PUC BERHAD
[Registration No. 199701036234 (451734-A)]
(Incorporated in Malaysia)

Minutes of the Twenty-Seventh ("**27th**") Annual General Meeting ("**AGM**") of PUC Berhad ("**PUC**" or "**Company**") held at Dewan Presiden, Kelab Golf Negara Subang, Jalan SS7/2, 47301 Petaling Jaya, Selangor on Wednesday, 24 June 2026 at 10.00 a.m.

BOARD OF DIRECTORS	:	Datuk Oh Chong Peng (Chairman of Meeting) Mr. Cheong Chia Chou Mr. Liew Peng Chuen @ Liew Ah Choy Raja Zafura Binti Raja Zain Mr. Fong Yew Meng Mr. Ooi Kah Hoe Mr. Ng Say Beng Ms. Ng Yong Enn Ms. Khoo Yen Lan
ABSENT WITH APOLOGY	:	Dato' Sri Ting Teck Sheng
IN ATTENDANCE	:	Mr. Kevin Tang (Company Secretary)
BY INVITATION	:	As per invitation list
SHAREHOLDERS/ PROXYHOLDERS	:	As per attendance list

CHAIRMAN

The Independent Non-Executive Chairman, Datuk Oh Chong Peng ("**Datuk Chairman**"), presided over the meeting and welcomed all those present at the 27th AGM ("**Meeting**"). He then introduced the Board members.

QUORUM

As the requisite quorum was present. Datuk Chairman called the Meeting to order.

NOTICE

The notice convening the Meeting, having been circulated to all members, was taken as read.

POLL VOTING

Datuk Chairman informed the attendees that, pursuant to Rule 8.31A(1) of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad ("**Bursa Securities**"), all resolutions tabled at the Meeting would be voted on by poll. Mega Corporate Services Sdn Bhd was appointed as the Poll Administrator and Sharepolls Sdn Bhd was appointed as the Independent Scrutineer to verify the poll results.

1. TO RECEIVE THE REPORTS AND FINANCIAL STATEMENTS

1.1 The Audited Financial Statements together with the Directors' and Auditors' Reports for the financial period ended 31 December 2025 ("**AFS**"), having been circulated to shareholders, were tabled before the Meeting. Datuk Chairman informed the Meeting of minor updates to the AFS and advised shareholders to refer to the errata dated 22 May 2026 for the relevant amendments.

1.2 Datuk Chairman explained that, pursuant to the provisions of the Company's Constitution, the AFS did not require approval from shareholders. Therefore, the AFS was not put forward for voting.

1.3 Datuk Chairman declared that the AFS were duly received.

PROPOSER AND SECONDER

Datuk Chairman informed the Meeting that Dato' Sri Ting Teck Sheng had notified the Board of his decision not to seek for re-election. Accordingly, proposed motion 7 was withdrawn by the Board and would not be tabled for consideration at this Meeting.

All the proposed motions as stipulated in the Notice of 27th AGM, save for proposed motion 7, were duly proposed by Ms. Ooi Cheah Yi, a proxy holder, and seconded by Mr. Fong Yew Meng, a shareholder.

2. TO APPROVE THE ADDITIONAL PAYMENT OF NON-EXECUTIVE DIRECTORS' FEES AND BENEFITS UP TO RM246,000 FOR THE PERIOD FROM 1 JANUARY 2026 UNTIL THE 27TH AGM OF THE COMPANY – Ordinary Resolution 1

2.1 The proposed Resolution 1 was on the additional payment of Non-Executive Directors' fees and benefits up to RM246,000 for the period from 1 January 2026 until the 27th AGM held on 24 June 2026.

2.2 Datuk Chairman informed that, for good corporate governance, interested Directors would abstain from voting on this resolution.

3. TO APPROVE THE PAYMENT OF NON-EXECUTIVE DIRECTORS' FEES AND BENEFITS UP TO RM469,000 FROM THE 27TH AGM UNTIL THE NEXT AGM OF THE COMPANY – Ordinary Resolution 2

3.1 The proposed Resolution 2 was on the payment of Non-Executive Directors' fees and benefits up to RM469,000 from the 27th AGM until the next AGM in 2027.

3.2 Datuk Chairman informed that, for good corporate governance, interested Directors would abstain from voting on this resolution.

4. RE-ELECTION OF DIRECTORS

4.1 Re-election of Datuk Oh Chong Peng – Ordinary Resolution 3

The proposed Resolution 3 was on the re-election of Datuk Oh Chong Peng, retiring in accordance with Clause 85 of the Company's Constitution and being eligible, has offered himself for re-election.

4.2 **Re-election of Mr. Liew Peng Chuen @ Liew Ah Choy – Ordinary Resolution 4**

The proposed Resolution 4 was on the re-election of Mr. Liew Peng Chuen @ Liew Ah Choy, retiring in accordance with Clause 85 of the Company's Constitution and being eligible, has offered himself for re-election.

4.3 **Re-election of Mr. Ng Say Beng – Ordinary Resolution 5**

The proposed Resolution 5 was on the re-election of Mr. Ng Say Beng, retiring in accordance with Clause 85 of the Company's Constitution and being eligible, has offered himself for re-election.

4.4 **Re-election of Mr. Ooi Kah Hoe – Ordinary Resolution 6**

The proposed Resolution 6 was on the re-election of Mr. Ooi Kah Hoe, retiring in accordance with Clause 85 of the Company's Constitution and being eligible, has offered himself for re-election.

4.5 **Re-election of Ms. Ng Yong Enn – Ordinary Resolution 8**

The proposed Resolution 8 was on the re-election of Ms. Ng Yong Enn, retiring in accordance with Clause 92 of the Company's Constitution and being eligible, has offered herself for re-election.

4.6 **Re-election of Ms. Khoo Yen Lan– Ordinary Resolution 9**

The proposed Resolution 9 was on the re-election of Ms. Khoo Yen Lan, retiring in accordance with Clause 92 of the Company's Constitution and being eligible, has offered herself for re-election.

5. RE-APPOINTMENT OF AUDITORS – Ordinary Resolution 10

The proposed Resolution 10 was on the re-appointment of Messrs. UHY as Auditors of the Company until the conclusion of the next AGM and to authorise the Board of Directors to fix their remuneration.

6. RETENTION OF INDEPENDENT DIRECTOR – Ordinary Resolution 11

6.1 The proposed Resolution 11 was on the retention of Datuk Oh Chong Peng who has served as an Independent Non-Executive Director of the Company for a cumulative term of more than 9 years.

6.2 The justification for retaining Datuk Oh Chong Peng was outlined in the explanatory notes to the Notice of 27th AGM on page 233 of the Annual Report 2025.

6.3 For good corporate governance, the proposed Ordinary Resolution 11 was subject to a two-tier voting process.

6.4 Datuk Chairman informed the Meeting that Mr. Liew Fook Meng was classified as Tier 1 shareholder, while all other shareholders were classified as Tier 2 shareholders.

6.5 The resolution would be deemed passed, if both Tier 1 and Tier 2 votes were in favour of the Resolution.

7. AUTHORITY TO ISSUE SHARES PURSUANT TO THE COMPANIES ACT 2016 AND WAIVER OF PRE-EMPTIVE RIGHTS – Ordinary Resolution 12

7.1 The proposed Resolution 12 was to authorise the Directors to issue shares pursuant to Sections 75 and 76 of the Companies Act, 2016 ("**Act**") and to waive the statutory pre-emptive rights of the shareholders under Section 85 of the Act and Clause 47 of the Company's Constitution.

"THAT pursuant to Sections 75 and 76 of the Companies Act, 2016 ("**Act**") as it may be amended, modified or re-enacted from time to time, and subject to the approvals from the relevant governmental and/or regulatory authorities, the Directors be and are hereby empowered to issue shares in the Company from time to time and upon such terms and conditions and for such purposes and to such persons as the Directors may, in their absolute discretion, deem fit provided that the aggregate number of shares to be issued does not exceed ten per centum (10%) of the total number of issued shares of the Company at the time of submission to the authority;

THAT the Directors be and are also hereby empowered to obtain the approval from Bursa Malaysia Securities Berhad ("**Bursa Securities**") for the listing of and quotation for the additional shares so issued AND THAT such authority shall continue in force until the conclusion of the next AGM of the Company.

AND THAT pursuant to Section 85 of the Act to be read together with Clause 47 of the Company's Constitution, approval be and is hereby given for the Company to waive the statutory pre-emptive rights of the shareholders and empowered the Directors of the Company to issue and allot new ordinary shares pursuant to Sections 75 and 76 of the Act without offering them to the existing shareholders to maintain their relative voting and distribution right and such new ordinary shares shall rank pari passu in all respects with the existing ordinary shares."

8. PROPOSED NEW SHAREHOLDERS'MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE – Ordinary Resolution 13

8.1 The proposed resolution 13 was to seek the shareholders' approval for the Company and its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature with related parties.

The details of the proposal, the list of related parties and recurrent related party transactions have been duly spelt out in the Circular to Shareholders dated 30 April 2026.

Datuk Chairman highlighted that the interested Director, Mr. Cheong Chia Chou shall abstain from any deliberations and voting in the meeting in relation to the Proposed Shareholders' Mandate and he had undertaken that persons connected to him shall abstain from voting in this AGM in relation to the Proposed Shareholders' Mandate.

9. MEETING ADJOURNED FOR POLLING AND VERIFICATION PROCESS

9.1 As there was no further business and no question from the floor, the Meeting proceeded to the poll voting session. Datuk Chairman briefed the Meeting on the voting process.

9.2 The Meeting was adjourned for 15 minutes to facilitate the conduct of the poll voting and to allow the Independent Scrutineer to count and verify the poll results.

10. ANNOUNCEMENT OF VOTING RESULTS

The meeting resumed upon receipt of the poll results verified by the Independent Scrutineer.

The voting results were as follows:-

Ordinary Resolution	Voted in Favour		Voted Against		Result
	No. of Votes	%	No. of Votes	%	
Ordinary Resolution 1 To approve the payment of additional Non-Executive Directors' fees and benefits up to RM246,000 for the period from 1 January 2026 until this AGM	**618,177,514**	**79.1820**	**162,526,811**	**20.8180**	**CARRIED**
Ordinary Resolution 2 To approve the payment of Non-Executive Directors' fees and benefits up to RM469,000 from this AGM until the next AGM of the Company	**618,177,514**	**99.9999**	**611**	**0.0001**	**CARRIED**
Ordinary Resolution 3 To re-elect Datuk Oh Chong Peng retiring in accordance with Clause 85 of the Company's Constitution	**782,283,731**	**99.9999**	**611**	**0.0001**	**CARRIED**
Ordinary Resolution 4 To re-elect Mr. Liew Peng Chuen @ Liew Ah Choy retiring in accordance with Clause 85 of the Company's Constitution	**619,758,142**	**100.0000**	**0**	**0.0000**	**CARRIED**
Ordinary Resolution 5 To re-elect Mr. Ng Say Beng retiring in accordance with Clause 85 of the Company's Constitution	**782,284,342**	**100.0000**	**0**	**0.0000**	**CARRIED**
Ordinary Resolution 6 To re-elect Mr. Ooi Kah Hoe retiring in accordance with Clause 85 of the Company's Constitution	**619,758,142**	**100.0000**	**0**	**0.0000**	**CARRIED**
Ordinary Resolution 7 To re-elect Dato' Sri Ting Teck Sheng retiring in accordance with Clause 85 of the Company's Constitution	**0**	**0.0000**	**0**	**0.0000**	**WITHDRAWN /POSTPONED**

Ordinary Resolution	Voted in Favour		Voted Against		Result
	No. of Votes	%	No. of Votes	%	
Ordinary Resolution 8 To re-elect Ms. Ng Yong Enn with Clause 85 of the Company's Constitution	**619,758,142**	**100.0000**	**0**	**0.0000**	**CARRIED**
Ordinary Resolution 9 To re-elect Ms. Khoo Yen Lan with Clause 85 of the Company's Constitution	**619,758,142**	**100.0000**	**0**	**0.0000**	**CARRIED**
Ordinary Resolution 10 To re-appoint Messrs UHY as the Auditors of the Company to hold office until the conclusion of the next AGM and to authorise the Directors to fix their remuneration	**782,284,342**	**100.0000**	**0**	**0.0000**	**CARRIED**
Ordinary Resolution 11-Tier 1 Retention of Datuk Oh Cheong Peng as Independent Director	**244,549,900**	**100.0000**	**0**	**0.0000**	**CARRIED**
Ordinary Resolution 11-Tier 2 Retention of Datuk Oh Cheong Peng as Independent Director	**537,733,831**	**99.9999**	**611**	**0.0001**	**CARRIED**
Ordinary Resolution 12 Authority to Issue Shares and Waiver of Pre-emptive Rights	**619,758,142**	**79.2242**	**162,526,540**	**20.7758**	**CARRIED**
Ordinary Resolution 13 Proposed New Shareholders' Mandate for Recurrent Related Party Transaction of a Revenue or Trading Nature	**500,213,958**	**100.0000**	**0**	**0.0000**	**CARRIED**

Based on the voting results, Datuk Chairman declared all the Resolutions CARRIED, except for Resolution 7, which has been withdrawn.

9. CONCLUSION

There being no other business, Datuk Chairman declared the Meeting closed at 10.30 a.m.

CONFIRMED TRUE RECORD

-SIGNED-

DATUK OH CHONG PENG
CHAIRMAN OF THE MEETING

PUC 27th AGM Minutes/Yati