SCGM BHD

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

MINUTES OF THE 19TH 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 TUESDAY, 26 MAY 2026 AT 10:30 A.M.

PRESENT	**:**	Dato’ Sri Lee Hock Seng – Executive Chairman Dato’ Sri Lee Hock Chai – Managing Director 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
IN ATTENDANCE	**:**	Mr Tan Tong Lang
BY INVITATION	**:**	As per attendance list

The shareholders and proxyholders (collectively referred to as “Members”) who attended and participated at the 19th AGM were set out in the Attendance List.

1.0 CHAIRMAN

Mr Tan Tong Lang (“the Company Secretary”), with the consent from Dato’ Sri Lee Hock Seng and the Members of the meeting, presided at the meeting and welcomed the Board of Directors and shareholders to the Annual General Meeting (“AGM”) of the Company.

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

2.0 QUORUM

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 19th AGM duly convened at 10:30 a.m.

3.0 NOTICE

The Notice of the 19th AGM, having been circulated to all the shareholders of the Company within the prescribed period, was taken as read with the consent of the shareholders and proxies present.

4.0 ADMINISTRATIVE MATTERS

Before proceeding with the agendas of the meeting, the Company Secretary explained 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 Company Secretary further 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 2025 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 2025, together with the Reports of the Directors and Auditors thereon ("**AFS 2025**").

The Company Secretary informed that the AFS 2025 was meant for discussion only as it does not require formal approval from the shareholders. Hence, it was not put forward for voting.

The Company Secretary informed the meeting that shareholders and proxies may raise questions on this agenda.

As no questions were raised, the Company Secretary declared that the AFS 2025 was duly received by the shareholders of the Company.

6.0 ORDINARY RESOLUTION 1
RE-ELECTION OF DATO' SRI LEE HOCK CHAI WHO IS RETIRING PURSUANT TO ARTICLE 86 OF THE COMPANY'S CONSTITUTION AND BEING ELIGIBLE, HAS OFFERED HIMSELF FOR RE-ELECTION

The Company Secretary informed that the next agenda was to re-elect Dato' Sri Lee Hock Chai who is retiring by rotation pursuant to Article 86 of the Company's Constitution and being eligible, had offered himself for re-election.

The Company Secretary informed the meeting that 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. LEE YEE LING WHO IS RETIRING PURSUANT TO ARTICLE 86 OF THE COMPANY'S CONSTITUTION AND BEING ELIGIBLE, HAS OFFERED HERSELF FOR RE-ELECTION

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

The Company Secretary informed the meeting that 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 RM130,000.00 TO BE DIVIDED AMONGST NON-EXECUTIVE DIRECTORS OF THE COMPANY FOR THE PERIOD COMMENCING FROM THE CONCLUSION OF THE 19th AGM OF THE COMPANY UNTIL THE CONCLUSION OF THE NEXT AGM OF THE COMPANY IN THE YEAR 2027

The Company Secretary informed the members that the proposed Ordinary Resolution 3 was to approve the directors' fees and other benefits payable up to RM130,000.00 to be divided amongst non-executive directors of the company for the period commencing from the conclusion of the 19th AGM of the company until the conclusion of the next AGM of the company in the year 2027.

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 Company Secretary 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 Company Secretary 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 Company Secretary 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 pursuant to Sections 75 and 76 of the Companies Act, 2016 ("the Act") 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 Company Secretary informed that no notice was received to transact any other business pursuant to the Companies Act 2016 and the Company's Constitution.

12.0 Q&A SESSION

The Company Secretary proceeded with the questions received from the Members during the 19th AGM. The questions raised were responded as follows:

No.	Question	Response by the Company
1.	The Company and the Vendors have mutually agreed to extend the period for the satisfaction or fulfilment of the conditions precedent under the Share Sale Agreement until 31 December 2026. Could the Board provide an update on the progress of the Regularisation Plan?	An application has been submitted to Securities Commission Malaysia ("SC") for a further extension of time for the Company to complete the Proposed Regularisation Plan and currently pending clearance from SC. SCGM was taking necessary steps to procure the approvals required. Subject to all approvals being obtained, the Company would proceed with the implementation and completion of the Proposed Regularisation Plan. SCGM would make the necessary announcements regarding the development of the Proposed Regularisation Plan accordingly.
2.	In the event that Plan A was not successfully implemented, could the Board please advise whether the Company has an alternative plan or contingency strategy in place?	The Company expressed confidence in obtaining the necessary approval. Nevertheless, the Board will consider alternative options should the need arise.

After dealing with the questions received, the Company Secretary declared the closure of the Q&A session.

13.0 POLLING VOTING SESSION

The Company Secretary 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.

14.0 ANNOUNCEMENT OF POLL RESULTS

The Meeting resumed at 11:00 a.m. for the declaration of poll results. The Company Secretary 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	58,527,953	100.0000	0	0.0000	Carried
Ordinary Resolution 2	60,182,824	100.0000	0	0.0000	Carried
Ordinary Resolution 3	60,182,824	100.0000	0	0.0000	Carried
Ordinary Resolution 4	60,182,824	100.0000	0	0.0000	Carried
Ordinary Resolution 5	60,182,724	99.9998	100	0.0002	Carried

Based on the poll results shown on the screen, the Company Secretary declared that all the resolutions tabled at the 19th AGM were carried.

15.0 CLOSURE

There being no other business to be discussed, the AGM was closed at 11:05 a.m. with a vote of thanks to the Chairman.

Confirmed as a correct record of
the proceedings held thereat

Dato' Sri Lee Hock Seng
Executive Chairman