

PTT SYNERGY GROUP BERHAD
(“PTT” or “the Company”)
[Registration No. 197101000134 (10493-P)]
(Incorporated in Malaysia)

MINUTES OF THE FIFTY-FOURTH ANNUAL GENERAL MEETING (“**54th AGM**” OR “**THE MEETING**”) OF THE COMPANY HELD AT 2A-1-1(B), SPACE U8, NO. 6, PERSIARAN PASAK BUMI, TAMAN BUKIT JELUTONG, SEKSYEN U8, 40150 SHAH ALAM, SELANGOR DARUL EHSAN ON WEDNESDAY, 26 NOVEMBER 2025 AT 10:30 A.M.

DIRECTORS PRESENT : Dato’ Abd Rahim bin Jaafar (*Executive Chairman*)
Mr. Teo Swee Leng (*Deputy Chairman*)
Mr. Teo Swee Phin (*Managing Director*)
Ms. Tang Choi Peng (*Group Chief Executive Officer cum Executive Director*)
Datin Ng Fong Shiang (*Executive Director*)
Dato’ Mahamed bin Hussain (*Independent Non-Executive Director*)
Datuk Ir. Ruslan bin Abdul Aziz (*Independent Non-Executive Director*)
Mr. Toh Seng Thong (*Independent Non-Executive Director*)

MEMBERS PRESENT : As per Attendance List

PROXY HOLDERS PRESENT : As per Attendance List

BY INVITATION : As per Attendance List

IN ATTENDANCE : Ms. Cathy Chew Kit Yee (*Company Secretary*)

CHAIRMAN

Dato’ Abd Rahim bin Jaafar (“**Dato’ Chairman**” or “**Dato’ Abd Rahim**”) was in the Chair. Dato’ Chairman welcomed all present to the 54th AGM of the Company and called the Meeting to order at 10:30 a.m.

Dato’ Chairman then proceeded to introduce the Directors, Company Secretary and the representative from Messrs. Moore Stephens Associates PLT, the External Auditors who were in attendance to the floor.

The Chairman gave a short speech on the performance of the Company and its subsidiaries (“**the Group**”), noting that the past year had been marked by meaningful progress and significant achievements of the Group. Despite ongoing challenges within the construction industry, the Group continued to deliver a strong performance through disciplined execution and a clear strategic focus.

The Chairman recorded that one of the notable milestones was the success completion of the Automated Storage and Retrieval System (ASRS) project in Elmina, which demonstrated the Group’s capability to deliver advanced technology solutions and its readiness to move from conventional construction towards automated and sustainable development.

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The Chairman shared that efforts have been focused on expanding the Group's role in the smart warehouse and related technology segments, with the vision of becoming the key player in both national and international logistics and industrial ecosystem. The Board and the Management remain committed to drive sustainable growth, ensure strong governance, and enhance long-term shareholder value.

The Chairman expressed appreciation to all stakeholders for their trust and support. The Group's momentum is expected to be strengthened, enabling greater achievements ahead.

QUORUM

With the requisite quorum being present pursuant to Clause 63 of the Company's Constitution, Dato' Chairman declared the Meeting duly convened.

NOTICE OF MEETING

The Notice convening the Meeting dated 28 October 2025, having been circulated within the prescribed period, was taken as read with the permission of the Meeting.

PROCEEDINGS AND VOTING PROCEDURES

Dato' Chairman informed that the voting of the Meeting would be conducted by way of poll in compliance with the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("**Bursa Malaysia Securities**"). Pursuant to the above and Section 330 of the Companies Act 2016 ("**the Act**"), Dato' Chairman exercised his rights as the Chairman of the Meeting to demand the votes on the resolutions set out in the Notice of the 54th AGM to be conducted by way of poll to demonstrate shareholder democracy of one-share one-vote.

Ms. Cathy Chew Kit Yee, the Company Secretary briefed the Meeting on the proceedings of the Meeting. The voting process for all the resolutions set out in the Notice of the 54th AGM would be carried out after the discussion of the agenda items of the Meeting.

The Meeting was informed that Securities Services (Holdings) Sdn. Bhd. was the Poll Administrator to conduct the polling process while Commercial Quest Sdn. Bhd. was the Independent Scrutineer to verify the poll results.

1.0 AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 30 JUNE 2025 TOGETHER WITH THE REPORTS OF THE DIRECTORS AND THE AUDITORS THEREON ("AFS 2025")

Dato' Chairman informed that the first item on the agenda was to receive the Company's AFS 2025.

The Meeting noted that pursuant to Section 340(1)(a) of the Act, the AFS 2025 do not require formal approval from the shareholders and therefore this agenda item would not be put forward for voting.

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Dato' Chairman then invited questions from the floor and there was no question raised.

2.0 ORDINARY RESOLUTION 1
APPROVAL FOR THE PAYMENT OF DIRECTORS' FEES AND BENEFITS PAYABLE TO THE DIRECTORS UP TO AN AGGREGATE AMOUNT OF RM250,000/- FOR THE PERIOD FROM 27 NOVEMBER 2025 UNTIL THE NEXT ANNUAL GENERAL MEETING ("AGM") OF THE COMPANY TO BE HELD IN YEAR 2026

Dato' Chairman informed that the second item on the agenda was to approve the payment of Directors' fees and benefits payable to the Directors up to an aggregate amount of RM250,000/- for the period from 27 November 2025 until the next AGM of the Company to be held in year 2026.

Dato' Chairman then invited questions from the floor and there was no question raised.

3.0 ORDINARY RESOLUTIONS 2 TO 4
RE-ELECTION OF THE FOLLOWING DIRECTORS, WHO RETIRED IN ACCORDANCE WITH CLAUSE 88 OF THE COMPANY'S CONSTITUTION, AND BEING ELIGIBLE, HAD OFFERED THEMSELVES FOR RE-ELECTION: -

ORDINARY RESOLUTION 2 - DATUK IR. RUSLAN BIN ABDUL AZIZ
ORDINARY RESOLUTION 3 - DATIN NG FONG SHIANG
ORDINARY RESOLUTION 4 - MR. TEO SWEE LENG

Dato' Chairman informed that the next item on the agenda was to re-elect Datuk Ir. Ruslan bin Abdul Aziz, Datin Ng Fong Shiang and Mr. Teo Swee Leng, who retired at the conclusion of 54th AGM in accordance with Clause 88 of the Company's Constitution, and being eligible, had offered themselves for re-election.

The Meeting noted that each re-election would be voted on individually.

Dato' Chairman then invited questions from the floor and there was no question raised.

4.0 ORDINARY RESOLUTION 5
RE-APPOINTMENT OF MOORE STEPHENS ASSOCIATES PLT AS THE COMPANY'S AUDITORS FOR THE ENSUING YEAR, AND TO AUTHORISE THE DIRECTORS TO FIX THEIR REMUNERATION

Dato' Chairman informed that the next item on the agenda was to re-appoint Moore Stephens Associates PLT as the Company's Auditors for the ensuing year, and to authorise the Directors to fix their remuneration.

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The Meeting noted that Moore Stephens Associates PLT had indicated their willingness to continue in office as the Company's Auditors.

Dato' Chairman then invited questions from the floor and there was no question raised.

SPECIAL BUSINESS

**5.0 ORDINARY RESOLUTION 6
AUTHORITY TO ISSUE SHARES PURSUANT TO THE ACT**

Dato' Chairman informed the Meeting that the next item on the agenda was a special business to approve Ordinary Resolution 6 in relation to the authority to issue shares pursuant to the Act.

The Meeting noted that Ordinary Resolution 6, if carried, the shareholders of the Company would waive their statutory pre-emptive right and would provide flexibility to the Directors to undertake fundraising activities, including but not limited to placement of shares to fund the Company's current and/or future investment projects, working capital, repayment of bank borrowings, and/or acquisitions, by the issuance of shares in the Company to such persons at any time as the Directors may deem fit, without having to convene a separate general meeting to approve such authority. This authority, unless revoked or varied by the Company in a general meeting, would expire at the conclusion of the next AGM of the Company.

Dato' Chairman then invited questions from the floor and there was no question raised.

6.0 ORDINARY RESOLUTIONS 7 AND 8

ORDINARY RESOLUTION 7	- PROPOSED RENEWAL OF SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE ("PROPOSED RENEWAL OF SHAREHOLDERS' RRPT MANDATE"); AND
ORDINARY RESOLUTION 8	- PROPOSED NEW SHAREHOLDERS' MANDATE FOR ADDITIONAL RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE ("PROPOSED NEW SHAREHOLDERS' RRPT MANDATE")

Dato' Chairman informed the Meeting that the next two (2) items on the agenda were special businesses to approve Ordinary Resolutions 7 and 8 in relation to the Proposed Renewal of Shareholders' RRPT Mandate and Proposed New Shareholders' RRPT Mandate.

The Meeting noted that the full details of the aforesaid proposals were set out in the Circular/Statement to Shareholders dated 28 October 2025.

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The Meeting also noted that the proposed adoption of Ordinary Resolutions 7 and 8 was to give mandates to the Group to enter into recurrent related party transactions of a revenue or trading nature, which are necessary for the Group's day-to-day operations subject to the transactions being in the ordinary course of business and on normal commercial terms which are not more favourable to the related parties than those generally available to the public and are not to the detriment of the minority shareholders of the Company.

Dato' Chairman further informed that the interested Directors, namely Mr. Teo Swee Leng, Mr. Teo Swee Phin and himself had abstained and would continue to abstain from all deliberations and voting in respect of Ordinary Resolutions 7 and 8. They had also undertaken to ensure that themselves and persons connected to them would abstain from voting on Ordinary Resolutions 7 and 8 at the Meeting.

Dato' Chairman then invited questions from the floor and there was no question raised.

7.0 ORDINARY RESOLUTION 9
PROPOSED SHARE BUY-BACK AUTHORITY FOR THE COMPANY TO PURCHASE ITS OWN ORDINARY SHARES UP TO 10% OF THE TOTAL NUMBER OF ISSUED SHARES OF THE COMPANY ("PROPOSED SHARE BUY-BACK AUTHORITY")

Dato' Chairman informed the Meeting that the next item on the agenda was a special business to approve Ordinary Resolution 9 in relation to the proposed share buy-back authority.

The full details of the aforesaid proposal were set out in the Circular/Statement to Shareholders dated 28 October 2025.

The proposed adoption of Ordinary Resolution 9 was to give a mandate to the Company to purchase its own ordinary shares up to 10% of the total number of issued shares of the Company.

Dato' Chairman then invited questions from the floor and there was no question raised.

9.0 ANY OTHER ORDINARY BUSINESS

The Meeting was advised that there was no other business to be transacted at this Meeting of which due notice had been given.

CONDUCT OF POLL VOTING

Dato' Chairman announced that the registration for attendance at the 54th AGM was closed at 10:44 a.m. to facilitate the conduct of the poll.

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The Meeting was briefed on the procedure on the conduct of a poll and all shareholders, proxies and corporate representatives were requested to cast their votes.

After all votes have been cast, the Meeting was adjourned at 10:46 a.m. to facilitate the tabulation of votes and verification for the declaration of poll results.

ANNOUNCEMENT OF THE POLL RESULTS

The Meeting resumed at 10:57 a.m. for the announcement of the poll results.

The results of the poll voting were shown on the screen at the Meeting, as follows: -

Resolutions	Voted For		Voted Against	
	No. of Shares	%	No. of Shares	%
<u>Ordinary Resolution 1</u> To approve the payment of Directors' fees and benefits payable to the Directors up to an aggregate amount of RM250,000/- for the period from 27 November 2025 until the next AGM of the Company to be held in year 2026.	294,904,222	100.0000	0	0.0000
<u>Ordinary Resolution 2</u> To re-elect Datuk Ir. Ruslan bin Abdul Aziz, who is due to retire in accordance with Clause 88 of the Company's Constitution.	294,904,222	100.0000	0	0.0000
<u>Ordinary Resolution 3</u> To re-elect Datin Ng Fong Shiang, who is due to retire in accordance with Clause 88 of the Company's Constitution.	294,904,222	100.0000	0	0.0000
<u>Ordinary Resolution 4</u> To re-elect Mr. Teo Swee Leng, who is due to retire in accordance with Clause 88 of the Company's Constitution.	294,904,222	100.0000	0	0.0000
<u>Ordinary Resolution 5</u> To re-appoint Moore Stephens Associates PLT as the Company's	294,904,222	100.0000	0	0.0000

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Resolutions	Voted For		Voted Against	
	No. of Shares	%	No. of Shares	%
Auditors for the ensuing year, and to authorise the Directors to fix their remuneration.				
<u>Ordinary Resolution 6</u> Authority to Issue Shares pursuant to the Act.	294,901,756	99.9992	2,466	0.0008
<u>Ordinary Resolution 7</u> Proposed Renewal of Shareholders' RRPT Mandate.	40,632,260	100.0000	0	0.0000
<u>Ordinary Resolution 8</u> Proposed New Shareholders' RRPT Mandate.	40,632,260	100.0000	0	0.0000
<u>Ordinary Resolution 9</u> Proposed Share Buy-Back Authority.	294,904,222	100.0000	0	0.0000

Based on the poll results, Dato' Chairman declared that the following resolutions be **CARRIED**: -

ORDINARY RESOLUTION 1

"THAT the Directors' fees and benefits payable to the Directors up to an aggregate amount of RM250,000/- for the period from 27 November 2025 until the next AGM of the Company to be held in year 2026, be approved."

ORDINARY RESOLUTION 2

"THAT Datuk Ir. Ruslan bin Abdul Aziz who retired in accordance with Clause 88 of the Company's Constitution, and being eligible for re-election, be and is hereby re-elected as a Director of the Company."

ORDINARY RESOLUTION 3

"THAT Datin Ng Fong Shiang who retired in accordance with Clause 88 of the Company's Constitution, and being eligible for re-election, be and is hereby re-elected as a Director of the Company."

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ORDINARY RESOLUTION 4

"THAT Mr. Teo Swee Leng who retired in accordance with Clause 88 of the Company's Constitution, and being eligible for re-election, be and is hereby re-elected as a Director of the Company."

ORDINARY RESOLUTION 5

"THAT the retiring Auditors, Moore Stephens Associates PLT be re-appointed as the Company's Auditors for the ensuing year, and that authority be and is hereby given to the Directors to fix their remuneration."

ORDINARY RESOLUTION 7

- AUTHORITY TO ISSUE SHARES PURSUANT TO THE ACT

"THAT pursuant to the Act, the Constitution of the Company, the Main Market Listing Requirements of Bursa Malaysia Securities and the approvals of the relevant governmental and/or regulatory authorities, the Directors be and are hereby empowered pursuant to the Act, to issue and allot shares in the capital of the Company from time to time at such price and upon such terms and conditions, for such purposes and to such person or persons whomsoever the Directors may in their absolute discretion deem fit, always provided that the aggregate number of shares issued pursuant to this resolution does not exceed ten per centum (10%) of the total number of issued shares (excluding treasury shares) of the Company for the time being;

THAT pursuant to Section 85 of the Act to be read together with Clause 50 of the Constitution of the Company, approval be and is hereby given to waive the statutory pre-emptive rights of the shareholders of the Company to be offered new shares of the Company ranking equally to the existing issued shares arising from any issuance of new shares in the Company pursuant to the Act;

AND THAT the Directors be and are also empowered to obtain the approval for the listing of and quotation for the additional shares to be issued on Bursa Malaysia Securities;

AND FURTHER THAT such authority shall commence immediately upon passing of this resolution and continue to be in force until the conclusion of the next AGM of the Company."

ORDINARY RESOLUTION 8

- PROPOSED RENEWAL OF SHAREHOLDERS' RRPT MANDATE

"THAT subject to the Main Market Listing Requirements of Bursa Malaysia Securities, approval be and is hereby given to the Group to enter into and to give effect to the category of the recurrent related party transactions of a revenue or trading nature from time to time with the Related Parties as specified in Section 2.5(b) of the Circular/Statement to Shareholders dated 28 October 2025 provided that such transactions are: -

- (i) recurrent transactions of a revenue or trading nature;
- (ii) necessary for the Group's day-to-day operations;

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- (iii) *carried out in the ordinary course of business on normal commercial terms which are not more favourable to the Related Parties than those generally available to the public; and*
- (iv) *not detrimental to the minority shareholders of the Company.*

AND THAT such authority shall commence upon the passing of this resolution and shall continue to be in force until: -

- (i) *the conclusion of the next AGM of the Company following this AGM at which the Proposed Renewal of Shareholders' RRPT Mandate was passed, at which time it will lapse, unless by an ordinary resolution passed at the next AGM, the authority is renewed;*
- (ii) *the expiration of the period within which the next AGM of the Company after that date it is required to be held pursuant to Section 340(2) of the Act [but shall not extend to such extension as may be allowed pursuant to Section 340(4) of the Act]; or*
- (iii) *revoked or varied by an ordinary resolution passed by the shareholders of the Company in a general meeting;*

whichever is earlier;

AND FURTHER THAT the Directors be authorised to complete and do all such acts and things (including executing all such documents as may be required), as they may consider expedient or necessary to give effect to the Proposed Renewal of Shareholders' RRPT Mandate."

ORDINARY RESOLUTION 9

- PROPOSED NEW SHAREHOLDERS' RRPT MANDATE

"THAT subject to the Main Market Listing Requirements of Bursa Malaysia Securities, approval be and is hereby given to the Group to enter into and to give effect to the category of the new/additional recurrent related party transactions of a revenue or trading nature from time to time with the Related Parties as specified in Section 2.5(a) of the Circular/Statement to Shareholders dated 28 October 2025 provided that such transactions are: -

- (i) *recurrent transactions of a revenue or trading nature;*
- (ii) *necessary for the Group's day-to-day operations;*
- (iii) *carried out in the ordinary course of business on normal commercial terms which are not more favourable to the Related Parties than those generally available to the public; and*
- (iv) *not detrimental to the minority shareholders of the Company.*

AND THAT such authority shall commence upon the passing of this resolution and shall continue to be in force until: -

- (i) *the conclusion of the next AGM of the Company following this AGM at which the Proposed New Shareholders' RRPT Mandate was passed, at which time it will lapse, unless by an ordinary resolution passed at the next AGM, the authority is renewed;*

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- (ii) *the expiration of the period within which the next AGM of the Company after that date it is required to be held pursuant to Section 340(2) of the Act [but shall not extend to such extension as may be allowed pursuant to Section 340(4) of the Act]; or*
- (iii) *revoked or varied by an ordinary resolution passed by the shareholders of the Company in a general meeting;*

whichever is earlier;

AND FURTHER THAT *the Directors be authorised to complete and do all such acts and things (including executing all such documents as may be required), as they may consider expedient or necessary to give effect to the Proposed New Shareholders' RRPT Mandate."*

ORDINARY RESOLUTION 10
- PROPOSED SHARE BUY-BACK AUTHORITY

"THAT *subject to the compliance with Section 127 of the Act, the Constitution of the Company, the Main Market Listing Requirements of Bursa Malaysia Securities and all other applicable laws, rules and regulations and guidelines for the time being in force and the approvals of all relevant governmental and/or regulatory authority, approval be and is hereby given to the Company to purchase such number of ordinary shares in the Company as may be determined by the Directors of the Company from time to time through Bursa Malaysia Securities as the Directors may deem and expedient in the interest of the Company, provided that: -*

- (i) *the aggregate number of ordinary shares to be purchased and/or held by the Company pursuant to this resolution shall not exceed ten per centum (10%) of the total number of issued shares of the Company as quoted on Bursa Malaysia Securities as at the point of purchase; and*
- (ii) *the maximum funds to be allocated by the Company for the purpose of purchasing its own shares shall not exceed the aggregate of the retained profits of the Company based on the latest audited financial statements and/or the latest unaudited financial statements (where applicable) available at the time of the purchase.*

THAT *upon completion of the purchase by the Company of its own shares, the Directors of the Company be authorised to deal with the shares purchased in their absolute discretion in the following manner: -*

- (i) *cancel all the shares so purchased; and/or*
- (ii) *retain the shares so purchased in treasury for distribution as dividend to the shareholders and/or resell on the market of Bursa Malaysia Securities; and/or*
- (iii) *retain part thereof as treasury shares and cancel the remainder; and/or*
- (iv) *in any other manner as prescribed by the Act, rules, regulations and orders made pursuant to the Act and the requirements of Bursa Malaysia Securities and any other relevant authority for the time being in force.*

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AND THAT such authority shall commence upon the passing of this resolution and shall continue to be in force until: -

- (a) the conclusion of the next AGM of the Company following this AGM at which the Proposed Share Buy-Back Authority was passed, at which time it will lapse, unless by an ordinary resolution passed at the next AGM, the authority is renewed, either unconditionally or subject to conditions; or
- (b) the expiration of the period within which the next AGM of the Company after that date it is required by law to be held; or
- (c) revoked or varied by an ordinary resolution passed by the shareholders of the Company in a general meeting;

whichever is earlier;

AND FURTHER THAT the Directors be authorised to give effect to the Proposed Share Buy-Back Authority with full power to assent to any conditions, modifications, variations and/or amendments as may be required by the relevant authorities and to take such steps and do all such acts and things as they may deem fit and expedient in the best interest of the Company."

CONCLUSION

Dato' Chairman concluded the Meeting and thanked all present for their attendance.

The Meeting ended at 10:58 a.m. with a vote of thanks to the Chair.

SIGNED AS A CORRECT RECORD

- duly signed -

DATO' ABD RAHIM BIN JAAFAR
CHAIRMAN

Dated: 26 November 2025