

MANFORCE GROUP BERHAD
[Registration No.: 201701014455 (1228620-V)]
(Incorporated in Malaysia)
("the Company")

MINUTES OF THE EIGHTH ANNUAL GENERAL MEETING ("8TH AGM" OR "THE MEETING") OF THE COMPANY HELD AT M WORLD HOTEL PETALING JAYA (FORMERLY AVANTÉ HOTEL), QUARTZ OPAL, LEVEL G, NO. 1, PERSIARAN BANDAR UTAMA, BANDAR UTAMA, 47800 PETALING JAYA, SELANGOR ("MEETING VENUE") ON TUESDAY, 19 AUGUST 2025 AT 10:00 A.M.

- DIRECTORS PRESENT** : Tengku Faizwa Binti Tengku Razif (*Chairperson*)
Dato' Wong Boon Ming (*Managing Director*)
Datin Lim Gun Kiau (*Non-Independent Non-Executive Director*)
Mr. Chin Kok Weng (*Finance Director*)
Ms. Tan Yiing Fung (*Independent Non-Executive Director*)
Ms. Lim Chai Har (*Independent Non-Executive Director*)
Mr. Koh Eng Siong (*Independent Non-Executive Director*)
- MEMBERS / PROXIES / CORPORATE REPRESENTATIVES** : As per the summary of Attendance List
- IN ATTENDANCE** : Ms. Lim Jia Huey - *Company Secretary*
- EXTERNAL AUDITORS** : Mr. Quek Keng Yee - *Representative of Messrs. TGS TW PLT*
Ms. Shum How Yee - *Representative of Messrs. TGS TW PLT*
- POLL ADMINISTRATOR** : Tricor Investor & Issuing House Services Sdn. Bhd.
- INDEPENDENT SCRUTINEERS** : Eco Asia Governance Advisory Sdn. Bhd.
- ADMISSION ADVISOR** : Mr. Lee Yoke Wah - *Representative of M & A Securities Sdn. Bhd. ("M&A")*
Mr. Steve Choo Boon Han - *Representative of M&A*
Mr. William Tham Au Chen - *Representative of M&A*
Ms. Yeoh Hui Lin - *Representative of M&A*
- BY INVITATION** : As per the summary of Attendance List

CHAIRPERSON'S OPENING REMARK

The Chairperson of the Board, Tengku Faizwa Binti Tengku Razif ("**Chairperson**" or "**Tengku Faizwa**"), chaired the 8th AGM. On behalf of the Board, the Chairperson welcomed and thanked the shareholders/proxies and invitees for their presence and continuous support to the Company.

Tengku Faizwa then sought the cooperation of the attendees to switch off or silence their phones to avoid any interruptions during the meeting.

The Chairperson then introduced her fellow members of the Board, the Company Secretary, the representatives of the Principal Adviser and External Auditors, who present at the Meeting.

QUORUM

The Chairperson then called upon the Company Secretary to confirm the presence of a requisite quorum.

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The Company Secretary then informed the Meeting that according to Clause 66.1 of the Company’s Constitution, two (2) members personally or electronically present in person or by proxy shall constitute a quorum for a Meeting.

The Company Secretary informed that the Company has received a total of five (5) valid proxy forms from the shareholders representing a total of Twenty Eight Million One Hundred and Fifty Thousand (28,150,000) shares or 8.80% of the total number of issued shares of the Company, within the stipulated prescribed period of forty eight (48) hours before the time convening this Meeting. The Company Secretary announced that based on the registration data provided by the Poll Administrator, a total of four (4) shareholders and proxies have registered and present as at the commencement of the Meeting.

The Company Secretary pleased to confirm the presence of the requisite quorum at the commencement of the Meeting and the Chairperson then called the Meeting to order.

POLLING AND PROCEEDING

Before the Chairperson proceeded further with the first agenda of the Meeting, she briefed the shareholders/proxies on the poll voting procedures and other administrative matters for this Meeting: -

- (a) Pursuant to Clause 70 of the Company’s Constitution, it is stated that at any General Meeting, a resolution put to the vote of the meeting shall be decided on a show of hands unless a poll is demanded: -
- by the Chairman; or
 - by at least three (3) Members present in person or by proxy; or
 - by any Member or Members present in person or by proxy and representing not less than one-tenth (1/10) of the total voting rights of all the Members having the right to vote at the meeting; or
 - by any Member or Members holding shares in the Company conferring a right to vote at the meeting, being shares on which an aggregate sum has been paid up equal to not less than one-tenth (1/10) of the total sum paid up on all the shares conferring that right.

Unless a poll is so demanded, a declaration by the Chairman of the meeting that a resolution has on a show of hands been carried unanimously, or by a particular majority, or lost, and an entry to that effect in the minute book shall be conclusive evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against such resolution.

- (b) Pursuant to Clause 70 of the Company’s Constitution, the Chairperson of the Meeting directed the voting on all resolutions set out in the Notice of the Meeting to be conducted by way of poll.
- (c) The Meeting was informed that certain shareholders have appointed the Chairperson as their proxy to vote for and on their behalf. The Chairperson would cast their votes in accordance with the instructions provided.
- (d) Pursuant to Clause 71.1 of the Company’s Constitution, the Company has appointed **Tricor Investor & Issuing House Services Sdn. Bhd.** (“Tricor”) as the Poll Administrator to facilitate the poll voting process, and **Eco Asia Governance Advisory Sdn. Bhd.**, as the Independent Scrutineer to verify and validate the poll results in accordance with the Company’s Constitution and Listing Requirements of Bursa Malaysia Securities Berhad (“Bursa Securities”).
- (e) Shareholders, proxies or corporate representatives might raise their questions after each of the items on the Agenda have been tabled, and put to this Meeting for consideration and approval.

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- (f) Shareholders have been given a poll voting slips when they register their attendance at the registration counter.
- (g) The polling process for all resolutions would be commenced after the Meeting dealt with all resolutions to be transacted at this Meeting, upon the Chairperson’s announcement on the commencement of the polling session.

The Chairperson further reminded the Meeting that the attendance at the Meeting was strictly limited to the Company’s shareholders, proxies, and authorised representatives of corporate shareholders who had registered to participate in the Meeting. She highlighted to the attendees that the discussions at the 8th AGM might involve confidential matters intended solely for the knowledge of the eligible participants, as such, any form of visual or audio recording was strictly prohibited unless the Company’s written consent has been obtained prior to the Meeting.

NOTICE

The Notice of the Meeting dated 21 July 2025, having been issued and circulated to all the eligible shareholders of the Company, within the prescribed period in accordance with the Company’s Constitution, was with the permission of the Meeting, taken as read.

The Meeting was informed that, in the absence of legal requirement for a proposer and seconder for the resolutions tabled at a general meeting, and as all motions under the agenda of this Meeting would be voted on by way of poll, proposers and seconds would not be requested throughout the Meeting.

The Chairperson then continued with the Agenda of the Meeting.

AGENDA 1 TO RECEIVE THE AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 28 FEBRUARY 2025 TOGETHER WITH THE REPORTS OF THE DIRECTORS AND AUDITORS THEREON

The Chairperson informed the Meeting that this item on the Agenda was to receive the Audited Financial Statements for the financial year ended 28 February 2025 together with the Reports of the Directors and Auditors thereon (“**AFS 2025**”).

The Chairperson further informed the Meeting that the AFS 2025 was made available to all shareholders on the Company’s website.

She informed the Meeting that she hoped everyone had taken the time to read the AFS 2025. The Chairperson then opened the floor for questions on this agenda item. It was noted that no questions were raised by the shareholder/proxies on this agenda item.

The Chairperson then informed the Meeting that the AFS 2025 were tabled for discussion purposes only and, in accordance with Section 340 of the Companies Act 2016, did not require approval from the shareholders. Hence, the AFS 2025 would not be put forward for voting.

The Chairperson declared that the Audited Financial Statements for the financial year ended 28 February 2025 together with the Reports of the Directors and Auditors were deemed received.

The Chairperson thereafter proceeded with the next item on the Agenda.

At this juncture, the Chairperson handed over the chair to Mr. Chin Kok Weng (“**Mr. Andrew Chin**”), the Finance Director of the Company to continue with Agenda 2 as the agenda related to herself as one of the interested Directors.

AGENDA 2 ORDINARY RESOLUTION 1:
TO APPROVE THE PAYMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS’ FEES OF UP TO RM184,000.00 PAYABLE ON A MONTHLY BASIS TO THE INDEPENDENT NON-EXECUTIVE DIRECTORS OF THE COMPANY FOR THE PERIOD FROM 20 AUGUST 2025 UNTIL THE NEXT ANNUAL GENERAL MEETING OF THE COMPANY TO BE HELD IN YEAR 2026, IN SUCH PROPORTIONS AND MANNER AS THE DIRECTORS MAY DETERMINE AS FOLLOWS: -

NO	TYPE OF DIRECTOR	INDEPENDENT NON-EXECUTIVE DIRECTORS’ FEE OF THE COMPANY (RM)		
		HOLDING COMPANY	THE BOARD OF SUBSIDIARIES	TOTAL
1	CHAIRPERSON OF THE BOARD	66,000.00	-	66,000.00
2	INDEPENDENT NON-EXECUTIVE DIRECTORS	118,000.00	-	118,000.00
	TOTAL	184,000.00	-	184,000.00

Mr. Andrew Chin took over the chair and proceeded with the agenda at hand. He then informed the following: -

- 1) Agenda item 2 was to seek the shareholders’ approval for the payment of Independent Non-Executive Directors’ fees of up to RM 184,000.00 (Ringgit Malaysia One Hundred and Eighty-Four Thousand) only payable on a monthly basis to the Independent Non-Executive Directors of the Company for the period from 20 August 2025 until the next annual general meeting of the Company to be held in year 2026 under Ordinary Resolution 1; and
- 2) The proposed Directors’ fees payable to the Independent Non-Executive Directors of the Company were derived based on the current Board size, composition of the Board and Board Committees and number of scheduled Board meetings to be held. The payment of the Directors’ fees would be made by the Company on monthly basis.

Mr. Andrew Chin informed that the interested Independent Non-Executive Directors had abstained from deliberation and voting on the agenda item.

He then opened the floor for questions on this agenda item. It was noted that no questions were raised by the shareholder/proxies on this agenda item.

Mr. Andrew Chin then handed over the Chair back to the Chairperson.

AGENDA 3 ORDINARY RESOLUTION 2:
TO APPROVE THE PAYMENT OF EXECUTIVE DIRECTORS’ FEES OF UP TO RM36,000.00 PAYABLE ON A MONTHLY BASIS TO DATO’ WONG BOON MING FOR THE PERIOD FROM 20 AUGUST 2025 UNTIL THE NEXT ANNUAL GENERAL MEETING OF THE COMPANY TO BE HELD IN YEAR 2026

The Chairperson thanked Mr. Andrew Chin and then proceeded with next Agenda Item 3.

She informed the Meeting that the Agenda item 3 was to seek the shareholders’ approval for the payment of Executive Directors’ fees of up to RM36,000.00 (Ringgit Malaysia Thirty-Six Thousand) only payable on a monthly basis to Dato’ Wong Boon

Ming (“**Dato’ Wong**”) for the period from 20 August 2025 until the next annual general meeting of the Company to be held in year 2026 under Ordinary Resolution 2.

The Chairperson informed the Meeting that Dato’ Wong and Datin Lim Gun Kiau (“**Datin Lim**”) being the interested Director and interested person connected had abstained from deliberation and voting on the agenda item.

The Chairperson then opened the floor for questions on this agenda item. It was noted that no questions were raised by the shareholder/proxies on this agenda item.

The Chairperson then proceeded to the next item on the Agenda.

AGENDA 4 ORDINARY RESOLUTION 3:
TO APPROVE THE PAYMENT OF EXECUTIVE DIRECTORS’ FEES OF UP TO RM36,000.00 PAYABLE ON A MONTHLY BASIS TO MR. CHIN KOK WENG FOR THE PERIOD FROM 20 AUGUST 2025 UNTIL THE NEXT ANNUAL GENERAL MEETING OF THE COMPANY TO BE HELD IN YEAR 2026

The Chairperson informed the Meeting that Agenda item 4 was to seek the shareholders’ approval for the payment of Executive Directors’ fees of up to RM36,000.00 (Ringgit Malaysia Thirty-Six Thousand) only payable on a monthly basis to Mr. Andrew Chin for the period from 20 August 2025 until the date of the next annual general meeting under Ordinary Resolution 3.

The Chairperson informed the Meeting that Mr. Andrew Chin being the interested Director had abstained from deliberation and voting on the agenda item.

She then opened the floor for questions on this agenda item. It was noted that no questions were raised by the shareholder/proxies on this agenda item.

The Meeting then continues with the next agenda.

AGENDA 5 ORDINARY RESOLUTION 4:
TO APPROVE THE PAYMENT OF NON-INDEPENDENT NON-EXECUTIVE DIRECTORS’ FEES OF UP TO RM36,000.00 PAYABLE ON A MONTHLY BASIS TO DATIN LIM GUN KIAU FOR THE PERIOD FROM 20 AUGUST 2025 UNTIL THE NEXT ANNUAL GENERAL MEETING OF THE COMPANY TO BE HELD IN YEAR 2026

The Chairperson informed the Meeting that the Agenda item 5 was to seek the shareholders’ approval for the payment of Non-Independent Non-Executive Directors’ fees of up to RM36,000.00 (Ringgit Malaysia Thirty-Six Thousand) only payable on a monthly basis to Datin Lim for the period from 20 August 2025 until the next annual general meeting to be held in 2026 under Ordinary Resolution 4.

The Meeting was informed that Datin Lim and Dato’ Wong being the interested Director and interested person connected had abstained from deliberation and voting on the agenda item.

The Chairperson then opened the floor for questions on this agenda item. It was noted that no questions were raised by the shareholder/proxies on this agenda items.

The Chairperson then proceeded to the next item on the Agenda. She reminded the attendees that the polling process would be commenced after the completion of the discussion of all agenda item of the Meeting.

**AGENDA 6 ORDINARY RESOLUTION 5:
TO RE-ELECT DATIN LIM GUN KIAU, THE DIRECTOR WHO RETIRES IN
ACCORDANCE WITH CLAUSE 84.1 OF THE COMPANY’S CONSTITUTION AND
BEING ELIGIBLE, HAS OFFERED HERSELF FOR RE-ELECTION**

She informed the Meeting that the Agenda item 6 was to seek the shareholders’ approval for the re-election of Datin Lim, the Director of the Company, who retired pursuant to Clause 84.1 of the Company’s Constitution and being eligible, had offered herself for re-election under Ordinary Resolution 5.

She informed that the Board has unanimously recommended the re-election of Datin Lim under Ordinary Resolution 5.

The Chairperson then opened the floor for questions on this agenda item. It was noted that no questions were raised by the shareholder/proxies on this agenda items.

The Chairperson then proceeded to the next item on the Agenda.

**AGENDA 7 ORDINARY RESOLUTION 6:
TO RE-ELECT MS. TAN YIING FUNG, THE DIRECTOR WHO RETIRES IN
ACCORDANCE WITH CLAUSE 91 OF THE COMPANY’S CONSTITUTION AND
BEING ELIGIBLE, HAS OFFERED HERSELF FOR RE-ELECTION**

The Chairperson informed the Meeting that the Ordinary Resolution 6 was to seek the shareholders’ approval for the re-election of Ms. Tan Yiing Fung (“**Ms. Tan**”), the Director of the Company, who retired pursuant to Clause 91 of the Company’s Constitution and being eligible, had offered herself for re-election.

She informed that the Board has unanimously recommended the re-election of Ms. Tan under Ordinary Resolution 6.

The Chairperson then opened the floor for questions on this agenda item. It was noted that no questions were raised by the shareholder/proxies on this agenda items.

The Chairperson then proceeded to the next item on the Agenda.

**AGENDA 8 ORDINARY RESOLUTION 7:
TO RE-ELECT MS. LIM CHAI HAR, THE DIRECTOR WHO RETIRES IN
ACCORDANCE WITH CLAUSE 91 OF THE COMPANY’S CONSTITUTION AND
BEING ELIGIBLE, HAS OFFERED HERSELF FOR RE-ELECTION**

The Chairperson informed the Meeting that the next agenda was to seek the shareholders’ approval for the re-election of Ms. Lim Chai Har (“**Ms. Lim**”), the Director of the Company, who retired pursuant to Clause 91 of the Company’s Constitution and being eligible, had offered herself for re-election under Ordinary Resolution 7.

She informed that the Board has unanimously recommended the re-election of Ms. Lim under Ordinary Resolution 7.

The Chairperson then opened the floor for questions on this agenda item. It was noted that no questions were raised by the shareholder/proxies on this agenda items.

The Chairperson then proceeded to the next item on the Agenda.

AGENDA 9 ORDINARY RESOLUTION 8:

TO RE-ELECT MR. KOH ENG SIONG, THE DIRECTOR WHO RETIRES IN ACCORDANCE WITH CLAUSE 91 OF THE COMPANY’S CONSTITUTION AND BEING ELIGIBLE, HAS OFFERED HIMSELF FOR RE-ELECTION

The Chairperson informed the Meeting that the next agenda was to seek the shareholders’ approval for the re-election of Mr. Koh Eng Siong (“**Mr. Koh**”), the Director of the Company, who retired pursuant to Clause 91 of the Company’s Constitution and being eligible, had offered himself for re-election under Ordinary Resolution 8.

She informed that the Board has unanimously recommended the re-election of Mr. Koh under Ordinary Resolution 8.

The Chairperson then opened the floor for questions on this agenda item. It was noted that no questions were raised by the shareholder/proxies on this agenda items.

The Chairperson then proceeded to the next item on the Agenda.

**AGENDA 10 ORDINARY RESOLUTION 9:
TO RE-APPOINT MESSRS. TGS TW PLT AS THE AUDITORS OF THE COMPANY FOR THE ENSUING YEAR AND TO AUTHORISE THE DIRECTORS TO FIX THEIR REMUNERATION**

The Meeting continued with the Ordinary Resolution 9, of which was to seek the shareholders’ approval on the proposed re-appointment of Messrs. TGS TW PLT as the Auditors of the Company until the conclusion of the next Annual General Meeting and to grant authority to the Directors to fix their remuneration.

The Chairperson then informed that Messrs. TGS TW PLT had expressed their willingness to continue in office until the conclusion of the next Annual General Meeting.

The Chairperson then opened the floor for questions on this agenda item. It was noted that no questions were raised by the shareholder/proxies on this agenda item.

The Meeting then proceeded to the next item on the Agenda.

**AGENDA 11 ORDINARY RESOLUTION 10:
AUTHORITY TO ALLOT AND ISSUE SHARES PURSUANT TO THE COMPANIES ACT 2016**

The Chairperson informed that having concluded the ordinary business of the AGM, she proceeded with Ordinary Resolution 10 under special business of the Meeting. She then informed the Meeting that the proposed Ordinary Resolution 10 was to seek shareholders’ approval on a general mandate, which, if passed, would empower the Directors to allot and issue new shares pursuant to Sections 75 and 76 of the Companies Act 2016.

The Chairperson informed that this resolution if passed, would enable the Directors to take swift action in case of a need to issue and allot new shares in the Company to undertake fund raising activities. She then further informed the Meeting that should the shareholders/proxies approved the Ordinary Resolution 10, they would be waiving their pre-emptive rights pursuant to Section 85(1) of the Companies Act 2016, which then would allow the Directors to issue new shares to any person without having to offer the said new shares equally to all existing shareholders of the Company prior to the issuance.

The Chairperson then informed that the General Mandate is a renewal of the previous year’s authority granted to the Directors at the last Annual General Meeting of the Company. She further informed that the full text of the proposed Ordinary Resolution 10 was set out in the Notice of the 8th AGM. With the permission of the Meeting, the Chairperson declared the proposed Ordinary Resolution 10 was taken as read.

The Chairperson then opened the floor for questions on this agenda item. It was noted that no questions were raised by the shareholder/proxies on this agenda item.

The Meeting then proceeded to the next item on the Agenda.

**AGENDA 12 ORDINARY RESOLUTION 11:
PROPOSED ALLOCATION OF UP TO 1,000,000 NEW ORDINARY SHARES TO
MR. CHIN KOK WENG**

The Chairperson informed the Meeting that the next item under special business of the meeting was to seek shareholders’ approval on the Proposed Allocation of up to 1,000,000 (One Million) New Ordinary Shares to Mr. Andrew Chin, the Finance Director of the Company under Ordinary Resolution 11, pursuant to the Proposed Listing in conjunction with the Company’s Proposed Transfer of Listing.

She then informed the Meeting that the Proposed Allocations forms part of the new ordinary shares to be issued under the Proposed Transfer of Listing and was intended to recognise the contributions of the Eligible Directors to the growth and development of the Company.

The Chairperson informed the Meeting that Mr. Andrew Chin, the interested Director had abstained from deliberation and voting on the agenda item.

She then informed that the full text of the proposed Ordinary Resolution 11 was set out in the Notice of the 8th AGM. With the permission of the Meeting, the Chairperson declared the proposed Ordinary Resolution 11 was taken as read.

The Chairperson then opened the floor for questions on this agenda item. It was noted that no questions were raised by the shareholder/proxies on this agenda item.

The Meeting then proceeded to the next item on the Agenda.

At this juncture, the Chairperson handed over the chair to Mr. Andrew Chin to continue with the next agenda as Agenda 13 related to herself as the interested Director.

**AGENDA 13 ORDINARY RESOLUTION 12:
PROPOSED ALLOCATION OF UP TO 500,000 NEW ORDINARY SHARES TO
TENGGU FAIZWA BINTI TENGGU RAZIF**

Mr. Andrew Chin then took over the chair and proceeded with agenda at hand. He informed the Meeting that the Ordinary Resolution 12 was to seek shareholders’ approval on the Proposed Allocation of up to 500,000 (Five Hundred Thousand) New Ordinary Shares to Tengku Faizwa, the Independent Non-Executive Chairperson of the Company pursuant to the Proposed Listing in conjunction with the Company’s Proposed Transfer of Listing.

He then informed that the Meeting that Tengku Faizwa, the interested Director had abstained from deliberation and voting on the agenda item.

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The Meeting was informed that the full text of the proposed Ordinary Resolution 12 was set out in the Notice of the 8th AGM. With the permission of the Meeting, Mr. Andrew Chin declared the proposed Ordinary Resolution 12 was taken as read.

Mr. Andrew Chin then opened the floor for questions on this agenda item. It was noted that no questions were raised by the shareholder/proxies on this agenda item.

The Chair was then handed back to the Chairperson.

**AGENDA 14 ORDINARY RESOLUTION 13:
PROPOSED ALLOCATION OF UP TO 500,000 NEW ORDINARY SHARES TO MS.
TAN YIING FUNG**

The Chairperson thanked Mr. Andrew Chin and then proceeded with next Agenda Item 14.

The Chairperson informed the Meeting that the next item of the agenda was to seek shareholders’ approval on the Proposed Allocation of up to 500,000 (Five Hundred Thousand) New Ordinary Shares to Ms. Tan, the Independent Non-Executive Director of the Company pursuant to the Proposed Listing in conjunction with the Company’s Proposed Transfer of Listing.

She informed the Meeting that Ms. Tan, the interested Director had abstained from deliberation and voting on the agenda item.

She further informed that the full text of the proposed Ordinary Resolution 13 was set out in the Notice of the 8th AGM. With the permission of the Meeting, the Chairperson declared the proposed Ordinary Resolution 13 was taken as read.

The Chairperson then opened the floor for questions on this agenda item. It was noted that no questions were raised by the shareholder/proxies on this agenda item.

The Meeting then proceeded to the next item on the Agenda.

**AGENDA 15 ORDINARY RESOLUTION 14:
PROPOSED ALLOCATION OF UP TO 500,000 NEW ORDINARY SHARES TO MS.
LIM CHAI HAR**

The Chairperson informed the Meeting that the next item of the agenda was to seek shareholders’ approval on the Proposed Allocation of up to 500,000 (Five Hundred Thousand) New Ordinary Shares to Ms. Lim, the Independent Non-Executive Director of the Company pursuant to the Proposed Listing in conjunction with the Company’s Proposed Transfer of Listing.

She informed the Meeting that Ms. Lim, the interested Director had abstained from deliberation and voting on the agenda item.

She further informed that the full text of the proposed Ordinary Resolution 14 was set out in the Notice of the 8th AGM. With the permission of the Meeting, the Chairperson declared the proposed Ordinary Resolution 14 was taken as read.

The Chairperson then opened the floor for questions on this agenda item. It was noted that no questions were raised by the shareholder/proxies on this agenda item.

The Meeting then proceeded to the next item on the Agenda.

AGENDA 16 ORDINARY RESOLUTION 15:

PROPOSED ALLOCATION OF UP TO 500,000 NEW ORDINARY SHARES TO MR. KOH ENG SIONG

The Chairperson then continued with the next item of the agenda of which was to seek shareholders’ approval on the Proposed Allocation of up to 500,000 (Five Hundred Thousand) New Ordinary Shares to Mr. Koh, the Independent Non-Executive Director of the Company pursuant to the Proposed Listing in conjunction with the Company’s Proposed Transfer of Listing.

She informed the Meeting that Mr. Koh, the interested Director had abstained from deliberation and voting on the agenda item.

She further informed that the full text of the proposed Ordinary Resolution 15 was set out in the Notice of the 8th AGM. With the permission of the Meeting, the Chairperson declared the proposed Ordinary Resolution 15 was taken as read.

The Chairperson then opened the floor for questions on this agenda item. It was noted that no questions were raised by the shareholder/proxies on this agenda item.

The Meeting then proceeded to the next item on the Agenda.

AGENDA 17 TO TRANSACT ANY OTHER BUSINESS OF WHICH DUE NOTICE SHALL HAVE BEEN GIVEN IN ACCORDANCE WITH THE COMPANY’S CONSTITUTION AND/OR THE COMPANIES ACT 2016

The Chairperson informed that the final item of the Agenda was to transact any other business of which due notice have been given in accordance with the Companies Act 2016 and the Company’s Constitution.

The Chairperson further informed the Meeting that the Company Secretary had confirmed that no notice was received from the shareholders to transact any other ordinary business, and the Meeting then proceeded with the poll voting session.

POLL VOTING SESSION

Having dealt with all agenda items as set out in the Notice of the 8th AGM, the Chairperson informed the Meeting that the proceedings would continue with the poll voting session. The Chairperson further announced that the registration of shareholders and proxies for the Meeting was closed for a proper conduct of poll voting session.

With the permission from the Meeting, the Chairperson then invited the representative of Tricor, the Poll Administrator of the 8th AGM, to brief the shareholders/proxies on the procedures of poll voting.

The Representative from Tricor then briefed the shareholders/proxies on the polling procedures as follows:-

- The shareholders/proxies were to cast their votes by indicating their votes for all the Resolutions tabled on the Poll Voting Slip, which had been distributed to them during registration of attendance.
- The Poll Voting Slip issued included the Name, NRIC Number, and Number of Shares represented by the respective shareholders/proxies.
- The shareholders/proxies were instructed to mark an “X” in the appropriate box to indicate their vote and to sign the Poll Voting Slip accordingly.
- The completed and signed Poll Voting Slips were to be deposited into the ballot box.

At this juncture, the Poll Administrator handed the Chair back to the Chairperson. The Chairperson then thanked Tricor for their presentation.

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The Chairperson declared the commencement of the poll voting process. She informed the Meeting that five (5) minutes would be provided to the shareholders/proxies to cast their votes on all resolutions by indicating the votes on the Poll Voting Slip provided. She then reminded the shareholders/proxies to complete and sign the Poll Voting Slip and deposit the Poll Voting Slip at the designated place to the Poll Administrator. The appointed Poll Administrator was on standby to assist the shareholders/proxies for poll voting session.

The Chairperson then, after five (5) minutes, announced the poll voting session for the 8th AGM be closed at 10:33 a.m. and thanked all shareholders/proxies for their participation.

The Chairperson declared that the 8th AGM be adjourned for approximately twenty (20) minutes or until such time the Independent Scrutineer completed the verification of poll results for declaration in respect of the Ordinary Resolutions 1 to 15.

DECLARATION OF RESULTS

The Chairperson resumed the Meeting for the announcement of the poll results at 10.43 a.m. She thereafter received the poll results which were duly verified by the Independent Scrutineer.

The poll results were projected on screen for the information of shareholders and proxies. Based on the poll results as set out in “**Annexure A**”, the Chairperson declared that the Ordinary Resolutions 1 to 15 were carried as follows: -

Ordinary Resolution 1:

To approve the payment of Independent Non-Executive Directors’ fees of up to RM184,000.00 payable on a monthly basis to the Independent Non-Executive Directors of the Company for the period from 20 August 2025 until the next Annual General Meeting of the Company to be held in year 2026, in such proportions and manner as the Directors may determine as follows:-

No	Type of Director	Independent Non-Executive Directors’ Fee of the Company (RM)		
		Holding Company	The Board of Subsidiaries	Total
1	Chairperson of the Board	66,000.00	-	66,000.00
2	Independent Non-Executive Directors	118,000.00	-	118,000.00
	Total	184,000.00	-	184,000.00

*The Meeting **RESOLVED**: -*

***THAT** the payment of Independent Non-Executive Directors’ fees of up to RM184,000.00 payable on a monthly basis to the Independent Non-Executive Directors of the Company for the period from 20 August 2025 until the next Annual General Meeting of the Company to be held in year 2026, in such proportions and manner as the Directors may determine as follows, be and is hereby approved: -*

No	Type of Director	Independent Non-Executive Directors’ Fee of the Company (RM)		
		Holding Company	The Board of Subsidiaries	Total
1	Chairperson of the Board	66,000.00	-	66,000.00
2	Independent Non-Executive Directors	118,000.00	-	118,000.00
	Total	184,000.00	-	184,000.00

Ordinary Resolution 2:

- Minutes of the Eighth Annual General Meeting (“8th AGM”) held on 19 August 2025 - (Cont’d)

To approve the payment of Executive Directors’ fees of up to RM36,000.00 payable on a monthly basis to Dato’ Wong Boon Ming for the period from 20 August 2025 until the next Annual General Meeting of the Company to be held in year 2026

The Meeting RESOLVED: -

THAT the payment of Executive Directors’ fees of up to RM36,000.00 payable on a monthly basis to Dato’ Wong Boon Ming for the period from 20 August 2025 until the next Annual General Meeting of the Company to be held in year 2026, be and is hereby approved.

Ordinary Resolution 3:

To approve the payment of Executive Directors’ fees of up to RM36,000.00 payable on a monthly basis to Mr. Chin Kok Weng for the period from 20 August 2025 until the next Annual General Meeting of the Company to be held in year 2026

The Meeting RESOLVED: -

THAT the payment of Executive Directors’ fees of up to RM36,000.00 payable on a monthly basis to Mr. Chin Kok Weng for the period from 20 August 2025 until the next Annual General Meeting of the Company to be held in year 2026, be and is hereby approved.

Ordinary Resolution 4:

To approve the payment of Non-Independent Non-Executive Directors’ fees of up to RM36,000.00 payable on a monthly basis to Datin Lim Gun Kiau for the period from 20 August 2025 until the next Annual General Meeting of the Company to be held in year 2026

The Meeting RESOLVED: -

THAT To approve the payment of Non-Independent Non-Executive Directors’ fees of up to RM36,000.00 payable on a monthly basis to Datin Lim Gun Kiau for the period from 20 August 2025 until the next Annual General Meeting of the Company to be held in year 2026, be and is hereby approved.

Ordinary Resolution 5:

To re-elect Datin Lim Gun Kiau, the Director who retires pursuant to Clause 84.1 of the Company’s Constitution and being eligible, has offered herself for re-election

The Meeting RESOLVED: -

THAT Datin Lim Gun Kiau, the Director who retired pursuant to Clause 84.1 of the Company’s Constitution, be and is hereby re-elected as Director of the Company.

Ordinary Resolution 6:

To re-elect Ms. Tan Yiing Fung, the Director who retires pursuant to Clause 91 of the Company’s Constitution and being eligible, has offered herself for re-election

The Meeting RESOLVED: -

THAT Ms. Tan Yiing Fung, the Director who retired pursuant to Clause 91 of the Company’s Constitution, be and is hereby re-elected as Director of the Company.

Ordinary Resolution 7:

To re-elect Ms. Lim Chai Har, the Director who retires pursuant to Clause 91 of the Company’s Constitution and being eligible, has offered herself for re-election

The Meeting RESOLVED: -

- Minutes of the Eighth Annual General Meeting (“**8th AGM**”) held on 19 August 2025 - (Cont’d)

THAT Ms. Lim Chai Har, the Director who retired pursuant to Clause 91 of the Company’s Constitution, be and is hereby re-elected as Director of the Company.

Ordinary Resolution 8:

To re-elect Mr. Koh Eng Siong, the Director who retires pursuant to Clause 91 of the Company’s Constitution and being eligible, has offered herself for re-election

The Meeting RESOLVED: -

THAT Mr. Koh Eng Siong, the Director who retired pursuant to Clause 91 of the Company’s Constitution, be and is hereby re-elected as Director of the Company.

Ordinary Resolution 9:

To re-appoint Messrs. TGS TW PLT as the Auditors of the Company for the ensuing year and to authorise the Directors to fix their remuneration

The Meeting RESOLVED: -

THAT Messrs. TGS TW PLT be and are hereby re-appointed as Auditors of the Company until the conclusion of the next Annual General Meeting and to authorise the Directors to fix their remuneration.

Ordinary Resolution 10:

Authority to Allot and Issue Shares pursuant to the Companies Act 2016

The Meeting RESOLVED: -

*THAT subject always to the Companies Act 2016 (“**the Act**”), the Constitution of the Company, the LEAP Market Listing Requirements or ACE Market Listing Requirements (collectively referred to as “**Listing Requirements**”) (whichever is applicable at the time of issuance) of Bursa Malaysia Securities Berhad (“**Bursa Securities**”) and approvals of the relevant government and/or regulatory authorities, where such approval is required, the Directors of the Company be and are hereby authorised and empowered pursuant to Sections 75 and 76 of the Act, to issue and allot shares in the capital of the Company, grant rights to subscribe for shares in the Company, to convert any securities into shares in the Company, or allot shares under an agreement or option or offer (“**New Shares**”) from time to time, at such price, to such persons and for such purposes and upon such terms and conditions as the Directors may, in their absolute discretion deem fit, provided that the aggregate number of shares to be issued, to be subscribed under any rights granted, to be issued from the conversion of any securities, or to be issued and allotted under an agreement or option or offer, pursuant to this resolution, shall not exceed the limit permitted under the applicable Listing Requirements of Bursa Securities in force at the time of issuance, whether under the LEAP Market or ACE Market of Bursa Securities, as the case may be (“**Proposed General Mandate**”);*

THAT in accordance with Section 85(1) of the Act read together with the applicable provisions under the LEAP Market or ACE Market Listing Requirements (whichever is applicable at the time), and the Company’s Constitution, approval be and is hereby given for the waiver of pre-emptive rights of the existing shareholders of the Company to be offered the New Shares to be allotted and issued under the Proposed General Mandate, which rank equally with the existing issued shares in the Company;

THAT the authority conferred under this resolution shall continue to be in force until: -

- a) *the conclusion of the next Annual General Meeting of the Company held after the approval was given;*
- b) *the expiration of the period within which the next Annual General Meeting of the Company is required to be held after the approval was given; or*
- c) *revoked or varied by resolution passed by the shareholders of the Company in a general meeting;*

- Minutes of the Eighth Annual General Meeting (“8th AGM”) held on 19 August 2025 - (Cont’d)

whichever is the earlier.

THAT the Directors be and are hereby also empowered to obtain approval from the Bursa Securities for the listing and quotation for such New Shares on Bursa Securities;

THAT authority be and is hereby given to the Directors of the Company, to give effect to the Proposed General Mandate with full powers to assent to any conditions, modifications, variations and/or amendments as they may deem fit in the best interest of the Company and/or as may be imposed by the relevant authorities;

AND THAT the Directors of the Company be and are hereby authorised to implement, finalise, complete and take all necessary steps and to do all acts (including execute such documents as may be required), deeds and things in relation to the Proposed General Mandate.

Ordinary Resolution 11:
Proposed Allocation of up to 1,000,000 New Ordinary Shares to Mr. Chin Kok Weng

The Meeting **RESOLVED**: -

THAT, subject to all required approvals being obtained from the relevant authorities and/or parties for the proposed voluntary withdrawal of listing of the Company from the LEAP Market of Bursa Securities pursuant to Rules 8.05 and 8.06 of the LEAP Market Listing Requirements (“**Proposed Withdrawal**”) and proposed listing of and quotation for the entire enlarged issued share capital of the Company on the ACE Market of Bursa Securities pursuant to Rules 3A.02(1) and 3A.02(2) of the ACE Market Listing Requirements (“**Proposed Listing**”) (Proposed Withdrawal and Proposed Listing are collectively known as “**Proposed Transfer of Listing**”), approval be and is hereby given for the Company to allocate up to 1,000,000 new ordinary shares in the Company to Mr. Chin Kok Weng, being the Finance Director of the Company and an Eligible Director under the Proposed Transfer of Listing.

PROVIDED ALWAYS THAT the abovementioned person shall abstain from all deliberations or discussions relating to his own allocation of the new ordinary shares.

THAT the Board of Directors (“**Board**”) be hereby authorised to take such steps as are necessary or expedient to implement, finalise or give full effect to the Proposed Allocation to Mr. Chin Kok Weng, with full powers to assent to any conditions, variations, modifications and/or amendments as may be imposed or required by the relevant authorities and/or parties or deemed necessary by the Board in the best interest of the Company, and to do all such acts, deeds and things, and to execute all such documents and to enter into all such transactions, arrangements, agreements, deeds and undertakings with any party or parties as the Board may deem fit, necessary or expedient or appropriate to give full effect to the Proposed Allocation to Mr. Chin Kok Weng.

AND THAT pursuant to Section 85(1) of the Act read together with the Constitution of the Company, approval be and is hereby given to waive the pre-emptive rights of the existing shareholders of the Company to be offered new shares in Company ranking equally to the existing issued shares arising from the issuance of new ordinary shares to Mr. Chin Kok Weng pursuant to the Proposed Allocation to Mr. Chin Kok Weng.

Ordinary Resolution 12:
Proposed Allocation of up to 500,000 New Ordinary Shares to Tengku Faizwa Binti Tengku Razif

The Meeting **RESOLVED**: -

- Minutes of the Eighth Annual General Meeting (“8th AGM”) held on 19 August 2025 - (Cont’d)

THAT, subject to all required approvals being obtained from the relevant authorities and/or parties for the Proposed Transfer of Listing, approval be and is hereby given for the Company to allocate up to 500,000 new ordinary shares in the Company to Tengku Faizwa Binti Tengku Razif, being the Independent Non-Executive Chairperson of the Company and an Eligible Director under the Proposed Transfer of Listing.

PROVIDED ALWAYS THAT the abovementioned person shall abstain from all deliberations or discussions relating to her own allocation of the new ordinary shares.

THAT the Board be hereby authorised to take such steps as are necessary or expedient to implement, finalise or give full effect to the Proposed Allocation to Tengku Faizwa Binti Tengku Razif, with full powers to assent to any conditions, variations, modifications and/or amendments as may be imposed or required by the relevant authorities and/or parties or deemed necessary by the Board in the best interest of the Company, and to do all such acts, deeds and things, and to execute all such documents and to enter into all such transactions, arrangements, agreements, deeds and undertakings with any party or parties as the Board may deem fit, necessary or expedient or appropriate to give full effect to the Proposed Allocation to Tengku Faizwa Binti Tengku Razif.

AND THAT pursuant to Section 85(1) of the Act read together with the Constitution of the Company, approval be and is hereby given to waive the pre-emptive rights of the existing shareholders of the Company to be offered new shares in Company ranking equally to the existing issued shares arising from the issuance of new ordinary shares to Tengku Faizwa Binti Tengku Razif pursuant to the Proposed Allocation to Tengku Faizwa Binti Tengku Razif.

Ordinary Resolution 13:
Proposed Allocation of up to 500,000 New Ordinary Shares to Ms. Tan Yiing Fung

The Meeting **RESOLVED:** -

THAT, subject to all required approvals being obtained from the relevant authorities and/or parties for the Proposed Transfer of Listing, approval be and is hereby given for the Company to allocate up to 500,000 new ordinary shares in the Company to Ms. Tan Yiing Fung, being the Independent Non-Executive Director of the Company and an Eligible Director under the Proposed Transfer of Listing.

PROVIDED ALWAYS THAT the abovementioned person shall abstain from all deliberations or discussions relating to her own allocation of the new ordinary shares.

THAT the Board be hereby authorised to take such steps as are necessary or expedient to implement, finalise or give full effect to the Proposed Allocation to Ms. Tan Yiing Fung, with full powers to assent to any conditions, variations, modifications and/or amendments as may be imposed or required by the relevant authorities and/or parties or deemed necessary by the Board in the best interest of the Company, and to do all such acts, deeds and things, and to execute all such documents and to enter into all such transactions, arrangements, agreements, deeds and undertakings with any party or parties as the Board may deem fit, necessary or expedient or appropriate to give full effect to the Proposed Allocation to Ms. Tan Yiing Fung.

AND THAT pursuant to Section 85(1) of the Act read together with the Constitution of the Company, approval be and is hereby given to waive the pre-emptive rights of the existing shareholders of the Company to be offered new shares in Company ranking equally to the existing issued shares arising from the issuance of new ordinary shares to Ms. Tan Yiing Fung pursuant to the Proposed Allocation to Ms. Tan Yiing Fung.

Ordinary Resolution 14:
Proposed Allocation of up to 500,000 New Ordinary Shares to Ms. Lim Chai Har

The Meeting **RESOLVED:** -

- Minutes of the Eighth Annual General Meeting (“8th AGM”) held on 19 August 2025 - (Cont’d)

***THAT**, subject to all required approvals being obtained from the relevant authorities and/or parties for the Proposed Transfer of Listing, approval be and is hereby given for the Company to allocate up to 500,000 new ordinary shares in the Company to Ms. Lim Chai Har, being the Independent Non-Executive Director of the Company and an Eligible Director under the Proposed Transfer of Listing.*

***PROVIDED ALWAYS THAT** the abovementioned person shall abstain from all deliberations or discussions relating to her own allocation of the new ordinary shares.*

***THAT** the Board be hereby authorised to take such steps as are necessary or expedient to implement, finalise or give full effect to the Proposed Allocation to Ms. Lim Chai Har, with full powers to assent to any conditions, variations, modifications and/or amendments as may be imposed or required by the relevant authorities and/or parties or deemed necessary by the Board in the best interest of the Company, and to do all such acts, deeds and things, and to execute all such documents and to enter into all such transactions, arrangements, agreements, deeds and undertakings with any party or parties as the Board may deem fit, necessary or expedient or appropriate to give full effect to the Proposed Allocation to Ms. Lim Chai Har.*

***AND THAT** pursuant to Section 85(1) of the Act read together with the Constitution of the Company, approval be and is hereby given to waive the pre-emptive rights of the existing shareholders of the Company to be offered new shares in Company ranking equally to the existing issued shares arising from the issuance of new ordinary shares to Ms. Lim Chai Har pursuant to the Proposed Allocation to Ms. Lim Chai Har.*

Ordinary Resolution 15:

Proposed Allocation of up to 500,000 New Ordinary Shares to Mr. Koh Eng Siong

*The Meeting **RESOLVED**: -*

***THAT**, subject to all required approvals being obtained from the relevant authorities and/or parties for the Proposed Transfer of Listing, approval be and is hereby given for the Company to allocate up to 500,000 new ordinary shares in the Company to Mr. Koh Eng Siong, being the Independent Non-Executive Director of the Company and an Eligible Director under the Proposed Transfer of Listing.*

***PROVIDED ALWAYS THAT** the abovementioned person shall abstain from all the deliberations or discussions relating to his own allocation of the new ordinary shares.*

***THAT** the Board be hereby authorised to take such steps as are necessary or expedient to implement, finalise or give full effect to the Proposed Allocation to Mr. Koh Eng Siong, with full powers to assent to any conditions, variations, modifications and/or amendments as may be imposed or required by the relevant authorities and/or parties or deemed necessary by the Board in the best interest of the Company, and to do all such acts, deeds and things, and to execute all such documents and to enter into all such transactions, arrangements, agreements, deeds and undertakings with any party or parties as the Board may deem fit, necessary or expedient or appropriate to give full effect to the Proposed Allocation to Mr. Koh Eng Siong.*

***AND THAT** pursuant to Section 85(1) of the Act read together with the Constitution of the Company, approval be and is hereby given to waive the pre-emptive rights of the existing shareholders of the Company to be offered new shares in Company ranking equally to the existing issued shares arising from the issuance of new ordinary shares to Mr. Koh Eng Siong pursuant to the Proposed Allocation to Mr. Koh Eng Siong.*

TERMINATION

The Chairperson concluded the meeting and declared the meeting closed at 10.47 a.m.

MANFORCE GROUP BERHAD
[Registration No.: 201701014455 (1228620-V)]

- Minutes of the Eighth Annual General Meeting (“**8th AGM**”) held on 19 August 2025 - (Cont’d)

The Chairperson then thanked all participants for taking their time to attend and participate at the 8th AGM.

SIGNED AS A CORRECT RECORD

-Signed-

TENGGU FAIZWA BINTI TENGGU RAZIF
CHAIRPERSON

Dated: 2 September 2025

MANFORCE GROUP BERHAD
(1228620-V)

Eighth Annual General Meeting

M World Hotel Petaling Jaya, Quartz Opal, Level G, No. 1, Persiaran Bandar Utama,
47800 Petaling Jaya, Selangor
On 19-August-2025 at 10:00AM

Result On Voting By Poll



Resolution(s)	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	309,535,180	100.0000	8	100.0000	0	0.0000	0	0.0000	309,535,180	100.0000	8	100.0000
Ordinary Resolution 2	19,725,000	100.0000	5	100.0000	0	0.0000	0	0.0000	19,725,000	100.0000	5	100.0000
Ordinary Resolution 3	309,535,180	100.0000	8	100.0000	0	0.0000	0	0.0000	309,535,180	100.0000	8	100.0000
Ordinary Resolution 4	19,725,000	100.0000	5	100.0000	0	0.0000	0	0.0000	19,725,000	100.0000	5	100.0000
Ordinary Resolution 5	309,535,180	100.0000	8	100.0000	0	0.0000	0	0.0000	309,535,180	100.0000	8	100.0000
Ordinary Resolution 6	309,535,180	100.0000	8	100.0000	0	0.0000	0	0.0000	309,535,180	100.0000	8	100.0000
Ordinary Resolution 7	309,535,180	100.0000	8	100.0000	0	0.0000	0	0.0000	309,535,180	100.0000	8	100.0000
Ordinary Resolution 8	309,535,180	100.0000	8	100.0000	0	0.0000	0	0.0000	309,535,180	100.0000	8	100.0000
Ordinary Resolution 9	309,535,180	100.0000	8	100.0000	0	0.0000	0	0.0000	309,535,180	100.0000	8	100.0000
Ordinary Resolution 10	309,535,180	100.0000	8	100.0000	0	0.0000	0	0.0000	309,535,180	100.0000	8	100.0000
Ordinary Resolution 11	309,535,180	100.0000	8	100.0000	0	0.0000	0	0.0000	309,535,180	100.0000	8	100.0000
Ordinary Resolution 12	309,535,180	100.0000	8	100.0000	0	0.0000	0	0.0000	309,535,180	100.0000	8	100.0000
Ordinary Resolution 13	309,535,180	100.0000	8	100.0000	0	0.0000	0	0.0000	309,535,180	100.0000	8	100.0000
Ordinary Resolution 14	309,535,180	100.0000	8	100.0000	0	0.0000	0	0.0000	309,535,180	100.0000	8	100.0000
Ordinary Resolution 15	309,535,180	100.0000	8	100.0000	0	0.0000	0	0.0000	309,535,180	100.0000	8	100.0000