

MN HOLDINGS BERHAD

Registration No. 202001038774 (1395095-M)
(Incorporated in Malaysia)

MINUTES OF THE EXTRAORDINARY GENERAL MEETING (“EGM”) OF MN HOLDINGS BERHAD (“MNHB” OR “THE COMPANY”) HELD AT PUTERI BALLROOM 1, FOUR POINTS BY SHERATON PUCHONG, TOWER 3, PUCHONG FINANCIAL CORPORATE CENTRE, 1201, JALAN PUTERI 1/2, BANDAR PUTERI PUCHONG, 47100 PUCHONG, SELANGOR ON TUESDAY, 3 MARCH 2026 AT 10:00 A.M.

Directors’ attendance

1. Dato’ Sri Ir. Baharin Bin Din – Independent Non-Executive Chairman
2. Dato’ Toh Eng Keat (“**Dato’ Toh**”) – Managing Director
3. Datuk Loy Siong Hay – Executive Director
4. Datuk Dang Siong Diang – Executive Director
5. Ms. Soh Eng Hooi – Independent Non-Executive Director
6. Mr. Pankajkumar A/L Bipinchandra – Independent Non-Executive Director
7. Ms. Kho Zhen Qi – Independent Non-Executive Director

In Attendance

1. Ms. Lau Hooi Pin (“**Ms. Lau**”) – Company Secretary

By Invitation

1. Mr. Pang Chien Chang – Chief Financial Officer

Shareholders/ Proxies

As per the Attendance List

1.0 CHAIRMAN

- 1.1 Dato’ Sri Ir. Baharin Bin Din (“**the Chairman**”) chaired the meeting and welcomed the shareholders and proxies (“**Members**”) to the EGM of the Company.

2.0 QUORUM

- 2.1 The requisite quorum being present, the Chairman declared the EGM duly convened at 10:01 a.m.

3.0 NOTICE

- 3.1 The Notice of the EGM having been circulated within the prescribed period, was taken as read.

4.0 ANNOUNCEMENT ON POLLING AND ADMINISTRATIVE MATTERS

- 4.1 The Chairman informed that pursuant to Rule 8.31A(1) of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad, all the resolutions at the general meeting would be voted by poll.
- 4.2 The Chairman informed that the Company had appointed Aldpro Corporate Services Sdn Bhd as the Poll Administrator and CSC Securities Services Sdn Bhd as Scrutineers to validate the poll results.

5.0 SPECIAL RESOLUTION

PROPOSED AMENDMENTS TO THE CONSTITUTION OF THE COMPANY TO FACILITATE THE IMPLEMENTATION OF THE PROPOSED TRANSFER OF THE LISTING OF AND QUOTATION FOR THE ENTIRE ISSUED SHARE CAPITAL AND OUTSTANDING WARRANTS OF THE COMPANY FROM THE ACE MARKET TO THE MAIN MARKET OF BURSA MALAYSIA SECURITIES BERHAD (“PROPOSED TRANSFER”) (“PROPOSED AMENDMENTS”)

- 5.1 The Chairman informed that the agenda of the EGM was to seek shareholders’ approval on the proposed amendment to the Constitution of the Company to facilitate the implementation of the Proposed Transfer of the listing and quotation for the entire issued share capital of the Company from ACE Market to the Main Market of the Bursa Malaysia Securities Berhad (“**Bursa Securities**”).
- 5.2 The following were the key matters discussed: -

Question 1

A shareholder enquired on the rationale for the Company’s to transfer from the ACE Market to the Main Market of Bursa Securities, including the advantages of such transfer, the conditions required, and the estimated costs involved.

Dato’ Toh explained that the proposed transfer to the Main Market has been a key objective of the Company over the past two years and was intended to enhance the Company’s visibility and attract a broader base of investors, which could potentially improve the Company’s share price and create opportunities for future growth. Dato’ Toh added that the proposed listing on the Main Market would also strengthen the Company’s corporate profile and reinforce market recognition of the Group’s financial track record, particularly in terms of profitability and revenue generation, thereby strengthening confidence among clients, business partners and other stakeholders. In this regard, the Proposed Transfer would serve as a form of branding to support the Group’s long-term development.

With respect to the costs involved, Dato’ Toh informed that the details would be disclosed accordingly.

Question 2

The same shareholder further enquired on the additional requirement that the Company would be required to comply with upon its listed on the Main Market as compared to the ACE Market.

Ms. Lau, the Company Secretary, responded that the Main Market Listing Requirements are generally more stringent than those of the ACE Market, particularly in terms of threshold requirements. She explained that once a company is admitted to the Main Market, it is expected to comply with the applicable requirements on an ongoing basis.

In response to a question on the key requirements for admission to the Main Market, Dato' Toh highlighted that among the principal criteria are the profit test requirement of at least RM20 million in aggregate of 3 full financial years and a minimum public shareholding spread of 25%, noting that these are among the most significant conditions.

Question 3

The shareholder also enquired whether there would be additional costs associated with maintaining a listing on the Main Market as compared to the ACE Market.

Dato' Toh responded that there would not be significant additional costs. However, he noted that there would be greater emphasis on policies such as environmental, social and governance (ESG) practices, as well as enhanced corporate governance and compliance requirements

Question 4

The shareholder continues to enquire on the type of investors the Company intended to attract following the Proposed Transfer.

Dato' Toh explained that the Company aimed to attract a wider pool of investors, including institutional investors with larger fund sizes. He added that certain investors and funding opportunities are more accessible to companies listed on the Main Market, and the Company hoped to tap into such opportunities following the Proposed Transfer.

Question 5

The shareholder further enquired on the benefits that minority shareholders would derive from the Proposed Transfer.

Dato' Toh responded that the Company was unable to guarantee any specific returns to shareholders, as the performance of the Company's shares would ultimately be determined by market conditions. Nevertheless, he assured that the Company would endeavour to deliver its best performance and enhance shareholders' value over time.

Question 6

A shareholder enquired whether there would be any Bumiputera participation percentage requirement or any additional Bumiputera shareholding to be fulfilled upon the Company's transfer from the ACE Market to the Main Market.

Dato' Toh replied that there would be no such additional requirement.

Question 7

A shareholder enquired about the specific type of investors that the Company was targeting.

Dato' Toh responded that the Company welcomed any investors.

Question 8

A shareholder enquired whether there would be any changes to the public shareholding spread requirement upon the Company's transfer from the ACE Market to the Main Market.

Ms. Lau responded that both the ACE Market and the Main Market require a minimum public shareholding spread of 25%, and therefore there would be no change to this requirement.

- 5.3 There being no question raised by the Members, the Chairman proceeded with the voting session.

6.0 VOTING SESSION

- 6.1 The Chairman informed the Meeting that shareholders were required to cast their votes by scanning the QR code issued at registration. Thereafter, the Chairman adjourned the EGM for the verification of the poll votes by the Scrutineer.

7.0 DECLARATION OF RESULTS

- 7.1 The EGM resumed after the conclusion of the verification of the poll votes.
- 7.2 The Chairman called the EGM to order for the declaration of the poll results. The Chairman then announced the results of the poll voting and declared that the special resolution set out in the Notice of EGM dated 9 February were carried: -

Resolution	Voted For		Voted Against	
	No of Units	%	No of Units	%
Special Resolution	339,998,372	> 99.9999	1	< 0.0001

Therefore, it was RESOLVED: -

“Special Resolution

THAT subject to the relevant approvals being obtained from the Securities Commission Malaysia and Bursa Malaysia Securities Berhad (“Bursa Securities”) for the Proposed Transfer, and the approval of any other relevant authorities and/or parties being obtained, if required, approval be and is hereby given to amend and modify the existing Constitution of the Company in the form and manner as set out in Appendix II of the Circular to Shareholders dated 9 February 2026 to facilitate the implementation of the Proposed Transfer. The Proposed Amendments will take effect upon the completion of the Proposed Transfer;

AND THAT the Directors be and are hereby authorised to do or procure to be done all such acts, deeds and things as are necessary and/or expedient in order to give full effect to the Proposed Amendments with full powers to assent to any conditions, modifications and/or amendments as may be required by any relevant authorities.”

8.0 CLOSURE

- 8.1 There being no other business, the EGM was closed at 10:35 a.m. with a vote of thanks to the Chairman.

**Confirmed as a correct record of
the proceedings held thereat**

-signed-

DATO' SRI IR. BAHARIN BIN DIN
Chairman