

MELATI EHSAN HOLDINGS BERHAD
(the “Company”/ “Melati Ehsan”)
(Registration No. 200401034784 (673293-X))
(Incorporated in Malaysia)

Minutes of the Twenty First Annual General Meeting of the Company held at Dewan Berjaya, Bukit Kiara Equestrian & Country Resort, Jalan Bukit Kiara, Off Jalan Damansara, 60000 Kuala Lumpur on Thursday, 26 February 2026 at 10.00 a.m.

Present : **Board of Directors**
Tan Sri Dato’ Seri Yap Suan Chee - Executive Chairman
Mr. Yap Wei Sam - Executive Director
Encik Hidzir Bin Yahya - Independent Non-Executive Director
Mr. Clifford Anthony Clement - Independent Non-Executive Director
Madam Loo Yeok Bee - Independent Non-Executive Director

Proxies
- As per attendance list

Invitees
- As per attendance list

In Attendance : Ms. Wong Youn Kim
Mr. Chan Chee Yean

MINUTES

1. CHAIRMAN

Tan Sri Dato’ Seri Yap Suan Chee nominated Mr. Yap Wei Sam to lead through the Meeting and he welcomed all present at the Twenty First Annual General Meeting (“21st AGM”) of the Company.

2. QUORUM

Mr. Yap Wei Sam called the meeting to order at 10.00 a.m. upon confirmation of the presence of a quorum by the Company Secretary.

3. NOTICE

The notice which had been circulated to all shareholders on 30 December 2025 convening the meeting was taken as read.

The Company Secretary was invited to explain the meeting’s proceedings and the requirement for resolutions set out in the notice of the 21st AGM or notice of resolution to be voted by poll pursuant to Paragraph 8.29A of the Main Market Listing Requirements (“MMLR”) of Bursa Malaysia Securities Berhad (“Bursa Securities”).

4. AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 AUGUST 2025 AND THE REPORTS OF DIRECTORS AND AUDITORS THEREON

The Audited Financial Statements (“AFS”) for the financial year ended 31 August 2025 together with the Directors’ and Auditors’ Reports thereon, having been circulated to all the shareholders within the prescribed period, were tabled before the Meeting.

Mr. Yap Wei Sam informed the Meeting that the AFS was meant for discussion only as it would not require approval from the members in accordance with Section 340(1)(a) of the Companies Act, 2016. Hence, this Agenda item was not put forward for voting.

Mr. Yap Wei Sam then declared the AFS for the financial year ended 31 August 2025 have, in accordance with the Companies Act, 2016 been properly laid and received.

Mr. Patrick then proceeds with the questions and answers as follows:-

- 1) The AFS 2025 indicates that the profit is lower than 2024, will the financial year 2026 be better than 2025? (*Proxy: Leo Ann Puat*)

The revenue in 2024 is lower but the profit is higher was mainly due to a financial arrangement and accounting treatment recognition which revenue will only be recognized once the land development commences. The Company has recently launched two projects, which are expected to contribute positively to revenue growth once development activities commences.

- 2) Is there any medium to long term plan for the Company? (*Proxy: Leo Ann Puat*)

The Company has recently launched two projects, and Management anticipates that these will contribute to an increase in profits. Moving forward, the project in Bayu Selayang Heights is expected to drive higher sales.

5. DECLARATION OF A FIRST AND FINAL SINGLE TIER DIVIDEND OF 1.0 SEN PER ORDINARY SHARE IN RESPECT OF THE FINANCIAL YEAR ENDED 31 AUGUST 2025

The next item on the Agenda was the declaration of a first and final single tier dividend of 1.0 sen per ordinary share in respect of the financial year ended 31 August 2025. The proposed dividend, if approved, would be payable on 19 March 2026 to all shareholders of the Company whose names registered in the Record of Depositors at the close of business on 12 March 2026.

With no questions from the floor, Mr. Yap Wei Sam then requested a proposer and a seconder for the motion. The motion was duly proposed by Wong Wai Tsung and seconded by Yap Beow Teong.

6. DIRECTORS’ FEES OF UP TO RM267,000.00 FOR THE PERIOD FROM 26 FEBRUARY 2026 UNTIL THE NEXT ANNUAL GENERAL MEETING IN YEAR 2027

The next item on the Agenda was to approve the payment of directors’ fees of RM267,000.00 for the period from 26 February 2026 until the next Annual General Meeting in year 2027.

With no questions from the floor, Mr. Yap Wei Sam then requested a proposer and a seconder for the motion. The motion was duly proposed by Lee Gim Yim and seconded by Wong Wai Tsung.

7. DIRECTORS' ALLOWANCES OF UP TO RM27,000.00 FOR THE PERIOD FROM 26 FEBRUARY 2026 UNTIL THE NEXT ANNUAL GENERAL MEETING IN YEAR 2027

The next item on the Agenda was to approve the payment of directors' allowances of up to RM27,000.00 for the period from 26 February 2026 until the next Annual General Meeting in year 2027.

With no questions from the floor, Mr. Yap Wei Sam then requested a proposer and a seconder for the motion. The motion was duly proposed by Wong Wai Tsung and seconded by Woo Lai Fong.

8. RE-ELECTION OF DIRECTORS PURSUANT TO CLAUSE 97 OF THE COMPANY'S CONSTITUTION

Mr. Yap Wei Sam informed the Meeting that the next item on the agenda was related to the re-election of himself. As he had interest in the proposed resolution, Encik Hidzir Bin Yahya, the Independent Director of the Company was invited to take over the Chair to put forth the resolution.

(a) RE-ELECTION OF MR. YAP WEI SAM

Encik Hidzir Bin Yahya proceeded to the agenda on the re-election of Mr. Yap Wei Sam as a Director of the Company, who was retiring pursuant to Clause 97 of the Company's Constitution.

With no questions from the floor, Encik Hidzir Bin Yahya then requested a proposer and a seconder for the motion. The motion was duly proposed by Rozita Binti Ramli and seconded by Woo Lai Fong.

(b) RE-ELECTION OF MADAM LOO YEOK BEE AS DIRECTOR

Mr. Yap Wei Sam continued with the next agenda on the re-election of Madam Loo Yeok Bee as a Director of the Company, who was retiring pursuant to Clause 97 of the Company's Constitution.

With no questions from the floor, Mr. Yap Wei Sam then requested a proposer and a seconder for the motion. The motion was duly proposed by Wong Wai Tsung and seconded by Loo Chee Chuan.

9. RE-APPOINTMENT OF AUDITORS, MESSRS BDO PLT

Mr. Yap Wei Sam proceeded to the next item on the agenda to consider the re-appointment of Messrs. BDO PLT as Auditors of the Company and to authorise the Directors to fix their remuneration.

The retiring Auditors, Messrs. BDO PLT had indicated their willingness to continue in office.

With no questions from the floor, Mr. Yap Wei Sam then requested a proposer and a seconder for the motion. The motion was duly proposed by Wong Wai Tsung and seconded by Loo Chee Chuan.

10. AUTHORITY TO ISSUE SHARES

The Meeting proceeded to consider the motion on the authority to issue shares pursuant to the Companies Act, 2016 (“General Mandate”) as set out in the Notice of 21st AGM. The Meeting noted that the motion, if passed, would empower the Directors of the Company to allot and issue new shares in the Company from time to time provided that the aggregate number of shares to be issued pursuant to the General Mandate does not exceed 10% of the total number of issued shares of the Company for the time being.

With no questions from the floor, Mr. Yap Wei Sam then requested a proposer and a seconder for the motion. The motion was duly proposed by Wong Wai Tsung and seconded by Yee Kent Sim.

11. PROPOSED RENEWAL OF THE EXISTING SHAREHOLDERS’ MANDATE FOR RECURRENT RELATED PARTY TRANSACTION OF A REVENUE OR TRADING NATURE

Mr. Yap Wei Sam informed the Meeting that the next item on the agenda was related to the Proposed Renewal of the existing shareholders’ Mandate for recurrent related party transactions of a revenue or trading nature (“Proposed Renewal Shareholders’ Mandate”). As he had interest in the proposed resolution, Encik Hidzir Bin Yahya, the Independent Director of the Company, was invited to take over the Chair to put forth the resolution.

The Circular to Shareholders in connection thereto had been sent to all shareholders on 30 December 2025 together with the Annual Report. The recurrent related party transactions were recurring transactions of a revenue and trading nature which are necessary for Group’s day-to-day operations and were in the ordinary course of business of the Group and made on an arm’s length basis and on normal commercial terms and which were not prejudicial to the interest of the shareholders.

The full text of the resolution was set out in the Notice of Meeting, and the details of the proposal had been clearly set out in Part A of the Circular to Shareholders dated 30 December 2025.

The interested directors, Tan Sri Dato’ Seri Chairman and Mr Yap Wei Sam together with the persons connected to them would abstain from deliberating, approving and voting on the proposed resolution.

With no questions from the floor, Encik Hidzir Bin Yahya then requested a proposer and a seconder for the motion. The motion was duly proposed by Wong Wai Tsung and seconded by Woo Lai Fong.

12. PROPOSED RENEWAL OF AUTHORITY FOR SHARE BUY-BACK

Mr. Yap Wei Sam moved on to the next item on the agenda which was to consider and if thought fit, to pass an Ordinary Resolution for proposed renewal of shareholders' mandate for share buy-back as explained in the Share Buy-Back Statements circulated to shareholders on 30 December 2025 for approval.

The full text of the resolution was set out in the Notice of Meeting and the details of the proposal had been clearly set out in Part B of the Statement to Shareholders dated 30 December 2025.

Mr. Patrick then proceeds with the questions and answer as follows:-

- 1) What are the main criteria for the Company to buy back its shares? (*Proxy: Leo Ann Puat*)

The Directors and Management will take into account market conditions and the Company's overall share price when determining whether to proceed with any share buybacks.

With no questions from the floor, Mr. Yap Wei Sam then requested a proposer and a seconder for the motion. The motion was duly proposed by Fazrol Bin Sapuan and seconded by Wong Wai Tsung.

13. ANY OTHER BUSINESS

Mr. Yap Wei Sam confirmed that no notice was received to transact any other business at the Meeting

14. POLLING SESSION

The Company Secretary brief the shareholders on the polling procedures.

15. ANNOUNCEMENT OF POLL RESULTS

Mr. Yap Wei Sam called the meeting to order for the declaration of the following poll results:-

Ordinary Resolution 1: Declaration of a First and Final Single Tier Dividend of 1.0 sen per Ordinary Share in respect of the Financial Year Ended 31 August 2025

Resolution	For		Against	
	No. of Shares	%	No. of Shares	%
Ordinary Resolution 1	98,302,225	100.0000	0	0.0000

Mr. Yap Wei Sam declared that Ordinary Resolution 1 was duly carried unanimously as follows:-

“Ordinary Resolution 1

- **Declaration of a First and Final Single Tier Dividend of 1.0 sen per ordinary share in respect of the financial year ended 31 August 2025**

THAT a first and final single tier dividend of 1.0 sen per ordinary share in respect of the financial year ended 31 August 2025 be and is hereby approved.”

Ordinary Resolution 2: Payment of Directors’ Fees of up to RM267,000.00 for the period from 26 February 2026 until the next Annual General Meeting in the year 2027

Resolution	For		Against	
	No. of Shares	%	No. of Shares	%
Ordinary Resolution 2	98,302,225	100.0000	0	0.0000

Mr. Yap Wei Sam declared that Ordinary Resolution 2 was duly carried unanimously as follows:-

“Ordinary Resolution 2

- **Payment of Directors’ Fees of up to RM267,000.00 for the period from 26 February 2026 until the next Annual General Meeting in the year 2027**

THAT the payment of Directors’ fees of up to RM267,000.00 for the period from 26 February 2026 until the next Annual General Meeting in the year 2027 be hereby approved.”

Ordinary Resolution 3: Payment of Directors’ Allowances of up to RM27,000.00 for the period from 26 February 2026 until the next Annual General Meeting in the year 2027

Resolution	For		Against	
	No. of Shares	%	No. of Shares	%
Ordinary Resolution 3	98,301,875	99.9999	100	0.0001

Mr. Yap Wei Sam declared that Ordinary Resolution 3 was duly carried by majority as follows:-

“Ordinary Resolution 3

- **Payment of Directors’ Allowances of up to RM27,000.00 for the period from 26 February 2026 until the next Annual General Meeting in the year 2027**

THAT the payment of Directors’ allowances of up to RM27,000.00 for the period from 26 February 2026 until the next Annual General Meeting in the year 2027 be hereby approved.”

Ordinary Resolution 4: Re-election of Mr. Yap Wei Sam

Resolution	For		Against	
	No. of Shares	%	No. of Shares	%
Ordinary Resolution 4	98,300,125	99.9979	2,100	0.0021

Mr. Yap Wei Sam declared that Ordinary Resolution 4 was duly carried by majority as follows:-

“Ordinary Resolution 4

- **Re-election of Mr. Yap Wei Sam**

THAT Mr. Yap Wei Sam retiring pursuant to Clause 97 of the Company’s Constitution, be re-elected as a Director of the Company.”

Ordinary Resolution 5: Re-election of Madam Loo Yeok Bee

Resolution	For		Against	
	No. of Shares	%	No. of Shares	%
Ordinary Resolution 5	98,300,225	99.9980	2,000	0.0020

Mr. Yap Wei Sam declared that Ordinary Resolution 5 was duly carried by majority as follows:-

“Ordinary Resolution 5

- **Re-election of Madam Loo Yeok Bee**

THAT Madam Loo Yeok Bee retiring pursuant to Clause 97 of the Company’s Constitution, be re-elected as a Director of the Company.”

Ordinary Resolution 6: Re-appointment of Auditors, Messrs BDO PLT

Resolution	For		Against	
	No. of Shares	%	No. of Shares	%
Ordinary Resolution 6	98,300,225	99.9980	2,000	0.0020

Mr. Yap Wei Sam declared that Ordinary Resolution 6 was duly carried by majority as follows:-

“Ordinary Resolution 6

- **Re-appointment of Auditors, Messrs BDO PLT**

THAT Messrs BDO PLT be hereby re-appointed as the Company’s Auditors for the ensuing year **AND THAT** the Board of Directors be authorised to fix their remuneration.”

Ordinary Resolution 7: Authority to issue shares

Resolution	For		Against	
	No. of Shares	%	No. of Shares	%
Ordinary Resolution 7	98,301,875	99.9996	350	0.0004

Mr. Yap Wei Sam declared that Ordinary Resolution 7 was duly carried by majority as follows:-

“Ordinary Resolution 7

- Authority to issue shares

THAT subject always to the Companies Act, 2016, Constitution of the Company and approvals of the relevant governmental/regulatory bodies where such approvals shall be necessary, the Directors be and are hereby authorised and empowered pursuant to Section 75 of the Companies Act, 2016 to allot and issue shares in the Company at any time until the conclusion of the next Annual General Meeting and upon such terms and conditions and for such purposes as the Directors may, in their absolute discretion, deem fit, provided that the aggregate number of shares issued pursuant to this resolution does not exceed 10% of the total number of issued shares for the time being of the Company and that the Directors be and are also empowered to obtain the approval for the listing of and quotation for the additional shares so issued on Bursa Malaysia Securities Berhad.

AND THAT the Directors of the Company whether solely or jointly, be authorised to complete and do all such acts and things (including executing such relevant documents) as he/she/they may consider necessary, expedient or in the interest of the Company to give effect to the aforesaid mandate.”

Ordinary Resolution 8: Proposed Renewal of the Existing Shareholders’ Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature

Resolution	For		Against	
	No. of Shares	%	No. of Shares	%
Ordinary Resolution 8	17,828,450	100.0000	0	0.0000

Mr. Yap Wei Sam declared that Ordinary Resolution 8 was duly carried unanimously as follows:-

“Ordinary Resolution 8

- Proposed Renewal of the Existing Shareholders’ Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature

THAT approval be and is hereby given to the Company and/or its subsidiary companies to renew the mandate from the shareholders of the Company for the Company and/or its subsidiary companies to enter into and give effect to Recurrent Related Party Transactions of a revenue or trading nature with specified classes of the Related Parties as stated in Part A of the Circular to Shareholders dated 30 December 2025 (“Circular”) which are necessary for the Group’s day-to-day operations in the ordinary course of business on terms not more favourable to the Related Parties than those generally available to the public and not detrimental to minority shareholders of the Company **AND THAT**, such approval shall continue to be in force until:-

- (a) the conclusion of the next Annual General Meeting (“AGM”) of the Company following the general meeting at which such mandate was passed, at which time it will lapse, unless by a resolution passed at the AGM, the authority is renewed; or
- (b) the expiration of the period within which the next AGM of the Company after the date is required to be held pursuant to Sections 340(1) and 340(2) of the Companies Act, 2016 (“the Act”) (but shall not extend to such extension as may be allowed pursuant to Section 340(4) of the Act); or

(c) revoked or varied by resolution passed by the shareholders in general meeting,

whichever is earlier, disclosure will be made in the annual report of the aggregate value on the transactions conducted during the financial year pursuant to the shareholders' mandate;

AND FURTHER THAT the Directors be and are hereby authorised to complete and do all such acts and things (including executing such documents as may be required) as they may consider expedient or necessary to give effect to this resolution."

Ordinary Resolution 9: Proposed Renewal of Authority for Share Buy-Back

Resolution	For		Against	
	No. of Shares	%	No. of Shares	%
Ordinary Resolution 9	98,302,125	99.9999	100	0.0001

Mr. Yap Wei Sam declared that Ordinary Resolution 9 was duly carried by majority as follows:-

"Ordinary Resolution 9

- Proposed Renewal of Authority for Share Buy-Back

THAT subject to the Companies Act, 2016 ("the Act"), rules, regulations and orders made pursuant to the Act, provisions of the Company's Constitution, the Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities") and any other relevant authorities, the Company be and is hereby authorised to purchase such amount of ordinary shares in the Company as may be determined by the Directors of the Company from time to time through Bursa Securities upon such terms and conditions as the Directors may deem fit and expedient in the interest of the Company PROVIDED THAT:-

- (a) the aggregate number of ordinary shares in the Company which may be purchased and/or held by the Company shall not exceed 10% of the total number of issued shares of the Company as quoted on Bursa Securities as at the point of purchase;
- (b) the maximum funds to be allocated by the Company for the purpose of purchasing the shares shall not exceed the Company's latest audited retained profits;
- (c) the authority conferred by this resolution will commence immediately upon passing of this ordinary resolution and will continue to be in force until:-
 - (i) the conclusion of the next Annual General Meeting ("AGM") of the Company following the general meeting at which this resolution was passed at which time it shall lapse unless by an 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 after that date 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.

THAT the Directors of the Company be and are hereby authorised to cancel all the shares or any part thereof so purchased or to retain all the shares so purchased as treasury shares (of which may be distributed as dividends to shareholders and/or resold on Bursa Securities and/or subsequently cancelled), or to retain part of the shares so purchased as treasury shares and cancel the remainder, and in any other manner as prescribed by the Act, rules, regulations and orders made pursuant to the Act, the Listing Requirements of Bursa Securities and any other relevant authorities for the time being in force,

AND THAT the Directors of the Company be and are hereby authorised to take all such steps as are necessary or expedient to implement, finalise or to effect the aforesaid share buy-back with full powers to assent to any conditions, modifications, variations and/or amendments as may be required or imposed by the relevant authorities and to do all such acts and things (including executing all documents) as the Directors may deem fit and expedient in the best interest of the Company.”

16. CLOSURE OF MEETING

As there was no other matter to be discussed, for which due notice had been given in accordance with the Companies Act, 2016, the meeting concluded at 11.05 a.m. with a vote of thanks to Tan Sri Dato’ Seri Chairman and the Board of Directors.

Confirmed as a correct record,

TAN SRI DATO’ SERI YAP SUAN CHEE
CHAIRMAN

Date: 25 March 2026