



HO WAH GENTING BERHAD

(199301018185[272923-H])

(Incorporated in Malaysia)

MINUTES OF EXTRAORDINARY GENERAL MEETING HELD AT PHOENIX 3, 4 & 5, LEVEL 7, HOWARD JOHNSON BY WYNDHAM KUALA LUMPUR 118, JALAN KAMPUNG ATTAP, 50460 KUALA LUMPUR ON FRIDAY, 13 FEBRIARU 2026 AT 09:30 A.M

Present	: Encik Khalid Bin Ahmad Husni	- <i>Non-Executive Chairman, Senior Independent Non-Executive Director</i>
	: Mr. Lim Wee Kiat	- <i>Executive Director</i>
	: Ms. Lim Ean Chin	- <i>Independent Non-Executive Director</i>
	: Mr. Khoo Boon Han	- <i>Independent Non-Executive Director</i>
	: Mr. Leong Kah Mun	- <i>Independent Non-Executive Director</i>
Absent with apologies	: Chien Chao-Chuan	- <i>Executive Director</i>
In attendance	: Coral Hong Kim Heong	- <i>Company Secretary</i>
By Invitation	: Boardroom Share Registrars Sdn Bhd	- <i>Share Registrars and Poll Administrator</i>
	Sky Corporate Services Sdn Bhd	- <i>Scrutineers</i>
	M & A Securities Sdn Bhd	- <i>Principal Adviser</i>
	Messrs Lin Partnership	- <i>Legal Adviser</i>
	Russell Bedford LC PLT	- <i>Reporting Accountant</i>
Shareholders	: <i>31 members present in person, 5 members present by proxies</i>	

<i>No.</i>	<i>Items</i>	<i>Remarks/Actions by</i>
EGM 1	PRELIMINARY	
	Encik Khalid Bin Ahmad Husni presided as Chairman of the Meeting and called the meeting to order at 09:30 a.m. He extended a warm welcome to everyone present at the Meeting.	<i>Call meeting to order</i>
EGM 2	QUORUM	
	The requisite quorum being present in accordance with Article 16.1 of the Company's Constitution, the Chairman declared the Meeting duly convened.	
	There were 31 members present in person, and 5 members present by proxies.	<i>Confirmed</i>



<i>No.</i>	<i>Items</i>	<i>Remarks/Actions by</i>
EGM 3	NOTICE	
	<p>The Notice convening the Meeting having been previously circulated to all shareholders and advertised in <i>New Straits Times</i> on 28 January 2026, within the prescribed period was taken as read.</p> <p>Prior to proceeding to the agenda of the meeting, the Chairman briefed shareholders on the procedures of the meeting including voting and the rights of shareholder and proxy to vote and speak.</p> <p>In addition, the Chairman informed that voting was by poll. The poll would be conducted on the Ordinary Resolution as set out in the Notice of Meeting dated 28 January 2026.</p> <p>The shareholders were also informed that the Share Registrar of the Company was the Poll administrator to conduct the polling process and Messrs. SKY Corporate Services Sdn Bhd was appointed as Scrutineer to verify the vote cast and compilation of results.</p>	<p><i>Notice was taken as read</i></p>
EGM 4	CIRCULAR TO SHAREHOLDERS	
	<p>The Circular to shareholders containing the Notice convening the meeting, the details of the in relation to the</p> <p>I) proposed settlement of an aggregate amount of RM3,299,000 debt owing to Advance Opportunities Fund and Advance Opportunities Fund I (“Creditors”) by Ho Wah Genting Berhad (“HWGB”), via the issuance of up to 20,554,700 new ordinary shares in HWGB, at an issue price to be determined and fixed at a later date (“Proposed Debt Settlement”); and</p> <p>II) proposed private placement of up to 20,554,700 new ordinary shares in hwgb, which was arrived based on 10.00% of the total number of issued shares in HWGB (excluding treasury shares, if any), at an issue price to be determined and fixed at a later date (“Proposed Private Placement”).</p> <p>(collectively, referred to as the “Proposals”)</p> <p>which had been previously circulated to all shareholders, were tabled.</p> <p>The Chairman briefed the shareholders on the Proposals as follows:</p>	

<i>No.</i>	<i>Items</i>	<i>Remarks/Actions by</i>
	<p>The Company and the Creditors had entered into a Settlement Agreement on 12 November 2025 on the proposed settlement of an aggregate amount of RM3,299,000 debt owing to AOF and AOF I, via the issuance of up to 20,554,700 new ordinary shares in the Company at an issue price to be determined and fixed later; and</p> <p>The proposed placement involved issuance of 20,554,700 placement shares to be issued at the indicative issue price RM0.1225 per share, the Proposed Private Placement is expected to raise a gross proceeds of RM2.52 million. The proceeds raised are expected to be utilised in settlement of the balance of amount owing to the Creditors and the expenses related to the Proposals.</p> <p>The Chairman also informed that none of the Directors, major shareholders, Chief Executive of the Company and / or persons connected with them have any interest, direct or indirect, in the Proposals.</p> <p>After having considered all aspects of the Proposals including the rationale, justifications and effects of the Proposals, the Board was of the opinion that the Proposals were in the best interest of the Company and was fair, reasonable on terms that were not detrimental to the interest of the Company and its shareholders and accordingly recommends the shareholders to vote in favour of the resolutions pertaining to the Proposal.</p> <p>Thereafter, the Chairman invited questions from the floor on the Proposals. The following questions were raised:</p> <p><i>Question: Mr. Tham Wing Chong enquired whether the Company would consider doing rights issue to give shareholders opportunity to participate in the capital exercise and enable them to average down their holding cost.</i></p> <p><i>Answer: The executive director Mr. Lim replied that he took note of the request.</i></p>	



No.	Items	<i>Remarks/Actions by</i>
EGM 5	ORDINARY RESOLUTION 1 PROPOSED SETTLEMENT OF AN AGGREGATE AMOUNT OF RM3,299,000 DEBT OWING TO ADVANCE OPPORTUNITIES FUND (“AOF”) AND ADVANCE OPPORTUNITIES FUND I (“AOF I”) (COLLECTIVELY, THE “CREDITORS”) BY HWGB, VIA THE ISSUANCE OF UP TO 20,554,700 NEW ORDINARY SHARES IN HWGB (“HWGB SHARE(S)” OR “SHARE(S)”) (“PROPOSED DEBT SETTLEMENT”)	
	As there was no further question raised, the Chairman put the motion to the meeting and requested for a proposer and a seconder for the Ordinary Resolution 1 as stated in the Notice of Meeting. Mr. Ow Kim Seng proposed and Ms. Chong Hui Leng seconded. The resolution would be put to vote upon completion of the remaining agendas of the Meeting.	
EGM 6	ORDINARY RESOLUTION 2 PROPOSED PRIVATE PLACEMENT OF UP TO 20,554,700 NEW ORDINARY SHARES, WHICH WAS ARRIVED BASED ON 10.00% OF THE TOTAL NUMBER OF ISSUED SHARES IN HWGB (“PROPOSED PRIVATE PLACEMENT”)	
	The Chairman informed that the last agenda was to approve the issuance of 20,554,700 new ordinary shares under the Proposed Private Placement, which was arrived based on 10.00% of the total number of issued shares in HWGB.	
	The motion was duly proposed by Mr. Hoe Soo Kwee and seconded by Mr. Tham Wing Chong, and put to vote forthwith together with the above resolution.	
	COMMENCEMENT OF POLLING	
	The Chairman then explained to the shareholders the procedures for the electronic polling process and the polling began with Scrutineers present monitoring the process.	
	Upon completion of the voting, the Share Registrar and the Scrutineers proceeded with the counting and verification of vote casted.	



No. Items Remarks/Actions by

ANNOUNCEMENT OF POLLING RESULTS

Upon received of the verified poll results, the Chairman called the Meeting to order for declaration of the poll results. The results verified by the Scrutineers was announced by the Chairman as follows:

Resolution	FOR			AGAINST			TOTAL			ABSTAIN		Results
	Received	No. of Shares	%	Received	No. of Shares	%	Received	No. of Shares	%	Received	No. of Shares	
Ordinary 1	30	59,724,933	99.99	1	8	0.0001	31	59,724,941	100	0	0	Carried
Ordinary 2	30	59,724,933	99.99	1	8	0.0001	31	59,724,941	100	0	0	Carried

A copy of the above results was display on the screen in the meeting room.

Based on the poll results verified by the Scrutineers, the Chairman declared that the following Ordinary Resolutions 1 and 2 as stated in the Notice of Meeting were carried:

**ORDINARY RESOLUTION 1
PROPOSED SETTLEMENT OF AN AGGREGATE AMOUNT OF RM3,299,000 DEBT OWING TO ADVANCE OPPORTUNITIES FUND (“AOF”) AND ADVANCE OPPORTUNITIES FUND I (“AOF I”) (COLLECTIVELY, THE “CREDITORS”) BY HWGB, VIA THE ISSUANCE OF UP TO 20,554,700 NEW ORDINARY SHARES IN HWGB (“HWGB SHARE(S)” OR “SHARE(S)”) (“PROPOSED DEBT SETTLEMENT”)**

RESOLVED THAT, subject to and conditional upon the approvals of all relevant authorities and persons (if any), approval be and is hereby given to the Company to allot and issue up 20,554,700 new HWGB Shares (“Settlement Shares”) to the Creditors, at an issue price to be determined and fixed by the Board, which shall be determined later after all the relevant approvals have been obtained, in the manner and subject to the terms and conditions contained in the Debt Settlement Agreement dated 12 November 2025 entered into between the Company and the Creditors;

THAT, such Settlement Shares will, upon allotment and issuance, rank equally with the existing HWGB Shares, except that holders of the Settlement Shares will not be entitled to any dividends, rights, allotments or other forms of distributions, that may be declared to the shareholders of the Company, which the entitlement date (namely the date as at the close of business on which the shareholders must be registered in order to be entitled to any dividends, rights, allotments or other distributions) is prior to the date of allotment of the Settlement Shares;



No.	Items	Remarks/Actions by
	<p data-bbox="373 346 1339 598">AND THAT, the Board be and is hereby authorised to do all such acts and things that are necessary to give full effect to the Proposed Debt Settlement with full powers to assent to any conditions, modifications, variations and/or amendments deemed necessary or expedient in the interest of the Company and/or as may be required by the relevant authorities and to take all steps and actions they consider necessary or as may be required to give full effect to and complete the Proposed Debt Settlement.</p>	
	<p data-bbox="373 672 1339 850">ORDINARY RESOLUTION 2 PROPOSED PRIVATE PLACEMENT OF UP TO 20,554,700 NEW ORDINARY SHARES, WHICH WAS ARRIVED BASED ON 10.00% OF THE TOTAL NUMBER OF ISSUED SHARES IN HWGB (“PROPOSED PRIVATE PLACEMENT”)</p>	
	<p data-bbox="373 892 1339 1291">RESOLVED THAT, subject to and conditional upon the approvals of all relevant authorities and persons (if any), approval be and is hereby given to the Company to increase the share capital of HWGB by way of private placement of up to 20,554,700 new HWGB Shares (“Placement Shares”), which was arrived based on 10.00% of the Company’s existing issued Shares to independent third party investor(s) to be identified, at an issue price for each tranche to be determined and fixed by the Board, which shall be determined later after all the relevant approvals have been obtained. In any event, the issue price shall not be at a discount of more than 10% from the 5-day volume weighted average market price of the HWGB Shares immediately preceding the price fixing date;</p>	
	<p data-bbox="373 1333 1339 1627">THAT, such Placement Shares will, upon allotment and issuance, rank equally with the existing HWGB Shares, except that holders of the Placement Shares will not be entitled to any dividends, rights, allotments or other forms of distributions, that may be declared to the shareholders of the Company, which the entitlement date (namely the date as at the close of business on which the shareholders must be registered in order to be entitled to any dividends, rights, allotments or other distributions) is prior to the date of allotment of the Placement Shares;</p>	
	<p data-bbox="373 1669 1339 1948">AND THAT, the Board be and is hereby authorised to do all such acts and things that are necessary to give full effect to the Proposed Private Placement with full powers to assent to any conditions, modifications, variations and/or amendments deemed necessary or expedient in the interest of the Company and/or as may be required by the relevant authorities and to take all steps and actions they consider necessary or as may be required to give full effect to and complete the Proposed Private Placement.</p>	



No.	Items	<i>Remarks/Actions by</i>
EGM 7	TERMINATION	
	There being no further business, the meeting terminated at 10:05 a.m. with a vote of thanks to the Chair.	<i>Concluded</i>

CONFIRMED

CHAIRMAN