

KUMPULAN FIMA BERHAD
Company No. 197201000167 (11817-V)

MINUTES OF THE 54th ANNUAL GENERAL MEETING OF KUMPULAN FIMA BERHAD HELD ON TUESDAY, 1 SEPTEMBER 2026 AT 3.00 P.M. AT DEWAN BERJAYA, BUKIT KIARA EQUESTRIAN & COUNTRY RESORT, JALAN BUKIT KIARA, OFF JALAN DAMANSARA, 60000 KUALA LUMPUR. (“AGM” or the “Meeting”)

PRESENT

Board of Directors:

Dato’ Idris bin Kechot	-	Chairman
Dato’ Roslan bin Hamir	-	Group Managing Director
Datuk Anuar bin Ahmad		
Puan Rozana Zeti binti Basir		
Dato’ Rosman bin Abdullah		
Datin Rozilawati binti Haji Basir		
Mr. Danny Hoe Kam Thong		

In Attendance:

Encik Fadzil bin Azaha	-	Company Secretary/ Chief Financial Officer
Puan Jasmin binti Hood	-	Company Secretary
Encik Abdul Hadi bin Gonawan	-	Messrs. Ernst & Young PLT (Audit Partner)
Share Registrar/Poll Administrators	-	Boardroom Share Registrars Sdn Bhd
Scrutineers	-	SKY Corporate Services Sdn Bhd

BY INVITATION

Members/Proxies	-	As per attendance list
Other invitees	-	As per attendance list

OPENING REMARKS

The Chairman, Dato’ Idris bin Kechot extended a warm welcome to all members and invitees to the Company’s 54th Annual General Meeting (“AGM” or the “Meeting”).

The Meeting then proceeded with the recitation of a short doa led by Haji Mohamad Jamil bin Zolkifly.

The Chairman reminded everyone that the AGM registration would remain open until the end of the Questions & Answers session, and that the e-polling platform had been open since the commencement of the AGM.

The Chairman then proceeded to introduce each member of the Board, the Company Secretaries, external auditors, poll administrators, as well as the scrutineers who were in attendance.

QUORUM

Upon confirmation by the Company Secretary that the requisite quorum was present, the Chairman called the Meeting to order.

The Chairman informed the Meeting that the Company had received in total 202 proxy forms from shareholders for a total of 128,065,512 ordinary shares representing 45.12% of the issued share capital of the Company. Of these, shareholders of 124,916,058 shares had appointed the Chairman of the Meeting as proxy to vote on their behalf.

NOTICE OF MEETING

The Notice of the Meeting dated 30 July 2026, having been circulated to shareholders within the prescribed period in accordance with the Company's Constitution and the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, was taken as read.

VOTING PROCEDURES

The Chairman informed the members that the voting of all resolutions would be conducted via a poll using electronic polling methods. Boardroom Share Registrars Sdn Bhd had been appointed as the Poll Administrator to conduct the electronic poll voting process and SKY Corporate Services Sdn. Bhd. as the Independent Scrutineer to validate the poll results. The procedures for voting had been disclosed in the Company's 2026 Annual Report. The Chairman then invited the shareholders and proxy holders to view the short video on the e-polling process.

The members were notified that the e-polling platform had been open since the commencement of the AGM and would remain accessible until the announcement of the close of polling. Members could vote using their own personal smartphone or tablet, or cast their vote at the e-polling kiosks located at the registration area.

The Chairman further informed that in his capacity as Chairman of the Meeting, where a proxy vote had been given to him without voting instructions, he would vote in favour of each resolution. The polling process for the resolutions would take place following the completion of the deliberation of all items to be transacted during the AGM.

CHAIRMAN'S OPENING REMARKS

The Chairman briefly outlined the Group's financial performance for FYE2026, during which the Group recorded revenue of RM674.03 million and profit before tax and zakat of RM185.38 million. The Chairman noted that FYE2026 followed a particularly strong FYE2025, which was a record year for the Group with profit before tax and zakat of RM193.06 million. Against this higher base, FYE2026 remained a solid year for the Group. While earnings moderated by 4.0% from the prior year, they remained at a level that compared favourably with the Group's historical performance.

The Chairman further highlighted that this performance reflects the resilience of the Group's diversified portfolio, the continued contribution of its businesses and the discipline that has long guided the Group's operations.

The Chairman thereafter invited the attendees to view a short video clip on the Company Group.

Upon conclusion of the video presentation, the Chairman remarked that the Company entered FY2027 with cautious optimism. The Group remained clear-eyed about the risks ahead and focused on executing the strategies needed to address them. With a strong balance sheet, a disciplined approach to capital and costs, and management teams focused on execution, the Board believed that the Group was well positioned to pursue its long-term aspirations and create enduring value for all of its stakeholders.

The Chairman also recorded the Board's appreciation for the significant contributions of the Group's Management and employees in responding to the complex operating environment in FYE2026, while continuing to advance and complete a number of major projects. Their resilience, adaptability and dedication enabled the Group to make meaningful progress in advancing its strategic priorities despite the challenges faced, and the Board was deeply grateful for their efforts.

He then proceeded with the formal business of the Meeting.

**AGENDA 1 TO RECEIVE THE AUDITED FINANCIAL STATEMENTS OF THE
COMPANY FOR THE FINANCIAL YEAR ENDED 31 MARCH 2026
AND THE DIRECTORS' AND AUDITORS' REPORTS THEREON**

The Chairman proceeded with the tabling of the Audited Financial Statements for the financial year ended 31 March 2026 and the Directors' and Auditors' Reports thereon ("AFS").

The Chairman explained that the AFS would not be put to vote as it did not require a formal approval of the shareholders pursuant to Section 340(1)(a) of the Companies Act 2016 and was meant for discussion only, and for the Board to address any queries during the Questions and Answers session.

Moreover, the Company's external auditors Messrs. Ernst & Young PLT ("EY PLT") had in their Auditors' Report concluded that the AFS give a true and fair view of the financial position of the Company and Group as at 31 March 2026. EY PLT's representative, Encik Abdul Hadi bin Gonawan, was available to address any questions on the audit and related matters during the Q&A session.

The Chairman declared that the AFS be received and proceeded to the next agenda which was to seek shareholders' approval on the re-election of directors.

**AGENDA 2: TO RE-ELECT DATUK ANUAR BIN AHMAD, WHO RETIRES BY
ORDINARY ROTATION IN ACCORDANCE WITH ARTICLE 102 OF THE
RESOLUTION 1 COMPANY'S CONSTITUTION.**

**AGENDA 2: TO RE-ELECT PUAN ROZANA ZETI BINTI BASIR, WHO RETIRES
ORDINARY BY ROTATION IN ACCORDANCE WITH ARTICLE 102 OF THE
RESOLUTION 2 COMPANY'S CONSTITUTION.**

Ordinary Resolutions 1 and 2 relate to the re-election of Datuk Anuar bin Ahmad and Puan Rozana Zeti binti Basir, who retire by rotation pursuant to Article 102 of the Company's Constitution, and being eligible, have offered themselves for re-election.

Based on the 2026 Board Effectiveness Evaluation results, Datuk Anuar bin Ahmad and Puan Rozana Zeti binti Basir were rated favorably by the Board. Accordingly, the Nomination and Remuneration Committee and the Board recommended their re-election as Directors of the Company for shareholders' approval.

The Chairman moved Ordinary Resolutions 1 and 2 which were seconded by Encik Irman bin Abdul Shukor.

AGENDA 3: ORDINARY RESOLUTION 3 TO APPROVE THE PAYMENT OF DIRECTORS' FEES FOR EACH OF THE NON-EXECUTIVE DIRECTORS OF THE COMPANY FOR THE ENSUING FINANCIAL YEAR.

Ordinary Resolution 3 relates to the payment of Directors' fees for each of the Non-Executive Directors amounting to RM700,000 for the ensuing financial year.

Ordinary Resolution 3 was duly proposed by Encik Irman bin Abdul Shukor and seconded by Mr. Yeoh Peng Yam.

AGENDA 4: ORDINARY RESOLUTION 4 TO APPROVE THE PAYMENT OF DIRECTORS' FEES FOR EACH OF THE NON-EXECUTIVE DIRECTORS WHO SIT ON THE BOARDS OF KFIMA SUBSIDIARIES FROM 2 SEPTEMBER 2026 UNTIL THE CONCLUSION OF THE NEXT AGM OF THE COMPANY.

The Chairman informed that Ordinary Resolution 4 related to the payment of Directors' fees for each of the Non-Executive Directors who sit on the Boards of KFima subsidiaries at an estimated amount of RM36,000 from 2 September 2026 until the conclusion of the next AGM of the Company.

Ordinary Resolution 4 was duly proposed by Encik Irman bin Abdul Shukor and seconded by Mr. Yeoh Peng Yam.

AGENDA 5: ORDINARY RESOLUTION 5 TO APPROVE THE PAYMENT OF DIRECTORS' REMUNERATION (EXCLUDING DIRECTORS' FEES) FOR THE NON-EXECUTIVE DIRECTORS FROM 2 SEPTEMBER 2026 UNTIL THE CONCLUSION OF THE NEXT AGM OF THE COMPANY

Ordinary Resolution 5 was to seek shareholders' approval on the payment of Directors' remuneration (excluding Directors' fees) to the Non-Executive Directors at an estimated amount of RM1,024,000 from 2 September 2026 until the conclusion of the next AGM of the Company.

Ordinary Resolution 5 was duly proposed by Encik Irman bin Abdul Shukor and seconded by Mr. Yeoh Peng Yam.

The Chairman proceeded to the next agenda.

AGENDA 6: TO RE-APPOINT MESSRS. ERNST & YOUNG PLT AS AUDITORS OF THE COMPANY FOR THE FINANCIAL YEAR ENDING 31 MARCH 2027 AND TO AUTHORISE THE DIRECTORS TO DETERMINE THEIR REMUNERATION

The Chairman moved Ordinary Resolution 6 on the re-appointment of Messrs. Ernst & Young PLT as Auditors of the Company for the financial year ending 31 March 2027 and to hold office until the conclusion of the next AGM at a remuneration to be determined by the Directors. The Chairman informed the Meeting that Messrs. Ernst & Young PLT had consented to act as Auditors of the Company.

Ordinary Resolution 6 was duly seconded by Encik Irman bin Abdul Shukor.

SPECIAL BUSINESS

AGENDA 7: PROPOSED RENEWAL OF SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE

The Chairman moved Ordinary Resolution 7, being a special business, to obtain a general mandate from shareholders for recurrent related party transactions of a revenue or trading nature with related parties, as set out in the Company's Circular/Statement to Shareholders dated 30 July 2026, and to authorise the Directors to complete and do all such acts necessary to give effect to such mandate until the next Annual General Meeting.

The Chairman informed that all major shareholders, Directors and persons connected to them who are deemed interested in this resolution would abstain from voting.

Ordinary Resolution 7 was duly seconded by Encik Irman bin Abdul Shukor. The Chairman then proceeded to Ordinary Resolution 8.

AGENDA 8: PROPOSED RENEWAL OF THE AUTHORITY FOR SHARES BUY-BACK

The Chairman moved Ordinary Resolution 8 to seek shareholders' approval for the renewal of authority for the Company to purchase its own shares up to 10% of its total number of issued share capital, and to authorise the Directors to complete and do all such act and things as they may deem fit and expedient in the best interest of the Company, subject to the compliance with all applicable laws, regulations and guidelines.

Ordinary Resolution 8 was duly seconded by Encik Irman bin Abdul Shukor.

QUESTIONS & ANSWERS SESSION

As all resolutions have been tabled, the Chairman informed that the Meeting would now proceed with the Questions and Answers (Q&A) session. The Chairman then opened the Q&A session and invited questions from the floor. The questions together with the responses thereto are set out in Appendix I of these Minutes.

The Chairman thanked all shareholders for the questions raised during the Meeting. With that, the Chairman declared the Q&A session closed and proceeded with the poll voting session.

ANY OTHER BUSINESS

The Chairman informed that the Company Secretary had confirmed that there was no other business of the Meeting of which due notice had been received.

POLLING PROCESS

The Chairman declared that the registration for attendance at the 54th AGM be closed at 4.15 p.m. The Chairman announced that an additional 10 minutes would be provided for shareholders to cast their votes and 20 minutes for the independent scrutineers to verify the polling results.

ANNOUNCEMENT OF POLL RESULTS

The AGM was re-convened at 4.45 p.m. and the Chairman called the meeting to order for the declaration of the results.

Based on the poll results verified and validated by the Scrutineers, the Chairman proceeded to read out the poll results as displayed on the screen as follows:

Ordinary Resolution 1

The Chairman announced the poll result in respect of Ordinary Resolution 1 as carried:

Poll Results	Number of Holdings	%	Number of Shareholders
For	182,985,280	99.9480	254
Against	95,135	0.0520	21

RESOLVED That Datuk Anuar bin Ahmad, who retired by rotation pursuant to Article 102 of the Company's Constitution, be re-elected as a Director of the Company.

Ordinary Resolution 2

The Chairman announced the poll result in respect of Ordinary Resolution 2 as carried:

Poll Results	Number of Holdings	%	Number of Shareholders
For	133,511,385	99.9447	253
Against	73,830	0.0553	20

RESOLVED That Puan Rozana Zeti binti Basir, who retired by rotation pursuant to Article 102 of the Company's Constitution, be re-elected as a Director of the Company.

Ordinary Resolution 3

The Chairman announced the poll result in respect of Ordinary Resolution 3 as carried:

Poll Results	Number of Holdings	%	Number of Shareholders
For	131,012,530	99.9436	240
Against	73,980	0.0564	26

RESOLVED That the payment of Directors' fees for each of the Non-Executive Directors of the Company for the ensuing financial year amounting to RM700,000, be approved and that they be paid in the manner determined by the Board of Directors.

Ordinary Resolution 4

The Chairman announced the poll result in respect of Ordinary Resolution 4 as carried:

Poll Results	Number of Holdings	%	Number of Shareholders
For	183,006,330	99.9596	247
Against	73,980	0.0404	26

RESOLVED That the payment of Directors' fees for each of the Non-Executive Directors who sit on the Boards of KFima subsidiaries at an estimated amount of RM36,000 from 2 September 2026 until the conclusion of the next AGM of the Company, be approved.

Ordinary Resolution 5

The Chairman announced the poll result in respect of Ordinary Resolution 5 as carried:

Poll Results	Number of Holdings	%	Number of Shareholders
For	130,347,830	99.9433	238
Against	73,980	0.0567	26

RESOLVED That the payment of Directors' remuneration (excluding Directors' fees) for the Non-Executive Directors at an estimated amount of RM1,024,000 from 2 September 2026 until the conclusion of the next AGM of the Company, be approved.

Ordinary Resolution 6

The Chairman announced the poll result in respect of Ordinary Resolution 6 as carried:

Poll Results	Number of Holdings	%	Number of Shareholders
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For	182,863,841	99.8818	258
Against	216,474	0.1182	16

RESOLVED That Messrs. Ernst & Young PLT be re-appointed as Auditors of the Company for the financial year ending 31 March 2027 and to hold office until the conclusion of the next AGM at a remuneration to be determined by the Directors.

Ordinary Resolution 7

The Chairman announced the poll result in respect of Ordinary Resolution 7 as carried:

Poll Results	Number of Holdings	%	Number of Shareholders
For	19,056,440	99.8346	238
Against	31,570	0.1654	20

RESOLVED That pursuant to Paragraph 10.09 of Bursa Malaysia Securities Berhad (“Bursa”) Main Market Listing Requirements (“Listing Requirements”), approval be and is hereby given for the Company and/or its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature as stated in Section 2.4 Part A of the Company’s Circular/Statement to Shareholders dated 30 July 2026 which are necessary for the day-to-day operations of the Company and/or its subsidiaries, provided that such transactions are entered into in the ordinary course of business of the Company and/or its subsidiaries, are carried out on terms not more favourable to the related parties than those generally available to the public and are not detrimental to the minority shareholders of the Company.

That such approval shall continue to be in full force and effect until:

- (i) the conclusion of the next AGM of the Company, at which time the authority will lapse, unless the authority is renewed by a resolution passed at such general meeting; or
- (ii) the expiration of the period within which the Company’s next AGM is required to be held under Section 340(1) of the Companies Act, 2016 (“the Act”) (but shall not extend to such extension as may be allowed under Section 340(4) of the Act); or
- (iii) revoked or varied by resolution passed by the shareholders of the Company at a general meeting,

whichever is earlier, and 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 resolution.

Ordinary Resolution 8

The Chairman announced the poll result in respect of Ordinary Resolution 8 as carried:

Poll Results	Number of Holdings	%	Number of Shareholders
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For	183,015,810	99.9678	252
Against	58,980	0.0322	22

RESOLVED That subject to compliance with the Act, the Bursa Listing Requirements, provisions of the Company's Constitution, and all other applicable laws, guidelines, rules and regulations, approval and authority be and are hereby given to the Directors of the Company, to the extent permitted by law, to purchase such number of ordinary shares in KFima ("KFima Shares") as may be determined by the Directors from time to time through Bursa upon such terms and conditions as the Directors may deem fit, necessary and expedient in the interest of the Company, provided that:

- (i) the maximum aggregate number of KFima Shares which may be purchased and/or held by the Company shall not exceed 10% of the issued share capital of the Company at any time; and
- (ii) the maximum funds to be allocated by the Company for the purpose of purchasing its own shares shall not exceed the total retained profits of the Company for the time being.

That the Directors be and are hereby authorised to deal with the KFima Shares so purchased at their discretion, in the following manner:

- (i) cancel the KFima Shares so purchased; or
- (ii) retain the KFima Shares so purchased as treasury shares which may be dealt with in accordance with Section 127(7) of the Act; or
- (iii) retain part of the KFima Shares so purchased as treasury shares and cancel the remainder of the KFima Shares,

or in any other manner as may be prescribed by the Act, all applicable laws, regulations and guidelines applied from time to time by Bursa and/or other relevant authority for the time being in force and that the authority to deal with the purchased KFima Shares shall continue to be valid until all the purchased KFima Shares have been dealt with by the Directors of the Company;

That the authority conferred by this resolution shall be effective immediately upon the passing of this resolution and shall continue to be in force until:

- (i) the conclusion of the next AGM of the Company, at which time it shall lapse, unless by ordinary resolution passed at that meeting, the authority is renewed, either unconditionally or subject to conditions; or
- (ii) the expiration of the period within which the next AGM of the Company is required by law to be held; or
- (iii) revoked or varied by ordinary resolution passed by the shareholders of the Company in a general meeting;

whichever occurs first but not so as to prejudice the completion of purchase(s) by the Company before the aforesaid expiry date and, in any event, in accordance with the provisions of the Bursa Listing Requirements or any other relevant authorities;

and further that the Board be and is hereby authorised to do all such acts and things and to take all such steps as they deem fit, necessary, expedient and/or appropriate in order to complete and give full effect to the purchase by the Company of its own shares

with full powers to assent to any condition, modification, variation and/or amendment as may be required or imposed by the relevant authorities.

ANY OTHER BUSINESS

The Chairman informed that the Company Secretary had confirmed that there was no other business of the Meeting of which due notice had been received.

CLOSURE OF MEETING

The Chairman concluded the Meeting and on behalf of the Board, thanked the members for their support and participation, and declared the 54th AGM closed.

The Meeting ended at 4.47 p.m. with a vote of thanks to the Chairman.

MINUTES CONFIRMED BY:

CHAIRMAN

DATE: