

YONG TAI BERHAD
Registration No. 199401025505 (311186-T)
Incorporated in Malaysia

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EGM/2025

MINUTES OF THE EXTRAORDINARY GENERAL MEETING OF THE COMPANY HELD AT
ENCORE MELAKA - ADMIRAL HALL, NO. 3, JALAN KSB-IMPRESSION 8, IMPRESSION CITY
@ KOTA SYAHBANDAR, 75200 MELAKA ON THURSDAY, 12 JUNE 2025 AT 10.30 A.M.

Chairman	: Dato' Indera Syed Norulzaman Bin Syed Kamarulzaman
Shareholders/Proxies Present	: As per Attendance List
Directors Present	: Datuk Wira Boo Kuan Loon Dato' Beh Hang Kong Mr. Subramaniam A/L A.V. Sankar Datuk Ng Bee Ken Mr. Anthony Ang Meng Huat
Absent with apologies	: Ms. Tang Po Yi
In Attendance	: Ms. Lee Chin Wen – Company Secretary
By Invitation	: As per Attendance List

1. **CHAIRMAN**

Dato' Indera Syed Norulzaman Bin Syed Kamarulzaman as Chairman of the Board of Directors welcomed all present to the Extraordinary General Meeting ("EGM") of the Company and called the Meeting to order at 10.30 a.m.

He further introduced the members of the Board and the Company Secretary, who were present in person.

2. **QUORUM**

The requisite quorum being present pursuant to Clause 62 of the Company's Constitution, the Chairman declared the Meeting duly convened.

3. **NOTICE OF MEETING**

The notice convening the Meeting, having been circulated together with the Circular to Shareholders within the prescribed period, was with the permission of the Meeting taken as read and this was seconded by **Ms. Lor Sea Choon (shareholder)**.

The Secretary was invited to brief the Meeting on the procedures of the meeting and voting for the proposed 1 ordinary resolution as set out in the notice of meeting circulated to the shareholders on 28 May 2025.

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The Secretary briefed the shareholders that pursuant to the Listing Requirements of Bursa Malaysia Securities Berhad, any resolution set out in the notice of any general meeting or notice of resolution will be voted by way of poll, which would be conducted upon completion of the remaining business of the meeting

4. **TO APPROVE THE PROPOSED PRIVATE PLACEMENT OF UP TO 30.00% OF THE TOTAL NUMBER OF ISSUED ORDINARY SHARES IN YTB (“PROPOSED PRIVATE PLACEMENT”)**

The Chairman informed the Meeting that the first item on the agenda was to approve the Proposed Private Placement, as set out in the notice of meeting. The details of the proposal are provided in the Circular to Shareholders dated 28 May 2025, which was presented for shareholders’ approval.

The Chairman invited questions pertaining to the proposal from the shareholders and proxies. However, no question was raised during the Meeting.

Upon the proposal by **Ms. Koh Wee Kim (a proxy for Ms. Ho Pei Ling)** and duly seconded by **Ms. Liew Sook Chian (a shareholder)**, the Chairman put the following motion to the Meeting to vote:

Ordinary Resolution:

To Approve the Proposed Private Placement of Up To 30.00% of the Total Number of Issued Ordinary Shares in YTB (“Proposed Private Placement”)

“**THAT** subject to the passing of Ordinary Resolution and subject to all approvals being obtained from the relevant authorities and/ or parties, approval be and is hereby given to the Board of Directors of YTB (“**Board**”) to issue and allot up to 184,354,900 new ordinary shares in the Company (“**YTB Share(s)**” or “**Share(s)**”), representing approximately 30.00% of the enlarged total number of issued shares of YTB (“**Placement Share(s)**”) to independent third-party investor(s) to be identified later at an issue price to be determined later by the Board (“**Price Fixing Date**”) upon such terms and conditions as disclosed in the Circular to the shareholders of the Company dated 28 May 2025 (“**Circular**”).

THAT, pursuant to Section 85 of the Companies Act, 2016 read together with Clauses 5 and 50 of the Constitution of the Company, approval be hereby given to waive the statutory pre-emptive rights of the existing shareholders of the Company to be offered new Shares ranking equally to the existing issued YTB Shares arising from any allotment and issuance of new Shares pursuant to the Proposed Private Placement.

THAT the issue price of the Placement Shares will be determined based on a discount of not more than 10.00% to the 5-day volume-weighted average market price of the Shares up to and including the last trading day immediately preceding the Price-Fixing Date.

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THAT the Directors be and are hereby authorised to utilise the proceeds to be derived from the Proposed Private Placement for such purposes as set out in the Circular and the Board be and is hereby authorised with full power to vary the manner and/ or purpose of the utilisation of such proceeds from the Proposed Private Placement in the manner as the Board may deem fit, necessary and/ or expedient, subject (where required) to the approval of the relevant authorities and in the best interest of the Company.

THAT such Placement Shares will, upon allotment and issuance, rank equally in all respects with the existing YTB Shares, save and except that the Placement Shares will not be entitled to any dividends, rights, allotments and/ or any other forms of distribution where the entitlement date precedes the relevant date of allotment and issuance of the Placement Shares.

THAT the Directors be and are hereby empowered and authorised to do all acts, deeds and things and to execute, sign, deliver and cause to be delivered on behalf of the Company all such documents and/ or arrangements as may be necessary to give effect and complete the Proposed Private Placement and to assent to any conditions, modifications, variations and/ or amendments in any manner as may be required by the relevant authorities or as the Directors may deem necessary in the best interest of the Company and to take such steps as they may deem appropriate, necessary and/ or expedient in order to implement, finalise, give full effect and to complete the Proposed Private Placement.

AND THAT this resolution constitute a specific approval for the issuance of securities in the Company contemplated herein and shall continue to be in full force and effect until all Placement Shares to be issued pursuant to or in connection with the Proposed Private Placement have been duly allotted and issued in accordance with the terms of the Proposed Private Placement.”

5. POLLING PROCESS

The Chairman invited the Secretary to brief the Shareholders on the polling process. The Secretary informed the Meeting that the polling will be facilitated by the Share Registrar, Bina Management (M) Sdn Bhd and the Company has appointed Messrs. Synergy Professionals Group Sdn Bhd as the independent scrutineers for the polls.

The Meeting was adjourned for approximately 20 to 30 minutes for the polling and the vote results to be ascertained. The Meeting was later re-convened for the declaration of the polling results.

6. DECLARATION OF POLLING RESULTS

At 10.40 a.m., the Chairman reconvened the Meeting for the declaration of the polling results. He then informed the Meeting that he had received the polling results and the said results were verified by the Scrutineers. The Chairman read out the polling results in respect of Ordinary Resolution 1, which was as follows:

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Agenda	For		Against		Results
	No. of Shares	%	No. of Shares	%	
Ordinary Resolution To approve the proposed private placement of up to 30.00% of the total number of issued ordinary shares in YTB (“Proposed Private Placement”)	112,319,990	99.9994	700	0.0006	Carried

The Chairman then declared the following resolution was carried:

ORDINARY RESOLUTION:

TO APPROVE THE PROPOSED PRIVATE PLACEMENT OF UP TO 30.00% OF THE TOTAL NUMBER OF ISSUED ORDINARY SHARES IN YTB (“PROPOSED PRIVATE PLACEMENT”)

“**THAT** subject to the passing of Ordinary Resolution and subject to all approvals being obtained from the relevant authorities and/ or parties, approval be and is hereby given to the Board of Directors of YTB (“**Board**”) to issue and allot up to 184,354,900 new ordinary shares in the Company (“**YTB Share(s)**” or “**Share(s)**”), representing approximately 30.00% of the enlarged total number of issued shares of YTB (“**Placement Share(s)**”) to independent third-party investor(s) to be identified later at an issue price to be determined later by the Board (“**Price Fixing Date**”) upon such terms and conditions as disclosed in the Circular to the shareholders of the Company dated 28 May 2025 (“**Circular**”).

THAT, pursuant to Section 85 of the Companies Act, 2016 read together with Clauses 5 and 50 of the Constitution of the Company, approval be hereby given to waive the statutory pre-emptive rights of the existing shareholders of the Company to be offered new Shares ranking equally to the existing issued YTB Shares arising from any allotment and issuance of new Shares pursuant to the Proposed Private Placement.

THAT the issue price of the Placement Shares will be determined based on a discount of not more than 10.00% to the 5-day volume-weighted average market price of the Shares up to and including the last trading day immediately preceding the Price-Fixing Date.

THAT the Directors be and are hereby authorised to utilise the proceeds to be derived from the Proposed Private Placement for such purposes as set out in the Circular and the Board be and is hereby authorised with full power to vary the manner and/ or purpose of the utilisation of such proceeds from the Proposed Private Placement in the manner as the Board may deem fit, necessary and/ or expedient, subject (where required) to the approval of the relevant authorities and in the best interest of the Company.

(Minutes of the Extraordinary General Meeting held on 12 June 2025 – cont'd)

THAT such Placement Shares will, upon allotment and issuance, rank equally in all respects with the existing YTB Shares, save and except that the Placement Shares will not be entitled to any dividends, rights, allotments and/ or any other forms of distribution where the entitlement date precedes the relevant date of allotment and issuance of the Placement Shares.

THAT the Directors be and are hereby empowered and authorised to do all acts, deeds and things and to execute, sign, deliver and cause to be delivered on behalf of the Company all such documents and/ or arrangements as may be necessary to give effect and complete the Proposed Private Placement and to assent to any conditions, modifications, variations and/ or amendments in any manner as may be required by the relevant authorities or as the Directors may deem necessary in the best interest of the Company and to take such steps as they may deem appropriate, necessary and/ or expedient in order to implement, finalise, give full effect and to complete the Proposed Private Placement.

AND THAT this resolution constitute a specific approval for the issuance of securities in the Company contemplated herein and shall continue to be in full force and effect until all Placement Shares to be issued pursuant to or in connection with the Proposed Private Placement have been duly allotted and issued in accordance with the terms of the Proposed Private Placement.”

7. CLOSURE OF MEETING

There being no other notice received to transact any other business (as informed by the Company Secretary), the Meeting was closed at 10.50 a.m. with a vote of thanks to the Chair.

Confirmed as a Correct Record

DATO' INDERA SYED NORULZAMAN
BIN SYED KAMARULZAMAN
Chairman