

THREE-A RESOURCES BERHAD

199901006659 (481559-M)

MINUTES OF THE TWENTY-THIRD ANNUAL GENERAL MEETING ("23RD AGM") OF THE COMPANY HELD AT BALLROOM I (MAIN WING), TROPICANA GOLF & COUNTRY RESORT, JALAN KELAB TROPICANA, 47410 PETALING JAYA, SELANGOR DARUL EHSAN ON WEDNESDAY, 4 JUNE 2025 AT 10:00 A.M.

Present

Board of Directors: Dato' Jagjit Singh a/l Bant Singh

Mr. Jamel Bin Ibrahim

Dato' Shamesh a/l Jeevaretnam Ms. Karmjit Kaur a/p Sarban Singh Mr. Fong Chu King @ Tong Chu King

Ms. Fang Siew Ping Mr. Liew Kuo Shin Mr. Kee Thuan Chai Mr. Tan Soon Hoe

By Invitation: Mr. Fong Peng Fai (Group Financial Controller)

Ms. Koo Swee Lin (Messrs BDO PLT)

In Attendance: Ms. See Thoo Pak Yuk

(Representative of Tricor Corporate Services Sdn. Bhd.)

Members/Proxies/Corporate Representatives: As per attendance lists

1. CHAIRMAN

The Chairman of the Company, Dato' Jagjit Singh a/I Bant Singh ("Dato' Chairman"), welcomed the members, proxies and attendees who attended the 23rd AGM of the Company.

Dato' Chairman then introduced his fellow members of the Board, the Secretary, the External Auditors and the Group Financial Controller of the Company to the meeting.

2. QUORUM

Upon confirming the presence of a requisite quorum pursuant to the Article of Association of the Company, Dato' Chairman called the meeting to order at 10.00 a.m.

3. NOTICE

There being no objection, the notice convening the meeting, having been circulated earlier to all the members, auditors of the Company and Bursa Malaysia Securities Berhad within the prescribed period, was taken as read.

Before proceeding with the business of the 23rd AGM, Dato' Chairman informed 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 23rd AGM would be voted by poll, and the Company had appointed Boardroom Share Registrars Sdn. Bhd. ("Boardroom") as the Poll Administrator and Scrutineer Solutions Sdn. Bhd. as the Independent Scrutineer to verify the poll results. He added that the polling process would be conducted after all items on the agenda had been dealt with.

Dato' Chairman briefed the meeting on the flow of the 23rd AGM as follows:

- (a) The meeting would first go through all the resolutions as set out in the Notice of the 23rd AGM; and
- (b) The meeting would conduct the Question-and-Answer ("Q&A") session, where the Board would address the questions submitted by the members before the 23rd AGM, and also the questions posed by the members at the AGM.

4. AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2024 ("AFS 2024") AND THE REPORTS OF THE DIRECTORS AND AUDITORS THEREON

Dato' Chairman informed that the AFS 2024, together with the Directors' and Auditors' Reports, were meant for discussion only as the Companies Act 2016 did not require formal approval of the shareholders for the AFS 2024. Therefore, the item was not put forward for voting.

Dato' Chairman declared that the AFS 2024, together with the Reports of the Directors' and Auditors' thereon, be received.

5. ORDINARY RESOLUTION 1: PAYMENT OF DIRECTORS' FEES OF RM435,000.00 FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2024

Dato' Chairman proceeded to the second item on the agenda, i.e. Ordinary Resolution 1 on the payment of Directors' fees of RM435,000.00 for the financial year ended 31 December 2024. He put the following motion to the meeting for consideration:

"THAT the payment of Directors' fees of RM435,000.00 to the Non-Executive Directors of the Company for the financial year ended 31 December 2024 be hereby approved."

6. ORDINARY RESOLUTION 2: RE-ELECTION OF MS. FANG SIEW PING WHO RETIRES BY ROTATION PURSUANT TO CLAUSE 76(3) OF THE COMPANY'S CONSTITUTION

Dato' Chairman informed that the next three (3) resolutions were on the re-election of the following Directors pursuant to the Clause 76(3) of the Company's Constitution:

- 1. Ms. Fang Siew Ping
- 2. Dato' Jagjit Singh a/I Bant Singh
- 3. Dato' Shamesh a/I Jeevaretnam

He added that all the Directors who were subject to retirement by rotation pursuant to the Company's Constitution were eligible and had offered themselves for re-election.

Dato' Chairman proceeded to Ordinary Resolution 2, which was on the re-election of Ms. Fang Siew Ping.

Dato' Chairman put the following motion to the meeting for consideration:

"THAT Ms. Fang Siew Ping, who retires pursuant to Clause 76(3) of the Company's Constitution and being eligible, be and is hereby re-elected as Director of the Company."

7. ORDINARY RESOLUTION 3: RE-ELECTION OF DATO' JAGJIT SINGH A/L BANT SINGH WHO RETIRES BY ROTATION PURSUANT TO CLAUSE 76(3) OF THE COMPANY'S CONSTITUTION

Dato' Chairman passed the chair to En Jamel Bin Ibrahim proceeded to Ordinary Resolution 3 on the re-election of Dato' Jagjit Singh a/l Bant Singh.

En Jamel Bin Ibrahim took the chair and put the following motion to the meeting for consideration:

"THAT Dato' Jagjit Singh a/I Bant Singh, who retires pursuant to Clause 76(3) of the Company's Constitution and being eligible, be and is hereby re-elected as Director of the Company."

At this juncture, En Jamel Bin Ibrahim passed the chair back to Dato' Chairman.

8. ORDINARY RESOLUTION 4: RE-ELECTION OF DATO' SHAMESH A/L JEEVARETNAM WHO RETIRES BY ROTATION PURSUANT TO CLAUSE 76(3) OF THE COMPANY'S CONSTITUTION

Dato' Chairman proceeded to Ordinary Resolution 4 on the re-election of Dato' Shamesh a/l Jeevaretnam and put the following motion to the meeting for consideration:

"THAT Dato' Shamesh a/l Jeevaretnam, who retires pursuant to Clause 76(3) of the Company's Constitution and being eligible, be and is hereby re-elected as Director of the Company."

9. ORDINARY RESOLUTION 5: RE-APPOINTMENT OF BDO PLT AS AUDITORS OF THE COMPANY

The next item on the agenda was on the re-appointment of Auditors.

Dato' Chairman informed the meeting that the Company's External Auditors, BDO PLT, had indicated their willingness to continue in office.

Dato' Chairman put the following motion to the meeting for consideration:

"THAT BDO PLT be hereby re-appointed as Auditors of the Company at a fee to be agreed upon with the Directors and to hold office until the conclusion of the next Annual General Meeting."

10. ORDINARY RESOLUTION 6: AUTHORITY TO ALLOT AND ISSUE SHARES PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT, 2016

The meeting proceeded to consider the proposed Ordinary Resolution 6 relating to the authority to allot and issue shares pursuant to Sections 75 and 76 of the Companies Act, 2016.

The proposed Ordinary Resolution 6 was put to the meeting for consideration:

"THAT subject always to the Companies Act 2016 ("the Act"), the Constitution of the Company, the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities") and the approvals of the relevant governmental/ regulatory authorities, the Directors of the Company be and are hereby authorised to allot and issue shares in the Company from time to time at such price, upon such terms and conditions, and for such purposes and to such person or persons whomsoever as the Directors may in their absolute discretion deem fit provided that the aggregate number of shares to be issued pursuant to this Resolution does not exceed ten per

centum (10%) of the total number of issued shares (excluding treasury shares) of the Company for the time being ("**Proposed General Mandate**") and THAT the Directors be and are hereby also authorised to obtain the approval from Bursa Securities for the listing of and quotation for the additional shares so issued on the Bursa Securities AND THAT such authority shall continue to be in force until the conclusion of the next Annual General Meeting of the Company after the approval was given or at the expiry of the period within which the next Annual General Meeting is required to be held after the approval was given, whichever is earlier, unless such approval is revoked or varied by the Company at a general meeting.

THAT authority be and is hereby given to the Directors of the Company, to give effect to the Proposed General Mandate with full powers to assent to any conditions, modifications, variations and/or amendments as they may deem fit in the best interest of the Company and/or as may be imposed by the relevant authorities.

AND FURTHER THAT the Directors of the Company, be and are hereby authorised to implement, finalise, complete and take all necessary steps and to do all acts (including execute such documents as may be required), deeds and things in relation to the Proposed General Mandate." Once again, Dato' Chairman reminded the members to raise their questions by typing their questions on the Messaging icon provided and the Board would address the questions during the Q&A session.

11. ORDINARY RESOLUTION 7: PROPOSED RENEWAL OF AUTHORITY FOR SHARE BUY-BACK

The proposed Ordinary Resolution 7 as detailed below was put to the meeting for consideration:

"THAT subject always to the Companies Act 2016 ("the Act"), the Constitution of the Company, Bursa Malaysia Securities Berhad ("Bursa Securities") Main Market Listing Requirements ("Listing Requirements") and all other applicable laws, guidelines, rules and regulations, the Company be and is hereby authorised, to the fullest extent permitted by law, to purchase such number of issued shares in the Company as may be determined by the Directors of the Company from time to time through Bursa Securities upon such terms and conditions as the Directors may deem fit and expedient in the best interest of the Company provided that:

- (i) the aggregate number of issued shares in the Company ("Shares") purchased ("Purchased Shares") and/or held as treasury shares pursuant to this ordinary resolution does not exceed ten per centum (10%) of the total number of issued shares of the Company as quoted on Bursa Securities as at point of purchase; and
- (ii) the maximum fund to be allocated by the Company for the purpose of purchasing the shares shall not exceed the aggregate of the retained profits of the Company based on the latest audited financial statements and/or the latest management accounts (where applicable) available at the time of the purchase,

("Proposed Share Buy-Back").

AND THAT the authority to facilitate the Proposed Share Buy-Back will commence immediately upon passing of this Ordinary Resolution and will continue to be in force until:

- (a) the conclusion of the next Annual General Meeting of the Company following at which time the authority shall lapse unless by ordinary resolution passed at the meeting, the authority is renewed, either unconditionally or subject to conditions;
- (b) the expiration of the period within which the next Annual General Meeting of the Company is required by law to be held; or

(c) revoked or varied by ordinary resolution passed by the shareholders of the Company at a general meeting,

whichever occurs first but shall not prejudice the completion of purchase(s) by the Company of its own Shares before the aforesaid expiry date and, in any event, in accordance with the Listing Requirements and any applicable laws, rules, regulations, orders, guidelines and requirements issued by any relevant authorities.

AND THAT the Directors of the Company be and are hereby authorised, at their discretion, to deal with the Purchased Shares until all the Purchased Shares have been dealt with by the Directors in the following manner as may be permitted by the Act, Listing Requirements, applicable laws, rules, regulations, guidelines, requirements and/or orders of any relevant authorities for the time being in force:

- i. To cancel all or part of the Purchased Shares;
- ii. To retain all or part of the Purchased Shares as treasury shares as defined in Section 127 of the Act;
- iii. To distribute all or part of the treasury shares as dividends to the shareholders of the Company;
- iv. To resell all or part of the treasury shares;
- v. To transfer all or part of the treasury shares for the purposes of or under the employees' share scheme established by the Company and/or its subsidiaries;
- vi. To transfer all or part of the treasury shares as purchase consideration;
- vii. To sell, transfer or otherwise use the shares for such other purposes as the Minister charged with the responsibility for companies may by order prescribe; and/or
- viii. To deal with the treasury shares in the manners as allowed by the Act, Listing Requirements, applicable laws, rules, regulations, guidelines, requirements and/or orders of any relevant authorities for the time being in force.

AND THAT the Directors of the Company be and are authorised to take all such steps as are necessary or expedient [including without limitation, the opening and maintaining of central depository account(s) under Securities Industry (Central Depositories) Act, 1991, and the entering into all other agreements, arrangements and guarantee with any party or parties] to implement, finalise and give full effect to the Proposed Share Buy-Back with full powers to assent to any conditions, modifications, variations and/or amendments (if any) as may be imposed by the relevant authorities."

12. ANY OTHER BUSINESS

Dato' Chairman informed that the Company had not received any notice to deal with any other business for which due notice was required to be given pursuant to Companies Act 2016 and that since all items on the agenda had been dealt with, the meeting would proceed to the Q&A session.

13. QUESTION-AND-ANSWER SESSION

Dato' Chairman and the Board members addressed the questions submitted prior to and during the 23rd AGM by the members.

The summary of questions from the members/proxies received (Summary of Question and Answer) and the answers from the Board are attached to these minutes as "**Appendix A**".

14. CONDUCT OF POLL

Having dealt with the questions raised, the meeting proceeded to the voting session.

The Chairman further informed that the polling would be administered by Boardroom Share Registrars Sdn. Bhd. ("Boardroom") and the appointed Scrutineer was Scrutineer Solutions Sdn Bhd ("Scrutineer").

Boardroom team played a video on the polling procedures at the meeting.

The meeting was adjourned for 20 minutes for the voting.

Upon completion of the counting of votes by the Poll Administrator and verification of the results by the Scrutineer, Dato' Chairman resumed the meeting for the declaration of the poll results.

15. ANNOUNCEMENT OF POLL RESULTS

Upon notification by the Scrutineer of the polling results, the Chairman called the meeting to order and invited the Scrutineer to announce the polling results as follows:

The poll results, attached to these minutes as "**Appendix B**", were displayed on the screen and the Scrutineer declared all the following resolutions carried:

- 1. Ordinary Resolution 1: To approve the payment of Directors' Fees for the financial year ended 31 December 2024.
- 2. Ordinary Resolution 2: To re-elect Fang Siew Ping as Director.
- 3. Ordinary Resolution 3: To re-elect Dato' Jagjit Singh a/I Bant Singh as Director.
- 4. Ordinary Resolution 4: To re-elect Dato' Shamesh a/l Jeevaretnam as Director.
- 5. Ordinary Resolution 5: To re-appoint BDO PLT as Auditors of the Company and to
 - authorise the Directors to fix their remuneration.
- 6. Ordinary Resolution 6: To grant authority to allot and issue shares pursuant to Sections
 - 75 and 76 of the Companies Act 2016.
- 7. Ordinary Resolution 7: To approve the Proposed Renewal of Authority for Share Buy-
 - Back.

16. CLOSURE

Dato' Chairman thanked all the shareholders and everyone present for their participation and also placed on record his appreciation to the Board of Directors and the Management of the Company.

Dato' Chairman closed the meeting at 11:15 a.m.

Dated: 17 July 2025

CONFIRMED AS A CORRECT RECORD

CHANMAN

Appendix A

SUMMARY OF QUESTIONS AND ANSWERS 23RD ANNUAL GENERAL MEETING HELD ON 4 JUNE 2025

NO	QUESTION AND RESPONSE								
1.	The following questions are regarding the expansion plans during the financial year ("FY") 2024:- Are there any plant or line expansion plans in FY 2024?								
	Response: In FY2024, there were only on-going improvements and upgrading of production plant facilities.								
	 i. How many new plants/lines have been commissioned during FY2024? ii. What products are dedicated to the new plants/lines commissioned during FY2024? iii. How much added capacity have been added to the products per year? 								
	Response: Not applicable as there was no new capacity as no new plant/line was commissioned during FY2024.								
2.	In FY2024, the Company and its subsidiaries ("Group") spent RM11.648 million on purchasing Property Plant and Equipment. Please make a breakdown on the spending. Is there any new machineries/factories established in order to increase production capacity during FY2023?								
	Response: The Group spent RM 12.843 million in FY 2024 on the following:								
	 Factory building and Plant and machineries (RM 6.937 million) Renovations & Electrical installations (RM 2.297 million) Construction in progress (RM 2.259 million) Furniture, fittings equipment (RM 1.066 million) Motor vehicle (RM 0.284 million) 								
	No new plant/line was commissioned to increase production capacity during FY2024.								
3.	What are the expansion plans in the pipeline in FY2025? What will be the priorities of the expansion plan in FY2025?								
	Response: The Group is carrying out plans for upgrading and improvements of production plant facilities but there is no plant expansion plans in FY2025.								

NO QUESTION AND RESPONSE

- 4. In FY2024, the Group's revenue saw another decrease of -7% or RM46.74 million, from RM603.86 million in FY2023 to RM557.12 million.
 - i. In the annual report it is mentioned that the decrease was caused by low sales volume, which products were the pulling factors of the revenue drop for FY2024?

Response:

The decrease in revenue for FY2024 was mainly contributed by Glucose and Maltodextrin products.

ii. How much difference in terms of sales volume drop between FY2023 & FY2024? Please answer in percentage drop and the difference in utilization rate for both FY.

Response:

There was a 9.6% drop in the average quantities of all products sold between FY 2024 and FY 2023. The utilization rate was ranging from 46% to 82% for FY 2024 while ranging from 30% to 90% for FY 2023 depending on market demand.

iii. The Group saw the second consecutive year of revenue drop and the decrease is pretty bad in terms of absolute value. It is worth highlighting that the first quarter of FY2025 result doesn't seem any improvement from the Group. What are the contributing factors to account for the Group performance other than as per mentioned in the annual report such as softer consumer demand, evolving market trends, and increasing competition. If they are the contributing factors identified by the Group, please describe more details to give clearer pictures to enable investors to have more insights into the business challenges and landscape the Group are facing. Secondly, does the Group think the revenue downtrend would become a norm in FY2025 and beyond since the first quarter result is not encouraging also? Thirdly, what are the Group's mitigation plans in order to make a turnaround on the revenue downtrend?

Response:

In addition to those factors already stated, the existing geopolitical events and uncertain global economic landscape arising from threats of protectionism policies in global trade. The Group recorded lower Revenue for Q1 2025 as compared with 1Q FY 2024 but improved as compared with 4Q of FY 2024 and the Board is optimistic of the Group's prospect going forward. The Group is carrying out marketing strategies that we hope will achieve positive results.

iv. On the geographical information, it is highlighted that the export revenue dropped by RM16.3 million compared to FY2023 due to reduced sales volumes, resulting from weaker industry demand. However, it is even worth highlighting that the Group local revenue dropped by RM 30.4 million and this was not explained in the annual report and the local revenue for 1QFY2025 was further dropped to RM 69.4 million, a significant drop of RM 14.7 million or 17.5% compared to 1QFY2024. What are the contributing factors behind the poor performance in the local market?

Response:

The factors for the poor performance in local market was mainly due to softer customer demand, evolving market trends and increase in competition.

NO QUESTION AND RESPONSE

- 5. The following questions regarding production capacity:
 - How many plants/lines do the Group have to date? Please disclose how many /plants are used for maltodextrin, caramel liquid, caramel powder, HPV, fermented vinegar etc.

Response:

Currently, the number of production plants for each product are as follows:

- Maltodextrin (3 plants)
- Caramel (2 plants)
- Glucose (3 plants)
- HVP/SPS (1 plant)
- Vinegar (1 plant)
- Caramel Powder (1 plant)
- ii. What is the total capacity per month for every product? Please describe.

Response:

The total capacity of all the plants is approximately 37,000 metric tons per month.

iii. As per mentioned in the annual report, the Group experienced a drop in the quantities sold during FY2024? Which products experienced the most significant drop during FY2024?

Response:

Glucose and Maltodextrin products experienced the most significant drop in Revenue for FY 2024.

iv. Is there any drop in the average utilisation rate of each product line compared to FY2023 since the quantity sold in FY2024 is lower than FY2023?

Response:

There was a drop in the average utilisation rate for products.

v. Would there any further sales volume drop in FY2025 based on the current production forecast on hand?

Response:

The Group is anticipating potential softening of sales volume.

vi. What are the Group's mitigation plans formulated by the Group to make a turnaround on the revenue downtrend?

Response:

The Group is carrying out marketing strategies that we hope will achieve positive results.

NO **QUESTION AND RESPONSE** 6. As mentioned in the AGM last year, it is mentioned that the marketing activities would be planned to enhance the market presence in Singapore, Indonesia, Philippines and China. What efforts/initiatives have been done in order to penetrate into the new markets? ii. How is the progress of the marketing activity? Response: Some of the initiatives involve closely engaging with existing customers on their requirements and approach potential customers. What is the outcome expected this year as a result of the efforts made over last year? Response: As a result of our marketing activities, we expect revenue contribution in terms of export to Singapore and other foreign countries to increase as a percentage over total Revenue. Any highlights on the marketing plans in FY2025? Which market is the priority to further increase the market presence of the Group? Response: The Group plans to continue with our initiatives to closely engaging with existing customers on their requirements and approach potential customers. 7. In the list of properties of the annual report, the following properties are under construction: Industrial Land at land area 84,066 sq. ft. What are the purposes of the construction? Response: The purpose of the construction was to improve our warehousing facilities. What/How many product lines are dedicated to the properties? How much added capacity is dedicated for each of the product lines? iii. Response: Not applicable as the construction was meant to improve our warehousing facilities. 8. There was a suggestion to present the Company's achievement for the past 10 years, 5 to 10 years plan, the challenges that the Group are confronted during the AGM. Response: The Company noted on the suggestion. The Management always carry out improvements to production facilities to increase efficiency, carry out effective marketing strategies, implement cost control initiatives to improve the Group's performance.

NO	QUESTION AND RESPONSE							
9.	A shareholder expressed he was happy with the Group's performance and asked what is the Company's vision in next 5 years?							
	Response:							
	The Group's vision is to be a leading company in the F&B industry. The Group's mission is to provide high quality F&B ingredients and products, consistently enhance and maintain quality of products.							
10.	Are there any implications on the tariff imposed by President Trump?							
	Response:							
	Our sales to USA are insignificant and so we do not anticipate any direct material impact from this now.							

Appendix B

POLL RESULTS

THREE-A RESOURCES BERHAD

Twenty-Third Annual General Meeting
Date/Time: 4/06/2025 10:00:00 AM
Ballroom I (Main Wing), Tropicana Golf & Country Resort, Jalan Kelab Tropicana, 47410 Petaling Jaya, Selangor Darul Ehsan

	FOR			AGAINST				TOTAL		
		NO. OF			NO. OF			NO. OF		
Ordinary Resolution		SHARES	%	REC	SHARES	%	REC	SHARES	%	
Ordinary Resolution 1 : To approve the payment of Directors' Fees for the financial year ended 31 December 2024.		219,772,825	99.9871	4	28,417	0.0129	53	219,801,242	100.0000	
Ordinary Resolution 2 : To re-elect Fang Siew Ping as Director.		219,485,342	99.8563	4	315,900	0.1437	53	219,801,242	100.0000	
Ordinary Resolution 3 : To re-elect Dato' Jagjit Singh a/l Bant Singh as Director.		219,708,225	99.9577	4	93,017	0.0423	53	219,801,242	100.0000	
Ordinary Resolution 4 : To re-elect Dato' Shamesh a/l Jeevaretnam as Director		219,485,325	99.8563	5	315,917	0.1437	53	219,801,242	100.0000	
Ordinary Resolution 5 : To re-appoint BDO PLT as Auditors of the Company and to authorise the Directors to fix their remuneration.		219,773,125	99.9872	3	28,117	0.0128	53	219,801,242	100.0000	
Ordinary Resolution 6: To grant authority to allot and issue shares pursuant to Sections 75 and 76 of the Companies Act 2016.		208,638,650	94.9215	6	11,162,592	5.0785	53	219,801,242	100.0000	
Ordinary Resolution 7 : To approve the Proposed Renewal of Authority for Share Buy-Back.		219,773,242	99.9873	1	28,000	0.0127	53	219,801,242	100.0000	