

SKYGATE SOLUTIONS BERHAD
(Formerly known as EWEIN BERHAD)
Company No.: 200601023136 (742890-W)
(Incorporated in Malaysia)

MINUTES OF ANNUAL GENERAL MEETING

MINUTES OF THE 19TH ANNUAL GENERAL MEETING HELD AT ICONIC MARJORIE HOTEL, 239A, JALAN SULTAN AZLAN SHAH, 11900 BAYAN LEPAS, PULAU PINANG ON MONDAY, 16 JUNE 2025 AT 10.00 A.M.

ATTENDANCE: As per attendance list

1. COMMENCEMENT

At 10:00 a.m., the Chairman of the Meeting, Mr Tay Seng Chew called the Meeting to order and welcomed all members and proxies (collectively referred to as "Members") participating the Company's 19th Annual General Meeting ("19th AGM" or "the Meeting").

2. QUORUM

The Meeting was called to order as the Company Secretary confirmed that the quorum was present.

3. NOTICE OF MEETING

The notice of 19th AGM having been circulated within the statutory period was taken as read.

4. PROCEDURES TO CONVENE THE AGM

The Chairman informed the Members that in compliance with the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in the Notice of the 19th AGM are to be voted by poll and the Company had to appoint at least one scrutineer to validate the votes cast.

The Chairman also informed the Members that the Company had appointed Mega Corporate Services Sdn Bhd as Polling Administrator to conduct the electronic voting ("e-voting") and SharePolls Sdn Bhd had been appointed as the Independent Scrutineer to oversee the conduct of the voting and scrutinise the votes cast.

Ms. Chan Chea Fang and Mr. Poh Chun Ching offered themselves to be the proposer and seconder respectively for all the motions stated in the notice of the Meeting.

The Chairman then presented the agenda of the 19th AGM as follows:-

5. AGENDA 1 - TO RECEIVE THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2024 AND THE REPORTS OF THE DIRECTORS AND AUDITORS THEREON

Shareholders were informed by the Chairman that the Audited Financial Statements ("AFS") for the financial year ended 31 December 2024 ("FY 2024") were for discussion purposes only as the provision of Section 340(1)(a) of the Companies Act 2016 does not require Members' approval for the AFS. Therefore, this item was not put forward for voting.

It was noted that there were no questions from the floor pertaining to the AFS for FY 2024.

The Chairman informed the Meeting that the Company's AFS for FY 2024 together with the reports of the Directors and Auditors were duly tabled and received by the Members before the Meeting.

**6. ORDINARY RESOLUTION 1
TO APPROVE THE PAYMENT OF DIRECTORS' FEES AND DIRECTORS' BENEFITS
OF RM355,000.00 FOR THE FINANCIAL YEAR ENDING 31 DECEMBER 2025.**

The Chairman informed the Meeting that the Ordinary Resolution 1 was to approve the payment of Directors' Fees and Directors' Benefits of RM355,00.00 for the financial year ending 31 December 2025.

**7. ORDINARY RESOLUTION 2
TO RE-ELECT MR TAY SENG CHEW WHO RETIRES IN ACCORDANCE WITH THE
ARTICLE 95 OF THE COMPANY'S CONSTITUTION.**

**ORDINARY RESOLUTION 3
TO RE-ELECT PUAN MAZLINA BINTI MOHAMAD WHO RETIRES IN ACCORDANCE
WITH THE ARTICLE 95 OF THE COMPANY'S CONSTITUTION.**

The Chairman informed that the Ordinary Resolutions 2 and 3 were on the re-election of himself and Puan Mazlina Binti Mohamad respectively as Directors of the Company. Both of them retired in accordance with Article 95 of the Constitution of the Company and being eligible, had offered themselves for re-election.

**8. ORDINARY RESOLUTION 4
TO RE-APPOINT MESSRS. GRANT THORNTON MALAYSIA PLT AS AUDITORS OF
THE COMPANY UNTIL THE CONCLUSION OF THE NEXT AGM AND TO AUTHORISE
THE DIRECTORS TO FIX THEIR REMUNERATION.**

The Chairman informed that the Ordinary Resolution 4 was in relation to the re-appointment of Messrs. Grant Thornton Malaysia PLT as Auditors of the Company and to authorise the Directors to fix their remuneration.

**9. ORDINARY RESOLUTION 5
AUTHORITY TO ALLOT AND ISSUE SHARES PURSUANT TO SECTIONS 75 AND 76
OF THE COMPANIES ACT, 2016**

The Chairman proceeded to the Special Business and explained that the Ordinary Resolution 5 was to obtain approval from the Members to empower the Directors to allot and issue shares up to an aggregate number not exceeding 10% of the issued shares of the Company.

He added that the Board sought the Members' consent on the resolution as it would provide flexibility to the Company for any possible fund raising activities, including but not limited to further placement of shares, for purpose of funding future investment projects, working capital and/or acquisitions as well as to avoid any delay and cost in convening general meetings to specifically approve such an issuance of shares.

**10. ORDINARY RESOLUTION 6
AUTHORITY TO PURCHASE ITS OWN SHARES**

The Chairman informed the Meeting that the Ordinary Resolution 6 was to authorise the Company to purchase its own shares through Bursa Securities up to a maximum of 10% of the total number of issued shares of the Company as quoted on Bursa Securities as at the point of purchase.

He then informed the Meeting that the further information on the proposed authority to purchase the Company's own shares was set out under the Share Buy-Back Statement dated 30 April 2025.

The question received from shareholders Mr Khor Hock Lai:

Why did the Company choose to proceed with a share buyback instead of paying dividends to shareholders?

Mr. Tay Seng Chew replied that the Management is exploring to distribute the treasury shares to employees in order to retain talents which is in line with the Group's expansion plan.

**11. ORDINARY RESOLUTION 7
PROPOSED NEW AND RENEWAL SHAREHOLDERS' MANDATE FOR RECURRENT
RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE
("PROPOSED SHAREHOLDERS' MANDATE")**

The Chairman informed the Meeting that the Ordinary Resolution 7 was on the proposed renewal of shareholders' mandate for recurrent related party transactions of a revenue or trading nature.

He added that the Ordinary Resolution 7 if approved by the shareholders would authorise the Company and/or its subsidiaries to enter into recurrent related party transactions with the related parties.

He proceeded to inform the Meeting that the authority would, unless revoked or varied by the Company in general meeting, would expire at the next AGM of the Company. He then referred the Members to the Circular to Shareholders dated 30 April 2025 for more information.

The Chairman further informed the Members that before considering the Ordinary Resolution 7, the interested directors, major shareholders and persons connected with them as listed in Section 6 on pages 15 to 16 of the Circular are deemed interested in the proposed shareholders' mandate and accordingly, they would abstain from voting on the resolution.

**12. ORDINARY RESOLUTIONS 8
RETENTION OF MR. TAN YEN YEOW AS INDEPENDENT NON-EXECUTIVE
DIRECTOR**

The Chairman informed the Meeting that the Ordinary Resolution 8 was in relation to the retention of Mr. Tan Yen Yeow as Independent Non-Executive Director.

13. OTHER BUSINESS

The Chairman informed the Members that no notice for any other business was received.

The question received from a shareholder Ms Lim Seow Im:

Why was there no dividend distribution to shareholders?

Mr Tay Seng Chew replied that the Company aimed to build up sufficient treasury stock and strengthen its manufacturing base. The Company was still undergoing several internal changes in line with its existing long-term vision.

The Company also focused on expanding its manufacturing capacity to support future growth. Once these strategic priorities had been addressed, the Company would revisit the possibility of declaring dividends at a later stage.

14. POLLING PROCESS

The Chairman then handed over the floor to the representative of the Polling Administrator to brief the Members on the e-voting procedures to be carried out.

At 10.20 a.m. Members were asked to proceed to cast the vote by scanning the QR code on their wristband using mobile phone or proceed to the e-voting kiosk located behind of the meeting room to cast their votes.

The casting of votes by the Members were duly observed by the Scrutineer.

With consent from the Members, the Meeting was adjourned at 10.25 a.m. after Members had duly casted their votes. The Meeting reconvened at 10.33 a.m.

Upon receipt of report from the Scrutineer, the Chairman announced that all the Ordinary Resolutions were carried. The results of the poll were also projected for ease of view by all Members. The voting results are attached to this minute as follow: -

No.	Resolution(s)	Vote For			Vote Against			Total Votes		
		No. of Accounts	No. of Shares	%	No. of Accounts	No. of Shares	%	No. of Accounts	No. of Shares	%
1	To approve the payment of Directors' fees and Directors' benefits amounting to RM355,000.00 for the financial year ending 31 December 2025.	34	190,898,940	99.9988	1	2,300	0.0012	35	190,901,240	100
2	To re-elect Mr. Tay Seng Chew as Director.	35	190,901,240	100.0000	0	0	0.0000	35	190,901,240	100
3	To re-elect Puan Mazlina Binti Mohamad as Director.	35	190,901,240	100.0000	0	0	0.0000	35	190,901,240	100
4	To re-appoint Messrs. Grant Thornton Malaysia PLT as Auditors of the Company.	35	190,901,240	100.0000	0	0	0.0000	35	190,901,240	100
5	To authorise Directors to allot and issue shares pursuant to Sections 75 and 76 of the Companies Act, 2016.	34	190,901,140	99.9999	1	100	0.0001	35	190,901,240	100
6	To approve the Proposed Renewal of the Shareholders' Mandate For Share Buy-Back.	33	190,898,840	99.9987	2	2,400	0.0013	35	190,901,240	100
7	To approve the Proposed New and Renewal Shareholders' Mandate For Recurrent Related Party Transactions.	31	27,231,668	100.0000	0	0	0.0000	31	27,231,668	100
8	Retention of Mr. Tan Yen Yeow as Independent Non-Executive Director.	1	134,871,155	100.0000	0	0	0.0000	1	134,871,155	100
	Tier 1	34	56,030,085	100.0000	0	0	0.0000	34	56,030,085	100
	Tier 2									

15. TERMINATION

There being no other matters to discuss, the Meeting ended at 10.38 a.m. with a vote of thanks to the Chairman.

CONFIRMED CORRECT,



TAY SENG CHEW
Chairman

Date: 16 June 2025