

TECHBASE INDUSTRIES BERHAD

[Registration No. 199201019353 (250857-T)]

(Incorporated in Malaysia)

MINUTES OF THE THIRTY-THIRD ANNUAL GENERAL MEETING OF TECHBASE INDUSTRIES BERHAD (“TECHBASE” OR THE “COMPANY”) HELD AT SVOFO @ HALL SKY GARDEN, BLOCK A, LEVEL 2, A-2-10, SUNWAY NEXIS, JALAN PJU 5/1, KOTA DAMANSARA, 47810 PETALING JAYA, SELANGOR ON MONDAY, 12 JANUARY 2026, AT 9.30 A.M.

Present: As per Attendance List

1.0 INTRODUCTION

- 1.1 As agreed by the Directors, Datuk Au Yee Boon (“**Chairman**”) was appointed to preside the meeting and welcomed the shareholders and proxy holders (“**Members**”) to the Thirty-Third Annual General Meeting (“**AGM**”) (“**33rd AGM**”) of the Company.
- 1.2 The Chairman introduced the Company’s Directors and Company Secretary who were present at the AGM.
- 1.3 There being a quorum present at the 33rd AGM, the Chairman declared the meeting duly convened at 9.30 a.m.
- 1.4 With consent of the Members, the notice convening the 33rd AGM having been circulated within the prescribed period was taken as read.
- 1.5 The Chairman explained the determination of resolutions and the process of poll voting, which would be conducted after the deliberations of all agenda items for the seven (7) resolutions in accordance with Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad. The Members were informed that Agmo Digital Solutions Sdn. Bhd. was appointed as the Poll Administrator to conduct the e-polling process, whilst Aegis Communication Sdn. Bhd. was appointed as the Independent Scrutineer to verify the poll results.
- 1.6 The Chairman informed the Members that all resolutions would be voted by way of electronic voting using a QR code. Members were required to cast their votes using a smartphone or tablet by scanning the QR code provided during registration.
- 1.7 The Chairman then proceeded with the business at hand.

2.0 AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 JULY 2025 TOGETHER WITH THE REPORTS OF THE DIRECTORS AND AUDITORS THEREON

- 2.1 The Chairman informed the Members that the first item on the Agenda was to receive the Audited Financial Statements of the Company and the Group for the financial year ended 31 July 2025 together with the Directors’ and Auditors’ Reports thereon (“**Audited Financial Statements 2025**”).
- 2.2 The Chairman further informed the Members that the Audited Financial Statements 2025 was solely for discussion purposes, as Section 340(1) of the Companies Act 2016 does not require shareholders to approve the Audited Financial Statements 2025 formally. Hence, it was not put forward for voting.

3.0 ORDINARY RESOLUTION 1

RE-ELECTION OF DATUK AU YEE BOON AS A DIRECTOR OF THE COMPANY IN ACCORDANCE WITH ARTICLE 107 OF THE COMPANY'S CONSTITUTION

3.1 The Chairman informed the Members that as this resolution concerned himself, he invited Mr Lee Boon Siong ("Mr Lee") to facilitate this agenda item. Mr Lee referred to Ordinary Resolution 1 in respect of the re-election of Datuk Au Yee Boon who retires in accordance with Article 107 of the Company's Constitution and, being eligible, had offered himself for re-election.

3.2 Mr Lee then put the following motion to the meeting for consideration and informed the Members that the poll would be conducted later:-

"THAT Datuk Au Yee Boon, who is retiring in accordance with Article 107 of the Company's Constitution, be re-elected as a Director of the Company."

3.3 Mr Lee then invited the Chairman to resume the chair and facilitate the remaining agendas of the meeting.

4.0 ORDINARY RESOLUTION 2

RE-ELECTION OF MR LEE BOON SIONG AS A DIRECTOR OF THE COMPANY IN ACCORDANCE WITH ARTICLE 107 OF THE COMPANY'S CONSTITUTION

4.1 The Chairman informed the Members that Mr Lee Boon Siong would retire in accordance with Article 107 of the Company's Constitution and, being eligible, had offered himself for re-election.

4.2 The Chairman put the following motion to the meeting for consideration and informed that the poll would be conducted later: -

"THAT Mr Lee Boon Siong, who is retiring in accordance with Article 107 of the Company's Constitution, be re-elected as a Director of the Company."

5.0 ORDINARY RESOLUTION 3

TO APPROVE THE PAYMENT OF DIRECTORS' FEES AMOUNTING TO RM500,000 FOR THE PERIOD FROM THE DATE OF THE 33RD AGM UNTIL THE CONCLUSION OF THE NEXT AGM OF THE COMPANY

5.1 The Chairman moved on to the next item of the Agenda which was to approve the payment of Directors' fees amounting to RM500,000 for the period from the date of 33rd AGM until the conclusion of the next AGM of the Company.

5.2 The Chairman put the following motion to the meeting for consideration and informed that the poll would be conducted later: -

"THAT the payment of Directors' fees amounting to RM500,000 for the period from the date of 33rd AGM until the conclusion of the next AGM of the Company, be and is hereby approved."

6.0 ORDINARY RESOLUTION 4

TO APPROVE THE PAYMENT OF DIRECTORS' BENEFITS AMOUNTING TO RM200,000 FOR THE PERIOD FROM THE DATE OF THE 33RD AGM UNTIL THE CONCLUSION OF THE NEXT AGM OF THE COMPANY

6.1 The Chairman moved on to the next item of the Agenda which was to approve the payment of Directors' benefits amounting to RM200,000 for the period from the date of the 33rd AGM until the conclusion of the next AGM of the Company.

6.2 The Chairman put the following motion to the meeting for consideration and informed that the poll would be conducted later: -

"THAT the payment of Directors' benefits amounting to RM200,000 for the period from the date of the 33rd AGM until the conclusion of the next AGM of the Company, be and is hereby approved."

7.0 ORDINARY RESOLUTION 5

TO RE-APPOINT MORISON LC PLT AS THE AUDITORS OF THE COMPANY FOR THE ENSUING YEAR AND TO AUTHORISE THE DIRECTORS TO FIX THEIR REMUNERATION

7.1 The Chairman moved on to the next item on the Agenda which was the re-appointment of Morison LC PLT as the Company's Auditors for the ensuing year and to authorise the Directors to fix their remuneration.

7.2 The Chairman informed the Members that Morison LC PLT had expressed their willingness to accept the re-appointment as Company's Auditors for the ensuing year.

The Chairman put the following motion to the meeting for consideration and informed that the poll would be conducted later: -

"THAT Morison LC PLT be and is hereby re-appointed as auditors of the Company at a remuneration to be determined by the Directors."

8.0 SPECIAL BUSINESS - ORDINARY RESOLUTION 6

AUTHORITY TO ALLOT AND ISSUE SHARES IN GENERAL PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT 2016

WAIVER OF PRE-EMPTIVE RIGHTS OVER NEW ORDINARY SHARES OR OTHER CONVERTIBLE SECURITIES IN THE COMPANY UNDER SECTION 85(1) OF THE COMPANIES ACT 2016 READ TOGETHER WITH ARTICLE 59 OF THE COMPANY'S CONSTITUTION

8.1 The Chairman informed the Members that the next item on the Agenda was to seek shareholders' approval for the authority to allot shares pursuant to Sections 75 and 76 of the Companies Act, 2016 and waiver of the pre-emptive rights over new ordinary shares or other convertible securities in the Company under Section 85(1) of the Companies Act, 2016 read together with Article 59 of the Company's Constitution under special business.

- 8.2 The Chairman then put the following motion to the meeting for consideration and informed that the poll would be conducted later: -

“THAT subject to the Companies Act 2016, the Main Market Listing Requirements of Bursa Malaysia Securities Berhad (“Bursa Securities”) (“Listing Requirements”), the Company’s Constitution and approval of the relevant governmental regulatory authorities, if required, the Directors be and are hereby empowered pursuant to Sections 75 and 76 of the Companies Act 2016, to allot and issue new shares in the Company, grant rights to subscribe for shares in the Company, convert any security into shares in the Company, or allot shares under an agreement or option or offer at any time and from time to time, upon such terms and conditions and for such purposes as the Directors may, in their absolute discretion deem fit, to any persons who are not prescribed by Paragraph 6.04(c) of the Listing Requirements provided that the aggregate number of shares to be allotted and issued, to be subscribed under any rights granted, to be issued from conversion of any security, or to be issued and allotted under an agreement or option or offer, pursuant to this resolution does not exceed 10% of the total number of issued shares of the Company for the time being and that the Directors be and are also empowered to obtain approval for the listing of and quotation for the additional shares so allotted and issued from Bursa Securities and that such authority shall continue in force until the conclusion of the next AGM of the Company.

AND THAT pursuant to Section 85(1) of the Companies Act 2016 read together with Article 59 of the Company’s Constitution, the shareholders of the Company by approving this resolution are deemed to have waived their pre-emptive rights over all new shares, options over or grants of new shares or any other convertible securities in the Company and/or any new shares to be issued pursuant to such options, grants or other convertible securities, such new shares when issued, to rank pari passu with the existing shares in the Company.”

**9.0 SPECIAL BUSINESS - ORDINARY RESOLUTION 7
PROPOSED RENEWAL OF SHARE BUY-BACK AUTHORITY FOR THE COMPANY TO PURCHASE UP TO 10% OF ITS TOTAL NUMBER OF ISSUED SHARES (“PROPOSED RENEWAL OF SHARE BUY-BACK AUTHORITY”)**

- 9.1 The Chairman informed the Members that the next item on the Agenda was to seek approval for the Proposed Renewal of Share Buy-Back Authority for the Company to purchase up to 10% of its total number of issued shares.
- 9.2 The Chairman put the following motion to the meeting for consideration and informed that the poll would be conducted later: -

“THAT subject to the Company’s compliance with all applicable rules, regulations, orders and guidelines made pursuant to the Companies Act 2016, the provisions of the Company’s Constitution, the Listing Requirements and the approvals of all relevant governmental/regulatory authorities, approval be and is hereby given to the Company to purchase such amount of ordinary shares in the Company as may be determined by the Directors of the Company from time to time through Bursa Securities as the Directors may deem fit and expedient in the interest of the Company, provided that the aggregate number of shares to be purchased and held pursuant to this resolution does not exceed 10% of the Company’s total number of issued shares including the shares previously purchased and retained as treasury shares (if any) and the maximum funds to be allocated by the Company for the purpose of purchasing its own shares shall not exceed the total retained profits of the

Company, upon such terms and conditions as set out in the Statement in relation to the Proposed Renewal of Share Buy-Back Authority dated 28 November 2025 which is included in the Annual Report.

THAT such authority shall commence immediately upon the passing of this Ordinary Resolution and may continue to be in force until the conclusion of the next AGM of the Company or the expiry of the period within which the next AGM is required by law to be held unless renewed, revoked or varied by ordinary resolution passed by the Company's shareholders in the general meeting, whichever occurs first, but so as not to prejudice the completion of a purchase made before such expiry date, in any event in accordance with the provisions of the Listing Requirements and any other relevant authorities.

THAT authority be and is hereby given to the Directors of the Company to decide in their absolute discretion to retain the ordinary shares in the Company so purchased by the Company as treasury shares and/or to cancel them and/or to resell them and/or to distribute them as share dividends in such manner as may be permitted and prescribed by the provisions of the Listing Requirements and any other relevant authorities.

AND THAT authority be and is hereby given to the Directors of the Company to take all such steps as are necessary to enter into any agreements, arrangements and guarantees with any party or parties to implement, finalise and give full effect to the aforesaid with full powers to assent to any conditions, modifications, revaluations, variations and/or amendments (if any) as may be imposed by the relevant authorities and to do all such acts and things as the Directors may deem fit and expedient in the interests of the Company."

10.0 ANY OTHER BUSINESS

- 10.1 The Chairman informed the Members that the Company has not received any notice in respect of any business to be transacted and thereafter the meeting proceeded to poll voting.

11.0 QUESTION AND ANSWER SESSION

- 11.1 There were no questions raised by the Members.

12.0 VOTING SESSION

- 12.1 The Chairman then invited the Poll Administrator to brief the Members on the polling procedures and advised the Members to proceed to submit their votes. Thereafter, the Chairman adjourned the Meeting for the verification of the votes by the Independent Scrutineer.

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Minutes of the Thirty-Third (33rd) Annual General Meeting held on 12 January 2026

13.0 DECLARATION OF RESULTS

13.1 Upon completion of the e-polling process at 9.53 a.m., the Chairman announced the results of the poll voting after verification and confirmation by the Independent Scrutineer and declared that all seven (7) ordinary resolutions as set out in the Notice of 33rd AGM dated 28 November 2025 were carried, as attached hereto as Annexure II.

14.0 CLOSURE

14.1 There being no other business, the AGM was closed at 9.55 a.m. with a vote of thanks to the Chairman.

**Confirmed as a correct record of
the proceedings held thereat**

-signed-

Chairman