

**FOCUS POINT HOLDINGS BERHAD**  
[Registration No. 200901041088 (884238-U)]

MINUTES OF THE EXTRAORDINARY GENERAL MEETING OF FOCUS POINT HOLDINGS BERHAD HELD AT TRAINING ROOM, UNIT 7-3, JALAN PJU 1/37, DATARAN PRIMA, 47301 PETALING JAYA, SELANGOR DARUL EHSAN, MALAYSIA ON TUESDAY, 29 JULY 2025 AT 3.30 P.M

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Present : Datin Sim Swee Yoke (*Chairman*)  
Dato' Liaw Choon Liang  
Datin Goh Poi Eong  
Mr. Lee Tuan Meng

Absent with apologies : Dato' Sri Suriani Binti Dato' Ahmad  
Dr. Haliza Binti Abdul Mutalib  
Mr. Ismail Bin Abd Halim

In Attendance : Mr. Chin Wai Yi (*Company Secretary*)

Shareholders and : As per attendance list  
Proxies

By Invitation : As per attendance list

**1.0 CHAIRMAN**

- 1.1 The Board elected Datin Sim Swee Yoke as Chairman of the meeting as Dato' Sri Suriani Binti Dato' Ahmad was unable to attend the Extraordinary General Meeting ("EGM"). Datin Sim Swee Yoke then welcomed all shareholders and guests to the EGM of the Company.
- 1.2 The Chairman thereafter introduced the Board of Directors to the shareholders and proxies. The Chairman further conveyed the apologies of Dato' Sri Suriani Binti Dato' Ahmad, Dr. Haliza Binti Abdul Mutalib and Mr. Ismail Bin Abd Halim who were unable to attend the EGM due to other commitments.

**2.0 QUORUM**

- 2.1 The Chairman informed that the quorum requirement had been met and called the meeting to order.

**3.0 NOTICE OF MEETING**

- 3.1 With the consent of the shareholders and proxies present, the notice convening the meeting, having been circulated to all members of the Company within the prescribed period, was taken as read.

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**4.0 POLLING**

- 4.1 At this juncture, the Chairman informed the meeting that pursuant to Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in the notice of the EGM must be voted by poll.
- 4.2 Pursuant to the Constitution of the Company, the Chairman demanded for a poll to be taken for all the resolutions set forth in the notice of the EGM. The Chairman further informed the meeting that the Company had appointed GAP Advisory Sdn. Bhd. as Poll Administrator to conduct the poll voting process and AscendServ Capital Markets Services Sdn. Bhd. as Independent Scrutineer to verify the poll results.
- 4.3 The Chairman informed that the meeting should go through all the motions and proceed with the polling process after the last motion has been tabled.
- 4.4 At the invitation of the Chairman, the Company Secretary briefed the meeting on the polling procedures.
- 4.5 After the briefing on the polling procedure by the Company Secretary, the Chairman then proceeded with the agenda of the notice of the EGM.

**5.0 ORDINARY RESOLUTION 1**

**PROPOSED BONUS ISSUE OF UP TO 153,999,680 NEW ORDINARY SHARES IN FOCUS POINT HOLDINGS BERHAD (“FOCUS POINT” OR THE “COMPANY”) (“BONUS SHARE(S)”) ON THE BASIS OF 1 BONUS SHARE FOR EVERY 3 EXISTING ORDINARY SHARES IN FOCUS POINT (“FOCUS POINT SHARE(S)” OR “SHARE(S)”) HELD BY THE SHAREHOLDERS OF FOCUS POINT WHOSE NAMES APPEAR IN THE COMPANY’S RECORD OF DEPOSITORS ON AN ENTITLEMENT DATE TO BE DETERMINED AND ANNOUNCED LATER, UPON THE RECEIPT OF ALL RELEVANT APPROVALS**

- 5.1 The Chairman informed that the first resolution on the agenda was to approve the proposed bonus of issue of up to one hundred fifty-three million nine hundred and ninety-nine thousand six hundred and eighty (153,999,680) new ordinary shares in the Company on the basis of 1 bonus share for every 3 existing ordinary shares in the Company on an entitlement date to be determined and announced later. The Chairman then put the motion to the meeting for consideration.

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**6.0 ORDINARY RESOLUTION 2**

**PROPOSED ESTABLISHMENT OF A DIVIDEND REINVESTMENT PLAN (“DRP”), WHICH WILL PROVIDE SHAREHOLDERS OF FOCUS POINT WITH AN OPTION TO ELECT, IN WHOLE OR IN PART, TO REINVEST THEIR CASH DIVIDEND AS MAY BE DECLARED BY FOCUS POINT, WHICH INCLUDES ANY INTERIM, FINAL, SPECIAL OR OTHER TYPES OF CASH DIVIDEND (“DIVIDEND”) IN NEW FOCUS POINT SHARES (“PROPOSED DRP”)**

- 6.1 The Chairman informed that Ordinary Resolution 2 was to approved the proposed establishment of a dividend reinvestment plan, which will provide shareholders of the Company with an option to elect, in whole or in part, to reinvest their cash dividend as may be declared by the Company, which includes any interim, final, special or other types of cash dividend in new Focus Point Shares. The Chairman then put the motion to the meeting for consideration.

**7.0 ORDINARY RESOLUTION 3**

**ISSUANCE OF DIVIDEND REINVESTMENT SHARES PURSUANT TO THE PROPOSED DRP (“ISSUANCE OF DIVIDEND REINVESTMENT SHARES”)**

- 7.1 The Chairman informed that Ordinary Resolution 3 was to seek shareholders’ approval for the allotment and issuance of such number of new Focus Point Shares from time to time as may be required to be allotted and issued pursuant to the proposed dividend reinvestment plan. The Chairman then put the motion to the meeting for consideration.

**8.0 ANY OTHER BUSINESS**

- 8.1 The Chairman informed that there was no other business to be transacted of which due notice had been given in accordance with the Constitution of the Company and the Companies Act 2016.

**9.0 QUESTION AND ANSWER SESSION**

- 9.1 After tabling all the resolutions set out in the Notice of the EGM, the Chairman proceeded to address the question submitted by shareholder prior to the Meeting, details of which were set out in the Appendix A.

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- 10.1 The Chairman directed for the closing of the registration of the shareholders and proxies for the meeting.
- 10.2 The Chairman declared the polling closed at 3.45 p.m. and adjourned the meeting for the Poll Administrator and Independent Scrutineers to tabulate the results of the poll. The meeting resumed at 3.51 p.m. for the declaration of the results of the poll.

**11.0 ANNOUNCEMENT OF POLL RESULT ON ORDINARY RESOLUTION 1 TO APPROVE THE BONUS ISSUE OF UP TO 153,999,680 NEW ORDINARY SHARES IN FOCUS POINT (“BONUS SHARE(S)”) ON THE BASIS OF 1 BONUS SHARE FOR EVERY 3 EXISTING ORDINARY SHARES IN FOCUS POINT (“FOCUS POINT SHARE(S)” OR “SHARE(S)”) HELD BY THE SHAREHOLDERS OF FOCUS POINT WHOSE NAMES APPEAR IN THE COMPANY’S RECORD OF DEPOSITORS (“ENTITLED SHAREHOLDER(S)”) ON AN ENTITLEMENT DATE TO BE DETERMINED AND ANNOUNCED LATER, UPON THE RECEIPT OF ALL RELEVANT APPROVALS (“ENTITLEMENT DATE”) (“PROPOSED BONUS ISSUE OF SHARES”)**

- 11.1 The Ordinary Resolution 1 was voted by poll and the results of the poll were presented to the meeting as follows:

Votes For		Votes Against	
No. of Votes	%	No. of Votes	%
324,079,065	100.0000	0	0.0000

- 11.2 Based on the above result, the Chairman declared that the Ordinary Resolution 1 was carried. Accordingly, it was RESOLVED:
- 11.3 THAT subject to the approvals of all relevant authorities and/or parties being obtained for the Proposed Bonus Issue of Shares, approval be and is hereby given to the Board of Directors of the Company (“**Board**”) to issue and allot up to 153,999,680 Bonus Shares, issued as fully paid, at no consideration and without capitalisation of the Company’s reserves, on the basis of 1 Bonus Share for every 3 existing Focus Point Shares held by the Entitled Shareholders on the Entitlement Date;

THAT the Board be and is hereby authorised to deal with any fractional entitlements arising from the Proposed Bonus Issue of Shares, if any, including disregarding the fractional entitlements, in such manner at its absolute discretion as the Board may deem fit and expedient and in the best interest of the Company;

THAT the Bonus Shares shall, upon allotment and issuance, rank equally in all respects with the existing Focus Point Shares, save and except that the Bonus Shares shall not be entitled to any dividends, rights, allotments and/or any other

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distributions that may be declared, made or paid prior to the date of allotment and issuance of the Bonus Shares;

AND THAT the Board be and is hereby authorised to take all such necessary steps to give effect to the Proposed Bonus Issue of Shares with full power to assent to any conditions, variations, modifications and/or amendments in any manner as may be required or imposed by any relevant authorities and to deal with all matters relating thereto and to take all such steps and do all such acts and things in any manner as the Board may consider necessary or expedient to implement, finalise and give full effect to the Proposed Bonus Issue of Shares.

**12.0 ANNOUNCEMENT OF POLL RESULT ON ORDINARY RESOLUTION 2 TO APPROVE ESTABLISHMENT OF A DIVIDED REINVESTMENT PLAN (“DRP”), WHICH WILL PROVIDE SHAREHOLDERS OF FOCUS POINT WITH AN OPTION TO ELECT, IN WHOLE OR IN PART, TO REINVEST THEIR CASH DIVIDEND AS MAY BE DECLARED BY FOCUS POINT, WHICH INCLUDES ANY INTERIM, FINAL, SPECIAL OR OTHER TYPES OF CASH DIVIDEND (“DIVIDEND”) IN NEW FOCUS POINT SHARES (“PROPOSED DRP”)**

- 12.1 The Ordinary Resolution 2 was voted by poll and the results of the poll were presented to the meeting as follows:

Votes For		Votes Against	
No. of Votes	%	No. of Votes	%
324,078,813	99.9999	252	0.0001

- 12.2 Based on the above result, the Chairman declared that the Ordinary Resolution 2 was carried. Accordingly, it was RESOLVED:

- 12.3 THAT subject to the approvals of all relevant authorities and/or parties being obtained for the Proposed DRP and to the extent permitted by law:

- i. the Proposed DRP which shall upon such terms and conditions as the Board, at its sole and absolute discretion, deem fit be and is hereby approved;
- ii. the Board be and is hereby authorised:
  - (a) to establish and implement the Proposed DRP;
  - (b) to determine, at its sole and absolute discretion, whether the Proposed DRP will apply to any Dividend declared and/or approved by the Company; and
  - (c) to allot and issue such number of new Focus Point Shares from time to time as may be required to be allotted and issued pursuant to the Proposed DRP (“**Dividend Reinvestment Shares**”) upon the terms and conditions and to such persons as the Board may, in its absolute discretion, deem fit and in the best interest of the Company;

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AND THAT the Board be and is hereby authorised to do all such acts and enter into all such transactions, arrangements and agreements as may be necessary and expedient in order to give full effect to the Proposed DRP and to implement, finalise and complete the Proposed DRP with full power to assent to any conditions, variations, modifications and/or amendments in any manner, including amendments, modifications, suspension and termination of the Proposed DRP, as the Board may, in its absolute discretion, deem fit and in the best interest of the Company and/or as may be imposed or agreed to by any relevant authorities.

**13.0 ANNOUNCEMENT OF POLL RESULT ON ORDINARY RESOLUTION 3 TO APPROVED THE ISSUANCE OF DIVIDEND REINVESTMENT SHARES PURSUANT TO THE PROPOSED DRP (“ISSUANCE OF DIVIDEND REINVESTMENT SHARES”)**

- 13.1 The Ordinary Resolution 3 was voted by poll and the results of the poll were presented to the meeting as follows:

Votes For		Votes Against	
No. of Votes	%	No. of Votes	%
324,078,813	99.9999	252	0.0001

- 13.2 Based on the above result, the Chairman declared that the Ordinary Resolution 3 was carried. Accordingly, it was RESOLVED:

- 13.3 THAT subject to the passing of Ordinary Resolution 2 and the approvals of all relevant regulatory authorities and/or parties being obtained, where required, approval be and is hereby given to the Board to allot and issue such number of Dividend Reinvestment Shares from time to time as may be required to be allotted and issued pursuant to the Proposed DRP until the conclusion of the Company’s next annual general meeting, upon such terms and conditions and to such persons as the Board may, in its absolute discretion, deem fit and in the best interest of the Company;

THAT the issue price of the said Dividend Reinvestment Shares, which will be determined and fixed by the Board on the price-fixing date to be determined and announced later, shall be at an issue price of not more than 10% discount to the 5-day volume weighted average market price (“VWAP”) of Focus Point Shares immediately preceding the price-fixing date, of which the VWAP shall be adjusted ex-dividend before applying the aforementioned discount in fixing the issue price at the material time;

THAT the Dividend Reinvestment Shares shall, upon allotment and issuance, rank equally in all respects with the existing Focus Point Shares, save and except that the holders of the Dividend Reinvestment Shares will not be entitled to any dividends, rights, allotments and/or any other distributions that may be declared, made or paid prior to the date of allotment and issuance of the Dividend Reinvestment Shares;

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AND THAT the Board be and is hereby authorised to do all such acts and enter into all such transactions, arrangements and agreements and to execute, sign and deliver for and on behalf of the Company, all such documents and impose such terms and conditions or delegate all or any part of its powers as may be necessary or expedient in order to implement, finalise and give full effect to the Issuance of Dividend Reinvestment Shares pursuant to the Proposed DRP, with full power to assent to any conditions, variations, modifications and/or amendments in any manner, including amendments, modifications, suspension and termination of the Proposed DRP, as the Board may, in its absolute discretion, deem fit and in the best interest of the Company and/or as may be imposed or agreed to by any other relevant authorities.

**14.0 CONCLUSION**

- 14.1 There being no other business to be transacted, the meeting concluded at 3.54 p.m. with a vote of thanks to the Chair.

CONFIRMED AS CORRECT RECORD  
OF THE PROCEEDINGS THEREAT

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CHAIRMAN

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<b>No.</b>	<b>Questions</b>	<b>Answers</b>
1.	The indicative dividend per share is 1.3 sen per share, which is the lowest since FY2021. While it is an indicative figure, could the Board please clarify why is it set and disclosed at a lower dividend per share? Is it due to a change in dividend policy, lower profit forecast for the current financial year, a need to preserve cash, or any other plausible reason(s)?	<p>We would like to clarify that there is no change to our dividend policy. The Company remains committed to rewarding loyal shareholders and has a policy to distribute at least 30% of our profits as dividends. In example, during the past 3 years we paid in total close to RM40 million in dividends over a Profit after Tax of RM99 million, surpassing this commitment. The Board will continue to uphold this policy as part of our commitment to enhancing shareholder value.</p> <p>The indicative dividend of 1.3 sen presented is purely for illustration purposed and may appear lower as it has been adjusted to reflect the impact of the Proposed Bonus Issue. This indicative figure of 1.3 sen is derived from the historical dividend of 1.75 sen, adjusted for the enlarged share base arising from the Proposed Bonus Issue.</p>