

# **POWERTECHNIC GROUP BERHAD**

Registration No. 202101015445 (1415745-D)

*(Incorporated In Malaysia)*

**MINUTES** of the 2<sup>nd</sup> Annual General Meeting (“2<sup>nd</sup> AGM”) of **POWERTECHNIC GROUP BERHAD** (“the Company”) duly convened and held via physical mode at Maharani Hall (Level 1), Impiana Hotel Senai, Jalan Impian Senai Utama 2, Taman Impian Senai, 81400 Senai, Johor on Thursday, the 28<sup>th</sup> day of May, 2026 at 9.30 a.m.

- Present : Board of Directors  
Mr Teh Kee Sin (*Independent Non-Executive Chairman*) (Chairman)  
Mr Ivan Na Keh Chai (*Managing Director*)  
Mr Choo Chee Yong (*Executive Director*)  
Ms Clessense Kho Mei Chee (*Executive Director*)  
Mr Razi Bin Abdullah (*Independent Non-Executive Director*)  
Ms Law Lee Yen (*Independent Non-Executive Director*)  
Ms Eileen Su Lee Ming (*Independent Non-Executive Director*)
- Shareholder, Proxy and Corporate Representative  
*(as per Attendance Report)*
- By Invitation : Mr Chin Yanjiang (*Chief Financial Officer*)  
Ms Soo Sheau Wen (*Head of Human Resources and Administration*)  
Ms Yee Peili (*TA Securities Holdings Berhad – Sponsor*)  
Ms Sia Jean Wen (*TA Securities Holdings Berhad – Sponsor*)  
Ms Florence Tan Xin Yi (*Ecovis Malaysia PLT – External Auditors*)
- In Attendance : Ms Joy Lim Xie Ru Yi (*Company Secretary*)
- Chairman : Mr Teh Kee Sin, the Chairman, welcomed the members and guests to the Meeting and called the Meeting to order at 9.30 a.m.
- Notice of Meeting : With the assent of all members, the Notice was taken as read.
- Quorum : The Chairman confirmed the presence of a quorum and declared the Meeting duly convened and constituted.
- The Chairman then explained to the shareholders on the rules and protocols to be adhered to in relation to the conduct of procedures for the Meeting to ensure that the AGM progresses smoothly with minimal interruptions.
- Protocols & Vote Process : In particular the Chairman highlighted that pursuant to Rule 8.31A of ACE Market Listing Requirements of Bursa Malaysia Securities Berhad (“ACE LR”) and in exercise of his power as Chairman, all resolutions set out in the Notice of the 2<sup>nd</sup> AGM are to be voted by poll.
- All shareholders and proxies present had no objections and assented to the Chairman’s proposal that all business set out in the Agenda would be dealt with by tabling all the motions, followed by a question and answer session and thereafter the conduct of the poll voting under a single poll form for all the motions tabled.

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At the same time the Chairman informed the Meeting that the Board had engaged Boardroom Share Registrars Sdn Bhd, the Company's Share Registrar as Poll Administrator to facilitate the poll voting process and appointed Ms. Salinah A/P David Joachim and Ms. Jececa A/P Joseph from SKY Corporate Services Sdn Bhd to act as the Independent Scrutineer to verify the poll results.

The Chairman also highlighted that proxy holders have the same rights as members to speak at the meeting.

The Chairman then proceeded with the Agenda for the meeting.

**1. AUDITED FINANCIAL STATEMENTS**

The 1<sup>st</sup> item on the Agenda was to receive and consider the Audited Financial Statements for the financial year ended 31 December 2025 together with the Reports of the Directors and Auditors thereon. The Managing Director, Mr Ivan Na Keh Chai gave a summarised review of the performance of the Group to shareholders present.

The Chairman informed shareholders that this Agenda was being tabled for discussion and deliberation and the provision under the Companies Act, 2016 did not require a formal approval of shareholders and no formal motion would be put for voting.

As there were no queries or questions raised by the shareholders, the Chairman directed that the Secretary place on record that the Audited Financial Statements for the financial year ended 31 December 2025 had been duly tabled and received by the shareholders at the 2<sup>nd</sup> AGM.

**2. RE-ELECTION OF DIRECTORS – CLAUSE 133**

The 2<sup>nd</sup> item on the Agenda was to re-elect Mr Ivan Na Keh Chai and Mr Razi Bin Abdullah, the Directors retiring under the provision of Clause 133 of the Constitution of the Company.

**i) RE-ELECTION OF MR IVAN NA KEH CHAI**

Mr Ivan Na Keh Chai was retiring by rotation as a Director pursuant to Clause 133 of the Company's Constitution and being eligible had offered himself for re-election.

The Chairman highlighted to the shareholders that both the Company's Nominating Committee and the Board had assessed and evaluated the performance of Mr Ivan Na Keh Chai and were unanimously recommending the re-election of Mr Ivan Na Keh Chai as a Director.

The Chairman put the following motion to the meeting for consideration as Ordinary Resolution 1:

“THAT Mr Ivan Na Keh Chai who retires pursuant to Clause 133 of the Company's Constitution be hereby re-elected as Director of the Company.”

The Chairman noted that there were no questions raised and directed that the motion be put to the vote by way of a poll to be taken immediately after all motions on the Agenda had been tabled.

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**ii) RE-ELECTION OF MR RAZI BIN ABDULLAH**

Mr Razi Bin Abdullah was retiring by rotation as a Director pursuant to Clause 133 of the Company's Constitution and being eligible had offered himself for re-election.

The Chairman highlighted to the shareholders that both the Company's Nominating Committee and the Board had assessed and evaluated the performance of Mr Razi Bin Abdullah and were unanimously recommending the re-election of Mr Razi Bin Abdullah as a Director.

The Chairman put the following motion to the meeting for consideration as Ordinary Resolution 2:

“THAT Mr Razi Bin Abdullah who retires pursuant to Clause 133 of the Company's Constitution be hereby re-elected as Director of the Company.”

The Chairman noted that there were no questions raised and directed that the motion be put to the vote by way of a poll to be taken immediately after all motions on the Agenda had been tabled.

**3. RE-ELECTION OF MS CLESSENSE KHO MEI CHEE – CLAUSE 118**

The 3<sup>rd</sup> item on the Agenda was to re-elect Ms Clessense Kho Mei Chee retiring under the provision of Clause 118 of the Constitution of the Company.

Ms Clessense Kho Mei Chee was retiring pursuant to Clause 118 of the Company's Constitution and being eligible had offered herself for re-election.

The Chairman put the following motion to the meeting for consideration as Ordinary Resolution 3:

“THAT Ms Clessense Kho Mei Chee who retires pursuant to Clause 118 of the Company's Constitution be hereby re-elected as Director of the Company.”

The Chairman noted that there were no questions raised and directed that the motion be put to the vote by way of a poll to be taken immediately after all motions on the Agenda had been tabled.

**4. DIRECTORS' FEE**

The 4<sup>th</sup> item on the Agenda was to approve the payment of Directors' fees of RM180,000.00 to Directors for the financial year ending 31 December 2026.

The Chairman informed the shareholders that pursuant to Section 230(1) of the Companies Act, 2016, the fees of the directors and any benefits payable to the directors of a listed company and its subsidiaries shall be approved at a general meeting.

That the Proposed Ordinary Resolution 4, if passed, will authorise the payment of Directors' fees payable to the members of the Board, Board of subsidiaries and Board Committees for the financial year ending 31 December 2026.

The Chairman put the following motion to the meeting for consideration as Ordinary Resolution 4:

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“THAT the payment of Directors’ fee of RM180,000.00 for the financial year ending 31 December 2026 be hereby approved.”

The Chairman noted that there were no questions raised and directed that the motion be put to the vote by way of a poll to be taken immediately after all motions on the Agenda had been tabled.

**5. DIRECTORS' BENEFIT**

The 5<sup>th</sup> item on the Agenda was to approve the payment of Directors’ benefits amounting to RM30,000.00 for the period from 1 January 2026 until the date of the next AGM.

The Chairman put the following motion to the meeting for consideration as Ordinary Resolution 5:

“THAT the Directors’ benefits amounting to RM30,000.00 for the period from 1 January 2026 until the date of the next Annual General Meeting of the Company be hereby approved.”

The Chairman noted that there were no questions raised and directed that the motion be put to the vote by way of a poll to be taken immediately after all motions on the Agenda had been tabled.

**6. RE-APPOINTMENT OF AUDITORS**

The 6<sup>th</sup> item on the Agenda was to re-appoint Ecovis Malaysia PLT as Auditors of the Company and to authorise the Directors to fix their remuneration.

The Chairman highlighted to the shareholders that both the Audit and Risk Management Committee and the Board were satisfied with the performance of the Auditors and recommends the re-appointment of Ecovis Malaysia PLT as Auditors of the Company.

The Chairman put the following motion to the meeting for consideration as Ordinary Resolution 6:

“That Ecovis Malaysia PLT be and are hereby re-appointed as Auditors of the Company for the financial year ending 31 December 2026 at a remuneration to be determined by the Directors.”

The Chairman noted that there were no questions raised and directed that the motion be put to the vote by way of a poll to be taken immediately after all motions on the Agenda had been tabled.

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

The 7<sup>th</sup> item on the Agenda was to authorise Directors to allot and issue shares pursuant to Sections 75 and 76 of the Companies Act, 2016.

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The Chairman informed the shareholders that the purpose of the proposed resolution under this Agenda is to provide flexibility to the Company and empower the Directors of the Company from the date of this Meeting until the next AGM, unless earlier revoked or varied at a general meeting, to allot and issue new shares in the Company up to an aggregate number not exceeding 10% of the total number of issued shares of the Company at any point of time for such purposes as they consider would be in the best interest of the Company.

The Board, having considered the current and prospective financial position, needs and capacity of the Group, is of the opinion that the general mandate is in the best interests of the Company and its shareholders.

The Chairman then put the following motion to the meeting for consideration as Ordinary Resolution 7:

“THAT subject always to the Companies Act, 2016, the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad (“**Bursa Securities**”) (“**ACE LR**”), the Constitution of the Company and the approvals of the relevant government and/or regulatory authorities, the Directors be and are hereby empowered pursuant to Sections 75 and 76 of the Companies Act, 2016 to allot and issue new shares in the Company at any time at such price, upon such terms and conditions, for such purposes and to such person(s) whomsoever as the Directors may in their absolute discretion deem fit and expedient in the interest of the Company, provided that the aggregate number of shares issued pursuant to this resolution does not exceed ten percent (10%) of the total number of issued shares (excluding treasury shares, if any) of the Company for the time being AND THAT the Directors be and are also empowered to obtain the approval from Bursa Securities for the listing of and quotation for the additional shares so issued AND THAT such authority shall continue to be in force until the conclusion of the next annual general meeting of the Company (“**General Mandate**”).”

The Chairman noted that there were no questions raised and directed that the motion be put to the vote by way of a poll to be taken immediately after all motions on the Agenda had been tabled.

**8. ANY OTHER BUSINESS**

The last item on the Agenda was to transact any other business of which due notice have been given in accordance with the Company’s Constitution and the Companies Act, 2016.

The Chairman confirmed with the Secretary that there were no Notices to transact any other matters received from shareholders of the Company.

The Chairman then declared that as all motions for the 2<sup>nd</sup> AGM had been tabled, the Meeting would proceed with the poll voting on all the resolutions tabled immediately. For the purpose of conducting the poll, the Chairman declared that the registration of attendance for the 2<sup>nd</sup> AGM had closed. The Chairman then briefed the members present on the instructions for completing the poll form and depositing of the forms into the ballot box. Thereafter the Chairman adjourned the meeting at 10.00 a.m. for members to cast their votes and for the poll votes to be counted by the Poll Administrator in the presence of the Scrutineer appointed.

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The Chairman then called the Meeting to order at 10.25 a.m. after being informed of the availability of the poll results. The results of the poll voting was projected on screen for viewing as follows:-

**RESULTS OF THE POLL VOTES ON RESOLUTIONS TABLED AT THE 2<sup>ND</sup> AGM ON 28 MAY 2026.**

Resolution(s)	Vote For		Vote Against		Total Votes	
	No of Units	%	No of Units	%	No of Units	%
Ordinary Resolution 1	229,976,400	100.0000	0	0.0000	229,976,400	100.0000
Ordinary Resolution 2	229,976,400	100.0000	0	0.0000	229,976,400	100.0000
Ordinary Resolution 3	229,976,400	100.0000	0	0.0000	229,976,400	100.0000
Ordinary Resolution 4	229,976,200	99.9999	200	0.0001	229,976,400	100.0000
Ordinary Resolution 5	229,976,200	99.9999	200	0.0001	229,976,400	100.0000
Ordinary Resolution 6	229,976,400	100.0000	0	0.0000	229,976,400	100.0000
Ordinary Resolution 7	229,976,400	100.0000	0	0.0000	229,976,400	100.0000

Based on the results of the poll, the Chairman declared that all the 7 Ordinary Resolutions tabled had been carried and passed with the respective majorities as detailed above.

**TERMINATION:**

There being no other business the Meeting terminated at 10.27 a.m. with a vote of thanks to the Chair.

Confirmed as a correct record

- Signed -

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TEH KEE SIN  
*Chairman of the 2<sup>nd</sup> Annual General Meeting*

Dated : 23 June 2026