

**UWC BERHAD**  
**Registration No.: 201801012223 (1274239-A)**  
(Incorporated in Malaysia)

Minutes of the Eighth Annual General Meeting (“**8th AGM**” and/or “**AGM**”) of UWC Berhad (“**UWC**” or “**the Company**”) held at Sri Mas Ballroom, Level 4, Bayview Hotel Georgetown Penang, 25A Farquhar Street, 10200 Georgetown, Penang, Malaysia on Friday, 9 January 2026 at 2.30 p.m.

**PRESENT**

- |  |  |
|--|--|
| Dato’ Wan Hashim Bin Wan Jusoh<br>(“Dato’ Chairman”) | - Independent Non-Executive Chairman   |
| Dato’ Seri Ng Chai Eng                               | - Executive Director & Group Chief Executive Officer                                     |
| Dato’ Lau Chee Kheong                                | - Executive Director & Group Chief Operating Officer                                     |
| Dato’ F’ng Meow Cheng                                | - Independent Non-Executive Director   |
| Puan Jariyah Binti Hashim                            | - Independent Non-Executive Director   |
| Dato’ Seri Lee Teong Li                              | - Independent Non-Executive Director   |
| Dr. Ng Chin Liang, Matin<br>(“Dr. Matin Ng”)         | - Deputy Group Chief Executive Officer &<br>Alternate Director to Dato’ Ng Chai Eng      |
| Ms. Ng Sze Yen                                       | - Deputy Group Chief Operations Officer &<br>Alternate Director to Dato’ Lau Chee Kheong |

**IN ATTENDANCE**

- |  |  |
|--|--|
| Ms. Chong Kwai Yoong                               | - Company Secretary                                  |
| Scrutineer   | - Value Creator Consultancy                          |
| Poll Administrators                                | - Tricor Investor & Issuing House Services Sdn. Bhd. |
| Shareholders, by proxies and by<br>representatives | - As per Attendance List                             |

**BY INVITATION**

- |                   |                                |
|-------------------|--------------------------------|
| Mr. Goh Chee Beng | ] Representatives from BDO PLT |
| Ms. Seng Jing Han | ] (the External Auditors)      |

**1. WELCOME BY CHAIRMAN**

- 1.1 Dato’ Chairman welcomed and thanked everyone who attended the 8th AGM of the Company.
- 1.2 He then introduced the members of the Board who were all present, the Company Secretary, and the External Auditors from BDO PLT.

**2. QUORUM**

- 2.1 Dato’ Chairman informed the Meeting that a quorum was present in accordance with Clause 110 of the Company’s Constitution, whereby two members present in person or by proxy or corporate representative constituted a quorum. The Chairman then called the Meeting to order.

### 3. NOTICE OF MEETING

- 3.1 The Notice convening the Meeting was taken as read.
- 3.2 Dato' Chairman informed the Meeting that pursuant to Chapter 8.29A(1) of Bursa Malaysia Securities Berhad Main Market Listing Requirements, all the resolutions set out in the Notice of General Meeting must be voted by poll and Chapter 8.29A(2) requires that at least one Scrutineer be appointed to validate the votes cast.
- 3.3 The Company had appointed Tricor Investor & Issuing House Services Sdn. Bhd. as Poll Administrators to conduct the polling process, and Value Creator Consultancy as Scrutineers for the Meeting to oversee the conduct of the poll and scrutinize the votes cast.
- 3.4 Before commencing the agenda of the 8th AGM, the Deputy Group CEO, Dr. Matin Ng gave a presentation on the overview of the Group's financial performance and business outlook.

### 4. AUDITED FINANCIAL STATEMENTS AND REPORTS

- 4.1 The Audited Financial Statements for the financial year ended 31 July 2025, together with the Directors' and Auditors' Reports thereon, were tabled for discussion.
- 4.2 Dato' Chairman informed the Meeting that this Agenda was meant for discussion only as the provisions of Section 340(1)(a) of the Companies Act, 2016 do not require formal approval by the shareholders, and hence, would not be put forward for voting.
- 4.3 Dato' Chairman then invited question from the shareholder and below was answered by the Deputy Group CEO, Dr. Matin Ng, as follows:

Question from Shareholder	What is the Company's current order book position, and how the planned capital expenditure ("CAPEX") expected to be allocated?
Response	<p>The Company's current order book stood at approximately RM200 million.</p> <p>In terms of capital expenditure, Management expected the allocation to comprise approximately 40% for capital equipment and 60% for construction-related works. As the Company transitions into fabrication related equipment, a significant portion of the construction cost relates to clean room facilities, which were capital-intensive and account for a substantial share of the overall expenditure.</p>

- 4.4 As there were no further questions, the Audited Financial Statements for the financial year ended 31 July 2025, together with the Directors' and Auditors' Reports thereon were deemed received by the Meeting as the same had been laid before the Meeting in compliance with Section 340(1) of the Companies Act, 2016.

## **5. ORDINARY RESOLUTIONS**

5.1 Dato' Chairman then took the Meeting through all the Ordinary Resolutions as appeared under Ordinary Business and Special Business of the Agenda as follows:

### **Ordinary Business**

- Ordinary Resolution 1 was to approve the payment of Directors' fees and Directors' benefits for an aggregate amount of up to RM210,000 to the Independent Non-Executive Directors of the Company from 10 January 2026 until the next AGM of the Company.
- Ordinary Resolution 2 was to re-elect Dato' Wan Hashim Bin Wan Jusoh, who retiring by rotation in accordance with Clause 165.1 of the Company's Constitution.
- Ordinary Resolution 3 was to re-elect Dato' Lau Chee Kheong, who retiring by rotation in accordance with Clause 165.1 of the Company's Constitution.
- Ordinary Resolution 4 was to re-elect Dato' Seri Lee Teong Li, who was appointed during the year and retiring in accordance with Clause 156 of the Company's Constitution.
- Ordinary Resolution 5 was to re-appoint Messrs BDO PLT as External Auditors of the Company for the year ending 31 July 2026 to hold office until the next AGM and to authorise the Directors to determine their remuneration.

### **Special Business**

- Ordinary Resolution 6 was to approve the Proposed Authority to Allot and Issue Shares in general pursuant to Sections 75 and 76 of the Companies Act, 2016

5.2 Dato' Chairman informed that no notice had been received from shareholders to transact any other business at the Meeting.

5.3 Dato' Chairman then informed that the 8th AGM was adjourned for 20 minutes for polling and scrutineering.

## **6. POLL RESULTS**

6.1 Dato' Chairman then called the Meeting to order and announced the poll results in respect of all the resolutions as follows:

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	Vote For			Vote Against			Total Votes		
	No. of Units	%	No. of P/S	No. of Units	%	No. of P/S	No. of Units	%	No. of P/S
Ordinary Resolution 1	962,994,122	99.9958	150	40,400	0.0042	4	963,034,522	100.0000	154
Ordinary Resolution 2	954,776,222	99.1416	142	8,266,800	0.8584	13	963,043,022	100.0000	155
Ordinary Resolution 3	963,006,622	99.9962	152	36,400	0.0038	3	963,043,022	100.0000	155
Ordinary Resolution 4	963,006,622	99.9962	152	36,400	0.0038	3	963,043,022	100.0000	155
Ordinary Resolution 5	962,972,222	99.9926	150	70,800	0.0074	5	963,043,022	100.0000	155
Ordinary Resolution 6	877,711,722	91.1394	125	85,331,300	8.8606	30	963,043,022	100.0000	155

6.2 Based on the result, the Chairman declared that all the following Ordinary Resolutions were duly carried:

(1) **Ordinary Resolution 1**

“That the payment of Directors’ fees and Directors’ benefits for an aggregate amount of up to RM210,000 to the Independent Non-Executive Directors of the Company from 10 January 2026 until the next AGM of the Company be approved.”

(2) **Ordinary Resolution 2**

“That Dato’ Wan Hashim Bin Wan Jusoh, who retires by rotation in accordance with Clause 165.1 of the Company’s Constitution, be re-elected as Director of the Company.”

(3) **Ordinary Resolution 3**

“That Dato’ Lau Chee Kheong, who retires by rotation in accordance with Clause 165.1 of the Company’s Constitution, be re-elected as Director of the Company.”

(4) **Ordinary Resolution 4**

“That Dato’ Seri Lee Teong Li, who was appointed during the year and retires in accordance with Clause 156 of the Company’s Constitution, be re-elected as Director of the Company.”

(5) **Ordinary Resolution 5**

“That the re-appointment of Messrs BDO PLT as External Auditors of the Company for the year ending 31 July 2026 to hold office until the next AGM and to authorise the Directors to determine their remuneration, be approved.”

(6) **Ordinary Resolution 6**

“That the following Resolution on Proposed Authority to Allot and Issue shares in general pursuant to Sections 75 and 76 of the Companies Act, 2016 be approved:

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

“THAT pursuant to Sections 75 and 76 of the Companies Act, 2016 (“the Act”), the Directors be and are hereby empowered to allot and issue shares in the Company at any time and from time to time until the conclusion of the next AGM and upon such terms and conditions and for such purposes as the Directors may, in their absolute discretion, deem fit provided the aggregate number of shares to be issued does not exceed ten per centum (10%) of the total number of issued shares of the Company at the time of issue, subject always to the Constitution of the Company and approval of all relevant regulatory bodies being obtained for such allotment and issuance.

THAT pursuant to Section 85 of the Act, read together with Clause 31 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 ranking equally to the existing issued shares of the Company arising from issuance of new shares pursuant to this Mandate.

AND THAT the new shares to be issued shall, upon allotment and issuance, rank equally in all respects with the existing shares of the Company, save and except that they shall not be entitled to any dividends, rights, allotments and/or any other forms of distribution that which may be declared, made or paid before the date of allotment of such new shares.

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

**7. TERMINATION**

- 7.1 There being no further business, the Meeting terminated at 3:30 p.m. with a vote of thanks to the Chair.

**C O N F I R M E D**

**C H A I R M A N**