OCB BERHAD

Registration No. 195901000114 (3465-H)
Incorporated in Malaysia

MINUTES OF THE SIXTY-SEVENTH ANNUAL GENERAL MEETING ("AGM" OR "MEETING") OF OCB BERHAD ("OCB" OR "THE COMPANY") HELD AT SEMINAR ROOM 1, KELAB GOLF NEGARA SUBANG, JALAN SS 7/2, KELANA JAYA, 47301 PETALING JAYA, SELANGOR DARUL EHSAN ON MONDAY, 22 JUNE 2026 AT 10.00 A.M.

PRESENT:

DIRECTORS	:	TEE KENG HOON KHOO KAY LEONG AGNES MARIA SAM A/P JOHN SAM CHAN KEE ENG FONG HENG LEONG WONG CHOON SHEIN MOHD HARRIS BIN PARDI
MEMBERS, PROXIES AND CORPORATE REPRESENTATIVES	:	AS PER ATTENDANCE LIST
INVITEES	:	AS PER ATTENDANCE LIST
IN ATTENDANCE	:	SAK SWEE SANG *(FINANCE HEAD)* LYDIA TONG YIU SHYIAN-SHYIAN *(JOINT COMPANY SECRETARY)* NOR ZARIFAH BINTI ABDULLAH @ MAHMUD *(JOINT COMPANY SECRETARY)*

1.0 CHAIRMAN AND WELCOME ADDRESS

1.1 Tee Keng Hoon, being the Chairman of the Board of Directors ("**Board**") presided as Chairman of the Meeting and welcomed all members/proxies/corporate representatives and guests to the Meeting.

1.2 The Chairman introduced his fellow Board members, Finance Head and the Company Secretaries.

1.3 The Chairman informed that the representative from the Company's External Auditors, Messrs Grant Thornton Malaysia PLT and Share Registrar, Tricor Investor & Issuing House Services Sdn Bhd ("**Tricor**") were also present at the Meeting.

2.0 QUORUM

2.1 The Chairman announced that under Clause 56(1) of the Company's Constitution, the quorum necessary for the transaction of business at a general meeting shall be two (2) members present in person or by proxy or by duly authorised representative entitled to vote. There were seventeen (17) members present at the Meeting and the Company had received twenty four (24) valid proxy forms and four (4) Certificates of Corporate Representative representing approximately 27.33% and 31.28% respectively of the total voting rights of the Company. Out of these, there were nine (9) shareholders who had appointed the Chairman of the meeting as proxy to vote on their behalf and the shares so represented aggregated approximately 38.47% of the total voting rights of OCB.

2.2 With that, the Chairman confirmed the presence of the requisite quorum at the commencement of the Meeting and called the Meeting to order at 10.03 a.m.

3.0 NOTICE OF THE MEETING

3.1 The Notice dated 24 April 2026 convening the Meeting as set out on pages 143 to 148 of the Company's Annual Report 2025 ("**Annual Report**"), which is available at the Company's website and was circulated within the prescribed period, was taken as read.

4.0 VOTING

4.1 The Chairman informed that in accordance with Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all the resolutions will be voted by way of poll and, in his capacity as the Chairman of the Meeting, he had demanded a poll to be taken in respect of all the resolutions pursuant to Clause 60(a) of the Company's Constitution.

4.2 The Chairman informed that the poll will only be conducted after the Meeting has deliberated on all items on the Agenda. He notified that a total of eight (8) ordinary resolutions will be put to the Meeting for members' consideration and approval and all the ordinary resolutions will be decided by way of a simple majority of members entitled to vote in person or by proxy or corporate representative at the Meeting.

4.3 The Chairman informed that the Company had appointed Tricor as the Poll Administrator to conduct the electronic polling process, and Quantegic Services Sdn Bhd ("**Quantegic**") as the Independent Scrutineer to verify the poll results.

5.0 GENERAL INSTRUCTION ON MEETING PROCEDURES

5.1 The Chairman announced the ruling concerning attendance at the AGM. As discussions at the AGM might be deemed confidential and only for the knowledge of the relevant parties, any visual or audio recording whilst the AGM was conducted, was strictly prohibited unless the Company's written consent has been obtained prior to the Meeting.

5.2 The Chairman then proceeded with the formal business on the Agenda.

ORDINARY BUSINESS

6.0 RECEIPT OF THE AUDITED FINANCIAL STATEMENTS OF OCB GROUP OF COMPANIES ("THE GROUP") AND OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 ("AUDITED FINANCIAL STATEMENTS") AND THE REPORT OF THE DIRECTORS AND AUDITORS THEREON ("REPORTS")

6.1 The Chairman said that the first item on the Agenda is to receive the Audited Financial Statements and Reports. The Group's performance for the financial year ended 31 December 2025 ("**FYE 2025**") is disclosed in the Management Discussion and Analysis on pages 4 to 11 of the Annual Report while further details of the Group's financial position, Group's performance highlights and segmental performance are outlined on pages 73 to 134 of the Annual Report.

6.2 The Chairman informed that Audited Financial Statements together with the Reports thereon have been made available on the Company's website within the prescribed period. The Audited Financial Statements and the Reports were taken as read.

6.3 The Chairman then invited questions from the floor on the Audited Financial Statements and Reports. There were questions from the floor and these were duly responded by the Chairman, Chief Operating officer cum Executive Director and Finance Head of the Company.

6.4 At the end of the question and answer session, the Chairman announced that the Audited Financial Statements and the Reports were meant for discussion only and do not require the formal approval of members. Hence, the first item on the Agenda was not put forward for voting.

7.0 ORDINARY RESOLUTION 1 - DECLARATION OF A FIRST AND FINAL SINGLE-TIER DIVIDEND OF 3.5 SEN PER SHARE

7.1 The Chairman informed that the next item on the Agenda pertained to the declaration of a first and final single-tier dividend of 3.5 sen per share.

7.2 The Ordinary Resolution 1 was as follows:

"**THAT** a first and final single-tier dividend of 3.5 sen per share in respect of the financial year ended 31 December 2025 be and is hereby declared."

7.3 The Chairman then put the resolution to the Meeting for consideration.

8.0 ORDINARY RESOLUTION 2 - RE-ELECTION OF DIRECTOR, WONG CHOON SHEIN WHO RETIRES PURSUANT TO CLAUSE 82 OF THE COMPANY'S CONSTITUTION

8.1 The Chairman proceeded to the next item on the Agenda pertaining to the re-election of Wong Choon Shein as a Director.

8.2 Ordinary Resolution 2 was as follows:

"**THAT** Wong Choon Shein, a Director who retires pursuant to Clause 82 of the Company's Constitution, being eligible, be and is hereby re-elected as a Director of the Company."

8.3 The Chairman then put the resolution to the Meeting for consideration.

9.0 ORDINARY RESOLUTION 3 - RE-ELECTION OF DIRECTOR, FONG HENG LEONG WHO RETIRES PURSUANT TO CLAUSE 82 OF THE COMPANY'S CONSTITUTION

9.1 The next item on the Agenda was in respect of the re-election of Fong Heng Leong as a Director.

9.2 Ordinary Resolution 3 was as follows:

"**THAT** Fong Heng Leong, a Director who retires pursuant to Clause 82 of the Company's Constitution, being eligible, be and is hereby re-elected as a Director of the Company."

9.3 The Chairman then put the resolution to the Meeting for consideration.

10.0 ORDINARY RESOLUTION 4 - PAYMENT OF DIRECTORS' FEES AMOUNTING TO RM547,200 TO NON-EXECUTIVE DIRECTORS OF THE COMPANY AND ITS SUBSIDIARIES FOR THE FYE 2025

10.1 The Meeting proceeded to the next item on the Agenda that was to approve the payment of Directors' fees.

10.2 Ordinary Resolution 4 was as follows:

"**THAT** the payment of Directors' fees amounting to RM547,200 to Non-Executive Directors of the Company and its subsidiaries in respect of the financial year ended 31 December 2025, be and is hereby approved."

10.3 The Chairman then put the resolution to the Meeting for consideration.

11.0 ORDINARY RESOLUTION 5 - PAYMENT OF BENEFITS OF UP TO RM150,000 TO THE NON-EXECUTIVE DIRECTORS OF THE COMPANY AND ITS SUBSIDIARIES FOR THE FINANCIAL YEAR ENDING 31 DECEMBER 2026

11.1 The next item on the Agenda pertained to the payment of benefits to the Non-Executive Directors.

11.2 Ordinary Resolution 5 was as follows:

"**THAT** the payment of benefits of up to RM150,000 to the Non-Executive Directors of the Company and its subsidiaries for the financial year ending 31 December 2026, be and is hereby approved."

11.3 The Chairman then put the resolution to the Meeting for consideration.

12.0 ORDINARY RESOLUTION 6 - RE-APPOINTMENT OF MESSRS GRANT THORNTON MALAYSIA PLT AS AUDITORS OF THE COMPANY AND AUTHORITY TO THE DIRECTORS TO FIX THE AUDITORS' REMUNERATION

12.1 The Chairman said that Messrs Grant Thornton Malaysia PLT had expressed their willingness to continue in office as the Company's Auditors for the ensuing year at a remuneration to be fixed by the Directors.

12.2 Ordinary Resolution 6 was as follows:

"**THAT** Messrs Grant Thornton Malaysia PLT, having expressed their willingness to continue in office, be and are hereby re-appointed as Auditors of the Company to hold office until the conclusion of the next Annual General Meeting of the Company **AND THAT** the Directors be and are hereby authorised to fix the remuneration of the said Auditors."

12.3 The Chairman then put the resolution to the Meeting for consideration.

SPECIAL BUSINESS

13.0 ORDINARY RESOLUTION 7 - PROPOSED AUTHORITY TO DIRECTORS TO ALLOT AND ISSUE SHARES PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT, 2016 ("CA 2016")

13.1 The Chairman said that the proposed ordinary resolution under Item 7 of the Agenda as Special Business, is to seek a renewal of mandate for the Directors to allot and issue shares pursuant to Sections 75 and 76 of the CA 2016.

13.2 Ordinary Resolution 7 was as follows:

"**THAT** subject to the Companies Act, 2016, the Constitution of the Company and the approvals of the relevant governmental and/or regulatory authorities, if applicable, the Board of Directors of the Company ("Board") be and is hereby empowered pursuant to Sections 75 and 76 of the Companies Act, 2016, to allot and issue shares in the Company at any time at such issue price which is at a not more than a ten per centum (10%) discount to the 5-day volume weighted average market price of the shares of the Company immediately before the relevant price fixing date to such Qualified Placee(s) as the Board may in its absolute discretion deem fit or appropriate, provided that the aggregate number of shares issued pursuant to this resolution does not exceed ten per centum (10%) of the total number of issued shares in the Company for the time being (excluding treasury shares), and upon such other additional terms and conditions (if any) to be determined by the Board. For the purposes of this resolution, "Qualified Placee(s)" shall refer to persons who are not (in accordance with Paragraph 6.04(c) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad) (a) a director, major shareholder or chief executive of the Company or a holding company of the Company (if applicable), or person(s) connected with such director, major shareholder or chief executive; or (b) nominee corporations, unless the names of the ultimate beneficiaries are disclosed. Qualified Placees shall also be person(s) or party(ies) who/ which qualify under Schedules 6 and 7 of the Capital Markets and Services Act 2007;

THAT such authority if/when passed shall constitute an authority for the issue of shares with prior shareholders' approval in a general meeting of the precise terms and conditions of the issue;

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

(i) the conclusion of the next Annual General Meeting ("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;

AND FURTHER THAT the Board be and is also empowered to obtain the approval for the listing of and quotation for the additional shares so issued on Bursa Malaysia Securities Berhad."

13.3 The Chairman then put the resolution to the Meeting for consideration.

14.0 ORDINARY RESOLUTION 8 - PROPOSED RENEWAL OF AUTHORITY FOR THE COMPANY TO PURCHASE ITS OWN SHARES

14.1 The Chairman informed that the Company is seeking a renewal of authority for the Company to purchase up to ten per centum (10%) of the total number of issued shares of the Company. Details of the proposed share buy-back authority are stated in the Share Buy-Back Statement to shareholders dated 24 April 2026.

14.2 Ordinary Resolution 8 was as follows:

"**THAT** subject to compliance with the Companies Act, 2016, the Main Market Listing Requirements ("MMLR") of Bursa Malaysia Securities Berhad ("Bursa Securities"), the Company's Constitution and all other applicable laws, guidelines, rules and regulations, the Company be and is hereby authorised to purchase such number of ordinary shares in the Company as may be determined by the Board of Directors of the Company ("Board") from time to time through Bursa Securities upon such terms and conditions as the Board may deem fit and expedient in the interest of the Company, provided that:

(i) the aggregate number of shares to be purchased pursuant to this resolution shall not exceed ten per centum (10%) of the total number of issued shares of the Company as at the date of the share buy-back;

(ii) an aggregate amount of the funds not exceeding the retained profits of the Company as at the date of the share buy-back, be utilised by the Company for the purchase of its own shares; and

(iii) the shares of the Company to be purchased may be cancelled, retained as treasury shares, distributed as dividends or resold on Bursa Securities, or a combination of any of the above, at the absolute discretion of the Board;

AND THAT the authority conferred by this resolution will commence immediately upon the passing of this resolution and will continue to be in force until:

(i) the conclusion of the next Annual General Meeting ("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 MMLR of Bursa Securities 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 it deems 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."

14.3 The Chairman then put the resolution to the Meeting for consideration.

15.0 ANY OTHER BUSINESS

15.1 The Chairman informed that the Company did not receive any notice of any other business for the Meeting.

16.0 CONDUCT OF POLL VIA E-VOTING

16.1 The Chairman directed the registration of shareholders and proxies to be closed and requested to play a video by the appointed Poll Administrator, Tricor on the e-voting procedures.

16.2 After the briefing on the e-voting procedures using the e-voting video guide completed, the Chairman announced that the appointed Scrutineer, Quantegic will oversee the conduct of the poll and verify the results of the poll and that the whole process is expected to take approximately twenty (20) minutes to complete.

16.3 The Chairman requested all members/proxies/corporate representatives and guests to remain in the function room while the votes are being casted and the results of the poll are being verified.

17.0 OUTCOME OF POLL VOTING AND DECLARATION OF RESULTS

17.1 On completion of the vote casting and verification, the results of the vote by poll were projected on a screen, at the request of the Chairman.

ORDINARY RESOLUTION 1 **"Declaration a first and final single-tier dividend of 3.5 sen per share in respect of the financial year ended 31 December 2025"**

For	:	60,684,685 shares	99.9995%
Against	:	300 shares	0.0005%

ORDINARY RESOLUTION 2 **"Re-election of Wong Choon Shein as Director"**

For	:	60,683,685 shares	99.9995%
Against	:	300 shares	0.0005%

ORDINARY RESOLUTION 3 **"Re-election of Fong Heng Leong as Director"**

For	:	60,684,685 shares	99.9995%
Against	:	300 shares	0.0005%

ORDINARY RESOLUTION 4 **"Approval of payment of Directors fees amounting to RM547,200 to the Non-Executive Directors of the Company and its subsidiaries for the financial year ended 31 December 2025"**

For	:	60,659,285 shares	99.9577%
Against	:	25,700 shares	0.0423%

ORDINARY RESOLUTION 5 **"Approval of payment of benefits of up to RM150,000 to the Non-Executive Directors of the Company and its subsidiaries for the financial year ending 31 December 2026"**

For	:	60,659,285 shares	99.9577%
Against	:	25,700 shares	0.0423%

ORDINARY RESOLUTION 6 **"Re-appointment of Grant Thornton Malaysia PLT as Auditors of the Company to hold office until the conclusion of the next Annual General Meeting of the Company and to authorise the Directors to fix the remuneration of the Auditors"**

For	:	60,661,485 shares	99.9613%
Against	:	23,500 shares	0.0387%

ORDINARY RESOLUTION 7 **"Proposed authority to Directors to allot and issue shares pursuant to Sections 75 and 76 of the Companies Act 2016"**

For	:	60,678,385 shares	99.9891%
Against	:	6,600 shares	0.0109%

ORDINARY RESOLUTION 8 **"Proposed renewal of authority for the Company to purchase its own shares"**

For	:	60,682,385 shares	99.9957%
Against	:	2,600 shares	0.0043%

17.2 Based on the voting results, the Chairman declared Ordinary Resolutions 1 to 8 as CARRIED.

18.0 CONCLUSION OF THE MEETING

18.1 The Chairman then declared the Meeting closed at 11.26 a.m.

18.2 The Chairman thanked the members/proxies/corporate representatives for attending the Meeting and their continuing support.

CONFIRMED AS A CORRECT RECORD

TEE KENG HOON
CHAIRMAN

Dated: 7 July 2026