

NORTHEAST GROUP BERHAD
(202201025913)(1471610-P)
(Incorporated in Malaysia)

**EXTRACT OF MINUTES OF THE 2ND ANNUAL GENRAL MEETING OF THE COMPANY
DULY HELD ON 26 FEBRUARY 2025.**

COMMENCEMENT OF MEETING

The Meeting was informed that the Board of Directors of the Company has appointed the Managing Director to be the Chair of the 2nd Annual General Meeting (AGM”) of the Company.

Mr. Ng Chay Chin, the Managing Director of the Company then confirmed that the requisite quorum pursuant to Article 69 of the Company’s Constitution, the quorum for the transaction of business of the AGM has met and hereby call the Meeting to order.

VOTING

The Chairman of the Meeting informed the Meeting that under Rule 8.31(A)(1) of the ACE Market Listing Requirements, the Company must ensure that any resolution set out in the notice of any general meeting, or in any notice of resolution which may properly be moved at any general meeting, is voted by poll.

The Meeting noted that the Company’s Share Registrar, Messrs Boardroom Share Registrars Sdn Bhd has been appointed as the Poll Administrator to conduct the polling process of the 2nd AGM and Messrs Wong Chooi & Mohd Nor as Independent Scrutineer to verify the poll results. The polling process for the all Resolutions for the 2nd AGM would be conducted upon completion of the deliberation of all items to be transacted at the AGM.

NOTICE OF MEETING

The Notice of the AGM was taken as read.

**AUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30TH SEPTEMBER 2024
AND REPORTS OF THE DIRECTORS AND AUDITORS THEREON**

The Chairman of the Meeting informed the Meeting that the Audited Financial Statements of the Company are laid before the AGM pursuant to Section 248(1) of the Companies Act 2016 and Section 340(1)(a) of the Act does not require shareholders to approve the Audited Financial Statements and the laying of the Audited Financial Statements is sufficient to satisfy this requirement.

Without any question from the floor, the Chairman proceeded to state that this agenda is meant for discussion only and it will not be put forward for voting.

RE-ELECTION OF DIRECTOR – MR. NG CHAY CHIN (Resolution 1)

The Chairman of the Meeting informed the Meeting that in accordance with Article 88 of the Company’s Constitution, Mr. Ng Chay Chin, the Managing Director of the Company, retire by rotation from the Board at this AGM and being eligible, offers himself for re-election, with the below poll results being recorded: -

Ordinary Resolution	Vote For			Vote Against		
	No. of Shares	%	No. of share-holders	No. of Shares	%	No. of share-holders
1	506,866,008	100.0000	39	0	0.0000	0

Ordinary Resolution 1

IT WAS RESOLVED THAT Mr. Ng Chay Chin, the Managing Director of the Company, who retired pursuant to Article 88 of the Company's Constitution, be hereby re-elected as Director of the Company.

RE-ELECTION OF DIRECTOR – DATO' SERI LEE KAH CHOON (Resolution 2)

The Chairman of the Meeting informed the Meeting that in accordance with Article 95 of the Company's Constitution, Dato' Seri Lee Kah Choon, the Independent Non-Executive Chairman of the Company retire from the Board and being eligible, offers himself for re-election, with the below poll results being recorded: -

Ordinary Resolution	Vote For			Vote Against		
	No. of Shares	%	No. of shareholders	No. of Shares	%	No. of shareholders
2	506,866,008	100.0000	39	0	0.0000	0

Ordinary Resolution 2

IT WAS RESOLVED THAT Dato' Seri Lee Kah Choon, the Independent Non-Executive Chairman of the Company, who retired pursuant to Article 95 of the Company's Constitution, be hereby re-elected as Director of the Company.

RE-ELECTION OF DIRECTOR – DATO' FAIZA BTE ZULKIFLI (Resolution 3)

The Chairman of the Meeting informed the Meeting that in accordance with Article 95 of the Company's Constitution, Dato' Faiza Bte Zulkifli, the Independent Non-Executive Director of the Company retire from the Board and being eligible, offers herself for re-election, with the below poll results being recorded: -

Ordinary Resolution	Vote For			Vote Against		
	No. of Shares	%	No. of shareholders	No. of Shares	%	No. of shareholders
3	506,866,008	99.5300	39	0	0.0000	0

Ordinary Resolution 3

IT WAS RESOLVED THAT Dato' Faiza Bte Zulkifli, the Independent Non-Executive Director of Company, who retired pursuant to Article 95 of the Company's Constitution, be hereby re-elected as Director of the Company.

RE-ELECTION OF DIRECTOR – MR. ONG KIM NAM (Resolution 4)

The Chairman of the Meeting informed the Meeting that in accordance with Article 95 of the Company's Constitution, Mr. Ong Kim Nam, the Independent Non-Executive Director of the Company retire from the Board and being eligible, offers himself for re-election, with the below poll results being recorded: -

Ordinary Resolution	Vote For			Vote Against		
	No. of Shares	%	No. of shareholders	No. of Shares	%	No. of shareholders
4	506,866,008	100.0000	39	0	0.0000	0

Ordinary Resolution 4

IT WAS RESOLVED THAT Mr. Ong Kim Nam, the Independent Non-Executive Director of Company, who retired pursuant to Article 95 of the Company's Constitution, be hereby re-elected as Director of the Company.

RE-ELECTION OF DIRECTOR – MS ONG GUAT EAN (Resolution 5)

The Chairman of the Meeting informed the Meeting that in accordance with Article 95 of the Company’s Constitution, Ms Ong Guat Ean, the Independent Non-Executive Director of the Company, retire from the Board and being eligible, offers herself for re-election, with the below poll results being recorded: -

Ordinary Resolution	Vote For			Vote Against		
	No. of Shares	%	No. of shareholders	No. of Shares	%	No. of shareholders
5	506,866,008	100.0000	39	0	0.0000	0

Ordinary Resolution 5

IT WAS RESOLVED THAT Ms Ong Guat Ean, the Independent Non-Executive Director of Company, who retired pursuant to Article 95 of the Company’s Constitution, be hereby re-elected as Director of the Company.

PAYMENT OF DIRECTORS’ FEES FOR THE FINANCIAL YEAR ENDING 30TH SEPTEMBER 2025 (Resolution 6)

The Chairman of the Meeting stated that the Board of Directors of the Company (“Board”) is seeking the shareholders’ approval for the payment of Directors’ Fees to RM170,000.00 for the financial year ending 30th September 2025, with the below poll results being recorded: -

Ordinary Resolution	Vote For			Vote Against		
	No. of Shares	%	No. of shareholders	No. of Shares	%	No. of shareholders
6	506,851,008	100.0000	38	0	0.0000	0

Ordinary Resolution 6

IT WAS RESOLVED THAT the payment of Directors’ Fees amounting to RM170,000 for the financial year ending 30th September 2024 be and is hereby approved.

PAYMENT OF DIRECTORS’ OTHER BENEFITS (Resolution 7)

The Chairman of the Meeting stated that the Board is seeking the shareholders’ approval for the payment of other benefits due to the Directors for the period from 27th February 2025 to next AGM of the Company for an amount up to RM14,000.00, with the below poll results being recorded: -

Ordinary Resolution	Vote For			Vote Against		
	No. of Shares	%	No. of shareholders	No. of Shares	%	No. of shareholders
7	506,851,008	100.0000	38	0	0.0000	0

Ordinary Resolution 7

IT WAS RESOLVED THAT the payment of Directors’ Other Benefits up to RM14,000 from 27th February 2025 to the next AGM of the Company, be and is hereby approved.

RE-APPOINTMENT OF AUDITORS (Resolution 8)

The Chairman of the Meeting stated that Messrs BDO PLT, the retiring Auditors have expressed their willingness to continue in office, with the below poll results being recorded: -

Ordinary Resolution	Vote For			Vote Against		
	No. of Shares	%	No. of shareholders	No. of Shares	%	No. of shareholders
8	506,866,008	100.0000	39	0	0.0000	0

Ordinary Resolution 8

IT WAS RESOLVED THAT Messrs BDO PLT, the retiring Auditors of the Company, be and are hereby re-appointed as Auditors of the Company at a remuneration to be determined by the Board of Directors (“Board”).

AUTHORITY TO ISSUE SHARES (Resolution 9)

The Chairman of the Meeting stated that the Board is seeking the authority to issue and allot shares of up to and not exceeding in total ten per centum (10%) of the issued share capital of the Company pursuant to Section 75 and 76 of the Companies Act 2016 (“Act”) including a waiver from the shareholders pursuant to Section 85 of the Act.

The Meeting noted that this resolution, when approved by the shareholders, would allow the Board a certain amount of flexibility, when the need arises, to issue additional shares subject to approval of all relevant regulatory bodies being obtained, where necessary.

The below poll results being recorded: -

Ordinary Resolution	Vote For			Vote Against		
	No. of Shares	%	No. of shareholders	No. of Shares	%	No. of shareholders
9	506,847,708	100.0000	38	18,300	0.0036	1

Ordinary Resolution 9

IT WAS RESOLVED THAT, subject always to the Sections 75 and 76 of the Act, the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad (“Bursa Securities”), the Company’s Constitution and approvals of any relevant governmental and/or any regulatory authorities, where such approval is required, the Board be and is hereby authorised and empowered to issue and allot shares in the capital of the Company (“Shares”) at any time upon such terms and conditions and for such purposes and to such person(s) whomsoever as the Board may in its absolute discretion deem fit, provided and expedient in the interest of the Company, provided that the aggregate number of the shares issued pursuant to this resolution does not exceed ten (10) per centum of the issued share capital of the Company for the time being AND THAT the Board be and is also empowered to obtain the approval from Bursa Securities for the listing of and quotation for the additional shares so issued on Bursa Securities (“Mandate”) and THAT the Mandate shall continue in force until the conclusion of the next AGM of the Company.

THAT pursuant to Section 85 of the Act read together with Article 10 of the Company’s Constitution, approval be and is hereby given to waive the statutory pre-emptive rights conferred upon the shareholders of the Company in respect of the allotment and issuance of new Shares pursuant to the Mandate AND THAT such new Shares when allotted shall rank pari passu in all respects with the existing class of ordinary shares;

AND FURTHER THAT the Board is exempted from the obligation to offer such new Shares first to the existing shareholders of the Company in respect of the allotment and issuance of new Shares pursuant to the Mandate.

CONCLUSION OF MEETING

The Chairman concluded the Meeting and thanked all those who attended the 2nd AGM of the Company.

Confirmed as a correct record,

(signed)

Chairman