SBH MARINE HOLDINGS BERHAD
("SBH Holdings" or the "Company")
Registration No. 202101034350 (1434650-U)
(Incorporated in Malaysia)

MINUTES OF FOURTH ANNUAL GENERAL MEETING

MINUTES OF THE FOURTH ANNUAL GENERAL MEETING ("4th AGM") OF SBH HOLDINGS HELD AT CONFERENCE ROOM 1, O&G HOTEL PARIT BUNTAR, NO. 1, JALAN WAWASAN 2, TAMAN WAWASAN JAYA, 34200 PARIT BUNTAR, PERAK ON MONDAY, 25 MAY 2026 AT 9.00 A.M.

Present

Board of Directors

Tuan Haji Mohd Salim Bin Dulatti	Independent Non-Executive Chairman
Mr. Tan Boo Nam	Group Managing Director
Mr. Tan Yuak Ming	Deputy Managing Director
Mr. Tan Yuak Kwang	Deputy Managing Director
Mr. Saw Leng Hean	Executive Director
Dr. Cheah Soo Jin	Independent Non-Executive Director
Dato' Ts. Dr. Thian Boon Chung	Independent Non-Executive Director
Ms. Teoh Li Hoon	Independent Non-Executive Director
Mr. Tan Yok Jin	Alternate Director to Mr. Tan Boo Nam

In Attendance

Ms. Ooi Yoong Yoong	Company Secretary

By Invitation

Mr. Hng Chun Kia	Group Accountant
Ms. Chew Min Yi and Ms. Tan Zhi Ha representing BDO PLT	External Auditors
Puan Nor Faeayzah binti Mat Sani and Puan Nurul Ainee binti Ahmad Kabri representing Tricor Investor & Issuing House Services Sdn. Bhd.	Poll Administrator
Mr. Zac Liew and Mr. Marcus representing Scrutineer Solutions Sdn. Bhd.	Scrutineers

Shareholders/Proxies/Corporate Representatives/Management Team/ Guests
As per attendance list

CHAIRMAN OF THE MEETING

Tuan Haji Mohd Salim Bin Dulatti (Chairman) chaired the Meeting and extended a warm welcome to all present at the 4th AGM.

QUORUM

There being a quorum, the 4th Annual General Meeting was duly convened.

NOTICE OF MEETING

The notice convening the Meeting was tabled and taken as read.

PRELIMINARY

(a) The Chairman informed that visual or audio recording of the Meeting proceedings was strictly prohibited.

(b) The Chairman introduced each and every member of the Board of Directors ("Board") as well as the Company Secretary who were in attendance.

(c) The Chairman informed that the voting of the 4th AGM would be conducted on a poll in accordance with Rule 8.31A of ACE Market Listing Requirements of Bursa Malaysia Securities Berhad. For this purpose, the Chairman had exercised his right as the Chairman of the Meeting to demand for a poll in accordance with Article 16.5 of the Company's Constitution in respect of all resolutions which would be put to vote at the Meeting.

(d) The Chairman further informed that the Company had appointed Tricor Investor & Issuing House Services Sdn. Bhd. as Poll Administrator and Messrs Scrutineer Solutions Sdn. Bhd. as Scrutineers to verify the poll results. The polling process would be conducted upon conclusion of the deliberations of all items on the meeting agenda.

(e) The Chairman informed that there were 6 Ordinary Resolutions to be tabled for approval by the shareholders.

(f) The Chairman briefed the members, corporate representatives and proxies present of their right to participate, speak and vote on the resolutions set out in the Notice of 4th AGM dated 24 April 2026.

(g) The Chairman informed that a Question and Answer session would be held to address any questions from the shareholders.

1.0 AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 ("FYE 2025") TOGETHER WITH THE REPORTS OF THE DIRECTORS AND AUDITORS

1.1 The Chairman tabled the Audited Financial Statements for the FYE 2025 together with the Reports of the Directors and Auditors thereon to the members.

1.2 The Chairman invited questions from the floor, however, there were no questions raised.

1.3 The Chairman declared that the Audited Financial Statements for the FYE 2025 together with the Reports of the Directors and Auditors were received and duly tabled at the 4th AGM.

1.4 The Chairman explained that the Audited Financial Statements for the FYE 2025 were for discussion only under Agenda 1, as it did not require shareholders' approval. Therefore, it would not be put for voting.

2. 0 ORDINARY RESOLUTION 1
TO APPROVE THE PAYMENT OF DIRECTORS' FEES AND BENEFITS NOT EXCEEDING RM320,000 FOR THE PERIOD FROM 26 MAY 2026 TO THE 5th AGM OF THE COMPANY TO BE HELD IN 2027

2.1 The Chairman proceeded to Ordinary Resolution 1 that was to approve the payment of Directors' fees and benefits not exceeding RM320,000 for the period from 26 May 2026 to the 5th AGM of the Company to be held in 2027.

2.2 The Chairman advised all Directors who are also the shareholders of the Company to abstain from voting on the resolution concerning their fees and benefits.

3.0 ORDINARY RESOLUTION 2, 3 & 4
RE-ELECTION OF DIRECTORS OF THE COMPANY PURSUANT TO ARTICLE 18.3 OF THE COMPANY'S CONSTITUTION

3.1 The Chairman informed that the next agenda is on re-election of the Directors who retired pursuant to Article 18.3 of the Company's Constitution offered themselves for re-election as Directors of the Company, as follows: -

a) Mr. Tan Boo Nam under Ordinary Resolution 2
b) Dato' Ts Dr Thian Boon Chung under Ordinary Resolution 3
c) Dr. Cheah Soo Jin under Ordinary Resolution 4

3.2 The Chairman informed that the profiles of the above Directors were provided in page 12, 14 and 15 of the 2025 Annual Report.

4.0 ORDINARY RESOLUTION 5
RE-APPOINTMENT OF MESSRS. BDO PLT AS AUDITORS OF THE COMPANY AND TO AUTHORISE THE DIRECTORS TO FIX THEIR REMUNERATION

4.1 The Chairman informed that Ordinary Resolution 5 was on re-appointment of Messrs. BDO PLT as auditors of the Company and to authorise the Directors to fix their remuneration.

5.0 ORDINARY RESOLUTION 6
AUTHORITY UNDER SECTIONS 75 AND 76 OF THE COMPANIES ACT, 2016 FOR THE DIRECTORS TO ISSUE SHARES

5.1 The Chairman then moved on to the special business of the agenda. He informed that the Ordinary Resolution 6 was to obtain a shareholders' mandate for the Directors to issue shares in the Company up to a maximum of 10% of the total number of issued shares of the Company.

5.2 The rationale for obtaining this mandate was to provide flexibility to the Company, for any possible fund-raising activities, including but not limited to placement of new ordinary shares, for purpose of funding future investment project(s), working capital and/or acquisitions.

6.0 ANY OTHER BUSINESS

6.1 The Chairman informed that the Company Secretary had confirmed that the Company had not received any notice for transaction of any other business at the Meeting.

7.0 QUESTIONS & ANSWERS SESSION

7.1 The Chairman invited questions from the floor, however, there were no questions raised.

8.0 POLLING PROCESS

8.1 The Chairman invited the poll administrator to explain the procedures for the conduct of the poll at the Meeting.

8.2 A short tutorial video demonstrating the polling procedure was played.

8.3 The Chairman requested the shareholders to proceed to the voting kiosks set up at the back of the meeting hall to cast their votes.

8.4 The Chairman then declared that the Meeting was adjourned for 20 minutes for the counting of votes and resume later for the declaration of poll results in respect of all the Resolutions.

9.0 ANNOUNCEMENT OF POLL RESULTS

9.1 The Chairman reconvened the Meeting at 9.53 a.m. He informed that he had received the poll results from the Scrutineers and the same was shown on the screen for Members' information. The results announced were as follows:

Ordinary	For			Against		
	No. of Voters	Number of Shares	%	No. of Voters	Number of Shares	%
Resolution 1	14	85,055,900	100.0000	0	0	0
Resolution 2	25	568,898,626	100.0000	0	0	0
Resolution 3	25	568,898,626	100.0000	0	0	0
Resolution 4	24	568,648,626	100.0000	0	0	0
Resolution 5	25	568,898,626	100.0000	0	0	0
Resolution 6	23	525,952,626	100.0000	0	0	0

9.2 The Chairman then declared that Ordinary Resolutions 1 to 6 were carried and duly passed as follows: -

a) Ordinary Resolution 1

"That the payment of Directors' Fees and Benefits not exceeding RM320,000 for the period from 26 May 2026 to the 5th AGM of the Company to be held in 2027 be approved."

b) Ordinary Resolution 2

"That Mr. Tan Boo Nam who retired in accordance with the Article 18.3 of the Company's Constitution, be re-elected as Director of the Company."

c) Ordinary Resolution 3

"That Dato' Ts. Dr Thian Boon Chung who retired in accordance with the Article 18.3 of the Company's Constitution, be re-elected as Director of the Company."

d) Ordinary Resolution 4

"That Dr. Cheah Soo Jin who retired in accordance with the Article 18.3 of the Company's Constitution, be re-elected as Director of the Company."

e) Ordinary Resolution 5

"That the re-appointment of Messrs. BDO PLT as Auditor of the Company and authorization to the Directors to fix their remuneration be approved."

f) Ordinary Resolution 6

"THAT, subject always to the Companies Act, 2016 ("the Act"), the Company's Constitution, the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities") ("ACE LR") and the approvals of the relevant government and/or regulatory authorities, the Directors of the Company be and are hereby authorised, pursuant to Sections 75 and 76 of the Act, to allot and issue shares in the Company at any time until the conclusion of the next annual general meeting or the expiration of the period within which the next annual general meeting is required by law to be held or revoked/varied by resolution passed by the shareholders in general meeting whichever is the earlier and upon such terms and conditions and for such purposes as the Directors may, in their absolute discretion, deemed fit provided that the aggregate number of the shares to be issued does not exceed ten per centum (10%) of the total number of issued shares of the Company for the time being and that the Directors are also empowered to obtain the approval from Bursa Securities for the listing of and quotation for the additional shares to be issued.

THAT the existing shareholders' right of pre-emption under Article 13.2 of the Company's Constitution shall not apply to the allotment and issuance of new shares pursuant to this mandate.

AND THAT the new shares to be issued shall, upon allotment and issuance, rank equally in all respects with the existing shares of the Company, save and except that they shall not be entitled to any dividends, rights, allotments and/or any other forms of distribution that which may be declared, made or paid before the date of allotment of such new share."

10. CONCLUSION

There being no further business, the Chairman thanked the members present for their support and attendance; and declared the Meeting closed at 9.55 a.m.

READ AND CONFIRMED BY,

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CHAIRMAN