

UEM EDGENTA BERHAD
(Company No. 196301000166 (5067-M))
(Incorporated in Malaysia)

**SUMMARY RECORD OF THE PROCEEDINGS OF
THE EXTRAORDINARY GENERAL MEETING ("EGM")**

VENUE : **THE SUMMIT 1 BALLROOM (LEVEL M1), THE VERTICAL, CONNEXION CONFERENCE & EVENT CENTRE, BANGSAR SOUTH CITY, NO. 8, JALAN KERINCHI, 59200 KUALA LUMPUR**

DATE : **THURSDAY, 2 APRIL 2026**

TIME : **2.00 P.M.**

PRESENT:

- | | | |
|-----|-----------------------------------|---|
| 1. | YBhg. Tan Sri Dr. Azmil Khalid | - Independent Non-Executive Chairman |
| 2. | En. Shaiful Zahrin Subhan | - Managing Director/Chief Executive Officer |
| 3. | YBhg. Datuk Amran Hafiz Affifudin | - Non-Independent Non-Executive Director |
| 4. | YDH Dato' George Stewart LaBrooy | - Independent Non-Executive Director |
| 5. | Pn. Rowina Ghazali Seth | - Independent Non-Executive Director |
| 6. | Ms. Jenifer Thien | - Independent Non-Executive Director |
| 7. | En. Mohd Asrul Ab Rahim | - Non-Independent Non-Executive Director |
| 8. | Pn. Nurul Iman Mohd Zaman | - Non-Independent Non-Executive Director |
| 9. | YBhg. Dato' Dr. Omar Abd Hamid | - Independent Non-Executive Director |
| 10. | Mr. Simon Kua Choo Kai* | - Independent Non-Executive Director |

IN ATTENDANCE:

- | | | |
|----|------------------------|---------------------|
| 1. | Ms. Lau Yen Hoon (Ann) | - Company Secretary |
|----|------------------------|---------------------|

**Attended via video-conferencing*

1. WELCOMING REMARKS

Tan Sri Dr. Azmil Khalid, the Chairman of the Meeting ("**Chairman**"), welcomed all shareholders, corporate representatives, proxy holders and invited guests to the meeting.

He then proceeded to introduce the members of the Board and the Company Secretary who were in attendance. He also informed that Mr. Simon Kua Choo Kai, an Independent Director, attended the meeting virtually as he was overseas due to a prior commitment.

The Chairman informed that the Senior Management team of the Company and the following advisers for the Proposed Selective Capital Reduction and Repayment Exercise of the Company pursuant to Section 116 of the Companies Act 2016 ("**Proposed SCR**") were present at the meeting:-

- CIMB Investment Bank Berhad, the Principal Adviser;
- Berjaya Securities Sdn Bhd, the Independent Adviser; and
- Mah Kamariyah & Phillip Koh, the Legal Adviser,

(collectively referred to as "**Advisers**").

He also introduced the representative from Messrs Ernst & Young, the External Auditors of the Company.

2. QUORUM

It was confirmed that there was sufficient quorum in accordance with Article 70 of the Constitution of the Company. The Chairman then called the meeting to order.

3. NOTICE OF MEETING

The Notice of the EGM was issued and published in New Straits Times on 6 March 2026 and was, with the consent of the meeting, taken as read.

4. PROCEDURES OF MEETING

The Chairman reported that the Company received a total of 127 proxy forms and corporate representative forms from shareholders for a total of 694,949,313 ordinary shares representing 83.57% of the issued and paid-up share capital of the Company. Out of those, 35 shareholders had appointed the Chairman of the Meeting as proxy to vote for and on their behalf and the shares so represented were 90,039,479 ordinary shares representing 10.83% of the issued and paid-up share capital of the Company.

The Chairman informed that pursuant to the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, the resolution set out in the Notice of EGM would be voted by poll and in view thereof, the resolution to be put to vote shall be decided on a poll.

He further informed that the Company had appointed Boardroom Share Registrars Sdn Bhd as the Poll Administrator and Aldpro Corporate Services Sdn Bhd as Independent Scrutineer to verify the poll results.

The shareholders and proxy holders were then briefed on the e-polling steps and instructions.

5. PRESENTATION BY CIMB INVESTMENT BANK

Mr Terence Choong, representative from CIMB Investment Bank Berhad, presented the overview and explanation on the Proposed SCR, which included the following:

- i) Details of the Proposed SCR;
- ii) Rationale for the Proposed SCR;
- iii) Approvals required; and
- iv) Estimated timeframe for completion.

6. PRESENTATION BY BERJAYA SECURITIES SDN BHD

Mr Cheah Wei Han, representative from Berjaya Securities Sdn Bhd, presented the summary and highlights of independent view on the Proposed SCR, which included the following details:

- i) Fairness of the Proposed SCR;
- ii) Reasonableness of the Proposed SCR; and
- iii) Conclusion and recommendation.

With the proposer and seconder for the motion, the Chairman proceeded with the business of the EGM.

7. QUESTION & ANSWER SESSION

7.1 Questions received from a shareholder prior to the EGM were addressed by the Chairman, Managing Director/Chief Executive Officer (“MD/CEO”), representative from UEM Group Berhad or Offeror and/or the Advisers respectively. A snapshot of the questions and responses which encompasses the following were also projected for the benefit of the shareholders and proxy holders present:-

- a) Reasonableness of the Proposed SCR.
- b) Non-Interested Directors’ recommendation.
- c) Rationale and basis of the Proposed SCR.
- d) The Company’s business and financial performance.
- e) Future plans for the Company.

7.2 The Chairman then invited questions from the floor. The shareholders/proxy holders and the representative of Minority Shareholder Watch Group enquired on the following, which were addressed by the Chairman, MD/CEO, Senior Management and/or Advisers respectively:-

- a) whether a public listed company can be forced to maintaining contract with losses, and whether any renegotiation or exit options are available, either presently or upon expiry of the contract term in March 2028.
- b) whether the Board had provided the segmented valuation of Edgenta NXT’s Asseto SaaS platform to the IA and UETrack, the international healthcare digital solution offering, as opposed to the offer price of RM1.10 per share adopting a bundled valuation at a discount to the net assets of the Company.
- c) whether the Board had engaged other independent third-party adviser(s) for second opinion in addition to the Independent Adviser, Berjaya Securities Sdn Bhd.
- d) the timing for the offer, specifically after the major impairment was carried out by the Company.
- e) the cash flow projections for the financial years (FY) 2026 to 2030.
- f) whether the offer price of RM1.10 is final or subject to negotiation for a higher consideration.
- g) the conditions required for shareholders’ approval of the Special Resolution tabled.
- h) breakdown of the professional fees for the Proposed SCR amounting to RM2.2 million.
- i) the total shares registered and votes cast during the question & answer session.
- j) the rationale for adopting a two (2)-year volume-weighted average price (VWAP) period, as opposed to longer periods (e.g. five or ten years).
- k) update on the hospital support services concession.

8. SPECIAL RESOLUTION

- PROPOSED SELECTIVE CAPITAL REDUCTION AND REPAYMENT EXERCISE UNDER SECTION 116 OF THE COMPANIES ACT, 2016 ("ACT") ("PROPOSED SCR")

The Chairman informed that Special Resolution was to seek Non-Interested Shareholders' approval on the Proposed SCR via a Special Resolution.

Details on the Proposed SCR were set out in the Circular to Shareholders which had been dispatched to all shareholders on 6 March 2026, and available for download on the Company's corporate website.

9. VOTING SESSION

The Chairman informed that the voting session would be available and opened for another 10 minutes and reminded shareholders/proxy holders to cast their votes.

He further informed that the Meeting would be adjourned for voting session and verification of poll votes by the Independent Scrutineer. He added that the Meeting would resume once the verified poll voting results were received.

10. ANNOUNCEMENT OF POLL RESULTS

At 4.22 p.m., the meeting was called to order for the declaration of results. The Chairman informed that he had received the poll results which had been duly verified by the Independent Scrutineer, Aldpro Corporate Services Sdn Bhd.

The poll results were projected on the screen for the benefit of all shareholders and proxy holders present at the EGM. A copy of the result was attached to the minutes as **Appendix A**.

The Chairman declared that the resolution was **CARRIED** as follows:-

Special Resolution

THAT, subject to the relevant approvals being obtained from all relevant authorities and parties as well as the order granted by the High Court of Malaya ("**High Court**") for the reduction of the share capital of the Company under Section 116 of the Act, approval be and is hereby given to UEM Edgenta to undertake and effect the Proposed SCR in the following manner:

- (i) to undertake a bonus issue of up to 114,247,425 new ordinary shares of UEM Edgenta ("**UEM Edgenta Share(s)**") ("**Bonus Shares**") to be issued as fully paid-up to all the shareholders of UEM Edgenta (other than UEM Group Berhad ("**Non-Entitled Shareholder**")) whose names appear in the Record of Depositors and/or register of members of UEM Edgenta as at 5.00 p.m. on the entitlement date to be determined and announced later by the board of directors of UEM Edgenta ("**Board**") in respect of the Proposed SCR ("**Entitlement Date**") ("**Entitled Shareholders**"), by way of capitalising up to RM114,247,425 from the capital reserves of UEM Edgenta, in order to increase the share capital of UEM Edgenta up to a level which is sufficient for the capital reduction ("**Proposed Bonus Issue**"). The Proposed Bonus Issue is purely to facilitate the implementation of the Proposed SCR.

The Non-Entitled Shareholder will waive its entitlement to the Bonus Shares to be issued pursuant to the Proposed Bonus Issue. The Bonus Shares issued under the Proposed Bonus Issue will be cancelled immediately after issuance to facilitate the implementation of the

Proposed SCR. As such, the Bonus Shares will not be credited into the Central Depository System accounts of the Entitled Shareholders and will not be listed on the Official List of Bursa Malaysia Securities Berhad;

- (ii) immediately after the Proposed Bonus Issue, to undertake a selective capital reduction to cancel all UEM Edgenta Shares, including the Bonus Shares, save for the UEM Edgenta Shares which are held by the Non-Entitled Shareholder as at the Entitlement Date; and
- (iii) thereafter, to effect the capital repayment of RM1.10 in cash for each existing UEM Edgenta Share held by the Entitled Shareholders on the Entitlement Date which have been cancelled.

THAT pursuant to the Proposed SCR, the Board be and is hereby authorised to take all such steps as they may deem necessary in connection with the Proposed SCR including:

- (i) to determine the Entitlement Date and date of settlement of the capital repayment;
- (ii) to allot the Bonus Shares and to deal with any and all fractions of a sen and of a share that may arise in connection with the Proposed Bonus Issue, where applicable, in the best interest of UEM Edgenta;
- (iii) to file an application to seek the confirmation from the High Court for the reduction of share capital under Section 116 of the Act;
- (iv) to lodge a copy of the order of the High Court granted pursuant to Section 116 of the Act confirming the reduction of share capital with the Registrar of Companies pursuant to Section 116(6) of the Act on such date as the Board may determine;
- (v) subject to the order of the High Court being granted pursuant to Section 116 of the Act with regard to the Proposed SCR and after the Proposed Bonus Issue, to effect the capital repayment of RM1.10 in cash for each UEM Edgenta Share held by the Entitled Shareholders on the Entitlement Date;
- (vi) to assent to any terms, conditions, stipulations, modifications, variations and/or amendments as the Board may deem fit, necessary and/or expedient in the best interests of UEM Edgenta or as a consequence of any requirements imposed by the relevant authorities, the High Court and/or by the Registrar of Companies and/or as may be required to comply with any applicable laws, in relation to the Proposed SCR; and
- (vii) to do all such acts, deeds and/or things as the Board may consider fit, necessary and/or expedient in the best interest of UEM Edgenta in order to implement, finalise, complete and to give full effect to the Proposed SCR, including to execute any documents, to enter into any arrangements and/or agreements with any party and to give any undertakings.

11. CONCLUSION

There being no other business to be transacted, the Chairman thanked all shareholders/proxy holders for their participation at the EGM.

The meeting ended at 4.25 p.m.

*****end*****



2 April 2026

The Chairman of the Extraordinary General Meeting
UEM EDGENTA BERHAD
 Level 17, Menara UEM
 Tower 1, Avenue 7
 The Horizon, Bangsar South City
 No. 8, Jalan Kerinchi
 59200 Kuala Lumpur

Dear Chairman,

RE: INDEPENDENT SCRUTINEERS' REPORT ON POLL RESULT AT EXTRAORDINARY GENERAL MEETING ("EGM") OF UEM EDGENTA BERHAD ("UEM EDGENTA" or "COMPANY") IN RELATION TO THE PROPOSED SELECTIVE CAPITAL REDUCTION AND REPAYMENT EXERCISE OF UEM EDGENTA UNDER SECTION 116 OF THE COMPANIES ACT, 2016 ("ACT") ("PROPOSED SCR")

We, Aldpro Corporate Services Sdn Bhd, having been duly appointed as the Independent Scrutineer for the purpose of the EGM of the Company held on Thursday, 2 April 2026, hereby present our report on the poll conducted in respect of the resolution tabled at the said meeting.

Based on the information provided by the poll administrator and the votes cast by shareholders, including authorised representatives and proxy holders present at the EGM, we confirm that the voting process was carried out in accordance with the applicable requirements, and the results are summarised below: -

	In terms of number		In terms of value	
	No. of disinterested shareholders	%	No. of disinterested shares	%
Voted For	137	55.4656	114,177,520	97.0937
Voted Against	110	44.5344	3,417,624	2.9063
Total	247	100.0000	117,595,144	100.0000

	No. of shares	%
Total number of disinterested shares	256,656,055	100.0000
Total voting shares casted against	3,417,624	1.3316

Thank you.

Yours faithfully
ALDPRO CORPORATE SERVICES SDN. BHD.

Rachel Chua
 Director