AGX GROUP BERHAD
Registration No.: 201901042663 (1351993-K)
(Incorporated in Malaysia)

MINUTES OF THE FITFH ANNUAL GENERAL MEETING OF THE COMPANY CONDUCTED PHYSICALLY AT WORQ SUBANG, NAZRIN HASSAN EVENT HALL, UNIT 2-1, LEVEL 2, THE PODIUM, TOWER 3, UOA BUSINESS PARK, NO. 1, JALAN PENGATURCARA U1/51A, SEKSYEN U1, 40150 SHAH ALAM, SELANGOR, MALAYSIA ON FRIDAY, 30 MAY 2025 AT 10.00 A.M.

Present	:	Dato' Rozalila Binti Abdul Rahman	("Dato' Chairperson")
		Dato' Ponnudorai A/L Periasamy	("Dato' Ponnudorai")
		Dato' George Alfonso Miranda	("Dato' George")
		Mr Ong Teng Yan	("Mr Ong")
		Mr Jayasielan A/L Gopal	("Mr Jayasielan")
		Mr Penu Mark	("Mr Penu")
		Mr Neo Lip Pheng, Peter	("Mr Neo")
In attendance	:	Mr Chang Poh Sheng	("Chief Financial Officer")
	:	Mr James Wong Wai Hong	("On behalf of the Company Secretary)
	:	Mr Ung Voon Huay	("External Auditor, Crowe Malaysia PLT")
	:	Mr Ong Hwai Yong	("Representative from Crowe Malaysia PLT")
	:	Mr Chua Chin Wei	("Representative from Crowe Malaysia PLT")
	:	Ms Kelly Yeong	("Representative from TA Securities")
	:	Mr Emil Zaydon	("Representative from TA Securities")
By Invitation	:	Others as per the Attendance List	

1. CHAIRPERSON

On behalf of the Board, Dato' Rozalila Binti Abdul Rahman, the Dato' Chairperson of the meeting, welcomed all the members to the Fifth Annual General Meeting ("**AGM**") of the Company.

The Dato' Chairperson then introduced the Board members, Management team and Company Secretary to the shareholders.

2. QUORUM

Upon confirming a quorum pursuant to Clause 56 of the Company's Constitution, the Dato' Chairperson called the meeting to order at 10.00 a.m.

3. NOTICE OF MEETING

There being no objection, the notice convening the meeting, which had been circulated earlier to all members of the Company and duly advertised in the newspaper within the statutory period, to be taken as read, was seconded by Mr Khong Seng Kin.

To facilitate the flow of the meeting, the meeting noted that Dato' Ponnudorai and Mr Jayasielan, both shareholders of AGX Group Berhad, had offered themselves to be the proposer and seconder, respectively, for all seven (7) proposed Ordinary Resolutions.

4. AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2024

The Audited Financial Statements for the financial year ended 31 December 2024, together with the reports of the Directors and Auditors, which had been circulated to all the members of the Company within the statutory period, were tabled before the meeting.

The Dato' Chairperson further informed the meeting that the Board of Directors, after careful consideration of the Company's financial position and operational needs, has not recommended any dividend for the financial year ended 31 December 2024.

5. RESOLUTION 1: TO APPROVE THE PAYMENT OF DIRECTORS' FEES TO THE INDEPENDENT NON-EXECUTIVE DIRECTORS OF THE COMPANY OF RM340,000.00 FOR THE FINANCIAL YEAR ENDING 31 DECEMBER 2025 UNTIL THE CONCLUSION OF THE NEXT ANNUAL GENERAL MEETING OF THE COMPANY

The Dato' Chairperson informed that the Board had proposed the payment of directors' fees to the Independent Non-Executive Directors of the company of RM340,000.00 for the financial year ending 31 December 2025 until the conclusion of the next Annual General Meeting of the Company.

The following motion was then put forth for consideration and voting:-

"*TO APPROVE THE PAYMENT OF DIRECTORS' FEES TO THE INDEPENDENT NON-EXECUTIVE DIRECTORS OF THE COMPANY OF RM340,000.00 FOR THE FINANCIAL YEAR ENDING 31 DECEMBER 2025 UNTIL THE CONCLUSION OF THE NEXT ANNUAL GENERAL MEETING OF THE COMPANY*"

6. RESOLUTION 2: TO APPROVE THE PAYMENT OF DIRECTORS' BENEFITS (EXCLUDING DIRECTORS' FEES) UP TO AN AMOUNT OF RM69,000.00 FROM THE CONCLUSION OF THE 5TH AGM UNTIL THE NEXT ANNUAL GENERAL MEETING OF THE COMPANY

The Dato' Chairperson informed that the Board had proposed the payment of Directors' benefits (excluding directors' fees) up to an amount of RM69,000.00 from the conclusion of the 5th Annual General Meeting until the next Annual General Meeting of the Company.

The following motion was then put forth for consideration and voting:-

"*TO APPROVE THE PAYMENT OF DIRECTORS' BENEFITS (EXCLUDING DIRECTORS' FEES) UP TO AN AMOUNT OF RM69,000.00 FROM THE CONCLUSION OF THE 5TH AGM UNTIL THE NEXT ANNUAL GENERAL MEETING OF THE COMPANY*"

7. RESOLUTION 3: TO RE-ELECT DATO' ROZALILA BINTI ABDUL RAHMAN WHO RETIRES PURSUANT TO CLAUSE 76 OF THE COMPANY'S CONSTITUTION, AS DIRECTOR OF THE COMPANY

As the motion concerns the Dato' Chairperson, the Chair was passed to the Company Secretary. The Company Secretary informed the meeting that Dato' Rozalila binti Abdul Rahman who retires pursuant to clause 76 of the Company's Constitution, as director of the company, being eligible, has offered herself for re-election.

The following motion was then put forth for consideration and voting:-

"*TO RE-ELECT DATO' ROZALILA BINTI ABDUL RAHMAN WHO RETIRES PURSUANT TO CLAUSE 76 OF THE COMPANY'S CONSTITUTION, AS DIRECTOR OF THE COMPANY*"

8. RESOLUTION 4: TO RE-ELECT DATO' PONNUDORAI A/L PERIASAMY WHO RETIRES PURSUANT TO CLAUSE 76 OF THE COMPANY'S CONSTITUTION, AS DIRECTOR OF THE COMPANY

The Dato' Chairperson informed the meeting that Dato' Ponnudorai A/L Periasamy who retires pursuant to clause 76 of the Company's Constitution, as Director of the company, being eligible has offered himself for re-election.

The following motion was then put forth for consideration and voting:-

"*TO RE-ELECT DATO' PONNUDORAI A/L PERIASAMY WHO RETIRES PURSUANT TO CLAUSE 76 OF THE COMPANY'S CONSTITUTION, AS DIRECTOR OF THE COMPANY*"

9. RESOLUTION 5: TO RE-ELECT PUAN AIDA MOSIRA BINTI MOKHTAR WHO RETIRES PURSUANT TO CLAUSE 76 OF THE COMPANY'S CONSTITUTION, AS DIRECTOR OF THE COMPANY

The Dato' Chairperson informed the meeting that the Board of Directors had, on 30 May 2025 before the Annual General Meeting, received the letter of resignation via e-mail dated 29 May 2025 from Puan Aida Mosira binti Mokhtar, with effect from 29 May 2025.

In view thereof, this resolution was thereby withdrawn.

The Board had recorded a note of thanks and appreciation for her invaluable contributions and services to the Company during her tenure in office as a Director of the Company.

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10. RESOLUTION 6: TO RE-APPOINT MESSRS. CROWE MALAYSIA PLT AS EXTERNAL AUDITORS OF THE COMPANY FOR THE FINANCIAL YEAR ENDING 31 DECEMBER 2025 AND TO AUTHORISE THE DIRECTORS TO FIX THEIR REMUNERATION

The Dato' Chairperson informed the meeting that the Board of Directors proposed to re-appoint Messrs. Crowe Malaysia PLT as external auditors of the company for the financial year ending 31 December 2025 and to authorise the directors to fix their remuneration.

The following motion was then put forth for consideration and voting:-

"TO RE-APPOINT MESSRS. CROWE MALAYSIA PLT AS EXTERNAL AUDITORS OF THE COMPANY FOR THE FINANCIAL YEAR ENDING 31 DECEMBER 2025 AND TO AUTHORISE THE DIRECTORS TO FIX THEIR REMUNERATION"

11. RESOLUTION 7: AUTHORITY TO ISSUE AND ALLOT SHARES PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT, 2016

The Dato' Chairperson informed the meeting that the Board had proposed to seek authority to issue and allot shares pursuant to sections 75 and 76 of the Companies Act, 2016 as set out in the notice of the meeting.

The following motion was then put forth for consideration and voting:-

"*AUTHORITY TO ISSUE AND ALLOT SHARES PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT, 2016*"

12. PRESENTATION BY THE CHIEF FINANCIAL OFFICER ON THE BUSINESS OVERVIEW AND Q&A SESSION

At this juncture, the Chief Financial Officer, Mr Chang Poh Sheng, presented the business overview of the Company. Following the presentation, the meeting noted that no questions had been received prior to the Annual General Meeting.

There were also no questions raised from the floor after the presentation by the Chief Financial Officer.

13. CONDUCT OF E-POLLING

Having dealt with all the items on the agenda, the Dato' Chairperson invited the Company Secretary to brief the meeting on the polling procedures.

It was informed that Boardroom Share Registrars Sdn Bhd had been appointed as the poll administrator for the polling process, and Sky Corporate Services Sdn Bhd had been appointed as the independent Scrutineer to validate the votes cast.

The Company Secretary informed the members that in line with the Ace Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions tabled at the AGM were to be voted by poll.

The meeting was adjourned at 10:30 a.m. for 10 minutes to allow the members to cast their votes, followed by 15 minutes for the independent Scrutineer to verify the poll results.

14. ANNOUNCEMENT OF RESULTS

Upon notification by the Scrutineer on the completion of verification of votes, the meeting resumed at 10.50 a.m. for the declaration of the results of the poll.

Sky Corporate Services Sdn Bhd verified and confirmed the polling results administered by Boardroom Share Registrars Sdn Bhd.

Dato' Chairperson announced the polling results (appended herewith as the "**Appendix A**").

15. ANY OTHER BUSINESS

The Dato' Chairperson informed the meeting that no notice for other business had been received.

16. CLOSURE

There being no further business, the meeting concluded at 11.00 a.m. with a vote of thanks to the Chair.

CONFIRMED AS A CORRECT RECORD

CHAIRPERSON

Date: 25 June 2025

Appendix A

Polling Results

AGX GROUP BERHAD
Fifth Annual General Meeting
Date/Time: 30/05/2025 10:00:00 AM
WORQ Subang, Nazrin Hassan Event Hall, Unit 2-1, Level 2, The Podium, Tower 3, UOA Business Park, No. 1, Jalan Pengaturcara U1/51A, Seksyen U1, 40150 Shah Alam, Selangor, Malaysia

	FOR			AGAINST			TOTAL	
		NO. OF			NO. OF			NO. OF
Ordinary Resolution	REC	SHARES	%	REC	SHARES	%	REC	SHARES
Ordinary Resolution 1: To approve the payment of Directors' fees to the Independent Non-Executive Directors of the Company of RM340,000.00 for the financial year ending 31 December 2025 until the conclusion of the next Annual General Meeting of the Company	**15**	**274,683,900**	**99.9999**	**1**	**100**	**0.0001**	**16**	**274,684,000**
Ordinary Resolution 2: To approve the payment of Directors' Benefits (excluding Directors' fees) up to an amount of RM69,000.00 from the conclusion of the 5th AGM until the next Annual General Meeting of the Company	**15**	**274,683,900**	**99.9999**	**1**	**100**	**0.0001**	**16**	**274,684,000**
Ordinary Resolution 3: To re-elect Dato' Rozalila Binti Abdul Rahman	**15**	**272,284,000**	**100**	**0**	**0**	**0**	**15**	**272,284,000**
Ordinary Resolution 4: To re-elect Dato' Ponnudorai A/L Periasamy	**14**	**224,723,650**	**99.9999**	**1**	**100**	**0.0001**	**15**	**224,723,750**
Ordinary Resolution 5: To re-elect Puan Aida Mosira Binti Mokhtar	**WITHDRAWN**							
Ordinary Resolution 6: To re-appoint Messrs. Crowe Malaysia PLT as External Auditors of the Company for the financial year ending 31 December 2025 and to authorise the Directors to fix their remuneration	**16**	**274,684,000**	**100**	**0**	**0**	**0**	**16**	**274,684,000**
Ordinary Resolution 7: Authority under Sections 75 and 76 of the Companies Act 2016 for the Directors to Issue and Allot Shares	**15**	**274,683,900**	**99.9999**	**1**	**100**	**0.0001**	**16**	**274,684,000**

SKY CORPORATE SERVICES SDN. BHD. 199301021831 (276569-K)

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5TH ANNUAL GENERAL MEETING

ATTENDANCE SHEET

DATE : **Friday, 30 May 2025**

TIME : **10:00 a.m.**

VENUE : **WORQ Subang, Nazrin Hassan Event Hall**
Unit 2-1, Level 2, The Podium, Tower 3, UOA Business Park 1, Jalan Pengaturcara U1/51A, Seksyen U1, 40150 Shah Alam, Selangor, Malaysia and via video conference

**Note:-*
(i) Those who are unable to attend physically may join via video conference

No.	NAME	SIGNATURE
1.	Dato' Rozalila Binti Abdul Rahman (Chairperson)	
2.	Dato' Ponnudorai A/L Periasamy (Executive Director)	
3.	Jayasielan A/L Gopal (Executive Director)	
4.	Ong Teng Yan (Independent Non-Executive Director)	
5.	Dato' George Alfonso Miranda (Independent Non-Executive Director)	
6.	Aida Mosira Binti Mokhtar (Independent Non-Executive Director)	Resigned on 29 May 2025
7.	Penu Mark (Executive Director)	*(via video conference)*
8.	Neo Lip Pheng, Peter (Executive Director)	*(via video conference)*
9.	Chang Poh Sheng (Chief Financial Officer)	
10.	Mr. James Wong Wai Hong (Company Secretary)	Attended