

MYCRON STEEL BERHAD
Reg. No. 200301020399 (622819-D)
(Incorporated in Malaysia)

**MINUTES OF THE 22ND ANNUAL GENERAL MEETING OF THE MEMBERS OF THE COMPANY
HELD AT DEWAN BERJAYA, BUKIT KIARA EQUESTRIAN & COUNTRY RESORT, JALAN BUKIT
KIARA, OFF JALAN DAMANSARA, 60000 KUALA LUMPUR ON WEDNESDAY, 3 DECEMBER 2025
AT 10.00 A.M.**

PRESENT	:	<u>Board of Directors</u> Tunku Dato' Yaacob Khyra (Chairman) En Roshan Mahendran bin Abdullah En Azlan bin Abdullah Tengku Datuk Seri Ahmad Shah ibni Almarhum Sultan Salahuddin Abdul Aziz Shah Mr Kwo Shih Kang Datin Seri Raihanah Begum binti Abdul Rahman Dato' Mohd Zahir bin Zahur Hussain	
ABSENT WITH APOLOGY	:	Dato' Dr Kili Ghandhi Raj A/L K R Somasundram	
SHAREHOLDERS & PROXIES	:	As per attendance list attached herewith as Annexure 1	
BY INVITATION	:	Mr Vengadesh Jogarajah @ VJ Ms Maggie Khoo En Muhammad Shukqifahzreen Mohd Shukri	} Representing Messrs KPMG PLT
	:	Mr Danny Yap Yee Kong Mr Desmond Ms Anna Ee Poh See	} Representing Propoll Solutions Sdn Bhd - Poll Administrator
	:	Ms Tan Lian Hong	Representing Symphony Corporate Services Sdn Bhd - Scrutineer
IN ATTENDANCE	:	Mr Kenneth Goh Kwan Weng Ms Lily Yin Kam May	(Company Secretary) (Recording Secretary & Share Registrar)

1. OPENING

First and foremost, the Chairman welcomed the attendees to the 22nd Annual General Meeting of the Company ("**Meeting**").

The Secretary informed that shareholders of 251,565,056 shares lodged their proxies within the stipulated time and holders of 8,952,000 shares appointed the Chairman of the Meeting to be their proxy.

Having confirmed the presence of a quorum with the Secretary, the Chairman proceeded with the Meeting.

Before the Meeting proceeded with the items on the Agenda, the Chairman informed that voting on all resolutions as set out in the notice of the Meeting would be conducted by way of poll, that being electronic voting and not by show of hands pursuant to the Main Market Listing Requirements ("**Listing Requirements**") of Bursa Malaysia Securities Berhad ("**Bursa Securities**"). On a poll, every person who is a member or a representative or proxy or attorney shall have one vote per share.

The Chairman informed the meeting that the Company had appointed Propoll Solutions Sdn Bhd as the independent Poll Administrator to conduct the polling process and Symphony Corporate Services Sdn Bhd as the independent scrutineers to validate the poll results.

2. **NOTICE OF MEETING**

The Notice of the Meeting together with the Agenda, having been circulated to all members was taken as read.

The Chairman then proceeded with Agenda 1.

3. **TO RECEIVE THE COMPANY'S AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 30 JUNE 2025 TOGETHER WITH THE REPORTS OF THE DIRECTORS AND THE AUDITORS THEREON**

The Audited Financial Statements for the financial year ended 30 June 2025 together with the Reports of the Directors and the Auditors thereon were tabled for discussion.

The Chairman explained that the Audited Financial Statements of the Company for year ended 30 June 2025 were for discussion only under Agenda 1 as it did not require shareholders' approval under Section 340(1)(a) of the Companies Act 2016 ("the Act") and the Company's Constitution. Hence, it would not be put forward for voting.

The Chairman then invited questions from the floor from the shareholders present but there were none so he went on to table Agendum 2.

4. **PAYMENT OF DIRECTORS' FEES AMOUNTING TO RM480,000.00 FOR THE PERIOD FROM 1 JANUARY 2026 TO 31 DECEMBER 2026 TO BE PAYABLE QUARTERLY IN ARREARS TO THE NON-EXECUTIVE DIRECTORS OF THE COMPANY**

The Chairman tabled the ordinary resolution on the proposed Directors' Fees amounting to RM480,000.00 for the period from 1 January 2026 to 31 December 2026 to be payable quarterly in arrears to the Non-Executive Directors of the Company.

At this juncture, En Rashid, a shareholder of the Company, asked for the reason in the increase in the Directors' Fees to RM480,000, compared with RM368,000 for the previous year (set out in page 125 of the Annual Report 2025). The Recording Secretary explained that the proposed RM480,000 was to provide for an additional director for the financial year 2026 as a contingency.

The Chairman then invited the Share Registrar of the Company to brief the shareholders and proxies on the electronic polling procedures.

After the briefing on the polling procedure, the Company proceeded with the polling on Ordinary Resolution 1.

The poll result in respect of Ordinary Resolution 1 was recorded as follows:

	FOR		AGAINST	
	Number of Shares	%	Number of Shares	%
Ordinary Resolution 1	251,501,990	99.9942	14,400	0.0057

Based on the majority of votes of the members present and voting either in person or by proxy received for Ordinary Resolution 1, the Chairman declared that the payment of Directors' fees amounting to RM480,000.00 for the period from 1 January 2026 to 31 December 2026 to be payable quarterly in arrears to the Non-Executive Directors of the Company be and is hereby approved.

5. PAYMENT OF UP TO RM88,000.00 AS BENEFITS PAYABLE TO THE NON-EXECUTIVE DIRECTORS OF THE COMPANY FOR THE PERIOD FROM 1 JANUARY 2026 TO 31 DECEMBER 2026

The Chairman then tabled the ordinary resolution on the proposed Directors' benefits payable to the Non-Executive Directors of the Company up to an amount of RM88,000.00 for the period from 1 January 2026 to 31 December 2026.

At this juncture, En Rashid again, asked for the reason in the increase in the Directors' benefits to RM88,000, compared with RM39,000 for the previous year. The Recording Secretary explained that the proposed RM88,000 was to provide for contingencies such as extra meetings. The Chairman also pointed out that the actual increase in the fees and benefits in 2025 as compared to 2024 were quite small – and it was usual to provide some headroom in such resolutions.

The Recording Secretary clarified further that under the Act, 'benefits' generally refer to meeting allowances, medical or dental benefits, and indemnities or insurance coverage, whereas the term 'emoluments' (as used in the audited financial statements) is an accounting term.

With no other questions from the shareholders, the Chairman proceeded to put the resolution to the vote.

The poll result in respect of Ordinary Resolution 2 was recorded as follows:

	FOR		AGAINST	
	Number of Shares	%	Number of Shares	%
Ordinary Resolution 2	251,504,698	99.9940	14,900	0.0059

Based on the majority of votes of the members present and voting either in person or by proxy received for Ordinary Resolution 2, the Chairman declared that the proposed amount of up to RM88,000.00 as benefits payable to the Non-Executive Directors of the Company for the period from 1 January 2026 to 31 December 2026 be and is hereby approved.

6. RE-ELECTION OF TUNKU DATO' YAACOB KHYRA AND DATO' MOHD ZAHIR BIN ZAHUR HUSSAIN, WHO ARE RETIRING IN ACCORDANCE WITH ARTICLE 96(1) OF THE COMPANY'S CONSTITUTION AND, BEING ELIGIBLE, OFFER THEMSELVES FOR RE-ELECTION

At this juncture, the Chairman handed over the Chair to the Chief Executive Officer of the Company, En Roshan Mahendran bin Abdullah in order to carry out the next agenda, pertaining to the retirement and re-election of himself and Dato' Mohd Zahir bin Zahur Hussain who were retiring in accordance with Article 96(1) of the Company's Constitution under Resolutions 3 and 4 respectively and their details and particulars were as set out in the Directors' Profile contained in pages 22 and 28 respectively of the Annual Report 2025.

En Roshan Mahendran informed that pursuant to Section 203 of the Act, the re-election of each of the said Director had to be voted individually.

There being no questions raised by the shareholders, the Chairman then put each resolution to the meeting for a vote.

The poll results in respect of Ordinary Resolutions 3 and 4 respectively were recorded as follows:

	FOR		AGAINST	
	Number of Shares	%	Number of Shares	%
Ordinary Resolution 3	251,521,664	99.9999	100	0.0000

	FOR		AGAINST	
	Number of Shares	%	Number of Shares	%
Ordinary Resolution 4	251,521,670	99.9998	300	0.0001

Based on the majority of votes of the members present and voting either in person or by proxy received for Ordinary Resolutions 3 and 4, the Chairman declared that the Ordinary Resolutions 3 and 4 be duly carried and resolved:

- (i) "THAT Tunku Dato' Yaacob Khyra who retired by rotation in accordance with Article 96(1) of the Company's Constitution be and is hereby re-elected as Director of the Company;
- (ii) THAT Dato' Mohd Zahir bin Zahur Hussain who retired by rotation in accordance with Article 96(1) of the Company's Constitution be and is hereby re-elected as Director of the Company."

En Roshan Mahendran handed back the Chair to Tunku Dato' Yaacob Khyra for the remaining businesses as set out in the Agenda for the Meeting.

7. RE-ELECTION OF DATO' DR KILI GHANDHI RAJ A/L K R SOMASUNDRAM WHO IS RETIRING IN ACCORDANCE WITH ARTICLE 103 OF THE COMPANY'S CONSTITUTION AND WHO, BEING ELIGIBLE, OFFERS HIMSELF FOR RE-ELECTION

The Chairman informed the Meeting that Article 103 of the Company's Constitution states that any new Director appointed during the financial year shall hold office only until the next following Annual General Meeting, and shall then be eligible for re-election but shall not be taken into account in determining the Directors who are to retire by rotation at that meeting.

The Director appointed during the financial year was Dato' Dr Kili Ghandhi Raj A/L K R Somasundram, whose details and particulars were provided in the Directors' Profile contained in page 29 of the Annual Report.

There being no questions raised by the shareholders, the Chairman then put the resolution to the meeting for a vote.

The poll result in respect of Ordinary Resolution 5 was recorded as follows:

	FOR		AGAINST	
	Number of Shares	%	Number of Shares	%
Ordinary Resolution 5	251,520,615	100.0000	0	0.0000

Having received 100% of the votes in favor of Ordinary Resolution 5 from members present and voting, either in person or by proxy, the Chairman declared that Ordinary Resolution 5 was duly carried and resolved as follows:

"THAT Dato' Dr Kili Ghandhi Raj A/L K R Somasundram who retired in accordance with Article 103 of the Company's Constitution be and is hereby re-elected as Director of the Company."

8. RE-APPOINTMENT OF MESSRS KPMG PLT AS AUDITORS OF THE COMPANY AND AUTHORITY OF THE DIRECTORS TO FIX THEIR REMUNERATION

The Chairman informed that the Company's Auditors, Messrs KPMG PLT who retire at this AGM, had indicated their willingness and consent for re-appointment.

There being no questions raised by the shareholders, the Chairman then put the resolution to the meeting for a vote.

The poll result in respect of Ordinary Resolution 6 was recorded as follows:

	FOR		AGAINST	
	Number of Shares	%	Number of Shares	%
Ordinary Resolution 6	251,521,172	100.0000	0	0.0000

Having received 100% of the votes in favor of Ordinary Resolution 6 from members present and voting, either in person or by proxy, the Chairman declared that the retiring auditors, Messrs KPMG PLT, be re-appointed as Auditors of the Company to hold office until the conclusion of the next AGM, and that the Board of Directors be authorised to fix their remuneration.

AS SPECIAL BUSINESS

9. ORDINARY RESOLUTION 7 **RENEWAL OF SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTION OF A REVENUE OR TRADING NATURE WITH TRACE MANAGEMENT SERVICES SDN BHD**

The Chairman explained that the Ordinary Resolution 7 proposed under Agenda 7(a) was to allow the Company and its subsidiaries to enter into recurrent related party transaction of a revenue or trading nature which were necessary for the Group's day to day operations with Trace Management Services Sdn Bhd ("**TMS**").

The details of the recurrent related party transactions with TMS have been disclosed under Section 3.3(A)(i) of the Circular to Shareholders dated 30 October 2025.

The Chairman further explained that as he is deemed to be a related party and person connected to TMS for which the Company is seeking the general mandate for; he is therefore required to abstain from voting on the resolution approving this resolution.

There being no questions raised by the shareholders, the Chairman then put the resolution to the meeting for a vote.

The poll result in respect of Ordinary Resolution 7 was recorded as follows:

	FOR		AGAINST	
	Number of Shares	%	Number of Shares	%
Ordinary Resolution 7	8,969,797	100.0000	0	0.0000

Based on the majority of votes of the members present and voting either in person or by proxy received for Ordinary Resolution 7, the Chairman declared that the Ordinary Resolution 7 be duly carried and resolved:

"THAT approval be hereby given for the renewal of the mandate granted by the shareholders of the Company on 3 December 2024 pursuant to Paragraph 10.09 of the Main Market Listing Requirements ("Listing Requirements") of Bursa Malaysia Securities Berhad ("Bursa Securities"), authorising the Company and/or its subsidiaries to enter into the recurrent related party transaction ("RRPT") of a revenue or trading nature as set out in Section 3.3(A)(i) of the Circular to Shareholders dated 31 October 2025 ("the Circular"), with Trace Management Services Sdn Bhd ("the Related Party") mentioned therein which are necessary, for the Company and/or its subsidiaries for day-to-day operations which are carried out in the ordinary course of business on terms which are not more favourable to the Related Party than those generally available to the public and are not to the detriment of minority shareholders.

THAT the authority conferred by such mandate shall commence upon the passing of this resolution and continue to be in force until:

- (i) the conclusion of the next AGM of the Company following the forthcoming AGM at which time it will lapse, unless by a resolution passed at that meeting or Extraordinary General Meeting (“EGM”) whereby the authority is renewed; or
- (ii) the expiration of the period within which the next AGM of the Company is required to be held pursuant to Section 340(2) of the Companies Act 2016 (“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 a resolution passed by the shareholders in a general meeting of the Company;

whichever is the earlier.

THAT the Directors be and are hereby authorised to complete and do all such acts and things (including executing such documents as may be required) to give effect to the transactions contemplated and/or authorised by this Ordinary Resolution.”

10. **ORDINARY RESOLUTION 8**

RENEWAL OF SHAREHOLDERS’ MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE

The Chairman explained that the Ordinary Resolution 8 proposed under Agenda 7(b) was to allow the Company and its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature which are necessary for the Group’s day to day operations with other related parties.

The details of the recurrent related party transactions have been disclosed under Sections 3.3(A)(ii) and 3.3(B) of the Circular to Shareholders dated 30 October 2025.

The Chairman further explained that as he is deemed to be a related party and person connected to the parties for which the Company is seeking the general mandate for, he is therefore required to abstain from voting on the resolution approving this resolution.

There being no questions raised by the shareholders, the Chairman then put each resolution to the meeting for a vote.

The poll result in respect of Ordinary Resolution 8 was recorded as follows:

	FOR		AGAINST	
	Number of Shares	%	Number of Shares	%
Ordinary Resolution 8	8,998,649	99.9988	100	0.0011

Based on the majority of votes of the members present and voting either in person or by proxy received for Ordinary Resolution 8, the Chairman declared that the Ordinary Resolution 8 be duly carried and resolved:

“THAT the mandate granted by the shareholders of the Company on 3 December 2024 pursuant to Paragraph 10.09 of the Listing Requirements of Bursa Securities, authorising the Company and its subsidiaries (“the Mycron Group”) to enter into the RRPTs which are necessary for Mycron Group’s day-to-day operations as set out in Sections 3.3(A)(ii) and 3.3(B) of the Circular with the related parties mentioned therein, be and are hereby renewed, provided that:

- (i) the transactions are in the ordinary course of business and are on terms which are not more favourable to the related parties than those generally available to the public and on terms not to the detriment of the minority shareholders of the Company; and
- (ii) the transactions are made at arm’s length and on normal commercial terms.

AND THAT, authority conferred by such renewed and granted mandate shall continue to be in force (unless revoked or varied by the Company in general meeting) until:

- (i) the conclusion of the next AGM of the Company following the forthcoming AGM at which time it will lapse, unless by a resolution passed at that meeting or EGM whereby the authority is renewed; or
- (ii) the expiration of the period within which the next AGM after the 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 resolution passed by the shareholders in general meeting of the Company;

whichever is the earlier.

AND THAT the Directors of the Company be authorised to complete and do all such acts and things (including executing such documents as may be required) as they may consider expedient or necessary to give effect to the transactions contemplated and/or authorised by this Ordinary Resolution."

11. **ORDINARY RESOLUTION 9 AUTHORITY TO ISSUE AND ALLOT SHARES PURSUANT TO SECTIONS 75 AND 76 OF THE ACT**

The Chairman informed that this mandate for issuance of shares is a renewal of the General Mandate for the Directors to issue and allot shares pursuant to Sections 75 and 76 of the Act.

This Ordinary Resolution proposed under Agenda 7(c), if passed, would empower the Board to issue shares in the Company up to an amount not exceeding in total ten percent (10%) of the total number of issued shares of the Company, subject to compliance with regulatory requirements.

There being no questions raised by the shareholders, the Chairman then put the resolution to the meeting for a vote.

The poll result in respect of Ordinary Resolution 9 was recorded as follows:

	FOR		AGAINST	
	Number of Shares	%	Number of Shares	%
Ordinary Resolution 9	251,522,267	99.9999	0	0.0000

Based on the majority of votes of the members present and voting either in person or by proxy received for Ordinary Resolution 9, the Chairman declared that the Ordinary Resolution 9 be duly carried and resolved:

"THAT, subject always to the Act, the Constitution of the Company and the approvals of the relevant governmental/regulatory authorities, where such approval is necessary, the Directors be and are hereby authorised pursuant to Sections 75 and 76 of the Act, to issue and allot shares in the Company at any 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 that the aggregate number of shares to be issued does not exceed ten percent (10%) of the total number of issued shares of the Company for the time being and that the Directors be and are also empowered to obtain the approval from Bursa Securities for the listing of and quotation for the additional shares so issued."

12. TERMINATION OF MEETING

With the agenda being completed for the Meeting and there being no other business, the Meeting was terminated at 11.30 a.m. with a vote of thanks to the Chair.

Confirmed as a correct record

**TUNKU DATO' YAACOB KHYRA
CHAIRMAN**

KUALA LUMPUR
DATED : 3 December 2025