

**PMCK BERHAD**

[Registration No. 200001029676 (532283-M)]  
(Incorporated in Malaysia)

**MINUTES OF THE TWENTY-FOURTH (24TH) ANNUAL GENERAL MEETING ("AGM")  
OF THE COMPANY HELD AT RAIA HOTEL, BALLROOM 3, LOT 3860, MUKIM TITI  
GAJAH, SEKSYEN 2, BANDAR, 06550 ALOR SETAR, KEDAH ON MONDAY, 29  
SEPTEMBER 2025 AT 10:00 A.M. ("MEETING")**

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- DIRECTORS** :
- Duli Yang Teramat Mulia Raja Puan Muda Kedah Che Puan Muda Zaheeda Binti Mohamad Ariff  
(*Independent Non-Executive Chairperson*)  
(**"Tuanku Chairperson"**)
  - Dato' Lee Gaik Cheng  
(*Managing Director*)
  - Dato' Dr. Lim Kim Huat  
(*Deputy Executive Chairman*)
  - Mr. Lee Yong Qian  
(*Alternate Director to Dato' Lee Gaik Cheng and Strategic Director*)
  - Mr. Alex Koay Kah Ee  
(*Independent Non-Executive Director*) (**"Mr Alex"**)
  - Mr. Chan Chee Woei  
(*Independent Non-Executive Director*)
  - Ms. Yeong Siew Lee  
(*Independent Non-Executive Director*)
- MEMBERS** : As per the Attendance List
- PROXY HOLDERS** : As per the Attendance List
- CORPORATE REPRESENTATIVES** : As per the Attendance List
- INVITEES/OTHERS** :
- Yap Chee Yoong  
(*Financial Controller*)
  - Others - As per the Attendance List
- IN ATTENDANCE** :
- Ms. Yeow Sze Min  
(*Company Secretary*) (**"Ms Yeow"**)
  - Ms. Jacqueline Toh  
(*Assistant to the Joint Company Secretaries*)

**TUANKU CHAIRPERSON'S ADDRESS**

Tuanku Chairperson called the Meeting to order at 10.00 a.m. and welcomed all present to the Meeting and thanked all for their attendance.

Tuanku Chairperson introduced the Board of Directors, Company Secretary and Financial Controller to the floor.

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**QUORUM**

With the requisite quorum for the Meeting being present, Tuanku Chairperson declared the Meeting duly convened.

**NOTICE OF 24th AGM**

As the notice convening the Meeting had been circulated within the prescribed period, the notice convening the Meeting was taken as read.

**PROCEEDINGS AND VOTING PROCEDURE**

Tuanku Chairperson announced that voting at the Meeting would be conducted by way of electronic polling, and exercised Tuanku Chairperson's right to direct that all resolutions tabled at the Meeting be voted by poll in compliance with the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad.

The Meeting was informed that the Company had appointed Securities Services (Holdings) Sdn. Bhd. as the Poll Administrator while Commercial Quest Sdn. Bhd. had been appointed as the Independent Scrutineer to verify the results of the poll voting for the Meeting.

The Meeting was briefed by Ms Yeow on how the Meeting would be proceeded with and presented with a step-by-step guide together with a short video clip on the electronic polling procedure.

**1.0 TO RECEIVE THE AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 30 APRIL 2025 TOGETHER WITH THE REPORTS OF THE DIRECTORS AND AUDITORS THEREON ("AFS 2025")**

Tuanku Chairperson informed that the first item on the Agenda was to receive the AFS 2025.

The Meeting noted that formal approval from shareholders was not required for this item on the Agenda, and hence, the AFS 2025 was not put forth for voting.

Tuanku Chairperson then declared the AFS 2025 duly received.

As the next item on the Agenda involved the re-election of Tuanku Chairperson, Tuanku Chairperson passed the chair to Mr. Alex to chair this segment of the Agenda.

**2.0 ORDINARY RESOLUTIONS 1 TO 2:  
TO RE-ELECT THE FOLLOWING DIRECTORS, WHO WERE DUE TO RETIRE PURSUANT TO CLAUSE 21.7 OF THE COMPANY'S CONSTITUTION, AND BEING ELIGIBLE, HAD OFFERED THEMSELVES FOR RE-ELECTION:  
(A) DULI YANG TERAMAT MULIA RAJA PUAN MUDA KEDAH CHE PUAN MUDA ZAHEEDA BINTI MOHAMAD ARIFF; AND  
(B) DATO' DR. LIM KIM HUAT.**

Mr. Alex informed the Meeting that the next item on the Agenda was to re-elect the Directors of the Company who were due to retire pursuant to Clause 21.7 of the Company's Constitution. Duli Yang Teramat Mulia Raja Puan Muda Kedah Che Puan

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Muda Zaheeda Binti Mohamad Ariff and Dato' Dr. Lim Kim Huat, who were due to retire pursuant to Clause 21.7 of the Company's Constitution, and being eligible, had offered themselves for re-election.

Mr. Alex also informed that the profile of Duli Yang Teramat Mulia Raja Puan Muda Kedah Che Puan Muda Zaheeda Binti Mohamad Ariff had been set out on page 7 of the Annual Report while the profile of Dato' Dr. Lim Kim Huat had been set out on page 8 of the Annual Report. The Meeting was informed that the re-election of each Director would be voted on individually.

Tuanku Chairperson thanked Mr. Alex for chairing this segment of the Agenda and took over the chair from Mr. Alex.

**3.0 ORDINARY RESOLUTION 3:  
TO APPROVE THE PAYMENT OF DIRECTORS' FEES AMOUNTING TO RM184,000 ONLY FOR THE FINANCIAL YEAR ENDED 30 APRIL 2025 ("FYE 2025") AND DIRECTORS' FEES AMOUNTING TO RM414,000 ONLY FOR THE FINANCIAL YEAR ENDING 30 APRIL 2026 UP TO THE NEXT AGM OF THE COMPANY IN YEAR 2026**

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Tuanku Chairperson informed that the next item of the Agenda was to approve the payment of Directors' fees amounting to RM184,000 only for the financial year ended 30 April 2025 and Directors' fees amounting to RM414,000 only for the financial year ending 30 April 2026 up to the next AGM of the Company in year 2026. The details of the Directors' fees payable had been disclosed under the Explanatory Notes in the Notice of AGM.

**4.0 ORDINARY RESOLUTION 4:  
TO APPROVE THE PAYMENT OF BENEFITS TO DIRECTORS UP TO RM14,000 ONLY (EXCLUDING DIRECTORS' FEES) ONLY FOR THE PERIOD FROM 16 OCTOBER 2024 UNTIL THIS AGM OF THE COMPANY**

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Tuanku Chairperson informed that the next item on the Agenda was to consider and if thought fit, to approve the ordinary resolutions in relation to the proposed payment of benefits to Directors, payable up to RM14,000 only for the period from 16 October 2024 until this AGM of the Company pursuant to Section 230(1)(b) of the Companies Act 2016 ("**the Act**"). The details of the said benefits payable had been disclosed under the Explanatory Notes in the Notice of AGM.

**5.0 ORDINARY RESOLUTION 5:  
TO APPROVE THE PAYMENT OF DIRECTORS' BENEFITS PAYABLE UP TO RM31,000 ONLY FOR THE PERIOD FROM THE CONCLUSION OF THIS AGM UNTIL THE NEXT AGM OF THE COMPANY**

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Tuanku Chairperson informed that the next item on the Agenda was to approve the payment of Directors' benefits payable up to RM31,000 only for the period from the conclusion of this AGM until the next AGM of the Company pursuant to Section 230(1)(b) of the Act. The details of the said benefits payable had been disclosed under the Explanatory Notes in the Notice of AGM.

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**6.0 ORDINARY RESOLUTION 6:  
TO RE-APPOINT MESSRS. TGS TW PLT AS AUDITOR OF THE COMPANY, TO  
HOLD OFFICE UNTIL THE CONCLUSION OF THE NEXT AGM, AT A  
REMUNERATION TO BE DETERMINED BY THE DIRECTORS**

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Tuanku Chairperson informed that the next item on the Agenda was to re-appoint Messrs. TGS TW PLT as Auditor of the Company for the ensuing year until the conclusion of the next AGM at a remuneration to be determined by the Directors of the Company.

**SPECIAL BUSINESS**

**7.0 ORDINARY RESOLUTION 7:  
AUTHORITY TO ISSUE AND ALLOT SHARES PURSUANT TO THE COMPANIES  
ACT 2016 AND WAIVER OF PRE-EMPTIVE RIGHTS**

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Having concluded the ordinary business of the Meeting, Tuanku Chairperson moved on to the first item under special business on the Agenda, which was to seek shareholders' approval for a general mandate for the Directors to issue and allot additional shares in accordance with Sections 75 and 76 of the Act ("**General Mandate**") and to waive the statutory pre-emptive rights pursuant to Section 85 of the Act, read together with with Clause 16.6 of the Constitution of the Company ("**Waiver of Pre-emptive Rights**"). The full text of the proposed resolution had been set out in the Notice of the Meeting.

The proposed adoption of this ordinary resolution was primarily to give flexibility to the Board of Directors to issue and allot shares at any time to such persons in their absolute discretion without convening a general meeting, provided that the aggregate number of shares issued would not exceed 10% of the total number of issued shares of the Company for the time being.

This General Mandate, unless revoked or varied by the Company at a general meeting, would expire at the conclusion of the next AGM of the Company.

The Waiver of Pre-emptive Rights would allow the Directors of the Company to issue new shares of the Company that rank equally to existing issued shares of the Company, to any person without having to offer the new shares to all existing shareholders of the Company prior to issuance of new shares in the Company under the General Mandate.

**8.0 ORDINARY RESOLUTION 8:  
PROPOSED NEW SHAREHOLDERS' MANDATE FOR RECURRENT RELATED  
PARTY TRANSACTIONS ("RRPT")**

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Tuanku Chairperson informed that the next item on the Agenda was to seek shareholders' approval for the proposed shareholders' mandate to enable the Company and/or its subsidiaries to enter into the RRPT as specified in Section 2.5 of the Circular to Shareholders dated 29 August 2025.

The Meeting was informed that all the interested Directors, major shareholders and persons connected to them as listed under Section 7 in the said Circular would abstain from voting on this motion.

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**9.0 ANY OTHER ORDINARY BUSINESS**

The Meeting was informed that the Company had not received any notice of other business to be transacted at this Meeting.

**QUESTION AND ANSWER SESSION**

Having dealt with all items on the Agenda, Tuanku Chairperson proceeded with the Question and Answer session, the details of which are annexed hereto as "**Appendix A**" to this Minutes.

**POLL VOTING PROCESS**

Having dealt with all questions from the floor, the step-by-step guide together with a short video clip on the electronic polling process to guide the shareholders, proxies and corporate representatives on the voting process was replayed. Tuanku Chairperson the directed all to proceed with the poll voting.

Upon the conclusion of the voting session, the Meeting was adjourned for 10 minutes while the Independent Scrutineer proceeded to verify the poll votes.

**ANNOUNCEMENT OF POLL RESULTS**

The Meeting resumed at 10:48 a.m., and the poll results, as follows, were projected on the screen:

Resolution	Voted for		Voted against		Result
	No. of shares	%	No. of shares	%	
<b><u>Resolution 1</u></b> To re-elect Duli Yang Teramat Mulia Raja Puan Muda Kedah Che Puan Muda Zaheeda Binti Mohamad Ariff, who was due to retire pursuant to Clause 21.7 of the Company's Constitution.	902,673,000	97.9613	18,785,400	2.0387	Carried
<b><u>Resolution 2</u></b> To re-elect Dato' Dr. Lim Kim Huat, who was due to retire pursuant to Clause 21.7 of the Company's Constitution.	862,553,500	93.6074	58,904,900	6.3926	Carried

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Resolution	Voted for		Voted against		Result
	No. of shares	%	No. of shares	%	
<b><u>Resolution 3</u></b>  To approve the payment of Directors' fees amounting to RM184,000.00 only for FYE 2025 and Directors' fees amounting to RM414,000 only for the financial year ending 30 April 2026 up to the next AGM of the Company in year 2026.	860,883,500	93.4515	60,324,900	6.5485	Carried
<b><u>Resolution 4</u></b>  To approve the payment of benefits to Directors up to RM14,000 only for the period from 16 October 2024 until the conclusion of this AGM of the Company.	860,883,500	93.4515	60,324,900	6.5485	Carried
<b><u>Resolution 5</u></b>  To approve the payment of Directors' benefits payable up to RM31,000 only for the period from the conclusion of this AGM until the next AGM of the Company.	860,883,500	93.4515	60,324,900	6.5485	Carried
<b><u>Resolution 6</u></b>  To re-appoint Messrs. TGS TW PLT as Auditor of the Company.	862,553,500	93.6074	58,904,900	6.3926	Carried
<b><u>Resolution 7</u></b>  Authority to issue and allot shares pursuant to the Act and waiver of pre-emptive rights.	842,435,400	91.4316	78,948,000	8.5684	Carried

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Resolution	Voted for		Voted against		Result
	No. of shares	%	No. of shares	%	
<b><u>Resolution 8</u></b>  Proposed new shareholders' mandate for RRPT.	92,556,300	61.1614	58,774,900	38.8386	Carried

Based on the results of the poll voting, Tuanku Chairperson declared the following resolutions **CARRIED**:

**RESOLUTION 1:**

**RE-ELECTION OF DULI YANG TERAMAT MULIA RAJA PUAN MUDA KEDAH CHE PUAN MUDA ZAHEEDA BINTI MOHAMAD ARIFF, WHO WAS DUE TO RETIRE PURSUANT TO CLAUSE 21.7 OF THE COMPANY'S CONSTITUTION, AS DIRECTOR OF THE COMPANY**

**THAT** Duli Yang Teramat Mulia Raja Puan Muda Kedah Che Puan Muda Zaheeda Binti Mohamad Ariff be and is hereby re-elected to as a Director of the Company.

**RESOLUTION 2:**

**RE-ELECTION OF DATO' DR. LIM KIM HUAT, WHO WAS DUE TO RETIRE PURSUANT TO CLAUSE 21.7 OF THE COMPANY'S CONSTITUTION, AS A DIRECTOR OF THE COMPANY**

**THAT** Dato' Dr. Lim Kim Huat be and is hereby re-elected as a Director of the Company.

**RESOLUTION 3:**

**APPROVAL OF PAYMENT OF DIRECTORS' FEES AMOUNTING TO RM184,000.00 ONLY FOR FYE 2025 AND DIRECTORS' FEES AMOUNTING TO RM414,000 ONLY FOR THE FINANCIAL YEAR ENDING 30 APRIL 2026 UP TO THE NEXT AGM OF THE COMPANY IN YEAR 2026**

**THAT** the payment of Directors' fees amounting to RM184,000.00 only for FYE 2025 and Directors' fees amounting to RM414,000 only for the financial year ending 30 April 2026 up to the next AGM of the Company in year 2026 be and is hereby approved.

**RESOLUTION 4:**

**APPROVAL OF PAYMENT OF BENEFITS TO DIRECTORS UP TO RM14,000 ONLY FOR THE PERIOD FROM 16 OCTOBER 2024 UNTIL THE CONCLUSION OF THIS AGM OF THE COMPANY**

**THAT** the payment of benefits to Directors up to RM14,000.00 only for the period from 16 October 2024 until the conclusion of this AGM of the Company be and is hereby approved.

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**RESOLUTION 5:**

**APPROVAL OF PAYMENT OF DIRECTORS' BENEFITS PAYABLE UP TO RM31,000 ONLY FOR THE PERIOD FROM THE CONCLUSION OF THIS AGM UNTIL THE NEXT AGM OF THE COMPANY**

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**THAT** the payment of directors' benefits payable up to RM31,000 only for the period from the conclusion of this AGM until the next AGM of the Company be and is hereby approved.

**RESOLUTION 6:**

**RE-APPOINTMENT OF AUDITOR**

**THAT** TGS TW PLT be and is hereby re-appointed as Auditor of the Company to hold office until the conclusion of the next AGM of the Company;

**AND THAT** the Directors be and are hereby authorised to determine their remuneration.

**RESOLUTION 7:**

**AUTHORITY TO ISSUE AND ALLOT SHARES PURSUANT TO THE ACT AND WAIVER OF PRE-EMPTIVE RIGHTS**

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**THAT** subject always to the Companies Act 2016 ("**Act**"), the Constitution of the Company and approvals of the relevant governmental and/or regulatory authorities, if applicable, the Directors be and are hereby empowered to issue and allot shares in the Company, pursuant to Section 75 and Section 76 of the Act, at any time to such persons 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 to be issued pursuant to this mandate does not exceed ten per centum (10%) of the total number of issued shares (excluding treasury shares) of the Company for the time being and the Directors be and are also empowered to obtain the approval for the listing and quotation of the additional shares so issued on Bursa Malaysia Securities Berhad;

**THAT** such authority shall commence immediately upon the passing of this Resolution and continue to be in force until:-

- (a) the conclusion of the Company's next AGM, at which time it will lapse, unless the authority is renewed by a resolution passed at the general meeting;
- (b) the expiration of the period within which the next AGM after that date is required to be held pursuant to Section 340(2) of 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 Company's shareholders in a general meeting,

whichever is earlier.

**AND THAT** pursuant to Section 85 of the Act to be read together with Clause 16.6 of the Constitution of the Company, approval be and is hereby given to waive the statutory pre-emptive rights of the shareholders of the Company to be offered new shares of the Company ranking equally to the existing issued shares arising from any issuance of new shares in the Company pursuant to Section 75 and Section 76 of the Act.



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**RESOLUTION 8:  
PROPOSED NEW SHAREHOLDERS' MANDATE FOR RRPT OF A REVENUE OR  
TRADING NATURE**

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**THAT** subject to the provisions of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad, approval be and is hereby given to the Company and/or its subsidiaries ("**PMCK Group**") to enter into RRPT of a revenue or trading nature as specified in Section 2.5 of the Circular to shareholders in relation to the Proposed Shareholders' Mandate dated 29 August 2025, which transactions are necessary for the day-to-day operations in the ordinary course of business of PMCK Group on terms not more favourable to the related parties than those generally available to the public or unrelated third parties and are not to the detriment of the minority shareholders of the Company and the shareholders mandate is subject to annual renewal and disclosure being made in the Annual Report of the aggregate value of transactions conducted pursuant to the shareholders' mandate during the financial year and that such approval shall continue to be in force until: -

- (a) the conclusion of the Company's next AGM, at which time it will lapse, unless the authority is renewed by a resolution passed at the general meeting;
- (b) the expiration of the period within which the next AGM after that date is required to be held pursuant to Section 340(2) of 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 Company's shareholders in a general meeting,

whichever is earlier.

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

**CONCLUSION**

Tuanku Chairperson concluded the Meeting at 10:50 a.m. and thanked all present for their presence, participation, and continued support.

SIGNED AS A CORRECT RECORD

- *CONFIRMED* -

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CHAIRPERSON  
DULI YANG TERAMAT MULIA  
RAJA PUAN MUDA KEDAH CHE  
PUAN MUDA ZAHEEDA BINTI  
MOHAMAD ARIFF

Dated: 29 September 2025

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**QUESTION AND ANSWERS DURING THE 24<sup>TH</sup> AGM OF PMCK BERHAD**

<b>No.</b>	<b>Questions raised</b>	<b>Answers given</b>
1.	<p>a. What is the progress of the Kulim Hospital project and what are the current plans to increase the bed capacity at existing hospitals?</p> <p>b. The hospital has been operating between 60% to 70% occupancy and has recently reached 72%. How consistent will this level of 72% be?</p> <p>c. What were the reasons for the 100% occupancy?</p> <p>d. What is the highest occupancy rate recorded pre-COVID, and has this had a positive impact on the hospital's performance?</p> <p>e. Are there plans to introduce cancer treatment services?</p>	<p>The first floor had been completed and the project is progressing to the second floor. The existing hospital was currently operating at 72% capacity. If occupancy reaches 80%, there would be tendency to build an additional block. Occupancy is being monitored as performance improves to pre-COVID levels.</p> <p>The hospital had even reached 100% occupancy the week before. However, consistency could only be assessed over several months of monitoring before any firm conclusions could be drawn.</p> <p>This could be attributed to increased publicity from the initial public offering ("<b>IPO</b>"), support from industry bodies and funders, enhanced transparency and governance, additional PTAs joining as partners, and participation in government programmes such as SSOP.</p> <p>The highest occupancy recorded then was 80%.</p> <p>PMCK is collaborating with the Malaysian Cancer Society to provide cancer treatment services in the future; while PMCK only now covers cancer screening.</p>
2.	For FYE 2025, what was this single-tier interim dividend of 0.61 sen per ordinary share amounting to RM5.00 million as disclosed on Page 25 of the Annual Report?	This dividend was declared and paid prior to the IPO, and therefore, new shareholders upon IPO were not entitled to receive it.