

Mesiniaga

MESINIAGA BERHAD

[Registration No. 198101013112 (79244-V)]

(Incorporated in Malaysia)

Minutes of the Forty-Fourth Annual General Meeting ("44th AGM") of Mesiniaga Berhad ("the Company") held on Thursday, 4 June 2026, at 2.30 p.m. at Auditorium Ismail Sulaiman, Menara Mesiniaga, 1A, Jalan SS 16/1, 47500 Subang Jaya, Selangor Darul Ehsan

DIRECTORS Datuk Wan Mohamed Fusil bin Wan Mahmood (Chairman & Proxy)
PRESENT Fathil Sulaiman bin Ismail

Sim Hong Kee
Datuk Noor Azian binti Shaari
Zaim Husni bin Omar
Dr Veerinderjeet Singh A/L Tejwant Singh

IN ATTENDANCE Chua Seng Teong (Deputy Chief Executive Officer)
Nordin bin Mat Isa (Chief Operating Officer)
Deborah Sharmini Benjamin (Company Secretary)

BY INVITATION Esther Chong Tze Jiun (PricewaterhouseCoopers Malaysia)
Nicholas Liew Yi Hong (PricewaterhouseCoopers Malaysia)

SHAREHOLDERS 66 shareholders and proxies representing 40,162,355 Ordinary Shares,
PRESENT 66.4918% of the total shareholding.

QUORUM

Upon confirmation by the Company Secretary that a quorum was present, the Chairman called the Meeting to order.

NOTICE OF MEETING

The Chairman informed the Meeting that the Notice of the 44th AGM and 2025 Annual Report were announced to Bursa Malaysia on 30 April 2026. With the consent of the Meeting, the Notice of the 44th AGM and 2025 Annual Report were taken as read.

AGENDA 1 - TO RECEIVE THE AUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2025, TOGETHER WITH THE DIRECTORS' REPORT AND THE INDEPENDENT AUDITORS' REPORT THEREON.

The Chairman tabled the Audited Financial Statements of the Company for the financial year ended 31 December 2025 together with the Reports of the Directors and Auditors thereon, which were duly received by the Meeting.

A Questions and Answers ("Q&A") session was held during which shareholders raised questions and sought clarifications. The questions raised by the shareholders were addressed by the Board of Directors and the Management.

AGENDA 2 (RESOLUTION 1) - TO DECLARE A FINAL SINGLE-TIER DIVIDEND OF 5 SEN PER ORDINARY SHARE FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025.

The Chairman stated that the declaration of a first and final single-tier dividend of 5 sen per ordinary share for the financial year ended 31 December 2025 was proposed for approval. The Chairman further informed the Meeting that, if approved by the Meeting, the dividend would be paid on 7 July 2026.

AGENDA 3 (RESOLUTION 2) - TO APPROVE THE PAYMENT OF DIRECTORS' REMUNERATION OF UP TO RM500,000 TO THE NON-EXECUTIVE DIRECTORS FOR THE YEAR ENDING 31 DECEMBER 2026.

The Chairman highlighted that the payment of Directors' Remuneration of up to RM500,000 for the year ending 31 December 2026 was proposed for approval. The details of the Directors' Remuneration for the preceding year were disclosed in the Company's 2025 Annual Report.

AGENDA 4 - TO RE-ELECT THE FOLLOWING DIRECTORS, EACH OF WHOM RETIRES BY ROTATION IN ACCORDANCE WITH ARTICLE 104 OF THE COMPANY'S ARTICLES OF ASSOCIATION, AND BEING ELIGIBLE, OFFER THEMSELVES FOR RE-ELECTION:

- a. **RESOLUTION 3: DATUK WAN MOHAMED FUSIL BIN WAN MAHMOOD
(EXECUTIVE CHAIRMAN)**
- b. **RESOLUTION 4: FATHIL SULAIMAN BIN ISMAIL
(NON-INDEPENDENT NON-EXECUTIVE DIRECTOR)**

The Chairman informed the Meeting that, in accordance with Article 104 of the Company's Articles of Association, Datuk Wan Mohamed Fusil bin Wan Mahmood and Fathil Sulaiman bin Ismail had indicated their willingness to be re-elected as Directors of the Company.

AGENDA 5 (RESOLUTION 5) - TO RE-APPOINT MESSRS PRICEWATERHOUSECOOPERS PLT AS THE COMPANY'S AUDITORS AND TO AUTHORISE THE DIRECTORS TO FIX THEIR REMUNERATION.

Shareholders were informed that Messrs PricewaterhouseCoopers PLT had indicated its willingness to continue as the Company's auditors for the financial year ending 31 December 2026.

VOTING

As there were no further questions from the shareholders, the Chairman proceeded with the voting on all the resolutions tabled at the Meeting.

The Chairman informed the Meeting that Boardroom Share Registrars Sdn. Bhd. had been appointed as the Poll Administrator to conduct the electronic poll voting ("e-Polling"), while SKY Corporate Services Sdn. Bhd. had been appointed as the Independent Scrutineer to verify the poll results.

The Company Secretary then briefed the shareholders on the e-Polling procedures and the voting process.

Shareholders were informed that the casting and verification process would take approximately thirty (30) minutes to complete, after which the verified poll results would be announced.

RESULTS OF THE E-POLLING

The Meeting resumed after thirty (30) minutes. The Chairman announced the verified e-Polling results as follows:

RESOLUTION 1	FOR		AGAINST	
	Number of shares	Percentage (%)	Number of shares	Percentage (%)
To declare a final single-tier dividend of 5 sen per ordinary share for the financial year ended 31 December 2025.	40,130,266	100.0000	0	0.0000

The Chairman declared that Resolution 1 was duly carried.

RESOLUTION 2	FOR		AGAINST	
	Number of shares	Percentage (%)	Number of shares	Percentage (%)
To approve the payment of Directors' Remuneration of up to RM500,000 to the Non-Executive Directors for the year ending 31 December 2026.	40,124,666	99.9860	5,600	0.0140

The Chairman declared that Resolution 2 was duly carried.

RESOLUTION 3	FOR		AGAINST	
	Number of shares	Percentage (%)	Number of shares	Percentage (%)
Re-election by rotation of Datuk Wan Mohamed Fusil bin Wan Mahmood as Executive Chairman.	20,316,399	50.6261	19,813,867	49.3739

The Chairman declared that Resolution 3 was duly carried.

RESOLUTION 4	FOR		AGAINST	
	Number of shares	Percentage (%)	Number of shares	Percentage (%)
Re-election by rotation of Fathil Sulaiman bin Ismail as Non-Independent Non-Executive Director.	20,316,399	50.6261	19,813,867	49.3739

The Chairman declared that Resolution 4 was duly carried.

RESOLUTION 5	FOR		AGAINST	
	Number of shares	Percentage (%)	Number of shares	Percentage (%)
Re-appointment of Messrs PricewaterhouseCoopers PLT as Auditors and to authorise the Directors to fix their remuneration.	40,128,266	99.9950	2,000	0.0050

The Chairman declared that Resolution 5 was duly carried.

Accordingly, based on the verified e-Polling results, the Chairman declared that all the resolutions set out in the Notice of the 44th AGM were duly carried.

TERMINATION

There being no further business, the Meeting was terminated at 4:00 p.m. with a vote of thanks to the Chair.

Confirmed as true records,



DATUK WAN MOHAMED FUSIL
Chairman

Polling Results**MESINIAGA BERHAD****Forty-Fourth (44th) Annual General Meeting****Date/Time: 4/06/2026 2:30:00 PM****1st Floor, Auditorium Ismail Sulaiman, Menara Mesiniaga, 1A, Jalan SS16/1, 47500 Subang Jaya, Selangor Darul Ehsan**

	FOR			AGAINST			TOTAL		
	REC	SHARES	%	REC	SHARES	%	REC	SHARES	%
Ordinary Resolution									
Resolution 1: Final single-tier dividend of 5 sen per ordinary shares for the financial year ended 31 December 2025.	39	40,130,266	100.0000	0	0	0.0000	39	40,130,266	100.0000
Resolution 2: Approval of Non-Executive Directors' remuneration for the year ending 31 December 2026.	35	40,124,666	99.9860	4	5,600	0.0140	39	40,130,266	100.0000
Resolution 3: Re-election by rotation of Datuk Wan Mohamed Fusil bin Wan Mahmood as Executive Chairman.	36	20,316,399	50.6261	3	19,813,867	49.3739	39	40,130,266	100.0000
Resolution 4: Re-election by rotation of Fathil Sulaiman bin Ismail as Non-Independent Non-Executive Director.	36	20,316,399	50.6261	3	19,813,867	49.3739	39	40,130,266	100.0000
Resolution 5: Re-appointment of Messrs. PricewaterhouseCoopers PLT as Auditors and to authorise the Directors to fix their remuneration.	38	40,128,266	99.9950	1	2,000	0.0050	39	40,130,266	100.0000

