G3 GLOBAL BERHAD

Registration No. 200201002733 (570396-D) (Incorporated in Malaysia)

MINUTES OF THE TWENTY-SECOND ANNUAL GENERAL MEETING OF G3 GLOBAL BERHAD ("G3 GLOBAL" OR THE "COMPANY") CONDUCTED ON A VIRTUAL BASIS THROUGH LIVE STREAMING AND REMOTE VOTING VIA ONLINE MEETING PLATFORM AT HTTPS://SSHSB.NET.MY/(DOMAIN REGISTRATION NO. WITH MYNIC-D4A004360) IN MALAYSIA ON THURSDAY, 27 JUNE 2024 AT 11.00 A.M.

PRESENT

: Shareholders, proxies and authorised representatives of corporate

(SHAREHOLDERS)

shareholders

PRESENT

: Dato' Sri Alias Bin Ahmad

(DIRECTORS)

Dato' Sri Aminul Islam Bin Abdul Nor

Mr. Dirk Johann Quinten Dr. Salihin Bin Abang Mr. Kunal Tayal

Madam Vasanthi A/P Arumugam

BY INVITATION

: G3 Global Management

Ms. Lim Chooi Ling

(Audit Partner from Grant Thornton Malaysia PLT)

Poll Administrator

(Representatives of Securities Services (Holdings) Sdn. Bhd.)

Scrutineer

(Representatives of Commercial Quest Sdn. Bhd.)

IN ATTENDANCE

: Ms. Wong Youn Kim (Company Secretary)

1. CHAIRMAN'S WELCOMING ADDRESS

Dato' Sri Alias Bin Ahmad ("Dato' Sri Chairman") took the Chair and welcomed the shareholders, proxies and authorised representatives of corporate shareholders (collectively, the "shareholders") and invitees who present at the Twenty-Second Annual General Meeting ("22nd AGM" or "the Meeting") of G3 Global Berhad which was conducted on a virtual basis through live streaming and remote voting via online meeting platform at https://sshsb.net.my/(Domain Registration No. with MYNIC-D4A004360) in Malaysia.

2. QUORUM

Dato' Sri Chairman, having confirmed with the Company Secretary that the requisite quorum being present, called the Meeting to order at 11.00 a.m.

3. PRELIMINERY

Before proceeding with the business of the Meeting, Dato' Sri Chairman informed the shareholders that the 22nd AGM was a live-streamed meeting conducted in a virtual

the Company's prior written consent had been obtained.

environment. The main venue of the meeting was the online meeting platform which was used to conduct the AGM. All meeting participants were participating in the AGM remotely through the RPV facility provided by Securities Services (Holdings) Sdn. Bhd. The attendance of the Meeting was restricted to shareholders, proxies and authorised representatives of corporate shareholders (collectively, the "shareholders") who had registered to join the Meeting remotely. As discussions that transpired in the Meeting were deemed confidential and only for the knowledge of such relevant parties, any visual or audio recording whilst the AGM was conducted was strictly prohibited unless

Dato' Sri Chairman moved on to introduce the members of the Board, the Company Secretary and the External Auditor to the shareholders.

4. NOTICE OF MEETING

Dato' Sri Chairman informed the shareholders that the Company had announced the Notice convening this AGM to Bursa Securities on 29 April 2024 and advertised the Notice in The Star on 30 April 2024. The Notice, having been circulated earlier, was taken as read.

5. BRIEFING ON HOUSEKEEPING PROCEDURES

Before proceeding with the Agendas of the Meeting, Dato' Sri Chairman invited the Company Secretary to brief the shareholders on the housekeeping procedures pertaining to the live-streamed AGM, in tabling resolutions, and approving the resolutions via the online remote voting platform at the AGM. The salient points were as follows:

- 5.1 In compliance with Bursa's Listing Requirements, all the resolutions as set out in the Notice shall be put to vote by way of a poll.
- 5.2 The Resolutions that would be voted on by poll were Resolution Nos. 1 to 5, except for Agenda 1 relating to receive of the Audited Financial Statements, as formal approval from shareholders was not required.
- 5.3 The motion of each of the resolutions would require a Proposer and Seconder to move and second it accordingly before it was put forward for voting by poll. With a view to facilitate the flow of the meeting, the shareholders, namely Fook Yneh Ming and Hoo Yoke Thai, had offered themselves to be the Proposer and Seconder respectively for all the motions.
- 5.4 Dato' Sri Chairman shall present the motion of each of the resolutions to the shareholders for their consideration and followed with a Questions and Answers Session.
- 5.5 Shareholders were encouraged to raise questions in real time by typing their

questions in the Q&A icon. The Board and Management would try their level best to answer all questions. The answers to those remaining questions, if any, would either be e-mailed to shareholders at the earliest possible, after the Meeting or posted on the Company's website.

- 5.6 The online remote voting platform had been opened at the start of the Meeting. Shareholders may cast their votes throughout the Meeting until the closure of the voting session to be announced by Dato' Sri Chairman later.
- 5.7 The Company appointed Securities Services (Holdings) Sdn. Bhd. as Poll Administrator to conduct the poll by way of electronic means.
- 5.8 The Company appointed Commercial Quest Sdn. Bhd. as Independent Scrutineers to supervise the polling process and verify the poll results.
- 5.9 Upon closure of the voting session, the Independent Scrutineer would verify the poll results followed by the declaration of results by Dato' Sri Chairman.

6. AGENDA NO. 1

TO RECEIVE THE AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023 TOGETHER WITH THE DIRECTORS' AND AUDITORS' REPORTS THEREON

Dato' Sri Chairman proceeded to the first motion of the Ordinary Business, Agenda 1, that was to receive the Audited Financial Statements and the Reports of the Directors and the Auditors thereon for the financial year ended 31 December 2023.

Dato' Sri Chairman informed the shareholders that pursuant to Section 340(1)(a) of the Companies Act 2016, a formal approval of the shareholders for the Audited Financial Statements was not required. Hence, this Agenda was not put forward for voting.

Dato' Sri Chairman DECLARED THAT the Audited Financial Statements for the financial year ended 31 December 2023 together with the Directors' and Auditors' Reports thereon be and were hereby received.

7. ORDINARY RESOLUTION 1 TO APPROVE THE PAYMENT OF DIRECTORS' FEES AND BENEFITS

Dato' Sri Chairman proceeded to Agenda No. 2, Ordinary Resolution 1, pertaining to the proposed payment of Directors' fees and benefits.

Dato' Sri Chairman requested all the interested Directors including himself to abstain from deliberation and voting in this resolution.

Hence, Dato' Sri Chairman handed over the Chair to the Managing Director, Mr Dirk Johann Quinten, to proceed with this Agenda.

Mr. Dirk Johann Quinten informed the shareholders that the Board of Directors would like to seek their approval for the payment of Directors' fees and benefits for the Non-Executive Directors of the Company amounting to RM380,000 for the financial year ending 31 December 2024.

Mr. Dirk Johann Quinten put forward the motion for Ordinary Resolution 1 to the meeting for consideration:

"THAT the payment of Directors' fees and benefits for the Non-Executive Directors of the Company amounting to RM380,000 for the financial year ending 31 December 2024 be and is hereby approved."

Thereafter, Mr. Dirk Johann Quinten handed over the Chair back to Dato' Sri Chairman.

8. ORDINARY RESOLUTION 2

RE-ELECTION OF DIRECTOR PURSUANT TO CLAUSE 95 OF THE COMPANY'S CONSTITUTION – DATO' SRI AMINUL ISLAM BIN ABDUL NOR

Agenda No. 3, Ordinary Resolution 2 relating to the Board of Directors' recommendation for the re-election of the retiring Director, namely Dato' Sri Aminul Islam Bin Abdul Nor, who is the Executive Director of the Company.

Dato' Sri Chairman informed the shareholders that Dato' Sri Aminul Islam Bin Abdul Nor retired by rotation at this AGM pursuant to Clause 95 of the Company's Constitution which provides that one-third of the Directors are subject to retirement by rotation at each AGM. Dato' Sri Aminul Islam Bin Abdul Nor, being eligible, had agreed to offer himself for reelection.

The profile of Dato' Sri Aminul Islam Bin Abdul Nor, his interest in the securities of the Company, and his Board Meeting attendance are stated on pages 11 and 40 of the Annual Report respectively.

Dato' Sri Chairman put forward the motion for Ordinary Resolution 2 to the meeting for consideration:

"THAT Dato' Sri Aminul Islam Bin Abdul Nor, the Executive Director of the Company, who retires by rotation pursuant to Clause 95 of the Company's Constitution be and is hereby reelected as Director of the Company."

9. ORDINARY RESOLUTION 3

RE-ELECTION OF DIRECTOR PURSUANT TO CLAUSE 95 OF THE COMPANY'S CONSTITUTION – DR. SALIHIN BIN ABANG

Agenda No. 4, Ordinary Resolution 3 relating to the Board of Directors' recommendation for the re-election of the retiring Director, namely Dr. Salihin Bin Abang, who is the Independent Non-Executive Director of the Company, who retired by rotation at this AGM pursuant to Clause 95 of the Company's Constitution.

Dato' Sri Chairman informed the shareholders that Dr. Salihin Bin Abang, being eligible, had agreed to offer himself for re-election. His interest in the securities of the Company, and his Board Meeting attendance are stated on pages 14 and 40 of the Annual Report respectively.

Dato' Sri Chairman put forward the motion for Ordinary Resolution 3 to the meeting for consideration:

"THAT Dr. Salihin Bin Abang, the Independent Non-Executive Director of the Company, who retires by rotation pursuant to Clause 95 of the Company's Constitution be and is hereby reelected as Director of the Company."

10. ORDINARY RESOLUTION 4 RE-APPOINTMENT OF AUDITORS

Agenda No. 5, Ordinary Resolution 4 relating to the Board of Directors' recommendation for the re-appointment of the retiring Auditors, Messrs. Grant Thornton Malaysia PLT as Auditors of the Company until the conclusion of the next AGM and to authorise the Directors to fix their remuneration.

Dato' Sri Chairman informed the shareholders that Messrs. Grant Thornton Malaysia PLT had expressed their willingness to continue in office.

Dato' Sri Chairman put forward the motion for Ordinary Resolution 4 to the meeting for consideration:

"THAT Messrs. Grant Thornton Malaysia PLT be and is hereby re-appointed as the Company's Auditors until the conclusion of the next Annual General Meeting AND THAT the Board of Directors be authorised to fix their remuneration."

11. SPECIAL BUSINESS – ORDINARY RESOLUTION 5 RENEWAL OF AUTHORITY FOR DIRECTORS TO ISSUE SHARES

Dato' Sri Chairman proceeded to the Special Business, Agenda No. 6, Ordinary Resolution 5. He informed the shareholders that the Board would like to seek the shareholders' approval on the renewal of authority for Directors to issue shares of not more than 10% of the total number of issued shares of the Company pursuant to Sections 75 and 76 of the Companies Act 2016, and to waive the statutory pre-emptive rights of the existing shareholders of the Company pursuant to Section 85 of the Act read together with Clause 57 of the Constitution of the Company.

Dato' Sri Chairman informed that this was the renewal of the General Mandate which was given to the Board of Directors of the Company at the last AGM held on 22 June 2023 and the said mandate will lapse at the conclusion of this AGM. The rationales of seeking renewal of mandate were explained in item 4 of the Explanatory Note of the Notice of this AGM.

Dato' Sri Chairman put forward the motion for Ordinary Resolution 5 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"), any directives or modifications or reliefs issued by Bursa Securities from time to time in relation to the general mandate for issue of securities, and the approvals of the relevant governmental and/or regulatory authorities, where such approval is necessary, approval be and is hereby given to the Directors of the Company pursuant to Sections 75 and 76 of the Act to issue and allot shares in the Company from time to time at such price and upon such terms and conditions, for such purposes and to such person or persons as the Directors may in their absolute discretion deem fit or in pursuance of offers, agreements or options to be made or granted by the Directors while this approval is in force provided always that the total number of new shares issued pursuant to this resolution when aggregate with the number of new shares issued during the preceding twelve (12) months does not exceed ten percent (10%) of the total number of issued shares of the Company for the time being.

THAT such authority shall continue to be in force until the conclusion of the next Annual General Meeting of the Company.

THAT the Directors of the Company be and are hereby further authorised to make or grant offers, agreements or options which would or might require shares to be issued after the expiration of the approvals hereof.

AND THAT the Directors of the Company are also empowered to obtain the approval from Bursa Securities for the listing of and quotation for the additional shares so issued on Bursa Securities.

FURTHER THAT pursuant to Section 85 of the Act read together with Clause 57 of the Constitution of the Company, approval be and is hereby given to waive the statutory preemptive rights of the existing shareholders of the Company to be offered with new shares ranking equally to the existing issued shares arising from the issuance and allotment of the new shares in the Company pursuant to Sections 75 and 76 of the Act, AND THAT the Board of Directors of the Company is exempted from the obligation to offer such new shares first to the existing shareholders of the Company."

12. ANY OTHER BUSINESS

The Company Secretary confirmed that the Company did not receive any notice for other business to be transacted at this AGM.

13. QUESTIONS & ANSWERS SESSION

After tabling all the resolutions, the Questions & Answers Session was opened to the floor.

Questions from the Minority Shareholders Watch Group (MSWG)

Dato' Sri Chairman informed the shareholders that the Company received 7 questions from the Minority Shareholders Watch Group ("MSWG') vide its letter dated 24 June 2024. The Company had replied in writing to MSWG to the questions raised by them. For the interest of the shareholders and other stakeholders of the Company, Dato' Sri Chairman invited Encik Farisan Moktar, who is the Chief Financial Officer of the Company to present the questions raised by the MSWG and the Company's answers to the questions, the details are annexed herewith and marked "Appendix 1".

Questions & Answers Session with shareholders

The following questions raised by the shareholders during the Questions & Answers Session were duly answered by Dato' Sri Chairman:

Question 1 : Please consider some form of e-vouchers for participants of this AGM.

Answer : Thank you for your support and attendance at G3's AGM. However, there

will not be any e-vouchers or "door gifts" to be given out at this AGM.

Question 2 : Is Dato' Sri Aminul Islam Bin Abdul Nor present at this AGM?

Answer : Yes. Dato' Sri Aminul Islam Abdul Nor is present at this AGM via the online

platform.

Question 3 Can you send me a copy of the Annual Report?

Answer : A copy of the Annual Report 2023 is available for download in G3's

website

14. VOTING/POLLING SESSION

The Meeting proceeded to the Voting Session.

The video clip on the "procedures for remote voting" was played.

As the online remote voting platform had been activated at the start of the Meeting for shareholders to submit their votes throughout the Meeting, those shareholders who had not casted their votes were allowed for another 5 minutes to submit their voting before Dato' Sri Chairman declaring the end of Voting Session.

After the Voting Session had ended, the Meeting was adjourned for approximately 10 minutes until the Poll Administrator, namely Securities Services (Holdings) Sdn. Bhd. had completed the vote counting. The polling process was supervised by the Scrutineer, namely Commercial Quest Sdn. Bhd.

15. ANNOUNCEMENT OF POLL RESULTS

The Meeting was resumed for declaration of the poll results.

Based on the voting results, Dato' Sri Chairman DECLARED THAT all the Resolutions Nos. 1 to 5 were CARRIED by a majority of votes.

The poll results are annexed herewith and marked "Appendix 2".

16. CLOSURE

There being no other business to be transacted, the Meeting ended at 11.55 a.m. with a vote of thanks extended to the Chair.

CONFIRMED AS THE CORRECT RECORD OF THE PROCEEDINGS THEREAT,



Date: 27 June 2024



Ref: G3/CORP/OUT/0124/L/FM

Date: 25th June 2024

Badan Pengawas Pemegang Saham Minoriti Berhad Level 23, Unit 23-2, Menara AIA Sentral No. 30, Jalan Sultan Ismail 50250, Kuala Lumpur

Dear Sirs/Madam,

G3 GLOBAL BERHAD

22nd Annual General Meeting of G3 Global Berhad ("the Company"/"G3") to be held on Thursday, 27 June 2024

With reference to your letter dated 24 June 2024.

We enclose herewith our reply for your kind attention as requested (refer Appendix 1).

Yours sincerely, For and on behalf of the Board of G3 Global Berhad

DIRK QUINTEN
Managing Director

encl.

APPENDIX I

Operational & Financial Matters

1. Financial Performance

Despite recording a much higher year-on-year revenue and a positive bottom-line result in FY2023, G3 Global recorded a gross loss of RM1,008,867 in FY2023 (FY2022: Gross Profit of RM1,031,217) (Page 79 of the Annual Report 2023/AR2023).

- . Why did the Group incur a gross loss in FY2023?
- . What has made the cost of sales higher than the revenue? If cost increases caused it, why was it not passed on to the customers?
- . What are the measures taken by the Board to address the above issue?
- . Can the Group achieve a gross profit in FY2024? If not, why?

The gross loss at the Group level for the financial year 2023 was due to a transaction that took place at a dormant subsidiary of G3 Global Berhad. The transaction involved the sales of old inventories that have been carried in the subsidiary books for more than 2 years. As such, the sales value for the said inventories was much lower than the original cost, resulting in a gross loss position.

The sales transaction was part of an on-going exercise to clear off old inventories at the subsidiary and to recover as much value as possible, given that the inventories are old inventories with diminished value.

The Board does not anticipate that there will be further sales transactions of such nature as all the remaining inventories have been impaired during the financial year.

The Board is of the view that the Group will register gross profit in the financial year 2024 as the Group continues to focus on its ICT business and potential new opportunities.

2. Accruals

Under other payables, there were significant accruals recorded in FY2023 with the amount of RM16,272,363 (FY2022: RM1,442,038) (Page 106 of AR2023).

What are these accruals, and why did the Group record such high accruals amount in FY2023? Please explain.

The accruals recorded in financial year 2023 are in relation to the AIS3 project where the project cost is measured based on the percentage of completion method. The recognition of the project cost has given rise to the timing differences between the recognition of the said cost and the receipt of suppliers and vendors invoices.

Post balance sheet date, the accruals amounts are translated into trade payables and will be paid in accordance with the credit terms agreed upon between the Company and the respective suppliers/vendors.

3. Inventories

In FY2023, inventories were written down, amounting to RM3,163,699 (FY2022: Nil) (Page 101 of AR2023).

- . Whilst there were no inventories written down in FY2022, what caused the Group to write down inventories in FY2023?
- . What was the age of these inventories before the written-down exercise took place?
- . Can these inventories written down be reversed? If so, what is the prospect of reversing the amount or salvaging some of these written-down inventories in FY2024?

The inventories were written down in financial year 2023 as they have exceeded the two (2) years threshold adopted as part of the Group's accounting policies for inventories. For those inventories 3 years old, 50% of the carrying value will be written down whilst those 4 years and older will be fully impaired.

There are continuous efforts by the Company to seek buyers for the said inventories but it is expected that the salvage value will be minimum.

4. Ongoing Project (The Airport Integrated Security and Safety System ("AIS3"))

What is the latest update on the AIS3 Project? Is the Project on schedule?

The AIS 3 project is currently at approximately 76% progress and the project is shifting towards the final phase of implementation with scheduled completion by end of 3rd quarter 2024.

- 5. G3 Global also strives to improve current revenue through securing potential ICT projects, which are currently at the discussion stage (Page 9 of AR2023).
- . What is the current contract value that the Group has, and if the current contract is not replenished, how long will it last?
- . What is the update on securing potential ICT projects? Is G3 Global expecting to secure any potential ICT projects in FY2024? If so, what type of projects, and what are their values?

Originally, the AIS 3 project was valued at RM118 million with target completion date at the end of March 2024. However, as the project progresses, additional scope of work valued at RM11.7 million was awarded and the completion date was revised to September 2024. Based on the on-going discussions with the client, there are possibilities for further works to be added as well as the AIS3 system is to be rolled out to other airports under the client's management.

The Company is actively pursuing potential leads for other projects in the ICT and Healthcare sector and we will keep shareholders informed via relevant announcements as the projects progress.

Sustainability Matters

6. As reported on page 37 of AR2023, The Group's sustainability Statement has not been subjected to an assurance process. Will the company subject its sustainability statement to an internal review by the internal auditor or independent assurance in the next reporting cycle?

The Company is planning to engage its internal auditor to carry out the assurance process for the financial year 2024 cycle.

Corporate Governance Matters

7. Practice 5.9 of the Malaysian Code on Corporate Governance (MCCG)

(The board comprises at least 30% women directors)

The Company has not adopted Practice 5.9 of MCCG (Page 25 of CG Report). The Board currently has one female director among its sixth members, making up 16.67% of the Board (Page 2 of AR2023). This composition is far from the 30% threshold.

However, as reported on page 25 of AR2023 under Sustainability Statement - Sustainability KPIs for Corporate Governance, the Company has targeted to increase gender diversity to 30% on the Board in FY2024.

What progress has been made in meeting this target? Has the Company found candidates for evaluation or interviews before selecting the right one?

The Board is currently scouting and assessing the suitableness of candidates for the post and announcement will be made once the appointment is finalised.

Company Name

G3 GLOBAL BERHAD

[REGISTRATION NO. 200201002733 (570396-D)]

Type Of Meeting

: TWENTY-SECOND ("22ND") ANNUAL GENERAL MEETING ("AGM")

Venue Of Meeting

: VIRTUAL BASIS VIA ONLINE MEETING PLATFORM AT SECURITIES SERVICES E-PORTAL

Date & Time of Meeting

ON THURSDAY, 27 JUNE 2024, AT 11:00 A.M.

Votes Summary Report		No. of		% of voted	
Resolution (s)		shareholders	No. of shares	shares	Accepted/Rejected
Resolution 1	For	64	2,377,895,253	99.9616	
Approval of the payment of Directors' fees and benefits for the financial year ending 31 December 2024.	Against	16	912,524	0.0384	Accepted
	Valid Cast	80	2,378,807,777	100.0000	
	Abstain	4	896,400		Accepted
	Not Indicated	0	0		
	Total Cast	84	2,379,704,177		
Resolution 2	For	68	2,378,010,429	99.9665	
Re-election of Dato' Sri Aminul Islam Bin Abdul Nor as Director.	Against	12	797,348	0.0335	
	Valid Cast	80	2,378,807,777	100.0000	Accepted
	Abstain	4	896,400		Accepted
	Not Indicated	0	0		
	Total Cast	84	2,379,704,177		
Resolution 3	For	70	2,378,012,857	99.9665	
Re-election of Dr. Salihin Bin Abang as Director.	Against	11	797,320	0.0335	
	Valid Cast	81	2,378,810,177	100.0000	Accepted
	Abstain	3	894,000		Accepted
	Not Indicated	0	0		
	Total Cast	84	2,379,704,177	,	

Signature of Scrutineers

Acknowledgement of the chairman of the meeting

Page 1 of 2

Company Name

G3 GLOBAL BERHAD

[REGISTRATION NO. 200201002733 (570396-D)]

Type Of Meeting

TWENTY-SECOND ("22ND") ANNUAL GENERAL MEETING ("AGM")

Venue Of Meeting

VIRTUAL BASIS VIA ONLINE MEETING PLATFORM AT SECURITIES SERVICES E-PORTAL

Date & Time of Meeting

ON THURSDAY, 27 JUNE 2024, AT 11:00 A.M.

Votes Summary Report		No. of shareholders	No. of shares	% of voted shares	Accepted/Rejected
Resolution (s)	For	68	2,378,000,437	99.9665	
Resolution 4					
Re-appointment of Grant Thornton Malaysia PLT as Auditors and to authorise the Directors to fix their remuneration.	Against	11	797,340	0.0335	Accepted
	Valid Cast	79	2,378,797,777	100.0000	
	Abstain	5	906,400		
	Not Indicated	0	0		
	Total Cast	84	2,379,704,177		
Resolution 5	For	67	2,378,005,733	99.9667	
Renewal of Authority for Directors to Issue Shares.	Against	12	792,044	0.0333	
A commence of the contract of	Valid Cast	79	2,378,797,777	100.0000	Accepted
	Abstain	5	906,400		
	Not Indicated	0	0		
	Total Cast	84	2,379,704,177		



