

TFP SOLUTIONS BERHAD
[Registration No.200701015543 (773550-A)]
(Incorporated in Malaysia)

MINUTES OF THE EIGHTEENTH ANNUAL GENERAL MEETING (“18TH AGM”) OF TFP SOLUTIONS BERHAD (“TFP” OR “THE COMPANY”) HELD AT TFP EXPERIENCE CENTER, GROUND FLOOR, WISMA LMS, NO. 6, JALAN ABD RAHMAN IDRIS, OFF JALAN RAJA MUDA AZIZ, 50300 KUALA LUMPUR ON TUESDAY, 3 DECEMBER 2025 AT 10.00 A.M.

Present : Datuk Seri Syed Ali bin Abbas Alhabshee (Chairman)
Dato’ Hussian @ Rizal bin A. Rahman
Datin Sr Eugena Braganza
YM Puteri Munawarah Syammiyah binti Munir
Encik Noor Shahwan bin Saffwan
Encik Abd Rahim bin Adam
Encik Abdul Raof bin Abdullah Shan

In Attendance : Ms Low Ven Sin (Company Secretary)

Shareholders and Proxy Holders : As per Attendance List

The shareholders and proxyholders (collectively referred to as “Members”) who attended and participated at the AGM remotely were set out in the Attendance Listing attached and shall form an integral part of these Minutes

1. CHAIRMAN

Datuk Seri Syed Ali Bin Abbas Alhabshee (“Datuk Seri Chairman”) presided at the meeting and welcomed all the attendees to the AGM of the Company.

There being a quorum present, Datuk Seri Chairman declared the meeting duly convened at 10.00 a.m.

2. QUORUM

The requisite quorum being present pursuant to Clause 80 of the Company’s Constitution, Datuk Seri Chairman called the Meeting to order at 10.00 a.m.

3. NOTICE

The Notice of the 18th AGM having been circulated to all the shareholders of the Company within the prescribed period, was taken as read with the consent of the shareholders and proxies present.

4. PRELIMINARY

Datuk Seri Chairman introduced each member of the Board as well as the Company Secretary who were in attendance.

Before proceeding with the agendas of the Meeting, Datuk Seri Chairman explained the process of voting for the resolutions. He informed that pursuant to Rule 8.31A of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad, the Company must ensure that any resolution set out in the notice of any general meeting, or in any notice of resolution which may properly be moved and is intended to be moved at any general meeting, is voted by poll.

At the same time, the Company must appoint at least one (1) scrutineer to validate the votes cast at the general meeting. Such scrutineer must not be an officer of the Company or its related corporation and must be independent of the person undertaking the polling process.

Datuk Seri Chairman further informed that Aldpro Corporate Services Sdn. Bhd. ("Share Registrar") has been appointed as the Poll Administrator to conduct the polling process and CSC Securities Services Sdn. Bhd. ("Independent Scrutineers") was appointed as the Scrutineers to verify the poll results.

With the consent of the meeting, Datuk Seri Chairman informed that the polling process for all the resolutions would be conducted upon completion of the deliberation of all items to be transacted at the AGM.

5. TO RECEIVE AND ADOPT THE AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 30 JUNE 2025 TOGETHER WITH THE REPORTS OF THE DIRECTORS AND AUDITORS THEREON

Datuk Seri Chairman informed that the first item on Agenda was to receive the Audited Financial Statements of the Company and of the Group for the financial year ended from 30 June 2025 together with the Reports of the Directors and Auditors thereon ("AFS 2025") were tabled to the shareholders for discussion.

Datuk Seri Chairman further informed that the AFS 2025 was meant for discussion only as Section 340(1) of the Companies Act, 2016 does not require a formal approval of the shareholders of the Company. Hence, it was not put forward for voting. The Chairman thereafter invited questions from the floor on the AFS 2025.

As there were no questions raised from the floor, Datuk Seri Chairman declared that the AFS 2025 duly received.

**6. ORDINARY RESOLUTION 1
TO APPROVE THE PAYMENT OF DIRECTORS' FEES OF RM300,000 TO BE DIVIDED AMONGST THE DIRECTORS IN SUCH MANNER AS THE DIRECTORS MAY DETERMINE IN RESPECT OF THE PERIOD FROM THE CONCLUSION OF THE 18TH AGM UNTIL THE CONCLUSION OF THE NEXT AGM OF THE COMPANY**

Datuk Seri Chairman informed that Ordinary Resolution 1 was to approve the payment of Directors' fees of RM300,000.00 to be divided amongst the Directors in such manner as the Directors may determine in respect of the period from the conclusion of the 18th AGM until the conclusion of the next AGM of the Company.

Datuk Seri Chairman invited questions from the floor.

There being no questions raised from the floor, Datuk Seri Chairman proceeded to the next item on the Agenda.

7. ORDINARY RESOLUTION 2
TO APPROVE THE PAYMENT OF OTHER BENEFITS UP TO RM100,000 IN RESPECT OF THE PERIOD FROM THE CONCLUSION OF THE 18TH AGM UNTIL THE CONCLUSION OF THE NEXT AGM OF THE COMPANY

The next item on the Agenda was to approve the payment of other benefits up to RM100,000 in respect of the period from the conclusion of the 18th AGM until the conclusion of the next AGM of the Company.

Datuk Seri Chairman invited questions from the floor.

There being no questions raised from the floor, Datuk Seri Chairman proceeded to the next item on the Agenda.

8. ORDINARY RESOLUTION 3
RE-ELECTION OF DATO' HUSSIAN @ RIZAL BIN A. RAHMAN WHO RETIRES BY ROTATION UNDER CLAUSE 125 OF THE COMPANY'S CONSTITUTION

The next Agenda was to approve the re-election of Dato' Hussian @ Rizal bin A. Rahman who had offered himself for re-election as a Director by rotation under Clause 125 of the Company's Constitution.

There being no questions raised from the floor, Datuk Seri Chairman proceeded to the next item on the Agenda.

9. ORDINARY RESOLUTION 4
RE-ELECTION OF NOOR SHAHWAN BIN SAFFWAN WHO RETIRES BY ROTATION UNDER CLAUSE 125 OF THE COMPANY'S CONSTITUTION

The next Agenda was to approve the re-election of Noor Shahwan bin Saffwan who had offered himself for re-election as a Director by rotation under Clause 125 of the Company's Constitution.

Datuk Seri Chairman then invited questions from the floor.

There being no questions raised from the floor, Datuk Seri Chairman proceeded to the next item on the Agenda.

10. TO NOTE THE RETIREMENT OF MESSRS. TGS TW PLT AS AUDITORS OF THE COMPANY AT THE CONCLUSION OF THE 18TH AGM

Datuk Seri Chairman informed that the next agenda was to note the retirement of Messrs. TGS TW PLT as Auditors of the Company at the conclusion of the 18th AGM.

Datuk Seri Chairman added that Messrs. TGS TW PLT had informed the Company of their decision to not seek for re-appointment as Auditors of the Company at the 18th AGM. As such, the term of office of Messrs. TGS TW PLT shall end upon the conclusion of the 18th AGM and the announcement in relation to the appointment of new auditors will be announced in due course.

Datuk Seri Chairman then invited questions from the floor.

There being no questions raised from the floor, Datuk Seri Chairman proceeded to the next item on the Agenda.

11. SPECIAL BUSINESS - ORDINARY RESOLUTION 5
AUTHORITY TO ISSUE AND ALLOT SHARES PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT 2016

Datuk Seri Chairman informed that the next item on the Agenda was a special business to seek shareholders' approval on authority to Directors to issue and allot shares pursuant to Sections 75 and 76 of the Companies Act 2016 and to waive the statutory pre-emptive rights to be offered new shares ranking equally to the existing issued shares of the Company pursuant to Section 85 of the Companies Act 2016 read together with Clause 15 and Clause 16 of the Company's Constitution.

The proposed Ordinary Resolution 5, if passed, is a renewal of general mandate to the Directors of the Company to issue and allot shares at any time to such persons in their absolute discretion without convening a general meeting as it would be time consuming to organise a general meeting. The general mandate will provide flexibility and expediency to the Company for any possible fund-raising activities involving the issuance or placement of shares to facilitate business expansion or strategic merger and acquisition opportunities involving equity deals or part equity or to fund future investment project(s) or working capital requirements, which the Directors of the Company consider to be in the best interest of the Company. The general mandate, unless revoked or varied at general meeting, will expire at the next Annual General Meeting of the Company.

Unless revoked or varied by the Company in a general meeting, this authority will expire at the conclusion of the next Annual General Meeting of the Company.

Datuk Seri Chairman then invited questions from the floor.

There being no questions raised from the floor, Datuk Seri Chairman proceeded to the next item on the Agenda.

12. SPECIAL BUSINESS - ORDINARY RESOLUTION 6
PROPOSED RENEWAL OF EXISTING SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE ("PROPOSED RRPTS MANDATE")

Datuk Seri Chairman informed that the next Agenda was to seek shareholders' approval for the Proposed RRPTs Mandate. The relevant information of the Proposed RRPT Mandate was set out in the Circular to Shareholders dated 31 October 2025, which had been sent out earlier. He invited questions from the floor.

There being no questions raised from the floor, Datuk Seri Chairman proceeded to the next item on the Agenda.

13. SPECIAL BUSINESS - ORDINARY RESOLUTION 7
RETENTION OF ENCIK NOOR SHAHWAN BIN SAFFWAN AS INDEPENDENT NON-EXECUTIVE DIRECTOR PURSUANT TO PRACTICE 5.3 OF THE MALAYSIAN CODE ON CORPORATE GOVERNANCE

The Chairman informed that the last agenda was to retain Encik Shahwan Bin Saffwan as Independent Non-Executive Director pursuant to Practice 5.3 of the Malaysian Code on Corporate Governance, approval be and is hereby given to Encik Shahwan bin Saffwan who has served as an Independent Non-Executive Director of the Company for a cumulative term of more than nine (9) years to continue to act as an Independent Non-Executive Director of the Company until the conclusion of the next AGM.

There being no questions raised from the floor, Datuk Seri Chairman proceeded to the next item on the Agenda.

14. ANY OTHER BUSINESS

Datuk Seri Chairman upon confirmation with the Company Secretary, informed that the Company did not receive any notice for transaction of any other business to be transacted at this Meeting.

15. POLLING PROCESS

Datuk Seri Chairman adjourned the Meeting for about 20 minutes for the polling and voting counting process to be completed.

The computation of votes then took place immediately after all the members had cast their votes and the Meeting was adjourned at 10.15 a.m. for 20 to 30 minutes for this purpose.

The Chairman called the Meeting back to order at 10.35 a.m. for the declaration of results. He informed that he had received the poll results and invited the representative from the Independent Scrutineers to read out the poll results.

The representative of the Independent Scrutineers announced the poll results in respect of all the Ordinary Resolutions which were carried as follows:

| Resolution | Voted For | | Voted Against | |
|-----------------------------------|--------------|----------|---------------|--------|
| | No of Shares | % | No of Shares | % |
| Ordinary Resolution 1 | 313,510,184 | 99.9999 | 100 | 0.0001 |
| Ordinary Resolution 2 | 313,510,184 | 99.9999 | 100 | 0.0001 |
| Ordinary Resolution 3 | 313,510,284 | 100.0000 | 0 | 0.0000 |
| Ordinary Resolution 4 | 313,510,284 | 100.0000 | 0 | 0.0000 |
| Ordinary Resolution 5 | 313,010,284 | 99.8405 | 500,000 | 0.1595 |
| Ordinary Resolution 6 | 169,030,494 | 100.0000 | 0 | 0.0000 |
| Ordinary Resolution 7 | 144,479,790 | 100.0000 | 0 | 0.0000 |
| Ordinary Resolution 7 (Tier 2) | 169,030,494 | 100.0000 | 0 | 0.0000 |

16. TERMINATION

There being no other matters, Datuk Seri Chairman concluded the Meeting and thanked all present for their attendance. The meeting ended at 10.40 a.m. with a vote of thanks to the Datuk Seri Chairman.

Confirmed as a correct record,



DATUK SERT SYED ALI BIN ABBAS ALHABSHEE
Chairman of the Meeting

Dated: 3 December 2025