

PACIFIC & ORIENT BERHAD
Registration no. 199401022687 (308366-H)
(Incorporated in Malaysia)

SUMMARY OF KEY MATTERS DISCUSSED AT THE 32ND ANNUAL GENERAL MEETING (“AGM” OR “MEETING”) OF THE COMPANY HELD AT CONCORDE BALLROOM, LOBBY LEVEL, CONCORDE HOTEL KUALA LUMPUR, 2 JALAN SULTAN ISMAIL, 50250 KUALA LUMPUR ON TUESDAY, 10 MARCH 2026 AT 10.30 A.M.

PRESENT:

BOARD OF DIRECTORS:

Dato’ Dr. Zaha Rina binti Zahari	–	Chairman of the Company & Shareholder
Chan Thye Seng	–	Managing Director & Chief Executive Officer & Shareholder
Ong Seng Pheow	–	Independent Director
Dato’ Sri Mohd Mokhtar bin Haji Mohd Shariff	–	Independent Director & Shareholder

BY INVITATION:	Mr. Lim Hing Yoong	–	General Manager, Finance
	Dato’ Megat Iskandar Shah Bin Mohamad Nor	–	External Auditors, Ernst & Young
	Chuah Ying Ying	–	External Auditors, Ernst & Young

SHAREHOLDERS AND PROXIES:

As per attendance lists

IN ATTENDANCE:	Mr. Yong Kim Fatt	–	Secretary
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QUORUM

The Chairman commenced the Meeting as the requisite quorum for the Meeting was present in accordance with the Company’s Constitution.

1. CHAIRMAN'S ADDRESS

The Chairman welcomed the Directors and shareholders attending the Meeting and thereupon briefed the shareholders on the procedures to be followed at the Meeting.

The Chairman informed the Meeting that all the 7 resolutions set out in the Notice of the 32nd Annual General Meeting were to be voted upon by poll, and the Company had appointed Mega Corporate Services Sdn Bhd as the Poll Administrator to conduct the polling process, and Sharepolls Sdn Bhd as the Scrutineer to verify and validate the poll results. The polling process for the resolutions would be conducted upon completion of deliberation of all items to be transacted at the Meeting.

The Chairman also shared a recent development within the Group. The Group has developed a proprietary AI-assisted system within its insurance subsidiary to support policy issuance and claims pre-verification. The system utilises Optical Character Recognition (OCR) and a privately deployed AI model within the Group's controlled environment to analyse submitted documents and improve processing efficiency.

The Chairman then informed the Meeting that she would proceed with the agenda and that questions from shareholders, if any, would be dealt with at the end of each item of the agenda.

2. THE AUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 SEPTEMBER 2025 AND THE REPORTS OF THE DIRECTORS AND AUDITORS

The Chairman declared that the Audited Financial Statements for the financial year ended 30 September 2025 together with the Reports of the Directors and Auditors as set out on pages 80 to 249 of the Annual Report 2025 as received and duly tabled at the Meeting.

The Chairman invited questions from the shareholders. As no questions were raised by the shareholders during the Meeting, there were no key matters discussed under this agenda item.

The Meeting then proceeded to the next item on the agenda.

3. RESOLUTION 1 DIRECTORS' FEES PAYABLE TO THE NON-EXECUTIVE DIRECTORS OF THE COMPANY UP TO AN AMOUNT OF RM800,000 FROM THE DAY AFTER THE 32ND ANNUAL GENERAL MEETING UNTIL THE NEXT ANNUAL GENERAL MEETING OF THE COMPANY

Pursuant to Section 230 of the Companies Act 2016, the fees payable to the Directors shall be approved at a general meeting.

The Chairman invited questions from the shareholders. As no questions were raised by the shareholders, there were no key matters discussed under this agenda item.

The Directors' fees payable to the Non-Executive Directors of the Company up to an amount of RM800,000 from the day after the 32nd AGM until the next AGM were approved by the shareholders.

The Meeting then proceeded to the next item on the agenda.

**4. RESOLUTION 2
DIRECTORS' BENEFITS AND MEETING ALLOWANCE PAYABLE TO THE
NON-EXECUTIVE DIRECTORS OF THE COMPANY UP TO AN AMOUNT
OF RM200,000 FROM THE DAY AFTER THE 32ND AGM UNTIL THE NEXT
AGM OF THE COMPANY**

Pursuant to Section 230 of the Companies Act 2016, any benefits payable to the Directors shall be approved at a general meeting.

The Chairman invited questions from the shareholders. As no questions were raised by the shareholders, there were no key matters discussed under this agenda item.

The Directors' benefits and meeting allowance payable to the Non-Executive Directors of the Company up to an amount of RM200,000 from the day after the 32nd AGM until the next AGM of the Company were approved by the shareholders.

The Meeting then proceeded to the next item on the agenda.

**5. RESOLUTION 3
RE-ELECTION OF MR. CHAN THYE SENG WHO RETIRES IN
ACCORDANCE WITH THE COMPANY'S CONSTITUTION**

The Chairman informed the Meeting that Mr. Chan Thye Seng retires pursuant to Article 77 of the Company's Constitution, and being eligible, has offered himself for re-election.

The Chairman invited questions from the shareholders. As no questions were raised by the shareholders, there were no key matters discussed under this agenda item.

The re-election of Mr. Chan Thye Seng as Director of the Company, who retires pursuant to Article 77 of the Company's Constitution, was approved by the shareholders.

The Meeting then proceeded to the next item on the agenda.

**6. RESOLUTION 4
RE-ELECTION OF DATO' SRI MOHD MOKHTAR BIN HAJI MOHD SHARIFF WHO RETIRES IN ACCORDANCE WITH THE COMPANY'S CONSTITUTION**

The Chairman informed the Meeting that Dato' Sri Mohd Mokhtar Bin Haji Mohd Shariff retires pursuant to Article 77 of the Company's Constitution, and being eligible, has offered himself for re-election.

The Chairman invited questions from the shareholders. As no questions were raised by the shareholders, there were no key matters discussed under this agenda item.

The re-election of Dato' Sri Mohd Mokhtar Bin Haji Mohd Shariff as Director of the Company, who retires pursuant to Article 77 of the Company's Constitution, was approved by the shareholders.

The Meeting then proceeded to the next item on the agenda.

**7. RESOLUTION 5
RE-APPOINTMENT OF MESSRS ERNST & YOUNG PLT AS AUDITORS AND TO AUTHORISE THE BOARD OF DIRECTORS TO FIX THEIR REMUNERATION**

The Chairman informed the Meeting that Messrs Ernst & Young PLT have indicated their willingness to continue to act as Auditors of the Company.

The Chairman invited questions from the shareholders. As no questions were raised by the shareholders, there were no key matters discussed under this agenda item.

The re-appointment of Messrs Ernst & Young PLT as Auditors of the Company on a remuneration to be determined by the Board of Directors of the Company was approved by the shareholders.

The Meeting then proceeded to the next item on the agenda.

**8. RESOLUTION 6
AUTHORITY TO ALLOT AND ISSUE SHARES PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT 2016**

Resolution 6 is to empower the Directors of the Company to allot and issue shares in the Company, at any time 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 issued pursuant to this resolution does not exceed 10% of the total number of issued shares of the Company for the time being.

Resolution 6 is also to seek shareholders' approval to waive their pre-emptive rights pursuant to Section 85 of the Companies Act 2016 to be read together with Article 48 of the Company's Constitution to be offered new shares ranking pari passu in all respects with the existing ordinary shares should the Company allot and issue any shares pursuant to Sections 75 and 76 of the Companies Act 2016.

The abovementioned resolution, if passed, is subject to approval of all relevant regulatory authorities and will be valid only until the conclusion of the next Annual General Meeting.

The Chairman invited questions from the shareholders. As no questions were raised by the shareholders, there were no key matters discussed under this agenda item.

The abovementioned resolution was approved by the shareholders.

The Meeting then proceeded to the next item on the agenda.

**9. RESOLUTION 7
PROPOSED RENEWAL OF AUTHORITY FOR THE PURCHASE BY THE
COMPANY OF ITS OWN SHARES**

The Chairman informed the Meeting that Resolution 7 relates to the proposed renewal of authority for the purchase by the Company of its own shares.

The Chairman further informed the Meeting that the proposed renewal of authority, if approved, would empower the Directors of the Company to purchase the Company's shares of up to ten percent (10%) of the total number of issued shares of the Company by utilising the funds allocated, which shall not exceed the total retained earnings and share premium of the Company. This authority, unless revoked or varied at a general meeting, would expire at the conclusion of the next Annual General Meeting.

The Chairman invited questions from the shareholders. As no questions were raised by the shareholders, there were no key matters discussed under this agenda item.

The proposed renewal of authority for the purchase by the Company of its own shares was approved by the shareholders.

The Meeting then proceeded to the next item on the agenda.

10. ANY OTHER BUSINESS

The Chairman informed the Meeting that the Company Secretary had confirmed that no notice had been received for the transaction of any other business. Accordingly, there was no other business to be transacted at the Meeting.

11. POLL RESULTS

The following resolutions tabled at the Meeting and voted upon by poll were duly passed by the shareholders:

Resolutions	No. of Shareholders	Vote in Favour		No. of Shareholders	Vote Against		Results
		No. of Shares	%		No. of Shares	%	
<u>Resolution 1</u> To approve Directors' fees	74	194,284,259	99.9955	7	8,713	0.0045	Carried
<u>Resolution 2</u> To approve Directors' benefits and meeting allowance	72	194,284,226	99.9958	7	8,212	0.0042	Carried
<u>Resolution 3</u> To re-elect Mr. Chan Thye Seng as a Director	61	23,280,723	99.9992	4	188	0.0008	Carried
<u>Resolution 4</u> To re-elect Dato' Sri Mohd Mokhtar bin Hj. Mohd Shariff as a Director	76	195,293,319	99.9999	5	189	0.0001	Carried
<u>Resolution 5</u> To re-appoint Messrs. Ernst & Young PLT as Auditors and to authorise the Directors to fix their remuneration	76	195,293,319	99.9999	5	189	0.0001	Carried

Resolutions	No. of Shareholders	Vote in Favour		No. of Shareholders	Vote Against		Results
		No. of Shares	%		No. of Shares	%	
<u>Resolution 6</u> Authority under Sections 75 and 76 of the Companies Act 2016 to allot and issue shares	75	195,293,219	99.9999	6	289	0.0001	Carried
<u>Resolution 7</u> Proposed Renewal of Authority for the Purchase by the Company of its Own Shares	77	195,293,320	99.9999	4	188	0.0001	Carried

12. **CONCLUSION**

There being no further business to be transacted, the Meeting concluded at 10.56 a.m. with a vote of thanks to the Chair.