

SUNWAY HEALTHCARE HOLDINGS BERHAD

(REGISTRATION NO. 202101000296 (1400594-U))
(Incorporated in Malaysia)

MINUTES OF THE FIRST ANNUAL GENERAL MEETING (“1st AGM” or “MEETING”) OF SUNWAY HEALTHCARE HOLDINGS BERHAD (“SHH” OR “COMPANY”) HELD ON A HYBRID BASIS AT BOARD ROOM, LEVEL 19, MENARA SUNWAY, JALAN LAGOON TIMUR, BANDAR SUNWAY, 47500 SUBANG JAYA, SELANGOR DARUL EHSAN ON THURSDAY, 12 MARCH 2026 AT 3:00 P.M.

PRESENT : **Shareholders/Corporate Representative/Proxies**
Mr Chen Kok Peng (Clement)
(Corporate Representative of Sunway City Sdn Bhd)
Mr Tan Choon Hong*
(Corporate Representative of Greenwood Capital Private Limited)

Board of Directors (“Board”)

Tan Sri Dato’ Seri Dr Jeffrey Cheah Fook Ling KBE AO
(Chairman)
Tengku Nurul Azian Binti Tengku Shahrizan*
Datuk Dr. Muhammad Radzi Bin Abu Hassan*
Ms Wai Sow Fun*
Dato’ Lau Beng Long*

INVITEES : Datin Paduka Sarena Cheah Yean Tih
(Alternate Director: Tan Sri Dato’ Seri Dr Jeffrey Cheah Fook Ling KBE AO)
Ms Yong Siew Mee (Emma)*
(Senior Executive, Secretarial)
Ms Yvonne Leong Yi Wen
(Senior Executive, Secretarial)
Ms Yaw Mei Hui*
(Senior Executive, Secretarial)

IN ATTENDANCE : Ms Lee Poh Yean (Felicia)
(Company Secretary)

* via video conferencing

1.0 COMMENCEMENT OF MEETING AND CONFIRMATION OF QUORUM

1.1 CHAIRMAN

Tan Sri Dato’ Seri Dr Jeffrey Cheah Fook Ling KBE AO (“**Tan Sri Chairman**”), the Chairman of the Board, presided as Chairman of the Meeting. On behalf of the Board, Tan Sri Chairman welcomed all attendees present at the Meeting.

1.2 QUORUM

With the confirmation from the Company Secretary on the presence of a requisite quorum pursuant to Clause 68 of the Company’s Constitution, Tan Sri Chairman called the Meeting to order.

2.0 NOTICE OF MEETING

2.1 Upon enquiry from Tan Sri Chairman, the Company Secretary confirmed that unanimous consents were received from Corporate Representatives of Sunway City Sdn Bhd and Greenwood Capital Private Limited to waive the twenty-one (21) days’ notice under Section 316(2) of the Companies Act 2016 (“**Act**”), and pursuant to Section 316(3) of the Act and Clause 65 of the Company’s Constitution, all necessary letters of consent to short notice had been signed and were in order. The Notice convening the Meeting was duly sent on 10 March 2026.

- 2.2 With the permission by Shareholders present at the Meeting, Tan Sri Chairman declared that the Notice of Meeting duly issued on short notice be taken as read.

3.0 VOTING PROCEDURES

- 3.1 Tan Sri Chairman informed the Meeting that all resolutions on the Agenda would be voted by way of poll in accordance with Clause 75 of the Company's Constitution. Each member's voting entitlement was based on the number of shares held. Tan Sri Chairman exercised his right as the Chairman of the Meeting to demand for a poll in accordance with Clause 75 of the Company's Constitution on voting of all proposed resolutions as set out in the Notice of 1st AGM which was to be conducted via electronic voting method ("e-voting").
- 3.2 For the efficient running of the Meeting, e-voting for each of the resolutions, as set out in the Notice of 1st AGM, would take place only upon the conclusion of deliberations of all the businesses transacted at the 1st AGM.

4.0 AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 TOGETHER WITH THE DIRECTORS' AND AUDITORS' REPORTS THEREON

- 4.1 The Audited Financial Statements and the Directors' and Auditors' Reports for the financial year ended (FYE) 31 December 2025 were tabled at the Meeting and taken as read by the Shareholders.
- 4.2 Tan Sri Chairman informed the Meeting that the Audited Financial Statements and the Directors' and Auditors' Reports for the FYE 31 December 2025 were meant for discussion only and did not require the approval of Shareholders. Hence, it would not be put forward for voting. As there was no question raised from the Shareholders, Tan Sri Chairman declared that the Audited Financial Statements for the FYE 31 December 2025 together with the Directors' and Auditors' Reports thereon were duly received and laid at the Meeting in accordance with Section 340(1)(a) of the Act.

5.0 ORDINARY RESOLUTION 1 PAYMENT OF DIRECTORS' FEES AND BOARD COMMITTEES' FEES TO NON-EXECUTIVE DIRECTORS

- 5.1 The second Agenda was to seek the shareholders' approval for Ordinary Resolution 1, which related to the payment of Directors' fees and Board Committees' fees amounting to RM158,602.65 to Non-Executive Directors for the FYE 31 December 2025.

6.0 ORDINARY RESOLUTION 2 PAYMENT OF BENEFITS PAYABLE TO NON-EXECUTIVE DIRECTORS

- 6.1 The third Agenda was to consider and approve Ordinary Resolution 2, on the payment of benefits payable to Non-Executive Directors of up to RM230,000 in aggregate for the period from 21 July 2025 until the conclusion of the next Annual General Meeting of the Company to be held in 2027. The benefits payable comprised mainly of meeting allowances.

7.0 ORDINARY RESOLUTIONS 3, 4, 5 AND 6 RE-ELECTION OF DIRECTORS

- 7.1 The fourth Agenda was to consider and approve Ordinary Resolutions 3, 4, 5 and 6 on the re-election of Tan Sri Dato' Seri Dr Jeffrey Cheah Fook Ling KBE AO, Dato' Lau Beng Long, Datuk Dr. Muhammad Radzi bin Abu Hassan and Ms Wai Sow Fun, who were retiring pursuant to Clause 108(1) of the Company's Constitution. All the retiring Directors, being eligible, have offered themselves for re-election.

- 7.2 The Nomination and Remuneration Committee of the Company (“**NRC**”) had assessed the retiring directors’ performances and recommended them as suitable for re-election as Directors. All retiring directors have contributed positively to the Board discussion and decision making and were effective and committed to all meetings.

8.0 ORDINARY RESOLUTION 7
RE-APPOINTMENT OF MESSRS BDO PLT AS AUDITORS OF THE COMPANY

- 8.1 The fifth Agenda was to consider and approve Ordinary Resolution 7 on the re-appointment of Messrs BDO PLT as Auditors of the Company for the financial year ending 31 December 2026.
- 8.2 Messrs BDO PLT had indicated their willingness to continue in office for the financial year ending 31 December 2026.

9.0 ORDINARY RESOLUTION 8
RE-APPOINTMENT OF TENGKU NURUL AZIAN BINTI TENGKU SHAHRIMAN AS SENIOR INDEPENDENT NON-EXECUTIVE DIRECTOR

- 9.1 Subject to the approval of the shareholders of the Company via a two-tier voting process, the sixth Agenda was to consider and approve Ordinary Resolution 8, on the re-appointment of Tengku Nurul Azian Binti Tengku Shahrman (“**Tengku Azian**”) as Senior Independent Non-Executive Director of the Company until the conclusion of the next Annual General Meeting of the Company.
- 9.2 The NRC had assessed the performance of Tengku Azian and recommended her re-appointment as Senior Independent Non-Executive Director as she had contributed positively to the Board discussion and decision making. The NRC asserted that Tengku Azian would remain uncompromised in her exercise of independent judgement and capacity to act in the Company’s best interests when making decisions.
- 9.3 The Board had endorsed the NRC’s recommendation to seek shareholders’ approval via a two-tier voting process as stated below for the re-appointment of Tengku Azian as Senior Independent Non-Executive Director of the Company at the 1st AGM, which adopt an alternative approach to meet the intended outcome as recommended by Practice 5.3 of the Malaysian Code on Corporate Governance (“**MCCG**”) issued by the Securities Commission Malaysia:
- (a) Tier 1: Voting by all Shareholders, namely, Sunway City Sdn Bhd and Greenwood Capital Private Limited, subject to approval by Shareholder in Tier 2; and
 - (b) Tier 2: Voting by Minority Shareholder, namely, Greenwood Capital Private Limited only.
- 9.4 Tan Sri Chairman then opened the floor for any questions in relation to the resolutions. As there was no question raised, Tan Sri Chairman then proceeded with the voting session.

10.0 VOTING SESSION

- 10.1 Tan Sri Chairman put the motion of the Proposed Resolutions 1 to 7 as set out in the Agenda of the Notice of the 1st AGM for Shareholders’ approval by poll.
- 10.2 Tan Sri Chairman informed the Meeting that subject to the approval of the shareholders of the Company via a two-tier voting process as mentioned earlier, the motion of the Proposed Ordinary Resolution 8, on the re-appointment of Tengku Azian as Senior Independent Non-Executive Director of the Company until the conclusion of the next Annual General Meeting of the Company under the two-tier voting process, being an alternative approach to meet the intended outcome as recommended by Practice 5.3 of the MCCG be put for Shareholders’ approval by poll.

11.0 ANNOUNCEMENT OF POLL RESULTS

11.1 Upon closure of voting session, Tan Sri Chairman announced the poll results as follows:

Resolution	Vote For		Vote Against	
	No. of Shares	%	No. of Shares	%
Ordinary Resolution 1 Payment of Directors' Fees and Board Committees' Fees to Non-Executive Directors	10,925,157,258	100%	-	-
Ordinary Resolution 2 Payment of benefits payable to Non-Executive Directors	10,925,157,258	100%	-	-
Ordinary Resolution 3 Re-election of Tan Sri Dato' Seri Dr Jeffrey Cheah Ling KBE AO as Director	10,925,157,258	100%	-	-
Ordinary Resolution 4 Re-election of Dato' Lau Beng Long as Director	10,925,157,258	100%	-	-
Ordinary Resolution 5 Re-election of Datuk Dr Muhammad Radzi Bin Abu Hassan as Director	10,925,157,258	100%	-	-
Ordinary Resolution 6 Re-election of Ms Wai Sow Fun as Director	10,925,157,258	100%	-	-
Ordinary Resolution 7 Re-appointment of Messrs BDO PLT as Auditors	10,925,157,258	100%	-	-
Ordinary Resolution 8 Re-appointment of Tengku Nurul Azian Binti Tengku Shahrman as Senior Independent Non-Executive Director				
Tier 1: Voting by All shareholders, subject to approval by shareholder in Tier 2	10,925,157,258	100%	-	-
Tier 2: Voting by Minority shareholder only	1,748,025,162	100%	-	-

11.2 Based on the poll results, Tan Sri Chairman declared that all resolutions tabled at the 1st AGM CARRIED.

12.0 CONCLUSION

12.1 There being no other business to be transacted, the Meeting concluded at 3.40 p.m. with a vote of thanks to the Chair.

CONFIRMED AS A TRUE AND ACCURATE RECORD

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CHAIRMAN

Dated this