

**TOPMIX BERHAD**  
**Registration No. 202201011835 (1457532-M)**  
**(Incorporated in Malaysia)**

**MINUTES OF THE EXTRAORDINARY GENERAL MEETING (“MEETING” OR “EGM”) OF TOPMIX BERHAD (“TOPMIX” OR “COMPANY”) HELD AT SHOWROOM, 8, JALAN BISTARI 11, TAMAN INDUSTRI JAYA, 81300 SKUDAI, JOHOR ON MONDAY, 25 NOVEMBER 2024 AT 10.00 A.M.**

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**PRESENT:**

Mr. Chang Tian Kwang (*Independent Non-Executive Chairman*)  
Mr. Teo Quek Siang (*Managing Director*)  
Ms. Tan Lee Hong (*Executive Director*)  
Mr. William Lau Si Yi (*Independent Non-Executive Director*)  
Ms. Ng Yew Kuan (*Independent Non-Executive Director*)  
Mr. Khor Hang Cheng (*Independent Non-Executive Director*)

The attendance of members and proxies is as per the Attendance List

**IN ATTENDANCE** : Ms. Siow Li Ling, Janice (*Financial Controller*)  
Ms. Lim Yen Teng and Ms. Nurfarhana Husainy Binti Azahar  
(*representatives of the Company’s secretarial agent from Acclime Corporate Services Sdn. Bhd.*)  
Mr. Too Chee Onn and Mr. Mohamad Hifzul Azad Bin Mohd Razak  
(*representatives of Poll Administrator from Tricor Investor & Issuing House Services Sdn Bhd*)  
Mr. Chan Voon Hung (*Independent Scrutineer*)

***Attendance via tele-conferencing***

Ms. Katty Goh and Ms. Mah Sze Yeng (*representatives of the Company’s Sponsor from M&A Securities Sdn. Bhd.*)

**WELCOMING ADDRESS**

Mr. Chang Tian Kwang (“the Chairman”) welcomed the shareholders and all those present at the Company’s EGM. The Chairman introduced the Board members, the Financial Controller and the representatives from the secretarial agent and Sponsor who were present at the meeting to the shareholders.

**QUORUM**

Ms. Lim Yen Teng confirmed that based on the registration data provided by the Poll Administrator, a total of 22 members and proxies had resgitered for the meeting. In accordance with Article 76 of the Company’s Consitution, the requisite quorum for the meeting was present. She also reported that the Company received in total 3 proxy forms from shareholders for a total of 216,627,100 ordinary shares representing 55% of the issued shares of the Company. Out of these, 1 shareholder appointed the Chairman as proxy to vote on his behalf and the shares so represented were 100 ordinary shares. Therefore, the Chairman called the meeting to order.

**NOTICE OF MEETING**

The notice convening the meeting, having been circulated earlier to all the shareholders of the Company within the prescribed period, was taken as read.

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**VOTE BY POLL**

The Chairman informed the shareholders that pursuant to Rule 8.31A(1) of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolution set out in the notice of meeting shall be voted by poll. He declared that pursuant to the Company’s Constitution and as Chairman of the meeting, all resolution set out in the Notice of EGM would be put to a vote by poll.

The Company has appointed Tricor Investor & Issuing House Services Sdn. Bhd. (“Tricor”) as the Poll Administrator to conduct the polling process, and Mr. Chan Voon Hung as the Independent Scrutineer to verify the poll results.

**ORDINARY RESOLUTION**

**PROPOSED NEW SHAREHOLDERS’ MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE**

The Chairman informed that the Company is seeking for the shareholders’ approval on the proposed new shareholders’ mandate for related party transactions which are recurrent, of a revenue or trading nature and are necessary for day-to-day operations of Topmix Group. The details of the transactions were provided in the Circular to Shareholders dated 8 November 2024. The Chairman informed that the mandate shall allow the Company and its subsidiary, in particular TMX Solutions (Penang) Sdn. Bhd. to enter into recurrent related party transactions with the mandated related parties as stated on Page 5 of the Circular.

There were no questions from the shareholders on this proposed resolution.

The Chairman reminded the Interested Director as well as persons connected to them including their proxies should abstain from voting on the Ordinary Resolution.

The Ordinary Resolution was duly proposed by Ms. Lim Pei Ling and seconded by Ms. Chan Chik Leong.

**POLLING PROCEDURES**

The shareholders were briefed on the polling procedures. Thereafter, the shareholders and proxy holders proceeded to cast their votes accordingly.

The meeting was adjourned for 20 minutes to enable the counting of votes. Mr. Chan Voon Hung, the Independent Scrutineer was invited to observe the conduct of the counting process.

**POLL RESULTS**

The meeting resumed at 10.33 a.m. and the Chairman invited the Independent Scrutineer to announce the poll results as follows:

Resolution	Vote For		Vote Against	
	No. of Shares	%	No. of Shares	%
Ordinary Resolution	293,559,400	100.00	0	0.0000

Based on the poll results, the Chairman declared the Ordinary Resolution tabled at the EGM carried.

It was RESOLVED:

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**THAT** subject to the provision of the Listing Requirements of Bursa Malaysia Securities Berhad, approval be and is hereby given to the Company and its subsidiary(ies) (“Group”) to enter into and give effect to the Recurrent Related Party Transactions of a revenue or trading nature particulars with the specified classes of related parties as specified in Section 2.7 of the Circular to Shareholders dated 8 November 2024, provided that:

- (a) such arrangements and/or transactions are necessary for the Group’s day-to-day operations;
- (b) such arrangements and/or transactions undertaken are in the ordinary course of business, at arm’s length basis and on normal commercial terms which are not more favourable to the related parties than those generally available to public;
- (c) such arrangements and/or transactions are not detrimental to the minority shareholders of the Company; and
- (d) the disclosure is made in the annual report on the aggregate value of transactions conducted pursuant to the shareholders’ mandate during the financial year in relation to:
  - (i) the related transacting parties and their respective relationship with the Company; and
  - (ii) the nature of the recurrent transactions.

**THAT** such authority shall continue to be in force until:

- (a) the conclusion of the next Annual General Meeting (“AGM”), unless the authority is renewed by a resolution passed at the next AGM; or
- (b) 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 Companies Act 2016 (but will not extend to such extension as may be allowed pursuant to Section 340(4) of the Companies Act 2016); or
- (c) revoked or varied by an ordinary resolution passed by the shareholders in a general meeting,

whichever is the earlier.

**AND THAT** the Board of Directors be and are hereby empowered and authorised to sign, execute, deliver or caused to be delivered on behalf of the Company all such documents, do all things and acts and to deal with all matters relating thereto or as may be required or as the Board of Directors may consider necessary, expedient and/or appropriate to give full effect to the Proposed New Shareholders’ Mandate with full power to assent to any conditions, modifications, variations and/or amendments in any manner as may be required or permitted by any relevant authorities in connection with the Proposed New Shareholders’ Mandate.

**CLOSURE OF MEETING**

The Chairman thanked the shareholders for their attendance and declared the meeting closed at 10.35 a.m.

**SIGNED AND CONFIRMED BY**

**Mr. Chang Tian Kwang**

Chairman

Date: 25 November 2024