

ARKA BERHAD

(Registration No. 197701005709 [36747-U])

(Incorporated in Malaysia)

Minutes of the Forty-Seventh (47th) Annual General Meeting ("AGM") of the Company held at Dewan Bungaraya, Level 2, WP Hotel, 362, Jalan Tuanku Abdul Rahman, 50100 Kuala Lumpur on Wednesday, 4 June 2025 at 10.15 a.m. ("the Meeting").

DIRECTORS PRESENT : YM Dato' Syed Budriz Putra
En. Ibrahim Aiman Bin Mohd Nadzmi
Mr. Lee Chin Chuan
Ms. Tung Shao Yin
Ms. Au Foong Yee

**MEMBERS / PROXIES
/ INVITEES PRESENT** : As per attendance list

IN ATTENDANCE : Ms. Yeow Sze Min–Company Secretary

CHAIRMAN'S ADDRESS

YM Dato' Syed Budriz Putra ("YM Dato' Chairman") welcomed all present to the Meeting and introduced all the Directors and the Company Secretary to the floor.

QUORUM

With the requisite quorum pursuant to Regulation 71 of the Company's Constitution, YM Dato' Chairman declared the Meeting duly convened.

NOTICE

As the Notice convening the Meeting had been circulated to all members within the prescribed period, the Notice was taken as read.

MEETING PROCEEDINGS – VOTING BY POLL

YM Dato' Chairman informed that pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in the Notice of the Meeting shall be voted by poll.

The Meeting was then briefed on how the Meeting and polling would be proceeded with, where the poll voting for all resolutions was only conducted after all items on the agenda had been discussed.

YM Dato' Chairman also informed that the Company had appointed its Share Registrar, Securities Services (Holdings) Sdn. Bhd., as the Poll Administrator, and Commercial Quest Sdn. Bhd. as the Independent Scrutineer to verify the poll results.

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(Minutes of the 47th AGM – continued)

1. RECEIPT OF THE AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2024 ("FY2024") TOGETHER WITH THE REPORTS OF THE DIRECTORS AND AUDITORS THEREON ("AFS")

- 1.1 YM Dato' Chairman informed that the first item on the Agenda was to receive the AFS. As this item was meant for discussion only as Section 340(1)(a) of the Companies Act 2016 ("the Act") did not require formal approval for the AFS from shareholders, it was not put forward for voting. The AFS had been approved by the Board on 29 April 2025 and circulated to shareholders on 30 April 2025.
- 1.2 As there was no question raised, the AFS was received as proposed.

2. APPROVAL OF THE PAYMENT OF DIRECTORS' FEES AMOUNTING TO RINGGIT MALAYSIA ONE HUNDRED AND SIXTY-EIGHT THOUSAND ONLY (RM168,000.00) FOR FY2024

- 2.1 YM Dato' Chairman informed that the next item on the Agenda was to approve the payment of Directors' fees amounting to RM168,000.00 to be made payable to the Non-Executive Directors of the Company for FY2024.
- 2.2 The motion for the abovementioned payment of Directors' fees was proposed by Tan Swee Hock and seconded by Azahar Bin Ghazali.

3. PAYMENT OF DIRECTORS' BENEFITS PAYABLE UP TO AN AMOUNT OF RINGGIT MALAYSIA THIRTY THOUSAND ONLY (RM30,000.00) FOR THE PERIOD FROM THE CONCLUSION OF THE MEETING UNTIL THE NEXT AGM OF THE COMPANY PURSUANT TO SECTION 230(1)(B) OF THE ACT

- 3.1 YM Dato' Chairman informed that the third item on the Agenda was to approve the payment of benefits payable to the Directors of the Company up to an amount of RM30,000.00 for the period from the conclusion of the Meeting until the next AGM of the Company pursuant to Section 230(1)(b) of the Act. The benefits payable to Directors, which comprised solely meeting allowances, had been reviewed by the Board.
- 3.2 The motion for the abovementioned payment of Directors' benefits payable was proposed by Azahar Bin Ghazali and seconded by Tan Swee Hock.

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4. RE-ELECTION OF DATO' SYED BUDRIZ PUTRA WHO WAS DUE TO RETIRE IN ACCORDANCE WITH REGULATION 96 OF THE COMPANY'S CONSTITUTION, AND BEING ELIGIBLE, HAD OFFERED HIMSELF FOR RE-ELECTION

- 4.1 As this item on the Agenda involved YM Dato' Chairman, Ms. Tung Shao Yin took over the chair.
- 4.2 The Meeting noted that pursuant to Regulation 96 of the Company's Constitution, all Directors shall retire from office once every three (3) years but shall be eligible for re-election. YM Dato' Chairman was due to retire in accordance with Regulation 96 of the Company's Constitution, and being eligible, had offered himself for re-election as a Director of the Company.
- 4.3 The motion for the abovementioned re-election of YM Dato' Chairman as a Director of the Company was proposed by Azahar Bin Ghazali and seconded by Tan Swee Hock.
- 4.4 Ms. Tung Shao Yin handed back the chairmanship to YM Dato' Chairman.

5. RE-ELECTION OF MS. AU FOONG YEE ("MS. AU") WHO WAS DUE TO RETIRE IN ACCORDANCE WITH REGULATION 103 OF THE COMPANY'S CONSTITUTION, AND BEING ELIGIBLE, HAD OFFERED HERSELF FOR RE-ELECTION

- 5.1 YM Dato' Chairman informed that in accordance with Regulation 103 of the Company's Constitution, any Director who is appointed either to fill a casual vacancy or as an addition to the existing Directors, shall hold office only until the next AGM and shall then be eligible for re-election but shall not be taken into account in determining the Directors who are to retire by rotation at that meeting. Ms. Au was subject to retirement as such as she was appointed by the Board as a Director of the Company to fill a casual vacancy and had offered herself for re-election as a Director of the Company.
- 5.2 The motion for the abovementioned re-election of Ms. Au as a Director of the Company was proposed by Azahar Bin Ghazali and seconded by Tan Swee Hock.

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6. RE-APPOINTMENT OF GRANT THORNTON MALAYSIA PLT ("GT") AS AUDITOR OF THE COMPANY UNTIL THE CONCLUSION OF THE NEXT AGM OF THE COMPANY AND TO AUTHORISE THE DIRECTORS TO FIX THEIR REMUNERATION

- 6.1 YM Dato' Chairman informed that the next item on the Agenda was to re-appoint GT, who was due to retire at the conclusion of the Meeting, as the auditor of the Company until the next AGM of the Company, and to authorise the Directors to fix their remuneration. GT had indicated their willingness to continue in office.
- 6.2 The motion for the abovementioned re-appointment of GT as the auditor of the Company was proposed by Tan Swee Hock and seconded by Azahar Bin Ghazali.

SPECIAL BUSINESS

7. ORDINARY RESOLUTION - AUTHORITY TO ISSUE AND ALLOT SHARES AND WAIVER OF PRE-EMPTIVE RIGHTS

- 7.1 Having concluded the ordinary business of the Meeting, YM Dato' Chairman moved to the first item under special business on the Agenda, which was to consider and approve the ordinary resolution to authorise the Directors to issue and allot shares pursuant to the Act.
- 7.2 The Meeting noted that the proposed resolution was primarily to give flexibility to the Board of Directors to issue and allot shares up to 10% of the total number of issued shares of the Company at any time in their absolute discretion without convening a general meeting. This authority, if approved by the shareholders, shall be valid until the next AGM.
- 7.3 The motion for the abovementioned ordinary resolution was proposed by Azahar Bin Ghazali and seconded by Tan Swee Hock.

8. ORDINARY RESOLUTION - PROPOSED NEW AND RENEWAL OF SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE ("RRPTs") ("PROPOSED SHAREHOLDERS' MANDATE")

- 8.1 YM Dato' Chairman informed that the second item under special business was to consider, and if thought fit, to pass the ordinary resolution to give mandate for the Company's subsidiaries to enter into and give effect to the RRPTs, which would be necessary for the day-to-day operations of the Group. The details of the said proposal were set out in the Circular to Shareholders dated 30 April 2025.

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- 8.2 The shareholders' mandate, unless revoked or varied by the Company in a general meeting, would expire at the conclusion of the next AGM of the Company, or the expiration within which the next AGM is required by law to be held, whichever is earlier.
- 8.3 YM Dato' Chairman highlighted that the Directors, Major Shareholders and/or persons connected to them would abstain from voting on the Proposed Shareholders' Mandate.
- 8.4 The motion for the Proposed Shareholders' Mandate was proposed by Tan Swee Hock and seconded by Azahar Bin Ghazali.

POLL VOTING

Having dealt with all items on the Agenda, YM Dato' Chairman declared the registration for attendance at the Meeting closed at 10:30 a.m. and invited the Company Secretary to brief the Meeting on the poll procedures.

The Company Secretary then briefed the floor on the procedures for poll voting, which was then proceeded with.

Upon confirming that there were no more polling forms to be submitted, YM Dato' Chairman declared the voting closed and adjourned the Meeting at 10.38 a.m. to allow the Poll Administrator and Independent Scrutineer to tabulate the poll results.

After the finalisation of the report by the Scrutineers on the poll result, the Meeting resumed at 10.50 a.m.

ANNOUNCEMENT OF POLL RESULTS

The Company Secretary, Ms. Yeow, announced the results of the poll as below: -

Resolution No. 1

To approve the payment of Directors' fees for FY2024

As a percentage of total number of votes for and against the resolution (%)	Vote FOR	Vote AGAINST
	100%	0%

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Resolution No. 2

To approve the payment of benefits to Directors

As a percentage of total number of votes for and against the resolution (%)	Vote FOR	Vote AGAINST
	100%	0%

Resolution No. 3

To re-elect Dato' Syed Budriz Putra as a Director of the Company

As a percentage of total number of votes for and against the resolution (%)	Vote FOR	Vote AGAINST
	100%	0%

Resolution No. 4

To re-elect Ms. Au as a Director of the Company

As a percentage of total number of votes for and against the resolution (%)	Vote FOR	Vote AGAINST
	100%	0%

Resolution No. 5

To re-appoint GT as Auditor of the Company

As a percentage of total number of votes for and against the resolution (%)	Vote FOR	Vote AGAINST
	100%	0%

Resolution No. 6

Authority to issue and allot shares and waiver of pre-emptive rights

As a percentage of total number of votes for and against the resolution (%)	Vote FOR	Vote AGAINST
	100%	0%

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Resolution No. 7

Proposed Shareholders' Mandate

As a percentage of total number of votes for and against the resolution (%)	Vote FOR	Vote AGAINST
	100%	0%

Based on the poll results, YM Dato' Chairman declared that all Resolutions as set out in the Notice of the Meeting were carried.

CONCLUSION

The Meeting concluded at 10.55 a.m. with a vote of thanks to the Chair.

Confirmed as correct record,

(Signed)

YM DATO' SYED BUDRIZ PUTRA

Chairman