

WMG HOLDINGS BHD.
Registration No. 201501041664 (1166985-X)
(Incorporated in Malaysia)

Minutes of the Ninth Annual General Meeting of the Company held at Wisma WMG, Ground Floor, Lot 1 & 2, Jalan Indah Jaya, Taman Indah Jaya, Jalan Lintas Selatan, 90000 Sandakan, Sabah on 25 June 2024 at 11:00 a.m.

PRESENT : Datuk Quek Siew Hau - in the chair
Fong Kin Wui
Lim Ted Hing
Seah Sen Onn @ David Seah
Chan Ka Tsung
Hajah Shakinur Ain Binti Hj Karama
Teo Gim Suan
Wong Lee Hung

Members / Proxies (as per attendance list)

Chairman Acting As Proxy (as per attendance list)

IN ATTENDANCE : Thien Vui Heng – Company Secretary

BY INVITATION : As per attendance list

CHAIRMAN OF MEETING

The meeting was chaired by the Chairman, Datuk Quek Siew Hau.

QUORUM

The requisite quorum being present, the Chairman declared the meeting duly convened.

NOTICE OF MEETING

The Notice of Meeting having been circulated, was taken as read.

VOTE BY POLL

The Chairman announced that in compliance with the Listing Requirements, all the 7 resolutions would be put to vote by poll and the poll would be carried out after the all the 7 resolutions were tabled and that Tengis Corporate Services Sdn Bhd had been appointed as scrutineers of the meeting and the voting.

AUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2023

The Audited Financial Statements together with the Directors' and Auditors' Reports were tabled for discussion only as the provision of Section 340(1) (a) of the Companies Act 2016 does not require a formal approval of the shareholders and hence was not put forward for voting.

There being no questions, the Chairman continued with the meeting.

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**ORDINARY RESOLUTION 1
RE-ELECTION OF DIRECTOR – HAJAH SHAKINUR AIN BINTI HJ KARAMA**

The Chairman informed that Puan Hajah Shakinur Ain Binti Hj Karama, the retiring director, was eligible for re-election in accordance with Article 125 of the Company's Constitution.

Mr Lim Han Siar proposed and Ms Lai Moi Yung seconded that Resolution No. 1 be approved. The Chairman put the resolution to vote by poll.

**ORDINARY RESOLUTION 2
RE-ELECTION OF DIRECTOR – LIM TED HING**

The Chairman informed that Mr Lim Ted Hing, the retiring director, was eligible for re-election in accordance with Article 125 of the Company's Constitution.

Ms Ho Shui Mie proposed and Mr Lee Wai Yap seconded that Resolution No. 2 be approved. The Chairman put the resolution to vote by poll.

**ORDINARY RESOLUTION 3
DIRECTORS' FEES**

The Chairman tabled the resolution on payment of Directors' fees of RM80,000 for the financial year ended 31 December 2023.

Mr David Lee Ket Vui proposed and Ms Chuk Shock Ching seconded that Resolution No. 3 be approved. The Chairman put the resolution to vote by poll.

**ORDINARY RESOLUTION 4
ALLOWANCES TO NON-EXECUTIVE DIRECTORS**

The Chairman tabled the resolution on payment of allowances to Non-Executive Directors up to an amount of RM250,000 for the period from July 2024 until June 2025.

Ms Catherine Wong Mei Kee proposed and Ms Tai Yen Lee seconded that Resolution No. 4 be approved. The Chairman put the resolution to vote by poll.

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

The Chairman informed that Messrs Ernst & Young had offered themselves for re-appointment.

Mr Lee Wai Yap proposed and Mr David Lee Ket Vui seconded that Resolution No. 5 be approved. The Chairman put the resolution to vote by poll.

ORDINARY RESOLUTION 6

Proposed renewal of shareholders' mandate for recurrent related parties transactions of a revenue or trading nature

Ms Lai Moi Yung proposed and Ms Catherine Wong Mei Kee seconded that Resolution No. 6 be approved. The Chairman put the resolution to vote by poll.

That subject always to the Listing Requirements of Bursa Malaysia Securities Berhad, the Company and its subsidiaries shall be mandated to enter into the recurrent related parties transactions of a revenue or trading nature and with those related parties as specified in Section 2.3.2 of the Circular to Shareholders dated 30 April 2024 subject to the following:

- (i) that the transactions are in the ordinary course of business, made on arm's length and on normal commercial terms and are on terms not more favourable than those generally available to the public and not to the detriment of the minority shareholders;
- (ii) that disclosure is made in the annual report, of the breakdown of the aggregate value of transactions conducted pursuant to the Shareholders' mandate during the financial year based on the type of recurrent transactions made and the related parties involved;
- (iii) that the authority conferred by such mandate shall continue to be in force from the date of this resolution, unless revoked or varied by resolution passed by shareholders of the Company at a general meeting, until the conclusion of the next annual general meeting of the Company or after the date it is required to be held pursuant to Section 340(1) of the Companies Act 2016 ("Act") but shall not extend to such extension as may be allowed pursuant to Section 340(2) of the Act; and
- (iv) that the Directors and/or any one of them be and are hereby authorised to complete and to do all such acts and things, including executing such documents as may be required, to give effect to the transactions contemplated and/or authorised by this Ordinary Resolution.

ORDINARY RESOLUTION 7

Authority to issue and allot new ordinary shares

Ms Tai Yen Lee proposed and Mr Lim Han Siar seconded that Resolution No. 7 be approved. The Chairman put the resolution to vote by poll.

That subject always to the Companies Act 2016 ("Act"), the Constitution of the Company, the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities") and the approvals of the relevant governmental/regulatory authorities, where such approval is required, the Directors be and are hereby empowered pursuant to Sections 75 and 76 of the Act to issue and allot new ordinary shares in the Company from time to time and upon such terms and conditions, to such persons and for such purposes as the Directors may deem fit PROVIDED THAT the aggregate number of new ordinary shares issued pursuant to this resolution does not exceed ten per centum (10%) of the total number of issued ordinary shares of the Company and that such authority shall continue in force until the conclusion of the next Annual General Meeting of the Company, AND THAT the Directors are further authorised to do all such things as they deem fit and expedient in the best interest of the Company to give effect to the issuance of new ordinary shares under this resolution including making such applications to Bursa Securities for the listing of and quotation for the additional new ordinary shares so issued on Bursa Securities pursuant to this resolution.

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POLLING PROCEDURES

After all the 7 resolutions in the Agenda were duly tabled, the Chairman requested the Secretary to explain the polling procedures and thereafter, commenced the poll-voting process.

COUNTING OF VOTES

The Chairman adjourned the meeting for the counting of the votes and reconvened later for the announcement of the polling results after the votes were validated by the Scrutineers.

POLLING RESULTS

The Secretary announced on behalf of the Chairman the polling results of the 7 resolutions which had been duly validated by the Scrutineers, Tengis Corporate Services Sdn Bhd as follows:

| | Vote For | | Vote Against | | Total Votes | |
|-----------------------|---------------|--------|---------------|------|---------------|--------|
| | No. of Shares | % | No. of Shares | % | No. of Shares | % |
| Ordinary Resolution 1 | 289,004,140 | 100.00 | 0 | 0.00 | 289,004,140 | 100.00 |
| Ordinary Resolution 2 | 289,004,140 | 100.00 | 0 | 0.00 | 289,004,140 | 100.00 |
| Ordinary Resolution 3 | 274,509,732 | 100.00 | 0 | 0.00 | 274,509,732 | 100.00 |
| Ordinary Resolution 4 | 289,004,140 | 100.00 | 0 | 0.00 | 289,004,140 | 100.00 |
| Ordinary Resolution 5 | 289,004,140 | 100.00 | 0 | 0.00 | 289,004,140 | 100.00 |
| Ordinary Resolution 6 | 21,643,296 | 100.00 | 0 | 0.00 | 21,643,296 | 100.00 |
| Ordinary Resolution 7 | 289,004,140 | 100.00 | 0 | 0.00 | 289,004,140 | 100.00 |

RESOLUTIONS PASSED

Upon announcement of the polling results, the Chairman declared all the 7 resolutions carried.

TERMINATION

There being no other business, the meeting terminated at 11.45 a.m. with a vote of thanks to the Chair on the proposal of Ms Chuk Shock Ching and duly seconded by Ms Ho Shui Mie.

Confirmed as a correct record

Chairman