Mr Ong Lu Yuan

IN ATTENDANCE:

Ms Leong Chia Wen - Representing the Company Secretary

BY INVITATION:

As Per Attendance List

The shareholders and proxyholders who attended the Meeting are set out in the Attendance Lists attached and shall form an integral part of these Minutes.

CHAIRMAN

Encik Mohamed Akwal Bin Sultan Mohamad being the Chairman of the Board of Directors presided as Chairman of the Meeting and welcomed all members to the Meeting.

The Chairman thereafter introduced the Board of Directors ("**the Board**"), the Company Secretary and Advisors to the shareholders.

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 Extraordinary General Meeting ("**EGM**") was taken as read. The Chairman then proceeded with the business of the EGM.

META BRIGHT GROUP BERHAD

(Formerly known as Eastland Equity Bhd.)

(Registration No. 200001013359 (515965-A))

- Minutes of the Extraordinary General Meeting held on 23 May 2023

As part of good corporate governance, the Chairman reported that the Company had received a total of 21 proxy forms from shareholders for a total of One Billion Eight Hundred Seventeen Million Seven Hundred Eight Thousand Three Hundred and Seventy Six (1,817,708,376) ordinary shares representing 77.78% of the total number of issued shares of the Company.

VOTING BY POLL

The Chairman informed that all the Ordinary Resolutions set out in the Notice of the EGM must be voted by poll. The polling process for the resolutions would be conducted upon completion of the deliberation of the items on the Notice of the EGM.

The Chairman then exercised his right as the Chairman of the Meeting to demand for a poll in accordance with Clause 78(a) of the Constitution of the Company in respect of the resolutions which would be put to vote at the Meeting.

The Chairman of the Meeting further informed that the Company had appointed GovernAce Advisory & Solutions Sdn. Bhd. as the independent scrutineers to facilitate the poll process. The Meeting shall go through the motions and proceed with the polling process after the motions have been tabled.

The Chairman of the Meeting proceeded with the resolutions set out in the Notice of the EGM.

ORDINARY RESOLUTION 1

PROPOSED ESTABLISHMENT OF AN EMPLOYEES' SHARES SCHEME ("ESS" OR "SCHEME") OF UP TO 15% OF THE TOTAL NUMBER OF ISSUED ORDINARY SHARES IN MBGB (EXCLUDING TREASURY SHARES, IF ANY) AT ANY POINT IN TIME DURING THE TENURE OF THE SCHEME, FOR THE ELIGIBLE DIRECTORS AND EMPLOYEES OF MBGB AND ITS SUBSIDIARIES ("MBGB GROUP") (EXCLUDING DORMANT SUBSIDIARIES) ("PROPOSED ESS")

The Ordinary Resolution 1 was on the Proposed ESS.

The Chairman then informed that as stated in the Circular to Shareholders dated 28 April 2023, none of the Directors, chief executive and major shareholders were interested in the Proposed ESS. The Directors, chief executive and employee who is a major shareholder of the Company were only deemed interested in respect of their respective allocations, as well as allocations to persons connected with them, if any, under the Proposed ESS.

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

ORDINARY RESOLUTION 2

PROPOSED ALLOCATION OF AWARDS TO MOHAMED AKWAL BIN SULTAN MOHAMAD PURSUANT TO THE PROPOSED ESS ("PROPOSED ALLOCATION OF AWARDS TO MOHAMED AKWAL BIN SULTAN MOHAMAD")

META BRIGHT GROUP BERHAD

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(Registration No. 200001013359 (515965-A))

- Minutes of the Extraordinary General Meeting held on 23 May 2023

The Ordinary Resolution 2 was on the Proposed Allocation of Awards to Mohamed Akwal Bin Sultan Mohamad.

The Chairman informed the meeting that as he was interested in the motion, he had invited Mr Ong Lu Yuan, the Independent Non-Executive Director of the Company, to take over the Chair.

Mr Ong Lu Yuan then informed that Encik Mohamed Akwal Bin Sultan Mohamad would abstain from deliberating and voting on the said resolution and ensure that persons connected to him would also abstain from voting on this resolution as well as the resolutions pertaining to the allocations to persons connected with him (if any).

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

Mr Ong Lu Yuan handed the chair back to Encik Mohamed Akwal Bin Sultan Mohamad to continue with the meeting proceeding.

ORDINARY RESOLUTION 3

PROPOSED ALLOCATION OF AWARDS TO LEE CHEE KIANG PURSUANT TO THE PROPOSED ESS (“PROPOSED ALLOCATION OF AWARDS TO LEE CHEE KIANG”)

The Ordinary Resolution 3 was on the Proposed Allocation of Awards to Lee Chee Kiang.

The Chairman then informed that Mr Lee Chee Kiang would abstain from deliberating and voting on the said resolution and ensure that persons connected to him would also abstain from voting on this resolution as well as the resolutions pertaining to the allocations to persons connected with him (if any).

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

ORDINARY RESOLUTION 4

PROPOSED ALLOCATION OF AWARDS TO DATO’ LEE WAI MUN, DIMP., JP. PURSUANT TO THE PROPOSED ESS (“PROPOSED ALLOCATION OF AWARDS TO DATO’ LEE WAI MUN, DIMP., JP.”)

The Ordinary Resolution 4 was on the Proposed Allocation of Awards to Dato’ Lee Wai Mun, DIMP., JP..

The Chairman then informed that Dato’ Lee Wai Mun, DIMP., JP. would abstain from deliberating and voting on the said resolution and ensure that persons connected to him would also abstain from voting on this resolution as well as the resolutions pertaining to the allocations to persons connected with him (if any).

META BRIGHT GROUP BERHAD

(Formerly known as Eastland Equity Bhd.)

(Registration No. 200001013359 (515965-A))

- Minutes of the Extraordinary General Meeting held on 23 May 2023

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

ORDINARY RESOLUTION 5

PROPOSED ALLOCATION OF AWARDS TO TAN CHIN HONG PURSUANT TO THE PROPOSED ESS (“PROPOSED ALLOCATION OF AWARDS TO TAN CHIN HONG”)

The Ordinary Resolution 5 was on the Proposed Allocation of Awards to Tan Chin Hong.

The Chairman then informed that Mr Tan Chin Hong would abstain from deliberating and voting on the said resolution and ensure that persons connected to him would also abstain from voting on this resolution as well as the resolutions pertaining to the allocations to persons connected with him (if any).

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

ORDINARY RESOLUTION 6

PROPOSED ALLOCATION OF AWARDS TO PHANG KIEW LIM PURSUANT TO THE PROPOSED ESS (“PROPOSED ALLOCATION OF AWARDS TO PHANG KIEW LIM”)

The Ordinary Resolution 6 was on the Proposed Allocation of Awards to Phang Kiew Lim.

The Chairman then informed that Mr Phang Kiew Lim would abstain from deliberating and voting on the said resolution and ensure that persons connected to him would also abstain from voting on this resolution as well as the resolutions pertaining to the allocations to persons connected with him (if any).

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

ORDINARY RESOLUTION 7

PROPOSED ALLOCATION OF AWARDS TO MASLEENA BINTI ZAID PURSUANT TO THE PROPOSED ESS (“PROPOSED ALLOCATION OF AWARDS TO MASLEENA BINTI ZAID”)

The Ordinary Resolution 7 was on the Proposed Allocation of Awards to Masleena Binti Zaid.

The Chairman then informed that Puan Masleena Binti Zaid would abstain from deliberating and voting on the said resolution and ensure that persons connected to her would also abstain from voting on this resolution as well as the resolutions pertaining to the allocations to persons connected with her (if any).

META BRIGHT GROUP BERHAD

(Formerly known as Eastland Equity Bhd.)

(Registration No. 200001013359 (515965-A))

- Minutes of the Extraordinary General Meeting held on 23 May 2023

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

ORDINARY RESOLUTION 8

PROPOSED ALLOCATION OF AWARDS TO ONG LU YUAN PURSUANT TO THE PROPOSED ESS (“PROPOSED ALLOCATION OF AWARDS TO ONG LU YUAN”)

The Ordinary Resolution 8 was on the Proposed Allocation of Awards to Ong Lu Yuan.

The Chairman then informed that Mr Ong Lu Yuan would abstain from deliberating and voting on the said resolution and ensure that persons connected to him would also abstain from voting on this resolution as well as the resolutions pertaining to the allocations to persons connected with him (if any).

There being no question from the shareholders and proxies, the Ordinary Resolution 8 was tabled and voted by poll.

ORDINARY RESOLUTION 9

PROPOSED ALLOCATION OF AWARDS TO TAN CHIN HAO PURSUANT TO THE PROPOSED ESS (“PROPOSED ALLOCATION OF AWARDS TO TAN CHIN HAO”)

The Ordinary Resolution 9 was on the Proposed Allocation of Awards to Tan Chin Hao.

The Chairman then informed that Mr Tan Chin Hao would abstain from deliberating and voting on the said resolution and ensure that persons connected to him would also abstain from voting on this resolution as well as the resolutions pertaining to the allocations to persons connected with him (if any).

There being no question from the shareholders and proxies, the Ordinary Resolution 9 was tabled and voted by poll.

BALLOTING PROCESS

Upon the polling process briefing, the shareholders and proxies proceed to cast their votes. The Chairman then adjourned the Meeting for 15 minutes at 10.25 a.m. for the Scrutineers to tabulate the results of the poll.

ANNOUNCEMENT OF POLL RESULTS FOR RESOLUTIONS

The Meeting resumed at 10.40 a.m. for the declaration of the results of the poll.

The Chairman of the Meeting called the Meeting to order for the declaration of results. He informed that he had received the poll results from the Scrutineer, GovernAce Advisory & Solutions Sdn. Bhd..

META BRIGHT GROUP BERHAD

(Formerly known as Eastland Equity Bhd.)

(Registration No. 200001013359 (515965-A))

- Minutes of the Extraordinary General Meeting held on 23 May 2023

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

ORDINARY RESOLUTION 1

- PROPOSED ESS

Ordinary Resolution	Votes For			Votes Against			Results
	No. of Shares	%	No. of Shareholders	No. of Shares	%	No. of Shareholders	
Proposed establishment of an Employees' Shares Scheme ("ESS" or "Scheme") of up to 15% of the total number of issued ordinary shares in MBGB (excluding treasury shares, if any) at any point in time during the tenure of the scheme, for the eligible Directors and employees of MBGB and its subsidiaries ("MBGB Group") (excluding dormant subsidiaries) ("Proposed ESS")	1,818,996,176	100	24	0	0	0	Accepted

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

"THAT subject to the approvals of all relevant authorities and/or parties being obtained (where applicable) and to the extent permitted by law and the Constitution of the Company, approval be and is hereby given to the Board of Directors of the Company to:

- (i) establish, implement and administer the Proposed ESS for the benefit of the eligible directors and employees of MBGB Group (excluding subsidiaries which are dormant and/or subsidiaries not incorporated in Malaysia) who meet the criteria of eligibility for participation in the Proposed ESS and to implement and administer the same in accordance with the By-Laws governing the terms, rules and conditions of the Proposed ESS ("**By-Laws**") a draft of which is set out in Appendix I of the circular to shareholders of MBGB dated 28 April 2023 ("**Circular**");
- (ii) allot and issue and/or procure the transfer of such number of new or existing ordinary shares in the Company ("**MBGB Shares**") (as adjusted or modified from time to time pursuant to the By-Laws) from time to time as may be required for the purpose of or in connection with the Proposed ESS, provided that the total number of MBGB Shares be allotted and issued and/or transferred pursuant to granting of MBGB Shares ("**Shares Grant**") and/or options to subscribe for MBGB Shares ("**ESS Options**") (collectively "**Awards**") to eligible Director(s) (including non-executive Directors) and eligible

META BRIGHT GROUP BERHAD

(Formerly known as Eastland Equity Bhd.)

(Registration No. 200001013359 (515965-A))

- Minutes of the Extraordinary General Meeting held on 23 May 2023

employees of the MBGB Group in relation to the Proposed ESS shall not exceed 15% in aggregate of the total number of issued shares of the Company (excluding treasury shares, if any) at any point in time throughout the duration of the Proposed ESS and such new MBGB Shares shall upon allotment and issuance, carry the same rights as the existing MBGB Shares, save and except that the new MBGB Shares would not be entitled to dividend, rights, allotments and/or other forms of distribution which may be declared, made or paid to shareholders of MBGB, the entitlement date of which is prior to the date of allotment of new MBGB Shares to be issued pursuant to the Awards;

- (iii) appoint and authorise a committee (“**ESS Committee**”) by which the Proposed ESS will be administered in accordance with the By-Laws by the said ESS Committee, who will be responsible for, amongst others, implementing and administering the Proposed ESS. The members of the ESS Committee shall comprise such number of Directors and/or senior management personnel of the Group to be identified from time to time;
- (iv) make the necessary application to Bursa Malaysia Securities Berhad (“**Bursa Securities**”) for permission to deal in and for the listing and quotation of the new MBGB Shares (as adjusted or modified from time to time pursuant to the By-Laws) that may hereafter from time to time be allotted and issued pursuant to the Proposed ESS; and
- (v) do all such acts, execute all such documents and to enter into all such transactions, arrangements and agreements, deeds or undertakings and to make such rules and regulations, or to impose such terms and conditions or delegate part of its power as may be necessary or expedient in order to give full effect to the Proposed ESS and the terms of the By-Laws;

THAT the pre-emptive rights of the existing shareholders to be offered with new shares in the Company in proportion to their shareholding in the Company pursuant to Section 85 of the Companies Act, 2016 (“**Act**”) and Clause 59 of the Constitution of the Company be and is hereby waived in respect of the issuance and allotment and/or transfer of the new or existing MBGB Shares in relation to the Proposed ESS;

AND THAT the By-Laws which is in compliance with the Main Market Listing Requirements of Bursa Securities, be and is hereby approved and adopted and the Directors of the Company be and are hereby authorised to give effect to the Proposed ESS with full power to modify and/or amend the By-Laws from time to time as may be required or deemed necessary in accordance with the provisions of the By-Laws relating to amendments and/or modifications and to assent to any conditions, modifications, revaluations, variations and/or amendments as may be required by any relevant authorities and to deal with all matters relating thereto and to take all such steps and do all acts and things in any manner as they may deem necessary or expedient to implement, finalise and give full effect to the Proposed ESS.”

META BRIGHT GROUP BERHAD*(Formerly known as Eastland Equity Bhd.)*

(Registration No. 200001013359 (515965-A))

*- Minutes of the Extraordinary General Meeting held on 23 May 2023***ORDINARY RESOLUTION 2****- PROPOSED ALLOCATION OF AWARDS TO MOHAMED AKWAL BIN SULTAN MOHAMAD**

Ordinary Resolution	Votes For			Votes Against			Results
	No. of Shares	%	No. of Shareholders	No. of Shares	%	No. of Shareholders	
Proposed Allocation of Awards to Mohamed Akwal Bin Sultan Mohamad pursuant to the Proposed ESS (“ Proposed Allocation of Awards to Mohamed Akwal Bin Sultan Mohamad ”)	1,818,996,176	100	24	0	0	0	Accepted

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

“**THAT**, subject to the passing of Ordinary Resolution 1 above and the approvals of all the relevant authorities being obtained, approval be and is hereby given to the Board to authorise the ESS Committee from time to time throughout the duration of the Proposed ESS, to offer and grant the Awards to Mohamed Akwal Bin Sultan Mohamad, being the Chairman and Independent Non-Executive Director of the Company, of not more than 1% of the total number of MBGB Shares to be issued under the Proposed ESS, subject always to such terms and conditions of the By-Laws and/or any adjustment which may be made in accordance with provisions of the By-Laws;

AND THAT the pre-emptive rights of the existing shareholders to be offered with new shares in the Company in proportion to their shareholding in the Company pursuant to Section 85 of the Act and Clause 59 of the Constitution of the Company be and is hereby waived in respect of the issuance and allotment and/or transfer of the new or existing MBGB Shares in relation to the Proposed Allocation of Awards to Mohamed Akwal Bin Sultan Mohamad.”

ORDINARY RESOLUTION 3**- PROPOSED ALLOCATION OF AWARDS TO LEE CHEE KIANG**

Ordinary Resolution	Votes For			Votes Against			Results
	No. of Shares	%	No. of Shareholders	No. of Shares	%	No. of Shareholders	
Proposed Allocation of Awards to Lee Chee Kiang pursuant to the Proposed ESS (“ Proposed Allocation of Awards to Lee Chee Kiang ”)	1,725,259,376	100	23	0	0	0	Accepted

META BRIGHT GROUP BERHAD

(Formerly known as Eastland Equity Bhd.)

(Registration No. 200001013359 (515965-A))

- Minutes of the Extraordinary General Meeting held on 23 May 2023

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

“**THAT**, subject to the passing of Ordinary Resolution 1 above and the approvals of all the relevant authorities being obtained, approval be and is hereby given to the Board to authorise the ESS Committee from time to time throughout the duration of the Proposed ESS, to offer and grant the Awards to Lee Chee Kiang, being the Managing Director of the Company, of not more than 20% of the total number of MBGB Shares to be issued under the Proposed ESS, subject always to such terms and conditions of the By-Laws and/or any adjustment which may be made in accordance with provisions of the By-Laws;

AND THAT the pre-emptive rights of the existing shareholders to be offered with new shares in the Company in proportion to their shareholding in the Company pursuant to Section 85 of the Act and Clause 59 of the Constitution of the Company be and is hereby waived in respect of the issuance and allotment and/or transfer of the new or existing MBGB Shares in relation to the Proposed Allocation of Awards to Lee Chee Kiang.”

ORDINARY RESOLUTION 4

- PROPOSED ALLOCATION OF AWARDS TO DATO’ LEE WAI MUN, DIMP., JP.

Ordinary Resolution	Votes For			Votes Against			Results
	No. of Shares	%	No. of Shareholders	No. of Shares	%	No. of Shareholders	
Proposed Allocation of Awards to Dato’ Lee Wai Mun, DIMP., JP. pursuant to the Proposed ESS (“ Proposed Allocation of Awards to Dato’ Lee Wai Mun, DIMP., JP. ”)	629,100,168	100	21	0	0	0	Accepted

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

“**THAT**, subject to the passing of Ordinary Resolution 1 above and the approvals of all the relevant authorities being obtained, approval be and is hereby given to the Board to authorise the ESS Committee from time to time throughout the duration of the Proposed ESS, to offer and grant the Awards to Dato’ Lee Wai Mun, DIMP., JP., being the Executive Director of the Company, of not more than 10% of the total number of MBGB Shares to be issued under the Proposed ESS, subject always to such terms and conditions of the By-Laws and/or any adjustment which may be made in accordance with provisions of the By-Laws;

AND THAT the pre-emptive rights of the existing shareholders to be offered with new shares in the Company in proportion to their shareholding in the Company pursuant to Section 85 of the Act and Clause 59 of the Constitution of the Company be and is hereby waived in respect of the issuance and allotment and/or transfer of the new or existing MBGB Shares in relation to the Proposed Allocation of Awards to Dato’ Lee Wai Mun, DIMP., JP..”

META BRIGHT GROUP BERHAD

(Formerly known as Eastland Equity Bhd.)

(Registration No. 200001013359 (515965-A))

- Minutes of the Extraordinary General Meeting held on 23 May 2023

ORDINARY RESOLUTION 5**- PROPOSED ALLOCATION OF AWARDS TO TAN CHIN HONG**

Ordinary Resolution	Votes For			Votes Against			Results
	No. of Shares	%	No. of Shareholders	No. of Shares	%	No. of Shareholders	
Proposed Allocation of Awards to Tan Chin Hong pursuant to the Proposed ESS (“Proposed Allocation of Awards to Tan Chin Hong”)	1,818,996,176	100	24	0	0	0	Accepted

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

“**THAT**, subject to the passing of Ordinary Resolution 1 above and the approvals of all the relevant authorities being obtained, approval be and is hereby given to the Board to authorise the ESS Committee from time to time throughout the duration of the Proposed ESS, to offer and grant the Awards to Tan Chin Hong, being the Executive Director of the Company, of not more than 10% of the total number of MBGB Shares to be issued under the Proposed ESS, subject always to such terms and conditions of the By-Laws and/or any adjustment which may be made in accordance with provisions of the By-Laws;

AND THAT the pre-emptive rights of the existing shareholders to be offered with new shares in the Company in proportion to their shareholding in the Company pursuant to Section 85 of the Act and Clause 59 of the Constitution of the Company be and is hereby waived in respect of the issuance and allotment and/or transfer of the new or existing MBGB Shares in relation to the Proposed Allocation of Awards to Tan Chin Hong.”

ORDINARY RESOLUTION 6**- PROPOSED ALLOCATION OF AWARDS TO PHANG KIEW LIM**

Ordinary Resolution	Votes For			Votes Against			Results
	No. of Shares	%	No. of Shareholders	No. of Shares	%	No. of Shareholders	
Proposed Allocation of Awards to Phang Kiew Lim pursuant to the Proposed ESS (“Proposed Allocation of Awards to Phang Kiew Lim”)	1,818,996,176	100	24	0	0	0	Accepted

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

META BRIGHT GROUP BERHAD

(Formerly known as Eastland Equity Bhd.)

(Registration No. 200001013359 (515965-A))

- Minutes of the Extraordinary General Meeting held on 23 May 2023

“**THAT**, subject to the passing of Ordinary Resolution 1 above and the approvals of all the relevant authorities being obtained, approval be and is hereby given to the Board to authorise the ESS Committee from time to time throughout the duration of the Proposed ESS, to offer and grant the Awards to Phang Kiew Lim, being the Executive Director of the Company, of not more than 20% of the total number of MBGB Shares to be issued under the Proposed ESS, subject always to such terms and conditions of the By-Laws and/or any adjustment which may be made in accordance with provisions of the By-Laws;

AND THAT the pre-emptive rights of the existing shareholders to be offered with new shares in the Company in proportion to their shareholding in the Company pursuant to Section 85 of the Act and Clause 59 of the Constitution of the Company be and is hereby waived in respect of the issuance and allotment and/or transfer of the new or existing MBGB Shares in relation to the Proposed Allocation of Awards to Phang Kiew Lim.”

ORDINARY RESOLUTION 7**- PROPOSED ALLOCATION OF AWARDS TO MASLEENA BINTI ZAID**

Ordinary Resolution	Votes For			Votes Against			Results
	No. of Shares	%	No. of Shareholders	No. of Shares	%	No. of Shareholders	
Proposed Allocation of Awards to Masleena Binti Zaid pursuant to the Proposed ESS (“ Proposed Allocation of Awards to Masleena Binti Zaid ”)	1,818,996,176	100	24	0	0	0	Accepted

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

“**THAT**, subject to the passing of Ordinary Resolution 1 above and the approvals of all the relevant authorities being obtained, approval be and is hereby given to the Board to authorise the ESS Committee from time to time throughout the duration of the Proposed ESS, to offer and grant the Awards to Masleena Binti Zaid, being the Independent Non-Executive Director of the Company, of not more than 1% of the total number of MBGB Shares to be issued under the Proposed ESS, subject always to such terms and conditions of the By-Laws and/or any adjustment which may be made in accordance with provisions of the By-Laws;

AND THAT the pre-emptive rights of the existing shareholders to be offered with new shares in the Company in proportion to their shareholding in the Company pursuant to Section 85 of the Act and Clause 59 of the Constitution of the Company be and is hereby waived in respect of the issuance and allotment and/or transfer of the new or existing MBGB Shares in relation to the Proposed Allocation of Awards to Masleena Binti Zaid.”

META BRIGHT GROUP BERHAD

(Formerly known as Eastland Equity Bhd.)

(Registration No. 200001013359 (515965-A))

- Minutes of the Extraordinary General Meeting held on 23 May 2023

ORDINARY RESOLUTION 8**- PROPOSED ALLOCATION OF AWARDS TO ONG LU YUAN**

Ordinary Resolution	Votes For			Votes Against			Results
	No. of Shares	%	No. of Shareholders	No. of Shares	%	No. of Shareholders	
Proposed Allocation of Awards to Ong Lu Yuan pursuant to the Proposed ESS (“Proposed Allocation of Awards to Ong Lu Yuan”)	1,818,996,176	100	24	0	0	0	Accepted

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

“**THAT**, subject to the passing of Ordinary Resolution 1 above and the approvals of all the relevant authorities being obtained, approval be and is hereby given to the Board to authorise the ESS Committee from time to time throughout the duration of the Proposed ESS, to offer and grant the Awards to Ong Lu Yuan, being the Independent Non-Executive Director of the Company, of not more than 1% of the total number of MBGB Shares to be issued under the Proposed ESS, subject always to such terms and conditions of the By-Laws and/or any adjustment which may be made in accordance with provisions of the By-Laws;

AND THAT the pre-emptive rights of the existing shareholders to be offered with new shares in the Company in proportion to their shareholding in the Company pursuant to Section 85 of the Act and Clause 59 of the Constitution of the Company be and is hereby waived in respect of the issuance and allotment and/or transfer of the new or existing MBGB Shares in relation to the Proposed Allocation of Awards to Ong Lu Yuan.”

ORDINARY RESOLUTION 9**- PROPOSED ALLOCATION OF AWARDS TO TAN CHIN HAO**

Ordinary Resolution	Votes For			Votes Against			Results
	No. of Shares	%	No. of Shareholders	No. of Shares	%	No. of Shareholders	
Proposed Allocation of Awards to Tan Chin Hao pursuant to the Proposed ESS (“Proposed Allocation of Awards to Tan Chin Hao”)	1,818,996,176	100	24	0	0	0	Accepted

The Chairman of the Meeting declared that the Ordinary Resolution 9 was duly accepted. Accordingly, it was RESOLVED:-

META BRIGHT GROUP BERHAD

(Formerly known as Eastland Equity Bhd.)

(Registration No. 200001013359 (515965-A))

- Minutes of the Extraordinary General Meeting held on 23 May 2023

“**THAT**, subject to the passing of Ordinary Resolution 1 above and the approvals of all the relevant authorities being obtained, approval be and is hereby given to the Board to authorise the ESS Committee from time to time throughout the duration of the Proposed ESS, to offer and grant the Awards to Tan Chin Hao, being the Director of a subsidiary of the Company and person connected with Tan Chin Hong by virtue of him being the brother of Tan Chin Hong, of not more than 2% of the total number of MBGB Shares to be issued under the Proposed ESS, subject always to such terms and conditions of the By-Laws and/or any adjustment which may be made in accordance with provisions of the By-Laws;

AND THAT the pre-emptive rights of the existing shareholders to be offered with new shares in the Company in proportion to their shareholding in the Company pursuant to Section 85 of the Act and Clause 59 of the Constitution of the Company be and is hereby waived in respect of the issuance and allotment and/or transfer of the new or existing MBGB Shares in relation to the Proposed Allocation of Awards to Tan Chin Hao.”

CONCLUSION

There being no other business to be transacted, the Meeting closed at 10.46 a.m. with a vote of thanks to the Chair.

SIGNED AS A CORRECT RECORD

-Signed-

CHAIRMAN