

JADI IMAGING HOLDINGS BERHAD (“JADI” OR “THE COMPANY”)

Registration No. 200001023711 (526319-P)

(Incorporated in Malaysia)

MINUTES OF THE EXTRAORDINARY GENERAL MEETING OF JADI IMAGING HOLDINGS BERHAD HELD ON A VIRTUAL BASIS THROUGH LIVE STREAMING FROM THE BROADCAST VENUE AT LOT 4.1, 4TH FLOOR, MENARA LIEN HOE, NO. 8, PERSIARAN TROPICANA, TROPICANA GOLF & COUNTRY RESORT, 47410 PETALING JAYA, SELANGOR DARUL EHSAN ON MONDAY, 30 SEPTEMBER 2024 AT 11:00 A.M.

Present at Broadcast Venue : **Board of Directors**
Mr. Ong Gim Hai – *Executive Director (in the Chair)*
Mr. Leow Wey Seng – *Independent Non-Executive Director*
Mr. Ling Chi Hoong – *Independent Non-Executive Director*
Ms. Tan Su Ning - *Independent Non-Executive Director*

In Attendance Ms. Adeline Tang Koon Ling – *Company Secretary*

By Invitation Ms. Elaine Chan – *Finance Manager*

Attended via Video Conferencing **Messrs Gary Teh & Ngiam – Due Diligence Solicitor**
Ms. Chen Li Ling

Representatives from Workshire Corporate Services Sdn Bhd – Company Secretary

Ms. Tan Soo Pooi

Ms. Nor Syazwana Binti Khairul Baki

TA Securities Holdings Berhad (By Invitation)

Mr. Chin Wai Kit

Attendance of Shareholders

The attendance of members/corporate representatives/proxies is as per the Summary of Attendance List via the Remote Participation and Voting (“RPV”) facilities operated by InsHub Sdn. Bhd. (“InsHub”) in Malaysia via <https://rebrand.ly/JADI-EGM>.

CHAIRMAN

On behalf of the Board of Directors of Company, Mr. Ong Gim Hai, the Executive Director of the Company and the appointed Chairman of the meeting, welcomed the members and attendees to the Company’s Extraordinary General Meeting (“EGM”).

Chairman then introduced the Board members and company secretary to the members.

NOTICE

The notice convening the meeting dated 13 September 2024, having been circulated earlier to all the members of the Company within the statutory period, was taken as read.

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QUORUM

Chairman informed the meeting that the Constitution of the Company required the presence of at least two members or proxies or corporate representatives to form a quorum. For a virtual general meeting, the quorum shall be determined by the number of members who logged-in at the commencement of the meeting.

Upon confirming the presence of the requisite quorum pursuant to the Company’s Constitution as confirmed by the company secretary, the Chairman called the meeting to order at 11:00 a.m.

POLLING AND ADMINISTRATIVE MATTERS

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 a general meeting must be voted by poll. The poll would be conducted after all items on the agenda were dealt with.

Chairman then briefed the members on the flow of the meeting as follows:-

- (1) The meeting to go through the one (1) ordinary resolution of the Company as set out in the Notice of the EGM.
- (2) Questions and Answers (“Q&A”) session whereby the Board addressed the questions submitted by the members using Q&A panel via the RPV facilities operated by InsHub.
- (3) After having dealt with the Q&A, the one (1) ordinary resolution be put to vote electronically via RPV application operated by InsHub.

The members were informed that the Company had appointed Workshire Share Registration Sdn. Bhd. as the poll administrator to conduct the polling process and SharePolls Sdn. Bhd. as the Independent Scrutineer (“Scrutineer”) to verify the poll results.

The guide on the remote voting procedures and the manner to navigate through the RPV application were then shared to the members.

Chairman informed that the online voting on all the ordinary resolutions would remain open until the closure of voting session to be declared by himself.

Chairman then proceeded with the business of the agenda of the EGM.

ORDINARY RESOLUTION - PROPOSED DIVERSIFICATION OF THE EXISTING BUSINESSES OF JADI IMAGING HOLDINGS BERHAD AND ITS SUBSIDIARIES TO INCLUDE THE DISTRIBUTION AND TRADING OF CONSUMER PRODUCTS WITH A FOCUS ON CONSUMER ELECTRONICS (“PROPOSED DIVERSIFICATION”)

Chairman informed that the ordinary resolution was in relation to the Proposed Diversification. The details of the Proposed Diversification were set out in the Circular to Shareholders dated 13 September 2024.

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The following motion was put to the meeting for consideration:-

“THAT, subject to the provisions of the Constitution of Jadi and its subsidiaries (“**Jadi Group**”), the Main Market Listing Requirements of Bursa Malaysia Securities Berhad and the approvals of all authorities (if required), approval be and is hereby granted to Jadi Group to diversify the existing businesses of Jadi Group to include the distribution and trading of consumer products with a focus on consumer electronics;

AND THAT the Board of Directors of the Company (“**Board**”) be and is hereby authorised to do all acts, deeds and things as may be required to give full effect to the Proposed Diversification with full powers to assent to any conditions, modifications, variations, and/or amendments in any manner as may be required or imposed by any relevant authorities and to take all such steps and do all acts and things as the Board may deem fit or expedient to implement, finalise and give full effect to the Proposed Diversification.”

Q&A SESSION

After tabling the resolution, the Chairman addressed the questions and comments posed by the members during the meeting.

1. Is the management confident that Company will be profitable in 2025?

The management is confident that the Company will be doing better after the diversification.

CONDUCT OF VOTING BY POLL

After having dealt with all the items on the agenda and the Q&A session, the meeting continued for another 3 minutes to allow shareholders, corporate representatives and proxies to complete their voting on the ordinary resolution poll via RPV.

After 3 minutes, the Chairman announced the closing of the voting session, the meeting was adjourned for approximately 15 - 20 minutes, to facilitate the counting of votes by the poll administrator and verification of poll results by the Scrutineer.

ANNOUNCEMENT OF POLL RESULTS

Upon the availability of the poll results, Chairman called the meeting to resume.

The results of the poll which had been verified by the Scrutineer was projected on the screen for the members’ information.

Based on the results of the poll attached, Chairman declared that the ordinary resolution was carried as follows:-

ORDINARY RESOLUTION

THAT, subject to the provisions of the Constitution of Jadi and its subsidiaries (“**Jadi Group**”), the Main Market Listing Requirements of Bursa Malaysia Securities Berhad and the approvals of all authorities (if required), approval be and is hereby granted to Jadi Group to diversify the existing businesses of Jadi Group to include the distribution and trading of consumer products with a focus on consumer electronics;

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AND THAT the Board of Directors of the Company (“**Board**”) be and is hereby authorised to do all acts, deeds and things as may be required to give full effect to the Proposed Diversification with full powers to assent to any conditions, modifications, variations, and/or amendments in any manner as may be required or imposed by any relevant authorities and to take all such steps and do all acts and things as the Board may deem fit or expedient to implement, finalise and give full effect to the Proposed Diversification.

Votes in Favour			Votes Against			Results
No. of Shareholders	No. of Shares	%	No. of Shareholders	No. of Shares	%	
11	482,253,034	99.9936	15	30,725	0.0064	Accepted

CLOSURE OF MEETING

There being no further business, the meeting was closed at 11:22 a.m. with a vote of thanks to the Chair, the Directors, invitees, shareholders and proxies for their online participation.

SIGNED AS A CORRECT RECORD

SIGNED

CHAIRMAN OF THE MEETING

Dated: 30 September 2024