

**AEON CREDIT SERVICE (M) BERHAD**  
[Registration No. 199601040414 (412767-V)]  
(Incorporated in Malaysia)

**MINUTES OF THE TWENTY-EIGHTH ANNUAL GENERAL MEETING (“28TH AGM”) OF AEON CREDIT SERVICE (M) BERHAD (“AEON CREDIT” OR “THE COMPANY”) HELD AT GRAND BALLROOM, LEVEL 2, INTERCONTINENTAL KUALA LUMPUR, 165, JALAN AMPANG, 50450 KUALA LUMPUR, MALAYSIA (“MEETING VENUE”) ON WEDNESDAY, 25 JUNE 2025 AT 10.00 A.M.**

---

**PRESENT:**

**DIRECTORS**

Mr. Ng Eng Kiat (Chairman)	- Non-Independent Non-Executive Chairman/Shareholder
Mr. Daisuke Maeda	- Managing Director
Mr. S Sunthara Moorthy A/L S Subramaniam	- Independent Non-Executive Director
Datuk Adinan Bin Maning	- Senior Independent Non-Executive Director
Ms. Chin Pik Yuen	- Independent Non-Executive Director
Ms. Farah Suhanah binti Ahmad Sarji	- Independent Non-Executive Director
Mr. Wan Chee Keong	- Independent Non-Executive Director
Mr. Naoya Okada	- Non-Independent Non-Executive Director
Mr. Tsutomu Omodera	- Non-Independent Non-Executive Director
Ms. Lee Tyan Jen	- Executive Director/Shareholder

**IN ATTENDANCE**

Ms. Lee Siew Tee	- Chief Financial Officer
Ms. Samantha Tai Yit Chan	- Company Secretary
Mr. Mak Wai Kit	- Audit Engagement Partner, Deloitte PLT

The list of shareholders, corporate representatives and proxies who participated at the Meeting were set out in the Attendance Details attached and shall form an integral part of these Minutes.

**1. CHAIRMAN**

Mr. Ng Eng Kiat (“Chairman” or “Mr. Ng”), the Chairman of the Meeting, extended a warm welcome to all present at the Twenty-Eighth Annual General Meeting (“28th AGM”) of the Company.

The Chairman introduced the Board of Directors, Company Secretary, Chief Financial Officer, and the representative of Deloitte PLT, the external auditors of the Company.

## **2. QUORUM**

The Company Secretary informed that based on the report issued by the Poll Administrator, the Company has received a total of 466 proxy forms from the shareholders for a total amount of 385,914,825 ordinary shares representing 75.58% of the total issued shares of the Company.

Out of those, there were 127 shareholders who have appointed the Chairman of the Meeting as proxy to vote on their behalf and the shares so represented stood at 372,525,970, representing 72.96% of the total issued shares of the Company.

Upon confirmation of the presence of a quorum, the Chairman called the Meeting to order at 10.00 a.m.

## **3. NOTICE OF MEETING**

With the consent of the members present, the Notice convening the Meeting having been circulated for the prescribed period was taken as read. The Chairman then proceeded with the business of the Annual General Meeting (“AGM”).

## **4. ANNOUNCEMENT ON POLLING AND ADMINISTRATIVE MATTERS**

Pursuant to Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in the notice of a general meeting, must be voted on by poll. The Company is also required to appoint at least one scrutineer to verify and validate the votes cast at the general meeting.

The Chairman, in his capacity as Chairman of the Meeting, declared that all resolutions in the Notice of the 28th AGM shall be voted by poll.

The Chairman informed that the Company has appointed Boardroom Share Registrars Sdn Bhd (“Boardroom”) as Poll Administrator to conduct the poll by way of electronic voting, and Sky Corporate Services Sdn Bhd as the Scrutineer to verify and validate the poll results.

The Chairman then announced the opening of the poll and that shareholders may proceed to cast their votes until the closure of the voting session which will be announced later.

Resolution 1 to 18 are Ordinary Resolutions which require a simple majority of more than 50% of the votes from those members present in person or by proxies, and voting at this meeting.

The Chairman then invited Boardroom to present a short video presentation on the polling procedure. Following the video presentation, the Chairman proceeded to the agenda of the AGM.

**5. AGENDA 1**  
**TO RECEIVE THE AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 28 FEBRUARY 2025 (“FYE2025”) TOGETHER WITH THE REPORTS OF THE DIRECTORS AND AUDITORS THEREON**

The first item on the Agenda is to receive the audited financial statements for FYE2025 together with the Reports of the Directors and Auditors thereon.

This Agenda item is meant for discussion only, as the provisions of Sections 248(2) and 340(1)(a) of the Companies Act 2016 (“the Act”) do not require a formal approval of the shareholders for the audited financial statements. Hence, this Agenda item is not put forward for voting.

The audited financial statements for FYE2025 together with the Reports of the Directors and Auditors thereon were deemed as properly laid and duly received at the Meeting.

The Chairman then presented the Chairman’s Address to the shareholders before inviting the Managing Director, Mr. Daisuke Maeda (“Mr. Maeda” or “MD”), to brief the Meeting on the operations of the Group and the financial performance for FYE2025.

After the presentation by Mr. Maeda, the Chairman proceeded with the next agenda item.

**6. AGENDA 2**  
**ORDINARY RESOLUTION 1 - TO APPROVE THE PAYMENT OF FINAL SINGLE-TIER DIVIDEND OF 14.50 SEN PER SHARE IN RESPECT OF FYE2025**

The first resolution on the Agenda, Ordinary Resolution 1 is to approve the payment of final single-tier dividend of 14.50 sen per share in respect of FYE2025.

The proposed Ordinary Resolution 1, if passed, is for the payment of the final single-tier dividend to the depositors on 24 July 2025, whose names appear in the Record of Depositors of the Company on 3 July 2025.

The Chairman presented the motion of this resolution before the Meeting for consideration, and proceeded to the next agenda item.

**7. AGENDA 3  
ORDINARY RESOLUTION 2 - TO APPROVE THE DIRECTORS' FEES AND ALLOWANCES UP TO AN AGGREGATE AMOUNT OF RM1.518 MILLION IN RESPECT OF FYE2025 AND PAYMENT THEREOF**

---

The Chairman, Mr. Ng, as an interested party in the next three items on the Agenda, Ordinary Resolutions 2 to 4, invited Mr. Maeda to take over the Chair.

The next Agenda, Ordinary Resolution 2 is to approve the Directors' fees and allowances up to an aggregate amount of RM1.518 million in respect of FYE2025 and payment thereof.

Mr. Maeda presented the motion of this resolution before the Meeting for consideration.

Mr. Maeda then proceeded to the next agenda item.

**8. AGENDA 4  
ORDINARY RESOLUTION 3 - TO APPROVE THE BENEFITS PAYABLE TO THE CHAIRMAN/NON-INDEPENDENT NON-EXECUTIVE DIRECTOR UP TO AN AGGREGATE AMOUNT OF RM35,000 FROM 26 JUNE 2025 UNTIL THE CONCLUSION OF THE NEXT AGM OF THE COMPANY TO BE HELD IN 2026**

---

The next item on the Agenda, Ordinary Resolution 3 is to approve the benefits payable to the Chairman/Non-Independent Non-Executive Director up to an aggregate amount of RM35,000 from 26 June 2025 until the conclusion of the next AGM of the Company to be held in 2026.

Mr. Maeda presented the motion of this resolution before the Meeting for consideration.

Mr. Maeda then proceeded to the next agenda item.

**9. AGENDA 5(a)  
ORDINARY RESOLUTION 4 - TO RE-ELECT MR. NG, WHO IS RETIRING  
PURSUANT TO CLAUSE 148 OF THE CONSTITUTION OF THE COMPANY  
("CONSTITUTION")**

---

The next item on the Agenda, Ordinary Resolution 4 is the re-election of Mr. Ng, who is retiring pursuant to Clause 148 of the Constitution and being eligible, has offered himself for re-election.

Mr. Maeda presented the motion of this resolution before the Meeting for consideration.

Mr. Maeda then handed the Chair back to Mr. Ng. The Chairman thanked Mr. Maeda, and proceeded to the next agenda item.

**10. AGENDA 5(b)  
ORDINARY RESOLUTION 5 - TO RE-ELECT MR. MAEDA, WHO IS  
RETIRING PURSUANT TO CLAUSE 148 OF THE CONSTITUTION**

---

The next item on the Agenda, Ordinary Resolution 5 is the re-election of Mr. Maeda, who is retiring pursuant to Clause 148 of the Constitution and being eligible, has offered himself for re-election.

The Chairman presented the motion of this resolution before the Meeting for consideration.

The Chairman then proceeded to the next agenda item.

**11. AGENDA 5(c)  
ORDINARY RESOLUTION 6 - TO RE-ELECT MR. S SUNTHARA MOORTHY  
A/L S SUBRAMANIAM ("MR. SUNTHARA"), WHO IS RETIRING PURSUANT  
TO CLAUSE 148 OF THE CONSTITUTION**

---

The next item on the Agenda, Ordinary Resolution 6 is the re-election of Mr. Sunthara, who is retiring pursuant to Clause 148 of the Constitution and being eligible, has offered himself for re-election.

The Chairman presented the motion of this resolution before the Meeting for consideration.

The Chairman then proceeded to the next agenda item.

**12. AGENDA 5(d)  
ORDINARY RESOLUTION 7 - TO RE-ELECT DATUK ADINAN BIN MANING  
("DATUK ADINAN"), WHO IS RETIRING PURSUANT TO CLAUSE 148 OF  
THE CONSTITUTION**

---

The next item on the Agenda, Ordinary Resolution 7 is the re-election of Datuk Adinan, who is retiring pursuant to Clause 148 of the Constitution and being eligible, has offered himself for re-election.

The Chairman presented the motion of this resolution before the Meeting for consideration.

The Chairman then proceeded to the next agenda item.

**13. AGENDA 5(e)  
ORDINARY RESOLUTION 8 - TO RE-ELECT DATIN YASMIN AHMAD  
MERICAN ("DATIN YASMIN") WHO IS RETIRING PURSUANT TO CLAUSE  
148 OF THE CONSTITUTION**

---

The Chairman informed that the Company had, on 23 June 2025, received a written resignation letter from Datin Yasmin. Hence, Ordinary Resolution 8 shall be withdrawn, will no longer be applicable and will not be put forward for voting at the AGM, as announced by the Company on 23 June 2025.

The Chairman then proceeded to the next agenda item.

**14. AGENDA 5(f)  
ORDINARY RESOLUTION 9 - TO RE-ELECT MS. CHIN PIK YUEN ("MS.  
CHIN") WHO IS RETIRING PURSUANT TO CLAUSE 148 OF THE  
CONSTITUTION**

---

The next item on the Agenda, Ordinary Resolution 9 is the re-election of Ms. Chin, who is retiring pursuant to Clause 148 of the Constitution and being eligible, has offered herself for re-election.

The Chairman presented the motion of this resolution before the Meeting for consideration.

The Chairman then proceeded to the next agenda item.

**15. AGENDA 5(g)  
ORDINARY RESOLUTION 10 - TO RE-ELECT MS. LEE TYAN JEN (“MS. LEE”) WHO IS RETIRING PURSUANT TO CLAUSE 148 OF THE CONSTITUTION**

---

The next item on the Agenda, Ordinary Resolution 10 is the re-election of Ms. Lee, who is retiring pursuant to Clause 148 of the Constitution and being eligible, has offered herself for re-election.

The Chairman presented the motion of this resolution before the Meeting for consideration.

The Chairman then proceeded to the next agenda item.

**16. AGENDA 6(a)  
ORDINARY RESOLUTION 11 - TO RE-ELECT MS. FARAH SUHANAH BINTI AHMAD SARJI (“MS. FARAH”) WHO IS RETIRING PURSUANT TO CLAUSE 153 OF THE CONSTITUTION**

---

The next item on the Agenda, Ordinary Resolution 11 is the re-election of Ms. Farah, who is retiring pursuant to Clause 153 of the Constitution and being eligible, has offered herself for re-election.

The Chairman presented the motion of this resolution before the Meeting for consideration.

The Chairman then proceeded to the next agenda item.

**17. AGENDA 6(b)  
ORDINARY RESOLUTION 12 - TO RE-ELECT MR. WAN CHEE KEONG (“MR. WAN”), WHO IS RETIRING PURSUANT TO CLAUSE 153 OF THE CONSTITUTION**

---

The next item on the Agenda, Ordinary Resolution 12 is the re-election of Mr. Wan, who is retiring pursuant to Clause 153 of the Constitution and being eligible, has offered himself for re-election.

The Chairman presented the motion of this resolution before the Meeting for consideration.

The Chairman then proceeded to the next agenda item.

**18. AGENDA 6(c)  
ORDINARY RESOLUTION 13 - TO RE-ELECT MR. NAOYA OKADA (“MR. OKADA”), WHO IS RETIRING PURSUANT TO CLAUSE 153 OF THE CONSTITUTION**

---

The next item on the Agenda, Ordinary Resolution 13 is the re-election of Mr. Okada, who is retiring pursuant to Clause 153 of the Constitution and being eligible, has offered himself for re-election.

The Chairman presented the motion of this resolution before the Meeting for consideration.

The Chairman then proceeded to the next agenda item.

**19. AGENDA 6(d)  
ORDINARY RESOLUTION 14 - TO RE-ELECT MR. TSUTOMU OMODERA (“MR. OMODERA”), WHO IS RETIRING PURSUANT TO CLAUSE 153 OF THE CONSTITUTION**

---

The next item on the Agenda, Ordinary Resolution 14 is the re-election of Mr. Omodera, who is retiring pursuant to Clause 153 of the Constitution and being eligible, has offered himself for re-election.

The Chairman presented the motion of this resolution before the Meeting for consideration.

The Chairman then proceeded to the next agenda item.

**20. AGENDA 7  
ORDINARY RESOLUTION 15 - TO RE-APPOINT MESSRS. DELOITTE PLT (“DELOITTE”) AS AUDITORS OF THE COMPANY FOR THE FINANCIAL YEAR ENDING 28 FEBRUARY 2026 (“FYE2026”) AND TO AUTHORISE THE BOARD OF DIRECTORS TO DETERMINE THEIR REMUNERATION**

---

The next item on the Agenda, Ordinary Resolution 15 is the re-appointment of Deloitte as auditors of the Company for FYE2026 and to authorise the Board of Directors to determine their remuneration.

The Chairman presented the motion of this resolution before the Meeting for consideration.

The Chairman then proceeded to the next agenda item.

## **SPECIAL BUSINESS**

### **21. AGENDA 8**

#### **ORDINARY RESOLUTION 16 - AUTHORITY TO ISSUE AND ALLOT SHARES PURSUANT TO SECTIONS 75 AND 76 OF THE ACT AND WAIVER OF PRE-EMPTION RIGHTS PURSUANT TO SECTION 85 OF THE ACT**

The next item on the Agenda, Ordinary Resolution 16, is to obtain shareholders' approval for the Directors to issue and allot shares of 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, pursuant to Sections 75 and 76 of the Act, up to a maximum of ten per centum of the total number of the issued shares (excluding any treasury shares) of the Company for the time being ("Proposed General Mandate").

The Proposed General Mandate will enable the Directors to take swift action for allotment of new shares for any possible fund raising activities, including but not limited to, placing of new shares, for the purpose of funding current and/or future investment project(s), working capital, acquisition(s), and/or for the issuance of shares as settlement of purchase consideration, and to avoid delay, and cost, in convening general meetings to approve such issue of new shares.

This resolution also provides for the waiver of pre-emption rights pursuant to Section 85 of the Act. By voting in favour of Resolution 16, the shareholders of the Company would be waiving their pre-emption rights. The Resolution 16 if passed, would allow the Directors to issue new shares to any person under the Proposed General Mandate without having to offer the new Company shares to be issued equally to all existing shareholders of the Company prior to issuance.

The Chairman presented the motion of this resolution before the Meeting for consideration.

The Chairman then proceeded to the next agenda item.

### **22. AGENDA 9**

#### **ORDINARY RESOLUTION 17 - PROPOSED RENEWAL OF EXISTING SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE ("PROPOSED RENEWAL OF EXISTING SHAREHOLDERS' MANDATE")**

The next item on the Agenda, Ordinary Resolution 17 is to seek the shareholders' mandate to enable the Company and/or its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature which are necessary for the day-to-day

operations of the Company and/or its subsidiaries, subject to the transactions being carried out in the ordinary course of business of the Company and/or its subsidiaries and on normal commercial terms which are generally available to the public and not detrimental to the minority shareholders of the Company. This authority, unless revoked or varied by the Company at a general meeting, will expire at the next AGM of the Company.

The details and rationale for the shareholders' mandate are set out in the Circular to Shareholders dated 23 May 2025.

The interested Major Shareholders, AEON Financial Service Co., Ltd., AEON CO., LTD., interested Related Party, AEON CO. (M) BHD., and persons connected with them, Mr. Maeda, Mr. Okada and Mr. Omodera will abstain from voting on the resolution approving the Proposed Renewal of Existing Shareholders' Mandate.

The Chairman presented the motion of this resolution before the Meeting for consideration.

The Chairman then proceeded to the next agenda item.

**23. AGENDA 10  
ORDINARY RESOLUTION 18 - PROPOSED NEW SHAREHOLDERS'  
MANDATE FOR ADDITIONAL RECURRENT RELATED PARTY  
TRANSACTIONS OF A REVENUE OR TRADING NATURE ("PROPOSED  
NEW SHAREHOLDERS' MANDATE")**

---

The last item on the Agenda, Ordinary Resolution 18 is to seek the shareholders' mandate to enable the Company and/or its subsidiaries to enter into new additional recurrent related party transactions of a revenue or trading nature which are necessary for the day-to-day operations of the Company and/or its subsidiaries, subject to the transactions being carried out in the ordinary course of business of the Company and/or its subsidiaries and on normal commercial terms which are generally available to the public and not detrimental to the minority shareholders of the Company. This authority, unless revoked or varied by the Company at a general meeting, will expire at the next AGM of the Company.

The details and rationale for the shareholders' mandate are set out in the Circular to Shareholders dated 23 May 2025.

The interested Major Shareholders, AEON Financial Service Co., Ltd., AEON CO., LTD., interested Related Party, AEON CO. (M) BHD., and persons connected with them, Mr. Maeda, Mr. Okada and Mr. Omodera will abstain from voting on the resolution approving the Proposed New Shareholders' Mandate.

The Chairman presented the motion of this resolution before the Meeting for consideration.

The Chairman then proceeded to the next agenda item.

**24. AGENDA 11**  
**TO TRANSACT ANY OTHER BUSINESS OF WHICH DUE NOTICE SHALL HAVE BEEN GIVEN IN ACCORDANCE WITH THE ACT AND THE CONSTITUTION**

---

The Chairman informed that the Company has not received any notice to deal with any other business for which due notice is required to be given, pursuant to the Act.

**25. QUESTION AND ANSWER (“Q&A”) SESSION**

The Chairman then proceeded to the Q&A session. He informed that he and the Board will endeavour to respond to the questions submitted by shareholders, which are related to the resolutions tabled at today’s AGM. Questions which are similar or repetitive will not be repeated. This will allow opportunity for others to raise questions.

The Chairman invited Ms. Lee Siew Tee (“Ms. Lee”), the Chief Financial Officer, to address the questions received from the Minority Shareholders Watch Group (“MSWG”) and questions received from the shareholders prior to the AGM.

The list of questions and corresponding responses is attached herein as “Appendix A”.

The Meeting then proceeded with the live Q&A session. The questions were addressed by the Board of Directors and Senior Management accordingly.

The list of questions and corresponding responses is attached herein as “Appendix B”.

**26. VOTING SESSION**

The Meeting was adjourned for the voting session, and resumed at 1.00 p.m. for the declaration of the voting results.

**27. ANNOUNCEMENT OF POLL RESULTS**

The polling results verified by the Scrutineer were projected as follows:

RESOLUTION	Vote FOR			Vote AGAINST			TOTAL Vote	
	NO. OF			NO. OF			NO. OF	
	RECORDS	SHARES	%	RECORDS	SHARES	%	RECORDS	SHARES
ORDINARY RESOLUTION 1	1,326	386,601,250	99.9973	38	10,460	0.0027	1,364	386,611,710
ORDINARY RESOLUTION 2	1,281	386,514,647	99.9652	83	134,388	0.0348	1,364	386,649,035
ORDINARY RESOLUTION 3	1,285	386,517,415	99.9660	79	131,620	0.0340	1,364	386,649,035
ORDINARY RESOLUTION 4	1,269	370,650,741	95.8623	99	15,998,292	4.1377	1,368	386,649,033
ORDINARY RESOLUTION 5	1,304	386,001,947	99.8216	60	689,726	0.1784	1,364	386,691,673
ORDINARY RESOLUTION 6	1,309	386,518,471	99.9552	56	173,206	0.0448	1,365	386,691,677
ORDINARY RESOLUTION 7	1,279	372,075,673	96.2202	89	14,616,004	3.7798	1,368	386,691,677
ORDINARY RESOLUTION 8	WITHDRAWN							
ORDINARY RESOLUTION 9	1,312	386,589,260	99.9735	53	102,417	0.0265	1,365	386,691,677
ORDINARY RESOLUTION 10	1,305	385,932,958	99.8256	59	674,205	0.1744	1,364	386,607,163
ORDINARY RESOLUTION 11	1,303	386,456,297	99.9391	63	235,380	0.0609	1,366	386,691,677
ORDINARY RESOLUTION 12	1,312	386,589,476	99.9736	53	102,201	0.0264	1,365	386,691,677
ORDINARY RESOLUTION 13	1,310	386,019,174	99.8262	54	672,203	0.1738	1,364	386,691,377
ORDINARY RESOLUTION 14	1,309	386,016,470	99.8254	56	675,207	0.1746	1,365	386,691,677
ORDINARY RESOLUTION 15	1,299	385,884,564	99.7913	66	807,113	0.2087	1,365	386,691,677
ORDINARY RESOLUTION 16	1,291	372,156,864	96.2412	74	14,534,813	3.7588	1,365	386,691,677
ORDINARY RESOLUTION 17	1,308	63,280,818	99.8606	55	88,355	0.1394	1,363	63,369,173
ORDINARY RESOLUTION 18	1,305	63,276,400	99.8538	57	92,673	0.1462	1,362	63,369,073

Based on the results above, the Chairman declared that all the 17 Ordinary Resolutions were carried as follows:

**27.1 ORDINARY RESOLUTION 1  
TO APPROVE THE PAYMENT OF FINAL SINGLE-TIER DIVIDEND OF 14.50 SEN PER SHARE IN RESPECT OF THE FINANCIAL YEAR ENDED 28 FEBRUARY 2025**

THAT the payment of the final single-tier dividend of 14.50 sen per share in respect of the financial year ended 28 February 2025, be and is hereby approved.

**27.2 ORDINARY RESOLUTION 2  
TO APPROVE THE DIRECTORS' FEES AND ALLOWANCES UP TO AN AGGREGATE AMOUNT OF RM1.518 MILLION IN RESPECT OF THE FINANCIAL YEAR ENDED 28 FEBRUARY 2025 AND PAYMENT THEREOF**

THAT the Directors' fees and allowances up to an aggregate amount of RM1.518 million in respect of the financial year ended 28 February 2025 and payment thereof, be and is hereby approved.

**27.3 ORDINARY RESOLUTION 3  
TO APPROVE THE BENEFITS PAYABLE TO THE CHAIRMAN/NON-INDEPENDENT NON-EXECUTIVE DIRECTOR UP TO AN AGGREGATE AMOUNT OF RM35,000 FROM 26 JUNE 2025 UNTIL THE CONCLUSION OF THE NEXT AGM OF THE COMPANY TO BE HELD IN 2026**

THAT the benefits payable to the Chairman/Non-Independent Non-Executive Director up to an aggregate amount of RM35.000 from 26 June 2025 until the conclusion of the next Annual General Meeting of the Company to be held in 2026, be and is hereby approved.

27.4 **ORDINARY RESOLUTION 4**  
**RE-ELECTION OF NG ENG KIAT AS DIRECTOR**

THAT Mr. Ng Eng Kiat, who is retiring pursuant to Clause 148 of the Constitution of the Company and being eligible, be and is hereby re-elected as Director of the Company.

27.5 **ORDINARY RESOLUTION 5**  
**RE-ELECTION OF DAISUKE MAEDA AS DIRECTOR**

THAT Mr. Daisuke Maeda, who is retiring pursuant to Clause 148 of the Constitution of the Company and being eligible, be and is hereby re-elected as Director of the Company.

27.6 **ORDINARY RESOLUTION 6**  
**RE-ELECTION OF S SUNTHARA MOORTHY A/L S SUBRAMANIAM AS DIRECTOR**

THAT Mr. S Sunthara Moorthy A/L S Subramaniam, who is retiring pursuant to Clause 148 of the Constitution of the Company and being eligible, be and is hereby re-elected as Director of the Company.

27.7 **ORDINARY RESOLUTION 7**  
**RE-ELECTION OF DATUK ADINAN BIN MANING AS DIRECTOR**

THAT Datuk Adinan bin Maning, who is retiring pursuant to Clause 148 of the Constitution of the Company and being eligible, be and is hereby re-elected as Director of the Company.

27.8 **ORDINARY RESOLUTION 8**  
**RE-ELECTION OF DATIN YASMIN AHMAD MERICAN AS DIRECTOR**

THAT Ordinary Resolution 8 be and is hereby withdrawn.

27.9 **ORDINARY RESOLUTION 9**  
**RE-ELECTION OF CHIN PIK YUEN AS DIRECTOR**

THAT Ms. Chin Pik Yuen, who is retiring pursuant to Clause 148 of the Constitution of the Company and being eligible, be and is hereby re-elected as Director of the Company.

27.10 **ORDINARY RESOLUTION 10**  
**RE-ELECTION OF LEE TYAN JEN AS DIRECTOR**

THAT Ms. Lee Tyan Jen, who is retiring pursuant to Clause 148 of the Constitution of the Company and being eligible, be and is hereby re-elected as Director of the Company.

27.11 **ORDINARY RESOLUTION 11**  
**RE-ELECTION OF FARAH SUHANAH BINTI AHMAD SARJI AS DIRECTOR**

THAT Ms. Farah Suhanah binti Ahmad Sarji who is retiring pursuant to Clause 153 of the Constitution of the Company and being eligible, be and is hereby re-elected as Director of the Company.

27.12 **ORDINARY RESOLUTION 12**  
**RE-ELECTION OF WAN CHEE KEONG AS DIRECTOR**

THAT Mr. Wan Chee Keong who is retiring pursuant to Clause 153 of the Constitution of the Company and being eligible, be and is hereby re-elected as Director of the Company.

27.13 **ORDINARY RESOLUTION 13**  
**RE-ELECTION OF NAOYA OKADA AS DIRECTOR**

THAT Mr. Naoya Okada who is retiring pursuant to Clause 153 of the Constitution of the Company and being eligible, be and is hereby re-elected as Director of the Company.

27.14 **ORDINARY RESOLUTION 14**  
**RE-ELECTION OF TSUTOMU OMODERA AS DIRECTOR**

THAT Mr. Tsutomu Omodera who is retiring pursuant to Clause 153 of the Constitution of the Company and being eligible, be and is hereby re-elected as Director of the Company.

27.15 **ORDINARY RESOLUTION 15**  
**RE-APPOINTMENT OF MESSRS. DELOITTE PLT AS AUDITORS OF THE COMPANY FOR THE FINANCIAL YEAR ENDING 28 FEBRUARY 2026 AND TO AUTHORISE THE BOARD OF DIRECTORS TO DETERMINE THEIR REMUNERATION**

THAT the re-appointment of Deloitte PLT as Auditors of the Company for the financial year ending 28 February 2026, be and is hereby approved AND THAT the Board of Directors be and is hereby authorised to determine their remuneration.

27.16 **ORDINARY RESOLUTION 16**  
**AUTHORITY TO ISSUE AND ALLOT SHARES PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT 2016 (“THE ACT”) AND WAIVER OF PRE-EMPTION RIGHTS PURSUANT TO SECTION 85 OF THE ACT**

THAT pursuant to Sections 75 and 76 of the Act, the Company’s Constitution, the Main Market Listing Requirements of Bursa Malaysia Securities Berhad (“Bursa Securities”) and approval of the relevant government/regulatory authorities, the Directors 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, or allot shares under an agreement or option or offer (“New Shares”) from time to time, at such issue 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, 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 New Shares issued during the preceding twelve (12) months does not exceed ten per centum (10%) of the total number of issued shares (excluding treasury shares) of the Company for the time being (“Proposed General Mandate”).

THAT such approval of 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 pursuant to Section 85 of the Act, read together with Clause 82 of the Constitution of the Company, approval be and is given to waive the statutory pre-emption rights of the existing shareholders of the Company arising from the issuance of the New Shares in the Company to the allottees pursuant to the Proposed General Mandate.

THAT the Directors be and are hereby authorised to issue any New Shares (including rights or options over subscription of such shares) and with such preferred, deferred, or other special rights or such restrictions, whether with regard to dividend, voting, return of capital, or otherwise, for such consideration and to any person as the Directors may determine.

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 Main 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 the execution of such documents as may be required), deeds and things in relation to the Proposed General Mandate.

27.17 **ORDINARY RESOLUTION 17**  
**PROPOSED RENEWAL OF EXISTING SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE ("PROPOSED RENEWAL OF EXISTING SHAREHOLDERS' MANDATE")**

THAT, subject to the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, approval be and is hereby given for the Company and/or its subsidiary company(ies) ("the Group") to enter into the recurrent transactions of a revenue or trading nature as set out in Section 2.2 of the Circular to Shareholders dated 23 May 2025 ("the Circular") with the related parties mentioned therein which are necessary for the day-to-day operations of the Group.

THAT the Company be and is hereby authorised to enter into the recurrent transactions with the related parties mentioned therein provided that:

- (a) the transactions are in the ordinary course of business and on normal commercial terms which are not more favourable to the related parties than those generally available to the public and not to the detriment of the minority shareholders of the Company; and
- (b) the disclosure will be made in the Integrated Annual Report of the breakdown of the aggregate value of the Recurrent Related Party Transactions entered into pursuant to the Proposed Renewal of Existing Shareholders' Mandate during the financial year with details on the nature and type of Recurrent Related Party Transactions, the names of the related parties involved in each type of Recurrent Related Party Transactions and their relationships with the Company.

THAT the authority conferred shall continue to be in force until:

- (a) the conclusion of the next Annual General Meeting ("AGM") of the Company following the forthcoming AGM at which the Proposed Renewal of Existing Shareholders' Mandate is approved, at which time it will lapse, unless by a resolution passed at the AGM, the mandate is again renewed;
- (b) the expiration of the period within which the next AGM of the Company is required to be held pursuant to Section 340(2) of the Companies Act 2016 (but shall not extend to such extension as may be allowed pursuant to Section 340(4) of the Companies Act 2016); or
- (c) revoked or varied by resolution passed by the shareholders in general meeting, whichever is earlier.

AND THAT the Directors of the Company be and are hereby authorised to complete and do all such acts and things (including the execution of all such documents as may

be required) as they may consider expedient or necessary to give effect to the Proposed Renewal of Existing Shareholders' Mandate.

27.18 **ORDINARY RESOLUTION 18**  
**PROPOSED NEW SHAREHOLDERS' MANDATE FOR ADDITIONAL RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE ("PROPOSED NEW SHAREHOLDERS' MANDATE")**

THAT, subject to the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, approval be and is hereby given for the Company and/or its subsidiary company(ies) ("the Group") to enter into the new and additional recurrent transactions of a revenue or trading nature as set out in Section 2.2 of the Circular to Shareholders dated 23 May 2025 ("the Circular") with the related parties mentioned therein which are necessary for the day-to-day operations of the Group.

THAT the Company be and is hereby authorised to enter into the new and additional recurrent transactions with the related parties mentioned therein provided that:

- (a) the transactions are in the ordinary course of business and on normal commercial terms which are not more favourable to the related parties than those generally available to the public and not to the detriment of the minority shareholders of the Company; and
- (b) the disclosure will be made in the Integrated Annual Report of the breakdown of the aggregate value of the Recurrent Related Party Transactions entered into pursuant to the Proposed New Shareholders' Mandate during the financial year with details on the nature and type of Recurrent Related Party Transactions, the names of the related parties involved in each type of Recurrent Related Party Transactions and their relationships with the Company.

THAT the authority conferred shall continue to be in force until:

- (a) the conclusion of the next Annual General Meeting ("AGM") of the Company following the forthcoming AGM at which the Proposed New Shareholders' Mandate is approved, at which time it will lapse, unless by a resolution passed at the AGM, the mandate is again renewed;
- (b) the expiration of the period within which the next AGM of the Company is required to be held pursuant to Section 340(2) of the Companies Act 2016 (but shall not extend to such extension as may be allowed pursuant to Section 340(4) of the Companies Act 2016); or
- (c) revoked or varied by resolution passed by the shareholders in general meeting,

whichever is earlier.

AND THAT the Directors of the Company be and are hereby authorised to complete and do all such acts and things (including executing all such documents as may be required) as they may consider expedient or necessary to give effect to the Proposed New Shareholders' Mandate.

**28. CONCLUSION**

There being no other business, the Meeting concluded at 1.00 p.m. with a vote of thanks to the Chairman.

**SIGNED AS A CORRECT RECORD  
OF THE PROCEEDINGS THEREAT**

SIGNED

.....  
**CHAIRMAN**

Date: 29 July 2025