

PESONA METRO HOLDINGS BERHAD
(201101029741) (957876-T)
(Incorporated in Malaysia)

MINUTES OF THE 14TH ANNUAL GENERAL MEETING (“AGM”) OF PESONA METRO HOLDINGS BERHAD (“PESONA METRO” OR “THE COMPANY”) HELD AT THE VERTICAL, CONNEXION CONFERENCE & EVENT CENTRE, THE ZENITH (LEVEL M1), BANGSAR SOUTH CITY, NO. 8, JALAN KERINCHI, 59200 KUALA LUMPUR, MALAYSIA, ON WEDNESDAY, 25 JUNE 2025 AT 10.30 A.M.

- Present : Mr Wie Hock Kiong (Independent Non-Executive Chairman)
 : Mr Wie Hock Beng (Group Managing Director) – also a shareholder
 : Mr Yeong Yok Hoong (Non-Executive Director)
 : Puan Salwa Binti Shamshuddin (Independent Non-Executive Director)
 : Dr. Yong Mun Ching (Independent Non-Executive Director)
- In Attendance : Ms Te Hock Wee – Company Secretary
- By Invitation : Mr Chong Kien Eng – Chief Financial Officer (“CFO”)
 : Ms Teoh Wei Yien – Representing UHY Malaysia PLT, the External Auditors of the Company (“EA”)

The names of the shareholders/corporate representatives/proxies who attended the 14th AGM are as stated in the Summary of Attendance List.

1. CHAIRMAN

Mr Wie Hock Kiong, the Board Chairman, welcomed all shareholders, proxies and invitees present to the 14th AGM of the Company.

He then introduced the members of the Board, the CFO, the Company Secretary and the EA to the attendees.

2. QUORUM

With the requisite quorum being present, the Chairman called the meeting to order at 10.30 a.m.

3. NOTICE OF MEETING

The notice of the 14th AGM dated 29 April 2025 (“the Notice”), having been circulated to all the shareholders of the Company within the prescribed period, was taken as read.

4. POLLING PROCEDURE AND ADMINISTRATIVE MATTERS

The Chairman informed the meeting that all resolutions set out in the Notice must be voted by poll pursuant to the Main Market Listing Requirements of Bursa Malaysia Securities Berhad.

The Chairman further informed that the Company had appointed Tricor Investor & Issuing House Services Sdn. Bhd. as the Poll Administrator to facilitate the poll voting process and Scrutineer Solutions Sdn. Bhd. as the scrutineer to verify the poll results. Pursuant to the Constitution of the Company, the Chairman demanded for a poll to be conducted on all resolutions set forth in the Notice.

5. AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2024 TOGETHER WITH THE REPORTS OF THE DIRECTORS AND AUDITORS THEREON

The Audited Financial Statements of the Company for the financial year ended 31 December 2024 together with the Reports of the Directors and Auditors thereon ("AFS 2024"), having been circulated to all the shareholders of the Company within the statutory period, were tabled to the meeting for discussion.

The Chairman informed the shareholders that the AFS 2024 were laid for discussion purposes only as the Companies Act 2016 does not require a formal approval of the shareholders. Hence, it was not put forward for voting.

The Chairman presented a brief video showcasing Pesona Metro's three core businesses. The Chairman then invited questions from the shareholders in respect of the AFS 2024. There being no question from the floor, the Chairman declared the AFS 2024 properly laid and received by the shareholders.

6. ORDINARY RESOLUTIONS 1 TO 8

The Chairman went through each of the motions set out in the Notice.

7. POLL VOTING SESSION

After going through all the motions set out in the Notice, the shareholders and proxies cast their votes at the voting kiosk in the meeting room.

Thereafter, the meeting adjourned at 10.50 a.m. for the tabulation of the poll results.

8. ANNOUNCEMENT OF POLL RESULTS

The meeting resumed at 11:16 a.m. after obtaining the validated poll results from the independent scrutineer. The poll results were presented to the meeting and the Chairman declared that all resolutions set out in the Notice were duly passed by the shareholders of the Company, as follows:-

ORDINARY RESOLUTION 1

PAYMENT OF DIRECTORS' FEES OF RM384,000.00 FOR THE FINANCIAL YEAR ENDING 31 DECEMBER 2025, TO BE PAID QUARTERLY IN ARREARS

By a vote of 9,525,142 shares (representing 99.8396%) voted for and 15,300 shares (representing 0.1604%) voted against the resolution, it was **RESOLVED:-**

THAT the payment of Directors' fees of RM384,000.00 for the financial year ending 31 December 2025, to be paid quarterly in arrears, be and is hereby approved.

ORDINARY RESOLUTION 2

PAYMENT OF DIRECTORS' BENEFITS UP TO AN AGGREGATE AMOUNT OF RM35,000.00 FOR THE PERIOD FROM 26 JUNE 2025 UNTIL THE NEXT AGM OF THE COMPANY

By a vote of 9,525,142 shares (representing 99.8396%) voted for and 15,300 shares (representing 0.1604%) voted against the resolution, it was **RESOLVED:-**

THAT the payment of Directors' benefits up to an aggregate amount of RM35,000.00 for the period from 26 June 2025 until the next AGM of the Company be and is hereby approved.

ORDINARY RESOLUTION 3
RE-ELECTION OF DIRECTOR – MR WIE HOCK KIONG

By a vote of 419,525,260 shares (representing 99.9964%) voted for and 15,100 shares (representing 0.0036%) voted against the resolution, it was **RESOLVED:-**

THAT Mr Wie Hock Kiong, who retired in accordance with Clause 76(3) of the Constitution of the Company, be and is hereby re-elected as Director of the Company.

ORDINARY RESOLUTION 4
RE-ELECTION OF DIRECTOR – DR. YONG MUN CHING

By a vote of 419,525,260 shares (representing 99.9964%) voted for and 15,100 shares (representing 0.0036%) voted against the resolution, it was **RESOLVED:-**

THAT Dr. Yong Mun Ching, who retired in accordance with Clause 78 of the Constitution of the Company, be and is hereby re-elected as Director of the Company.

ORDINARY RESOLUTION 5
RE-ELECTION OF DIRECTOR – MR YEONG YOK HOONG

By a vote of 419,525,360 shares (representing 99.9964%) voted for and 15,100 shares (representing 0.0036%) voted against the resolution, it was **RESOLVED:-**

THAT Mr Yeong Yok Hoong, who retired in accordance with Clause 78 of the Constitution of the Company, be and is hereby re-elected as Director of the Company.

ORDINARY RESOLUTION 6
RE-APPOINTMENT OF AUDITORS

By a vote of 419,525,260 shares (representing 99.9964%) voted for and 15,200 shares (representing 0.0036%) voted against the resolution, it was **RESOLVED:-**

THAT UHY Malaysia PLT be and are hereby re-appointed as Auditors of the Company for the ensuing year AND THAT the Board of Directors be authorised to fix their remuneration.

ORDINARY RESOLUTION 7
AUTHORITY TO ISSUE AND ALLOT SHARES PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT 2016

By a vote of 419,525,160 shares (representing 99.9964%) voted for and 15,300 shares (representing 0.0036%) voted against the resolution, it was **RESOLVED:-**

THAT subject always to the Companies Act 2016, the Constitution of the Company, the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities") and the approvals of the relevant regulatory authorities, where such approval is required, the Directors of the Company be and are hereby authorised to issue and allot shares in the Company from time to time, at such price, upon such terms and conditions, to such persons and for such purposes as the Directors may in their absolute discretion deem fit provided that the aggregate number of shares to be issued pursuant to this resolution does not exceed 10% of the total number of issued shares (excluding treasury shares) of the Company for the time being **AND THAT** the Directors be 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 shares under this resolution including making such applications to Bursa Securities for the listing of and quotation for the additional shares so issued on Bursa Securities **AND THAT** such authority shall continue to be in force until the conclusion of the next annual general meeting the Company held after the approval was given or at the

expiry of the period within which the next annual general meeting is required to be held after the approval was given, whichever is the earlier, unless revoked or varied by an ordinary resolution of the Company at a general meeting.

ORDINARY RESOLUTION 8

PROPOSED RENEWAL OF SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE ("PROPOSED RENEWAL OF SHAREHOLDERS' MANDATE FOR RRPTS")

By a vote of 9,525,242 shares (representing 99.8407%) voted for and 15,200 shares (representing 0.1593%) voted against the resolution, it was **RESOLVED:-**

THAT subject always to the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, approval be and is hereby given for the Company and/or its subsidiaries ("the Group") to enter into recurrent related party transactions of a revenue or trading nature with the related parties as set out in Section 2.4 of Part A of the Circular to Shareholders dated 29 April 2025 ("the Related Parties") provided that such transactions are:-

- (a) necessary for the Group's day-to-day operations;
- (b) undertaken in the ordinary course of business and are carried out at arm's length basis on normal commercial terms which are not more favourable to the Related Parties than those generally available to the public; and
- (c) not detrimental to the interest of the minority shareholders of the Company.

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

- (i) the conclusion of the next Annual General Meeting of the Company, at which time it will lapse, unless by a resolution passed at the general meeting, the authority is renewed; or
- (ii) the expiration of the period within which the next annual general meeting of the Company is required to be held pursuant to Section 340(2) of the Companies Act 2016 (but must not extend to such extension as may be allowed pursuant to Section 340(4) of the Companies Act 2016); or
- (iii) revoked or varied by a resolution passed by the shareholders in a general meeting,

whichever is the 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 or in the best interest of the Company to give effect to the Proposed Renewal of Shareholders' Mandate for RRPTs.

9. CLOSURE

The meeting concluded at 11.26 a.m. with a vote of thanks to the Chair.

SIGNED AS A CORRECT RECORD

CHAIRMAN

Dated: 23 July 2025