

**UNIMECH GROUP BERHAD**  
[Registration No. 199601035227 (407580-X)]  
(Incorporated in Malaysia)

Minutes of the Twenty-Eighth Annual General Meeting of the Company held at Fullerton Suite, Level 5, Victory Annexe Wing, Eastern & Oriental Hotel, 10 Lebuhr Farquhar, 10200 George Town, Pulau Pinang on Monday, 23 June 2025 at 11.00 a.m.

Present : Members  
As per Attendance List

Directors

Dato' Professor Dr. See Ching Mey (Independent Non-Executive Chairman)  
Dato' Seri Lim Cheah Chooi (Executive Director)  
Lim Kim Guan (Executive Director)  
Han Mun Kuan (Executive Director)  
Lim Jun Lin (Executive Director)  
Sim Yee Fuan (Executive Director)  
Teh Eng Aun (Senior Independent Non-Executive Director)  
Khairilnuar Bin Abdul Rahman (Independent Non-Executive Director)  
Khoo Gim See (Independent Non-Executive Director)  
Tatsufumi Yoshida (Non-Independent Non-Executive Director)

In Attendance : Ms. Lee Mei-Mei (Company Secretary)

The Meeting commenced at 11.02 a.m. with the requisite quorum being present.

Notice

The Notice convening the Meeting having been circulated within the prescribed period was taken as read.

The Members could download the Annual Report 2024 and Corporate Governance Report 2024 from the Company's website. The Notice has also been announced to Bursa Malaysia Securities Berhad ("Bursa Securities") and advertised in the New Straits Times within the prescribed period.

Chairperson's Address

Upon the Secretary's confirmation of a quorum being present, the Chairperson, Dato' Prof. Dr. See Ching Mey, DSPN, PJK, welcomed and thanked the members for attending the Company's Twenty-Eighth Annual General Meeting ("28<sup>th</sup> AGM").

The Chairperson introduced the members of the Board of Directors and the Secretary whom were present. She further mentioned that the Company had received 40 valid Proxy Forms from the Members totaling 98,697,152 shares or 65.46% of the share capital of the Company not less than 48 hours before the time for convening this Meeting.

The Chairperson then informed that pursuant to Paragraph 8.29A of the Bursa Malaysia Main Market Listing Requirements, it is mandatory for any resolution set out in the notice of general meeting to be voted by poll. For this purpose, the Share Registrar, Plantation Agencies Sdn. Berhad was appointed to act as the Poll Administrator, while Quantegic Services Sdn. Bhd. was appointed to act as scrutineer to validate the votes cast at the Meeting.

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Chairperson's Address (Continued...)

The Chairperson also informed that each proposed resolution would be opened to members for discussion, and members and/or proxies registered for this meeting have the rights to raise question. All the questions posed by the members and/or proxies will be answered by the Board of Directors and the Management during the Questions and Answers session at the end of the meeting.

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

The AFS 2024 together with the Reports of the Directors and Auditors thereon, having been circulated to all Members of the Company within the statutory period, were tabled to the Meeting for discussion.

The Meeting noted that this agenda item was meant for discussion only, as the provisions of Sections 244(2), 248 and 340(1) of the Companies Act 2016 did not require formal approval of the Members for the AFS 2024. Hence, this Agenda item was not put forward for voting.

The Chairperson declared that the AFS 2024 together with the Reports of the Directors and the Auditors thereon be received.

**2. ORDINARY RESOLUTION 1  
TO DECLARE A FINAL SINGLE TIER DIVIDEND OF 2.2 SEN PER SHARE  
FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2024**

The second item in the Agenda was to approve the declaration of a final single tier dividend of 2.2 sen per share in respect of the financial year ended 31 December 2024 ("Proposed Declaration of Final Single Dividend").

On the proposal by Mr. Toh Hock Chooi and seconded by Ms. Julie Ooi, the motion on the Proposed Declaration of Final Single Tier would be put to the Members to vote by poll.

The Members were informed that the final dividend, if approved, shall be paid on 30 July 2025 to the depositors whose names appear in the Record of Depositors at the close of business on 16 July 2025.

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**3. ORDINARY RESOLUTIONS 2 TO 5  
TO RE-ELECT DIRECTORS RETIRING UNDER THE PROVISION OF  
ARTICLE 94(1) AND ARTICLE 101 OF THE CONSTITUTION OF THE  
COMPANY**

The Chairperson informed the Members that the following Directors who retired under the provision of Article 94(1) and Article 101 of the Company's Constitution, and being eligible, had offered themselves for re-election: -

- |                               |                              |
|-------------------------------|------------------------------|
| i) Dato' Seri Lim Cheah Chooi | Article 94(1) [Resolution 2] |
| ii) Mr. Han Mun Kuan          | Article 94(1) [Resolution 3] |
| iii) Ms. Khoo Gim See         | Article 94(1) [Resolution 4] |
| iv) Mr. Tatsufumi Yoshida     | Article 101 [Resolution 5]   |

It was recorded that the re-election of each of the aforesaid Directors would be considered separately.

On the proposal by Mr. Lim Ka Huat and seconded by Mr. Toh Hock Chooi, the motion on the re-election of Dato' Seri Lim Cheah Chooi would be put to the Members to vote by poll.

On the proposal by Mr. Lau Boon Hai and seconded by Mr. Lim Ka Huat, the motion on the re-election of Mr. Han Mun Kuan would be put to the Members to vote by poll.

On the proposal by Mr. Toh Hock Chooi and seconded by Mr. Loh Woei Choong, the motion on the re-election of Ms. Khoo Gim See would be put to the Members to vote by poll.

On the proposal by Mr. Toh Hock Chooi and seconded by Mr. Lim Teong Wah, the motion on the re-election of Mr. Tatsufumi Yoshida would be put to the Members to vote by poll.

**4. ORDINARY RESOLUTION 6  
TO APPOINT MESSRS. UHY MALAYSIA PLT AS AUDITORS OF THE  
COMPANY FOR THE FINANCIAL YEAR ENDING 31 DECEMBER 2025 AND  
TO AUTHORISE THE BOARD OF DIRECTORS TO DETERMINE THEIR  
REMUNERATION**

As proposed by Mr. Ooi Wei Seong and seconded by Mr. Lim Yeok Beng, the motion to consider the Re-appointment of Messrs. UHY Malaysia PLT as the Auditors of the Company for the financial year ending 31 December 2025 and mandate to be given to the Board of Directors to determine their remuneration, would be put to the Members to vote by poll.

It was noted that the retiring Auditors have expressed their willingness to continue in office.

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**5. ORDINARY RESOLUTION 7 – SPECIAL BUSINESS  
TO APPROVE THE PAYMENT OF DIRECTORS’ FEES AND BENEFITS FOR  
THE FINANCIAL YEAR ENDING 31 DECEMBER 2025**

On the proposal by Ms. Julie Ooi and seconded by Mr. Loo Meng Yew, the payment of Directors’ Fees and Benefits of up to RM286,000.00 to the Directors for the financial year ending 31 December 2025 would be put to the Members to vote by poll.

**6. ORDINARY RESOLUTION 8 – SPECIAL BUSINESS  
AUTHORITY TO ISSUE SHARES AND WAIVER OF PRE-EMPTIVE RIGHTS**

On the proposal by Mr. Teh Choong Ping and seconded by Mr. Lau Boon Hai, the proposed Resolution on the Authority to Issue Shares pursuant to Section 76 of the Companies Act 2016 and Waiver of Pre-emptive Rights pursuant to Section 85 of the Companies Act 2016 together with Article 62 of the Company’s Constitution would be put to the Members to vote by poll.

The full text of the proposed resolution was set out in the Notice of Meeting.

**7. ORDINARY RESOLUTION 9 – SPECIAL BUSINESS  
RENEWAL OF AUTHORITY TO PURCHASE ITS OWN SHARES**

On the proposal of Mr. Toh Hock Chooi and seconded by Mr. Goh Leng Pheow, the motion on the Proposed Renewal of Authority to Purchase its Own Shares would be put to the Members to vote by poll.

The details pertaining to the proposed Renewal of Authority to Purchase its Own Shares were set out in the Share Buy-Back Statement in pages 7 to 12 of Annual Report 2024, and the full text of the proposed resolution was set out in the Notice of Meeting.

**8. CONCLUSION**

The Chairperson had formally announced to the Members on the resignation of En. Khairilnauar Bin Abdul Rahman, the Independent Non-Executive Director of the Company, upon the conclusion of the 28<sup>th</sup> AGM. The Board expressed its sincere appreciation to En. Khairilnauar for his exemplary service and invaluable contributions throughout his tenure and extended its best wishes for continued success in his future endeavours.

The Chairperson informed the Meeting that no notice for any other business had been received from the Members since the dispatch of the notice for the 28<sup>th</sup> AGM. She then invited questions from the Floor.

There being no questions raised, the Meeting proceeded with the polling process at 11.21 a.m. The Chairperson briefed the Members and/or proxies on the polling procedures. Thereafter, the Members and/or proxies proceeded to cast their vote.

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**8. CONCLUSION (CONTINUED...)**

The Meeting was adjourned for thirty (30) minutes until the Poll Administrator completed the verification cast votes. The Members and proxies were invited for tea break during the intermission.

The Chairperson called the Meeting to order at 11.53 a.m. and invited the Scrutineer, Ms. Chin Lee Phing of Quantegic Services Sdn. Bhd. to table the poll results as per Appendix 1, a copy of which is attached herewith.

As verified and based on the poll results, the Chairperson declared that all nine (9) of the proposed resolutions were carried.

There being no further matters to discuss, on the proposal of Mr. Toh Hock Chooi and seconded by Mr. Lim Ka Huat, it was resolved that the Meeting be concluded at 12.05 p.m. with a vote of thanks to the Chair.

Confirmed as a correct record

-signed-

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DATO' PROFESSOR DR. SEE CHING MEY,  
DSPN, PJK  
Chairperson

Meeting No : 28  
Type Of Meeting : Annual General Meeting  
Venue : Fullerton Suite, Level 5, Victory Annexe Wing, Eastern & Oriental Wing  
Eastern & Oriental Hotel, 10 Lebuhr Farquhar  
10200 George Town, Pulau Pinang  
Date & Time : 23 June 2025, at 11:00 AM

Votes Summary Report

**Resolution (s)**

*Ordinary Resolution 1*

To declare a Final Single Tier Dividend of 2.2 sen per share for the financial year ended 31 December 2024

	Total Records	Total Shares	Total Percentage
For	116	102,441,455	100.000000
Against	0	0	0.000000
<b>Valid Cast</b>	<b>116</b>	<b>102,441,455</b>	<b>100.000000</b>
Abstain	1	100	
Spoilt	0	0	
<b>Total Cast</b>	<b>117</b>	<b>102,441,555</b>	

*Ordinary Resolution 2*

To re-elect Dato' Seri Lim Cheah Chooi as Director of the Company

For	112	62,555,597	100.000000
Against	0	0	0.000000
<b>Valid Cast</b>	<b>112</b>	<b>62,555,597</b>	<b>100.000000</b>
Abstain	5	39,885,958	
Spoilt	0	0	
<b>Total Cast</b>	<b>117</b>	<b>102,441,555</b>	

*Ordinary Resolution 3*

To re-elect Mr Han Mun Kuan as Director of the Company

For	115	100,717,108	100.000000
Against	0	0	0.000000
<b>Valid Cast</b>	<b>115</b>	<b>100,717,108</b>	<b>100.000000</b>
Abstain	1	1,724,446	
Spoilt	1	1	
<b>Total Cast</b>	<b>117</b>	<b>102,441,555</b>	



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10200 George Town, Pulau Pinang  
Date & Time : 23 June 2025, at 11:00 AM

Votes Summary Report

**Resolution (s)**

*Ordinary Resolution 4*

To re-elect Ms Khoo Gim See as Director of the Company

	Total Records	Total Shares	Total Percentage
<b>For</b>	115	102,432,955	99.997071
<b>Against</b>	1	3,000	0.002929
<b>Valid Cast</b>	116	102,435,955	100.000000
<b>Abstain</b>	1	5,600	
<b>Spoilt</b>	0	0	
<b>Total Cast</b>	<u>117</u>	<u>102,441,555</u>	

*Ordinary Resolution 5*

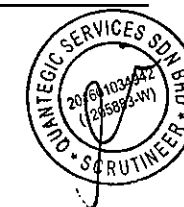
To re-elect Mr Tatsufumi Yoshida as Director of the Company

<b>For</b>	117	102,441,555	100.000000
<b>Against</b>	0	0	0.000000
<b>Valid Cast</b>	117	102,441,555	100.000000
<b>Abstain</b>	0	0	
<b>Spoilt</b>	0	0	
<b>Total Cast</b>	<u>117</u>	<u>102,441,555</u>	

*Ordinary Resolution 6*

To re-appoint Messrs. UHY Malaysia PLT as Auditors of the Company for the financial year ending 31 December 2025 and to authorise the Board of Directors to determine their remuneration

<b>For</b>	115	102,441,454	100.000000
<b>Against</b>	0	0	0.000000
<b>Valid Cast</b>	115	102,441,454	100.000000
<b>Abstain</b>	1	100	
<b>Spoilt</b>	1	1	
<b>Total Cast</b>	<u>117</u>	<u>102,441,555</u>	



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**Votes Summary Report**
**Resolution (s)**
*Ordinary Resolution 7*

Payment of Directors' Fees and benefits for the financial year ending 31 December 2025

	Total Records	Total Shares	Total Percentage
<b>For</b>	101	49,878,650	100.000000
<b>Against</b>	0	0	0.000000
<b>Valid Cast</b>	101	49,878,650	100.000000
<b>Abstain</b>	15	52,560,905	
<b>Spoilt</b>	1	2,000	
<b>Total Cast</b>	<u><u>117</u></u>	<u><u>102,441,555</u></u>	

*Ordinary Resolution 8*

Authority to issue Shares and Waiver of Pre-Emptive Rights

<b>For</b>	113	102,441,054	99.999610
<b>Against</b>	2	400	0.000390
<b>Valid Cast</b>	115	102,441,454	100.000000
<b>Abstain</b>	1	100	
<b>Spoilt</b>	1	1	
<b>Total Cast</b>	<u><u>117</u></u>	<u><u>102,441,555</u></u>	

*Ordinary Resolution 9*

Renewal of Authority to Purchase its own Shares

<b>For</b>	116	102,441,455	100.000000
<b>Against</b>	0	0	0.000000
<b>Valid Cast</b>	116	102,441,455	100.000000
<b>Abstain</b>	1	100	
<b>Spoilt</b>	0	0	
<b>Total Cast</b>	<u><u>117</u></u>	<u><u>102,441,555</u></u>	

