

BETAMEK BERHAD
Registration No. 202101041577 (1441877-P)
Incorporated in Malaysia

MINUTES of the Extraordinary General Meeting ("EGM") ("the Meeting") of Betamek Berhad ("Betamek" or "Company") duly convened and held at Nice Banquet Hall, No. 6, Jalan BJ 1, Taman Belmas Johan, 48000 Rawang, Selangor Darul Ehsan, Malaysia on Thursday, 28 August 2025 at 11:00 a.m.

- DIRECTORS PRESENT** : Encik Ahmad Subri bin Abdullah (Chairman of the Meeting)
Encik Mirzan bin Mahathir
Encik Muhammad Fauzi bin Abd Ghani
Puan Azlina binti Abdul Aziz
Madam Yap Suan See
Encik Mohd Shahrman bin Mohd Sidek
- IN ATTENDANCE** : Ms Maggie Kong (Secretary)
- BY INVITATION** : As per the Attendance List
- SHAREHOLDERS/PROXIES** : As per the Attendance List

CHAIRMAN

The Chairman of the Board of Directors ("Board") of the Company, Encik Ahmad Subri bin Abdullah, took the chair and thanked the members/proxies and invitees for their attendance.

QUORUM

The Secretary confirmed that a quorum was present, and the EGM was called to order.

SUMMARY OF PROXIES FORMS RECEIVED

The Chairman reported that the Company had received a total of seventy-three (73) proxy forms from the shareholders for a total of Three Hundred Twenty-Eight Million Eight Hundred Forty-Three Thousand and Eight Hundred (328,843,800) ordinary shares representing 73.08% of the issued share capital of the Company.

Out of those, sixty-five (65) shareholders appointed the Chairman of the Meeting as proxy to vote on their behalf, and the shares so represented were Twelve Million Five Hundred Forty-Seven Thousand and Seven Hundred (12,547,700) ordinary shares representing 2.79% of the total number of issued shares of the Company.

NOTICE

The Notice of the Meeting has been duly despatched to all members within the requisite statutory period. There being no objection from the floor, the Notice was taken as read.

The Chairman informed that under Rule 8.31A of the ACE Market Listing Requirements (“AMLR”) of Bursa Malaysia Securities Berhad, all resolutions set out in the Notice of EGM must be voted by poll. Pursuant to Clause 84 of the Company’s Constitution, the Chairman then demanded a poll to be taken for all the resolutions outlined in the Notice of EGM.

The Chairman also informed that the Company has appointed Boardroom Share Registrars Sdn. Bhd. as the Poll Administrator to facilitate the poll voting and SKY Corporate Services Sdn. Bhd. as the Independent Scrutineers to validate the poll results.

The Chairman further informed that the Meeting would go through all the resolutions, followed by the question-and-answer session, and then proceed with the polling process.

The Chairman then proceeded with the business on the agenda and went through each of the resolutions set out in the Notice of EGM.

BUSINESS OF THE MEETING

1. Proposed Establishment of a Long Term Incentive Plan [Ordinary Resolution 1]

The Chairman informed that the first item on the agenda was to obtain shareholders' approval for the Proposed Establishment of a Long Term Incentive Plan comprising an Employees' Share Option Scheme ("ESOS") of up to 30% of the total number of issued shares of Betamek (excluding Treasury Shares, if any) at any point in time during the duration of the Scheme for eligible directors and employees of the Company and its non-dormant subsidiary companies ("Eligible Persons") (“Proposed LTIP”).

The details of the Proposed LTIP are set out in the Circular to Shareholders dated 29 July 2025.

The shareholders were informed that the Directors, being interested and also shareholders either directly or indirectly, would abstain from voting on this resolution, along with the persons connected with them.

2. Proposed Allocation of ESOS Awards to the Eligible Directors of Betamek Under the Proposed LTIP

- **Proposed Allocation of ESOS Awards to Ahmad Subri bin Abdullah [Ordinary Resolution 2]**
- **Proposed Allocation of ESOS Awards to Mirzan bin Mahathir [Ordinary Resolution 3]**
- **Proposed Allocation of ESOS Awards to Muhammad Fauzi bin Abd Ghani [Ordinary Resolution 4]**
- **Proposed Allocation of ESOS Awards to Azlina binti Abdul Aziz [Ordinary Resolution 5]**
- **Proposed Allocation of ESOS Awards to Yap Suan See [Ordinary Resolution 6]**
- **Proposed Allocation of ESOS Awards to Mohd Shahrman bin Mohd Sidek [Ordinary Resolution 7]**

The Chairman informed that the Directors, being interested and also shareholders either directly or indirectly, would abstain from voting on the resolution approving their respective allocations, and that their connected persons would also abstain from voting.

Q&A SESSION

The Chairman informed the Meeting of the commencement of the question-and-answer session. As there were no questions, the Chairman proceeded with the poll voting.

POLLING PROCEDURES AND PROCESS

The Chairman then directed the closing of registration of shareholders and proxies for the EGM. The Chairman informed that the poll would be conducted electronically and invited the Poll Administrator to brief the floor on the polling procedures.

The Chairman further informed that the outcome of the poll would be announced after a short break, as it would take some time for the Independent Scrutineers to tabulate the results of the poll. At this juncture, the Poll Administrator and the Independent Scrutineers were invited to commence the polling process.

POLL RESULTS

The Meeting resumed upon the receipt of the poll results duly verified by the Independent Scrutineer. The Chairman read out the verified voting results as follows:-

Resolutions	Voted For			Voted Against			Results
	No. of Holders	No. of Shares	%	No. of Holders	No. of Shares	%	
Ordinary Resolution 1	77	13,106,300	100.0000	0	0	0	Carried
Ordinary Resolution 2	83	336,383,200	100.0000	0	0	0	Carried
Ordinary Resolution 3	82	20,547,300	100.0000	0	0	0	Carried
Ordinary Resolution 4	83	330,237,200	100.0000	0	0	0	Carried
Ordinary Resolution 5	83	336,347,200	100.0000	0	0	0	Carried
Ordinary Resolution 6	83	336,016,200	100.0000	0	0	0	Carried
Ordinary Resolution 7	83	335,656,200	100.0000	0	0	0	Carried

Based on the aforesaid results, the Chairman declared all Resolutions **CARRIED**.

IT WAS RESOLVED:

ORDINARY RESOLUTION 1

"THAT subject to the approvals of all relevant authorities (where required) being obtained, and to the extent permitted by law and the Constitution of Betamek ("Constitution"), the Board of Directors of Betamek ("Board") be and is hereby authorised to:

- (i) establish, implement and administer the Proposed LTIP of up to 30% of the total number of issued shares of Betamek (excluding treasury shares, if any) at any point in time during the duration of the Scheme for the eligible directors (executive and non-executive) and employees of the Group (“Eligible Persons”) in accordance with the provisions of the by-laws governing the Proposed LTIP (“By-Laws”), a draft of which is set out in Appendix I of the circular to shareholders of Betamek dated 29 July 2025 (“Circular”), and to give full effect to the Proposed LTIP with full power to assent to any conditions, variations, modifications and/or amendments as may be required by the relevant authorities;
- (ii) allot and issue from time to time such number of ordinary shares in Betamek (“Betamek Shares” or “Shares”) to the Eligible Persons upon exercising of the share options awarded in writing to the Eligible Persons (“ESOS Options”) to subscribe for new Shares at the prescribed option price, subject to the terms and conditions of the By-Laws (“ESOS Awards”) pursuant to the Proposed LTIP, provided that the maximum number of the Shares which may be made available under the Proposed LTIP shall not in aggregate exceed 30% of the total number of issued shares of Betamek (excluding treasury shares, if any) at any point in time during the duration of the Proposed LTIP;
- (iii) the new Shares to be allotted and issued pursuant to the Proposed LTIP will, upon allotment and issuance, rank equally in all respects with the existing Shares, save and except that they will not be entitled to any dividends, rights, allotments and/or any other forms of distributions, where the entitlement date precedes the relevant date of allotment and issuance of the new Shares. The new Shares will be subject to the provisions of the Constitution;
- (iv) add, amend, modify and/or delete all or any part of the terms and conditions as set out in the By Laws governing the Scheme from time to time provided that such additions, amendments, modifications and/or deletions are effected in accordance with the provisions of the By-Laws, and to do all such acts and to enter into all such transactions, arrangements and agreements as may be necessary or expedient in order to give full effect to the Proposed LTIP;
- (v) extend the duration of the Proposed LTIP, provided always that such extension of the Proposed LTIP made pursuant to the By-Laws shall not in aggregate exceed a duration of 10 years from the date on which the Proposed LTIP shall take effect following full compliance of all relevant requirements or such longer period as may be permitted by Bursa Securities or any other relevant regulatory authorities from time to time without having to obtain any further sanction, approval, consent or authorisation of the shareholders of the Company in a general meeting; and
- (vi) do all things necessary and make the necessary applications to Bursa Securities for the listing of and quotation for the new Shares that may, hereafter from time to time, be issued pursuant to the Proposed LTIP.

THAT the Board be and is hereby authorised to give effect to the Proposed LTIP with full power to assent to any conditions, modifications, variations and/or amendments in any manner as may be required by the relevant authorities and to deal with all matters relating thereto and to take all such steps and do all acts, deeds and things in any manner as they may deem necessary or expedient to implement, finalise and give full effect to the Proposed LTIP.

THAT the pre-emptive rights of the existing shareholders of Betamek to be offered new Shares in proportion to their shareholding in Betamek pursuant to Section 85(1) of the Companies Act 2016 and Clause 63 of the Constitution be and is hereby waived in respect of the new Shares to be issued pursuant to the Proposed LTIP.

AND THAT the draft By-Laws as set out in Appendix I of the Circular and which is in compliance with the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities") ("Listing Requirements"), be and is hereby approved and adopted.

ORDINARY RESOLUTIONS 2 TO 7

THAT subject to the approvals of the relevant authorities (where required) being obtained for the Proposed LTIP, the Board be and is hereby authorised at any time and from time to time during the duration of the Proposed LTIP, to award such number of ESOS Options to the following persons, subject to the provisions of the By-Laws of the Proposed LTIP:

No.	Name	Designation	Ordinary resolutions
(i)	Ahmad Subri bin Abdullah	Independent Non-Executive Chairman	Resolution 2
(ii)	Mirzan bin Mahathir	Managing Director	Resolution 3
(iii)	Muhammad Fauzi bin Abd Ghani	Executive Director	Resolution 4
(iv)	Azlina binti Abdul Aziz	Independent Non-Executive Director	Resolution 5
(v)	Yap Suan See	Independent Non-Executive Director	Resolution 6
(vi)	Mohd Shahriman bin Mohd Sidek	Independent Non-Executive Director	Resolution 7

provided always that:

- (a) the abovementioned persons must not participate in the deliberation and/or discussion of their own respective allocations as well as that of the persons connected with them, if any, under the Proposed LTIP; and
- (b) not more than 10% (or such other percentage as may be permitted by Bursa Securities or any other relevant authorities from time to time) of the total number of issued shares of Betamek made available under the Scheme shall be allocated to any Eligible Person who, either singly or collectively through persons connected (as defined in the Listing Requirements) with the Eligible Person, holds 20% (or such other percentage as may be permitted by Bursa Securities or any other relevant authorities from time to time) or more of the total number of issued shares of Betamek (excluding treasury shares, if any),

subject always to such terms and conditions and/or any adjustments which may be made in accordance with the provisions of the By-Laws of the Proposed LTIP and the Listing Requirements or any prevailing guidelines issued by Bursa Securities or any other relevant authorities, as amended from time to time.

AND THAT the Board be further authorised to issue such number of Shares pursuant to the Proposed LTIP, from time to time, to the abovementioned persons."

BETAMEK BERHAD

[Registration No. 202101041577 (1441877-P)]

Minutes of Extraordinary General Meeting held on 28.08.2025 (cont'd)

TERMINATION

There being no further matters, the meeting was concluded at 11:30 a.m. with a vote of thanks to the Chair.

Confirmed True Record,

- APPROVED -

AHMAD SUBRI BIN ABDULLAH

Chairman of the Meeting