

MERIDIAN BERHAD
[Registration No.: 200001005180 (507785-P)]
(Incorporated in Malaysia)

MINUTES OF THE TWENTY-FOURTH ANNUAL GENERAL MEETING OF MERIDIAN BERHAD ("MERIDIAN" OR "THE COMPANY") HELD AT LOT 4.1, 4TH FLOOR, MENARA LIEN HOE, NO. 8, PERSIARAN TROPICANA, TROPICANA GOLF & COUNTRY RESORT, 47410 PETALING JAYA, SELANGOR DARUL EHSAN ON THURSDAY, 6 NOVEMBER 2025 AT 2.00 P.M

PRESENT:-

Board of Directors ("the Board")

Mr. Tang Boon Koon	- Executive Director (<i>Chairman</i>)
Mr. Chew Shin Yong, Mark	- Independent Non-Executive Director
Mr. Ng Kok Hok	- Independent Non-Executive Director
Ms. Kunamony A/P S.Kandiah	- Independent Non-Executive Director

IN ATTENDANCE

Ms. Wong Youn Kim	- Company Secretary
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1. PRELIMINARY

Ms. Wong Youn Kim, the Company Secretary informed the Members that the Board has not appointed a Chairman. Pursuant to Clause 72 of the Company's Constitution, if there is no Chairman of the Board of Directors, the Directors present shall choose one amongst themselves to act as the Chairman of the Meeting, and if there is no Chairman chosen pursuant thereof, the Members present shall choose one of them to act as the Chairman of the Meeting.

Upon the proposal of Mr. Chew Shin Yong, Mark and seconded by Ms. Kunamony A/P S.Kandiah, Mr. Tang Boon Koon was nominated as the Chairman of the Meeting.

2. CHAIRMAN

Mr. Tang Boon Koon, who consented to act, was elected to Chair the Meeting. He welcomed all present to the Meeting and then introduced the Members of the Board to the Members present.

3. QUORUM

The Chairman, having confirmed with the Company Secretary that the requisite quorum being present, called the Meeting to order at 2.00 p.m.

4. OPENING

The Chairman introduced the Board members, Company Secretary and Auditors present at the Broadcast Venue and those participating virtually.

5. NOTICE OF MEETING

The notice which had been circulated to all shareholders on 8 October 2025 convening the meeting was taken as read.

The Company Secretary was invited to explain the meeting's proceedings and the requirement for resolutions set out in the notice of the twenty-fourth AGM or notice of resolution to be voted by poll pursuant to Paragraph 8.29A of the Main Market Listing Requirements ("MMLR") of Bursa Malaysia Securities Berhad ("Bursa Securities").

6. AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL PERIOD ENDED 31 MAY 2025 TOGETHER WITH THE REPORTS OF THE DIRECTORS AND AUDITORS THEREON

The Audited Financial Statements for the financial period ended 31 May 2025 together with the Reports of the Directors and Auditors thereon were laid before the Meeting pursuant to Section 340(1)(a) of the Companies Act, 2016.

The Chairman informed the Meeting that the AFS was meant for discussion only as it would not require approval from the members in accordance with Section 340(1)(a) of the Companies Act 2016 ("Act"). Hence, this Agenda item was not put forward for voting.

It was then recorded that the AFS for the financial year ended 31 May 2025 together with the Directors' and Auditors' Reports thereon had been duly tabled and received by the shareholders.

7. ORDINARY RESOLUTION 1

TO APPROVE THE PAYMENT OF DIRECTORS' FEES AND BENEFITS PAYABLE UP TO AN AMOUNT OF RM346,000 FOR THE PERIOD FROM 7 NOVEMBER 2025 UNTIL THE NEXT ANNUAL GENERAL MEETING OF THE COMPANY

The Chairman tabled the Ordinary Resolution 1 in relation to the payment of Directors' Fees and benefits payable up to an amount of RM346,000 for the period from 7 November 2025 until the next AGM of the Company

With no question from the floor, the Chairman then requested for a proposer and a seconder for the motion. The motion was duly proposed and seconded.

8. ORDINARY RESOLUTION 2

RE-ELECTION OF MR. CHEW SHIN YONG, MARK AS DIRECTOR PURSUANT TO CLAUSE 97 OF THE COMPANY'S CONSTITUTION

The Chairman informed the Meeting that Ordinary Resolution 2 were in relation to the re-election of Mr. Chew Shin Yong, Mark as Director of the Company. The Director was retiring in accordance with Clause 97 of the Company's Constitution and being eligible, had offered himself for re-election.

With no question from the floor, the Chairman then requested for a proposer and seconder for the motion. The motion was duly proposed and seconded.

9. ORDINARY RESOLUTION 3

TO APPOINT AUDITORS FOR THE ENSUING YEAR

MERIDIAN BERHAD

[Registration No.: 200001005180 (507785-P)]

Minutes of the Twenty-Fourth Annual General Meeting held on 6 November 2025

The Chairman informed the Meeting that Ordinary Resolution 3 is to appoint Auditors of the Company for the ensuing year and to authorise the Directors to fix their remuneration.

The retiring Auditors, Morison LC PLT has decided not to seek for re-appointment, be and is hereby retired at the conclusion of the Twenty-Fourth Annual General Meeting of the Company with effect from 6 November 2025.

With no question from the floor, the Chairman then requested for a proposer and seconder for the motion. The motion was duly proposed and seconded.

10. **SPECIAL BUSINESS – ORDINARY RESOLUTION 4**

AUTHORITY FOR DIRECTORS TO ISSUE AND ALLOT SHARES IN THE COMPANY PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT, 2016

The Meeting proceeded to consider the motion on the authority to issue shares pursuant to the Companies Act, 2016 (“General Mandate”) as set out in the Notice of 24th AGM. The Meeting noted that the motion, if passed, would empower the Directors of the Company to allot and issue new shares in the Company from time to time provided that the aggregate number of shares to be issued pursuant to the General Mandate does not exceed 10% of the total number of issued shares of the Company for the time being.

With no question from the floor, the Chairman then requested for a proposer and seconder for the motion. The motion was duly proposed and seconded.

11. **ANY OTHER BUSINESS**

The Company Secretary confirmed that no notice was received to transact any other business at the Meeting.

12. **ADJOURNMENT OF MEETING FOR POLL VOTING**

The Chairman then proceeded to conducting the poll. The Chairman invited the poll administrator to brief the meeting on the online polling procedures.

The poll administrator then invited all the members present to cast their votes.

13. **ANNOUNCEMENT OF POLL RESULTS**

The Chairman called the Meeting to for the declaration of the poll results which have been verified by the Independent Scrutineers, SharePolls Sdn. Bhd. as follows:-

MERIDIAN BERHAD

[Registration No.: 200001005180 (507785-P)]

Minutes of the Twenty-Fourth Annual General Meeting held on 6 November 2025

Ordinary Resolution 1: Payment of Directors' Fees of up to RM346,000.00 for the period from 7 November 2025 until the next Annual General Meeting of the Company

Resolution	For		Against	
	No. of Shares	%	No. of Shares	%
Ordinary Resolution 1	102,240,825	99.9988	1,275	0.0012

The Chairman declared that Ordinary Resolution 1 was duly carried by simple majority as follows:-

“Ordinary Resolution 1

- **Payment of Directors' Fees of up to RM346,000.00 for the period from 7 November 2025 until the next Annual General Meeting of the Company.**

THAT the payment of Directors' fees of up to RM346,000.00 for the period from 7 November 2025 until the next Annual General Meeting of the Company be hereby approved.”

Ordinary Resolution 2: Re-election of Mr. Chew Shin Yong, Mark

Resolution	For		Against	
	No. of Shares	%	No. of Shares	%
Ordinary Resolution 2	102,242,100	100.00	0	0.00

The Chairman declared that Ordinary Resolution 2 was duly carried by majority as follows:-

“Ordinary Resolution 2

- **Re-election of Mr. Chew Shin Yong, Mark**

THAT Mr. Chew Shin Yong, Mark retiring pursuant to Clause 97 of the Company's Constitution, be re-elected as a Director of the Company.”

Ordinary Resolution 3: Appointment of Auditors

Resolution	For		Against	
	No. of Shares	%	No. of Shares	%
Ordinary Resolution 3	102,242,100	100.00	0	0.00

The Chairman declared that Ordinary Resolution 3 was duly carried by majority as follows:-

“Ordinary Resolution 4

- **Appointment of Auditors for the ensuing year**

THAT the retiring Auditors, Messrs Morison LC PLT has decided not to seek for re-appointment, be and is hereby retired at the conclusion of the Twenty-Fourth Annual General Meeting of the Company with effect from 6 November 2025.”

MERIDIAN BERHAD

[Registration No.: 200001005180 (507785-P)]

Minutes of the Twenty-Fourth Annual General Meeting held on 6 November 2025

Ordinary Resolution 4: Authority to issue shares

Resolution	For		Against	
	No. of Shares	%	No. of Shares	%
Ordinary Resolution 4	102,242,100	100.00	0	0.00

The Chairman declared that Ordinary Resolution 4 was duly carried by majority as follows:-

“Ordinary Resolution 5**- Authority to issue shares**

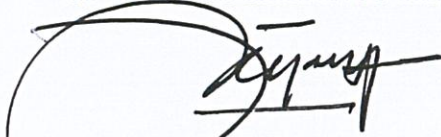
THAT subject always to the Companies Act, 2016, Constitution of the Company and approvals of the relevant governmental/regulatory bodies where such approvals shall be necessary, the Directors be and are hereby authorised and empowered pursuant to Section 75 of the Companies Act, 2016 to allot and issue shares in the Company at any time until the conclusion of the next Annual General Meeting 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 for the time being of the Company and that the Directors be and are also empowered to obtain the approval for the listing of and quotation for the additional shares so issued on Bursa Malaysia Securities Berhad.

AND THAT the Directors of the Company whether solely or jointly, be authorised to complete and do all such acts and things (including executing such relevant documents) as he/she/they may consider necessary, expedient or in the interest of the Company to give effect to the aforesaid mandate.”

14. TERMINATION

There being no other business to be transacted, the Meeting terminated at 3.30 p.m. with a vote of thanks extended to the Chair.

**CONFIRMED AS THE CORRECT RECORD
OF THE PROCEEDINGS THEREAT**



TANG BOON KOON
CHAIRMAN