SCGM BHD

[Registration No. 200701021012 (779028-H)]
(Incorporated in Malaysia)

MINUTES OF THE 18TH ANNUAL GENERAL MEETING ("AGM") OF SCGM BHD ("SCGM" OR "THE COMPANY") HELD AT CREATOR HOTEL BALLROOM, 3RD FLOOR, KULAI CENTRE POINT, LOT 1566, BATU 20, JALAN KULAI-AIR HITAM 81000 KULAI, JOHOR, MALAYSIA ON MONDAY, 19 MAY 2025 AT 2:00 P.M.

PRESENT	:	Dato' Sri Lee Hock Chai – Managing Director *("the Chairman")* Ms Lim Peng Peng – Independent Non-Executive Director Ms Patricia Rangene Packium – Senior Independent Non-Executive Director Ms Lee Yee Ling – Independent Non-Executive Director
ABSENT WITH APOLOGIES	:	Dato' Sri Lee Hock Seng – Executive Chairman
IN ATTENDANCE	:	Ms Heidi Thien Lee Mee (Company Secretary)
BY INVITATION	:	As per attendance list

The shareholders and proxyholders (collectively referred to as "Members") who attended and participated at the 18th AGM were set out in the Attendance List.

1.0 CHAIRMAN

Dato' Sri Lee Hock Chai presided the 18th AGM ("the AGM" or "Meeting") and welcomed the Members to the 18th AGM of the Company.

The Chairman then proceeded to introduce the Board members and the Company Secretary present at the venue.

2.0 QUORUM

Upon enquiry from the Chairman, the Company Secretary confirmed that there was a sufficient quorum for the convening of the Meeting based on the members who had attended the meeting.

There being a quorum present at the meeting, the Chairman declared the 18th AGM duly convened at 2.00 p.m.

3.0 NOTICE

The Chairman declared that the notice convening the Meeting which been sent and circulated to all members within the prescribed period, be taken as read.

4.0 ADMINISTRATIVE MATTERS

The Chairman informed that all resolutions set out in the Notice must be voted by poll pursuant to Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities"). The polling process would be conducted after all items on the agenda have been dealt with.

The Chairman informed that Aldpro Corporate Services Sdn. Bhd. had been appointed as the Poll Administrator to conduct the polling process and CSC Securities Services Sdn. Bhd. as the Independent Scrutineer to verify the poll results.

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

The first item on the agenda was to receive the Audited Financial Statements for the financial year ended 31 December 2024, together with the Reports of the Directors and Auditors thereon ("**AFS 2024**").

The Chairman informed that the AFS 2024 was meant for discussion only as it does not require formal approval from the shareholders. Hence, it was not put forward for voting.

The Chairman then invited the shareholders and proxy holders to raise their questions on this agenda item.

As no questions were raised, the Chairman declared that the AFS 2024 was duly received by the shareholders of the Company.

6.0 ORDINARY RESOLUTION 1
RE-ELECTION OF MS. LIM PENG PENG WHO IS RETIRING PURSUANT TO ARTICLE 86 OF THE COMPANY'S CONSTITUTION AND BEING ELIGIBLE, HAS OFFERED HERSELF FOR RE-ELECTION

The Chairman informed that the next agenda was to re-elect Ms. Lim Peng Peng who is retiring by rotation pursuant to Article 86 of the Company's Constitution and being eligible, had offered herself for re-election.

The Chairman informed that all shareholders and proxies may raise questions on this agenda.

There was no question raised, the meeting proceeded with the next agenda of the Meeting.

7.0 ORDINARY RESOLUTION 2
RE-ELECTION OF MS. PATRICIA RANGENE PACKIUM WHO IS RETIRING PURSUANT TO ARTICLE 86 OF THE COMPANY'S CONSTITUTION AND BEING ELIGIBLE, HAS OFFERED HERSELF FOR RE-ELECTION

The Chairman informed that the next agenda was to re-elect Ms. Patricia Rangene Packium who is retiring by rotation pursuant to Article 86 of the Company's Constitution and being eligible, had offered herself for re-election.

The Chairman informed that all shareholders and proxies may raise questions on this agenda.

There was no question raised, the meeting proceeded with the next agenda of the Meeting.

8.0 ORDINARY RESOLUTION 3
TO APPROVE THE DIRECTORS' FEES AND OTHER BENEFITS PAYABLE UP TO RM110,000.00 TO BE DIVIDED AMONGST NON-EXECUTIVE DIRECTORS OF THE COMPANY FOR THE PERIOD COMMENCING FROM THE CONCLUSION OF THE 18th AGM OF THE COMPANY UNTIL THE CONCLUSION OF THE NEXT AGM OF THE COMPANY IN THE YEAR 2026

The Chairman informed the members that the proposed Ordinary Resolution 3 was to approve the directors' fees and other benefits payable up to RM110,000.00 to be divided amongst non-executive directors of the company for the period commencing from the conclusion of the 18th AGM of the company until the conclusion of the next AGM of the company in the year 2026.

There was no question raised, the meeting proceeded with the next agenda of the Meeting.

9.0 ORDINARY RESOLUTION 4
RE-APPOINTMENT OF GRANT THORNTON MALAYSIA PLT AS AUDITORS OF THE COMPANY FOR THE ENSUING YEAR AND TO AUTHORISE THE DIRECTORS TO FIX THEIR REMUNERATION

The Chairman informed that the Ordinary Resolution 4 was to re-appoint Grant Thornton Malaysia PLT as auditors of the Company for the ensuing year and to authorise the Directors to fix their remuneration. The Chairman informed that the retiring auditors, Grant Thornton Malaysia PLT had expressed their willingness to accept the re-appointment as auditors of the Company for the ensuing year.

There was no question raised, the meeting proceeded with the next agenda of the Meeting.

10.0 SPECIAL BUSINESS - ORDINARY RESOLUTION 5
AUTHORITY TO ALLOT AND ISSUE SHARES PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT, 2016

The Chairman informed that the next agenda under special business was to seek the shareholders' approval to authorise Directors to allot and issue shares pursuant to Sections 75 and 76 of the Companies Act, 2016.

"THAT approval be and is hereby given to waive the statutory pre-emptive rights to be offered new shares ranking equally to the existing issued shares of the Company pursuant to Section 85 of the Companies Act, 2016 ("CA 2016") read together with Article 52 of the Company's Constitution.

THAT pursuant to Sections 75 and 76 of CA 2016 and subject to the approvals of the relevant governmental/regulatory authorities, the Directors be and are hereby empowered to issue shares in the capital of the Company from time to time and upon such terms and conditions and for such purposes as the Directors, may in their absolute discretion deem fit, provided that the aggregate number of shares issued pursuant to this resolution does not exceed 10% of the total number of issued shares of the Company or such higher percentage as Bursa Malaysia Securities Berhad ("Bursa Securities") allowed for the time being and that the Directors be and are hereby also empowered to obtain approval from Bursa Securities for the listing and quotation of the additional shares so issued and that such authority shall continue to be in force until the conclusion of the next AGM of the Company."

There was no question raised, the meeting proceeded with the next agenda of the Meeting.

11.0 ANY OTHER BUSINESS

The Chairman informed that no notice was received to transact any other business pursuant to the Companies Act 2016 and the Company's Constitution.

12.0 POLLING VOTING SESSION

The Chairman proceeded with the Meeting by explaining the poll voting procedure.

After which, the meeting was adjourned for the conduct of the poll and resumed the Meeting for the tabulation of the poll results by the Independent Scrutineer.

13.0 ANNOUNCEMENT OF POLL RESULTS

The Meeting resumed at 2.15 p.m. for the declaration of poll results. The Chairman informed that the Scrutineer had verified the poll results and that the said results were as projected on the screen, as follows:

	Voted in favour		Voted against		
	No. of shares	**%**	**No. of shares**	**%**	**Results**
Ordinary Resolution 1	56,786,271	99.9998	100	0.0002	Carried
Ordinary Resolution 2	56,786,271	99.9998	100	0.0002	Carried
Ordinary Resolution 3	56,786,371	100.0000	0	0.0000	Carried
Ordinary Resolution 4	56,786,371	100.0000	0	0.0000	Carried
Ordinary Resolution 5	56,786,371	100.0000	0	0.0000	Carried

Based on the poll results shown on the screen, the Chairman declared that all the resolutions tabled at the 18th AGM were carried.

14.0 CLOSURE

There being no other business to be discussed, the AGM was closed at 2.20 p.m. with a vote of thanks to the Chairman.

Confirmed as a correct record of the proceedings held thereat

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Chairman