KYM HOLDINGS BHD.
(Reg No.: 198201004556) (84303-A)
(Incorporated in Malaysia)

Minutes of the 44th Annual General Meeting of the Company held at Level 17, KYM Tower, No. 8, Jalan PJU 8/6, Mutiara Damansara, 47800 Petaling Jaya, Selangor on Thursday, 9 July 2026 at 11:00 a.m.

Present:	<u>Directors</u> Mr Lim Tze Thean – Executive Chairman Mr Lee Ji Jin Darren – Executive Director / Chief Executive Officer (CEO) Mr Sharman A/L Arumugam Ms Gan Chia Hui Ms Lee Li Choon
	<u>Shareholders, Corporate Representative and Proxies</u> As per the Attendance List
Invitees:	<u>External Auditors – Crowe Malaysia PLT</u> Mr Gerald Lau Beng Tong Ms Chuah Suat Lim
In Attendance:	Ms Chee Min Er (Company Secretary)
Chairman:	Mr Lim Tze Thean

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1. CHAIRMAN'S ADDRESS

The Chairman welcomed everyone physically present and thanked the shareholders and proxies for attending the 44th Annual General Meeting ("AGM") of KYM Holdings Bhd ("KYM"). Prior to the commencement of the AGM, the Chairman reminded the shareholders that the attendance at the AGM is restricted to the Company's shareholders and authorized corporate representatives who have registered to attend the AGM.

The Chairman continued to introduce the Board members and the Company Secretary who were present at the 44th AGM.

2. QUORUM

Upon confirmation by the Company Secretary on the presence of the requisite quorum, with 57 shareholders and proxies physically present, the Chairman called the meeting to order.

3. VOTING BY POLL

The Chairman informed that pursuant to Paragraph 8.29A of the Main Market Listing Requirements, all resolutions set out in the notice of any general meeting shall be voted on by poll, and voting will be conducted through electronic polling at the 44th AGM.

The Chairman notified that Boardroom Share Registrars Sdn Bhd ("Boardroom") had been appointed as the Poll Administrator to conduct the polling process while Sky Corporate Services Sdn Bhd had been appointed as an independent scrutineer to verify the poll results. The polling processes for all resolutions to be conducted upon completion of the deliberation of all items to be transacted at the AGM.

4. NOTICE

The Notice of 44th AGM dated 29 May 2026, having been circulated in accordance with the Company's Constitution, was taken as read.

5. RECEIPT OF AUDITED FINANCIAL STATEMENTS FOR FINANCIAL YEAR ENDED 31 JANUARY 2026

The Chairman informed that the Audited Financial Statements for the financial year ended 31 January 2026 was meant for discussion only under the provision of Section 340(1)(a) of the Companies Act 2016 and need not be put to vote by the shareholders.

6. PRESENTATION ON THE FINANCIAL PERFORMANCE OF KYM GROUP

The Chairman invited the CEO to present the financial performance of the KYM Group for the financial year ended 31 January 2026. The CEO briefed on the key financial highlights, current state of the Company, the strategies, and key sustainability highlights, including an improved ESG rating.

The Chairman thanked the CEO for his presentation. He informed that KYM had received a letter from the Minority Shareholders Watch Group ('MSWG') dated 25 June 2026 concerning several questions on the Group's financial and operational performance, including Packaging-as-a-Service ("PaaS") business model and its revenue contribution.

The CEO was invited to present MSWG's questions and the Company's corresponding responses. The Company's reply to MSWG's questions is attached as Appendix I to these Minutes.

A copy of the CEO presentation slides was uploaded to the Company website.

The Chairman invited questions from the shareholders and proxies who were present at the 44th AGM. The members' questions were dealt with by the Chairman and the CEO, and the Company's responses are set out in Appendix II to these Minutes.

The Chairman proceeded to the next item on the agenda.

7. RESOLUTION 1 - APPROVAL OF PAYMENT OF DIRECTORS' FEES AND THE PAYMENT OF DIRECTORS' BENEFITS (EXCLUDING DIRECTORS' FEE) TO NON-EXECUTIVE DIRECTORS FROM THE DATE OF 44TH AGM UNTIL THE NEXT AGM OF THE COMPANY

The Chairman informed that Resolution 1 is to approve the proposed payment of Directors' Fees of RM115,000 for financial year ended 31 January 2026 and the payment of Directors' Benefits (excluding directors' fee) to Non-Executive Directors of up to an amount of RM24,000 from the date of the 44th AGM until the next AGM.

Resolution 1 was duly proposed by Mr Lim Jit Thin and seconded by Mr William Ng Kim Soon.

8. RESOLUTION 2 - RE-ELECTION OF MR LIM TZE THEAN

At this juncture, Mr Sharman A/L Arumugam was invited to take the Chair for the consideration of Resolution 2, as it was related to the re-election of Mr Lim Tze Thean, who retired by rotation in accordance with Article 81 of the Company's Constitution and, being eligible, had offered himself for re-election.

Resolution 2 was duly proposed by Mr William Ng Kim Soon and seconded by Ms Mak Sheh Ling.

Having dealt with Resolution 2, Mr Sharman passed the Chair back to the Chairman who proceeded to the next item on the agenda.

9. RESOLUTION 3 - RE-ELECTION OF MR SHARMAN A/L ARUMUGAM

Resolution 3 was related to the re-election of Mr Sharman A/L Arumugam, who retired by rotation in accordance with Article 81 of the Company's Constitution and, being eligible, had offered himself for re-election.

Resolution 3 was proposed by Mr William Ng Kim Soon and seconded by Mr Allen Ong Sieng Han.

10. RESOLUTION 4 - RE-APPOINTMENT OF CROWE MALAYSIA PLT AS AUDITORS OF THE COMPANY AND TO AUTHORISE THE DIRECTORS TO FIX THEIR REMUNERATION

The Chairman informed that Crowe Malaysia PLT had expressed their willingness to continue in office as Auditors of the Company for the ensuing year.

Resolution 4 was proposed by Mr Tan Peng Aun and seconded by Ms Mak Sheh Ling.

11. RESOLUTION 5 - AUTHORITY TO ISSUE AND ALLOT SHARES PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT, 2016

Resolution 5 was to authorize the Directors to issue and allot shares pursuant to Section 75 and 76 of the Companies Act 2016 ('the Act'), at any time until the conclusion of the next Annual General Meeting and to seek for waiver of the pre-emptive rights pursuant to Section 85(1) of the Act read together with Clause 47 of the Company's Constitution.

Pursuant to Section 85(1) of the Act read together with Article 47 of the Company's Constitution, shareholders have pre-emptive rights to be offered any new shares in the Company which rank equally to the existing issued shares in the Company or other convertible securities.

The Chairman informed that in order for the Board to issue any new shares or other convertible securities free of pre-emptive rights, such pre-emptive rights must be waived.

The proposed ordinary resolution, if passed, will exclude the shareholders' pre-emptive rights over all new shares, options or grant of new shares or any other convertible securities in the Company and/or any new shares to be issued pursuant to such options, grants or other convertible securities under the Authorities to Directors to Allot Shares.

Resolution 5 was proposed by Mr Hoo Ching Eng and seconded by Mr William Ng Kim Soon.

12. RESOLUTION 6 - PROPOSED RENEWAL OF SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE

As the Chairman was interested in the proposed renewal of shareholders' mandate, the Chair was passed to the Independent Director, Mr Sharman A/L Arumugam to preside over the agenda.

Mr Sharman A/L Arumugam informed that the details of the Proposed Shareholders' Mandate were set out in the Circular to Shareholders dated 29 May 2026. Mr Lim Tze Thean, being an interested Director and interested Major Shareholder would abstain from voting on Resolution 6 in respect of his direct and/or indirect shareholdings in KYM.

The interested Director and the interested Major Shareholders as stated in the Circular to Shareholder dated 29 May 2026 had undertaken that person(s) connected with them would also abstain from voting on Resolution 6.

Resolution 6 was proposed by Mr Tan Peng Aun and seconded by Mr William Ng Kim Soon.

Mr Sharman A/L Arumugam passed the Chair back to Mr Lim Tze Thean after conclusion of the above agenda.

13. POLLING PROCESS

A brief video outlining the e-poling procedures was played for information.

The Chairman invited the members, corporate representatives and proxies to proceed to cast their votes.

14. ANNOUNCEMENT OF POLL RESULTS

The meeting was adjourned for 30 minutes for the completion of voting and verification of the poll results by the independent scrutineer, Sky Corporate Services Sdn Bhd.

The Chairman resumed the meeting at 12.11 pm for the declaration of the poll results.

Based on the poll results which had been verified by the appointed scrutineers, the Chairman declared that all resolutions tabled at the 44th AGM be CARRIED.

Resolution	Voted For		Voted Against		Results
	No. of Share(s)	%	No. of Share(s)	%	
RESOLUTION 1	64,476,702	99.9997	200	0.0003	Carried
RESOLUTION 2	64,476,801	99.9998	101	0.0002	Carried
RESOLUTION 3	64,476,802	99.9998	100	0.0002	Carried
RESOLUTION 4	64,476,801	99.9998	101	0.0002	Carried
RESOLUTION 5	64,476,802	99.9998	100	0.0002	Carried
RESOLUTION 6	2,716,801	99.9963	101	0.0037	Carried

The list of resolutions passed at the 44th AGM are set out in Appendix III to the Minutes.

15. OTHER BUSINESS

The Company Secretary confirmed that the Company did not receive any notice to transact any other business.

TERMINATION

There being no further business, the meeting terminated at 12.14 pm with a vote of thanks to the Chair.

CHAIRMAN

Appendix I

REPLY TO QUESTIONS FROM THE MINORITY SHAREHOLDER WATCH GROUP

Operational & Financial Matters

1. The Group has consistently cited pricing pressure and competitive market conditions as the primary reasons for reducing average selling prices in recent years.

Given that revenue of Multiwall Industrial Paper Sacks division declined to RM63.066 million in FY2026 (FY2025: RM 68.517 million), and profit before tax ("PBT") declined to RM4.152 million (FY2025: RM 7.022 million) (Page 10-11 of AR 2026) despite these pricing measures, could the Board share:

(a) Whether the Group's market share has improved, remained stable, or declined over the past few financial years.

(b) How does management evaluate the effectiveness of pricing strategy in balancing market?

Response

(a) The Group's market share remained stable year-on-year.

(b) During the financial year, priority was placed on preserving market share in an increasingly competitive environment, which inevitably came at the expense of profitability. At the same time, management has continued strengthening the Group's underlying cost structure through ongoing operational and productivity improvements, with the objective of enhancing cost competitiveness and supporting sustainable profitability over the longer term.

2. The Carton Box division recorded an 8.2% increase in revenue in FY2026, to RM 17.687 million (FY2025: RM 16.348 million) following the successful renewal of several key tenders. However, the division's loss before tax ("LBT") widened from to RM0.743 million (FY2025: RM0.266 million) (Page 10-11 of AR 2026).

(a) What were the key reasons for the deterioration in profitability despite higher sales volume?

(b) Were the renewed tenders secured at lower margins than historical levels?

(c) At what utilisation rate does management expect the Carton Box division to return to profitability?

Response

(a) The decline in profitability was attributable to lower average selling prices arising from the Group's dynamic pricing approach in response to market demand, competitive dynamics and customer requirements.

(b) Each tender is evaluated based on its overall commercial and financial merits to ensure it supports sustainable long-term value creation.

(c) While capacity utilisation contributes to profitability, management consider it alongside other key factors, including product mix, pricing discipline, raw material costs and operational efficiency. The Group therefore remains focused on optimising the combination of commercial and operational factors to deliver sustainable profitability.

3. The Group stated that it focused on strengthening resilience and long-term competitiveness rather than engaging in aggressive price-driven competition. (Page 9 of AR 2026).

Given the persistent pricing pressure across both business segments, what specific competitive advantages does the Group have that would enable it to defend market share and improve margins without further price reductions?

Response

We continue to focus on enhancing operational efficiency, customer services and responsiveness as well as innovation to defend our market share.

4. The Group generated RM15.3 million operating cash flow in FY2026 (Page 11 of AR 2026) despite recording only RM1.2 million profit before tax, mainly due to a RM8.7 million reduction in inventories.

(a) Has the Group adopted a structurally lower inventory holding strategy going forward?

(b) If so, how does management balance the benefits of lower working capital requirements against the risks of supply disruption, raw material price volatility and potential customer delivery delays?

(c) What inventory coverage level does management consider optimal under the current operating environment?

Response

(a) Yes, we have been optimising our inventory management practices in line with demand patterns to improve capital efficiency.

(b) Management continuously optimise working capital without compromising our customer service. Inventory levels are calibrated based on customer demand visibility and raw material condition.

(c) The optimal inventory level depends on factors such as customer demand procurement lead times, supply chain conditions and raw material price movements. Accordingly, inventory policies are reviewed continuously to ensure an appropriate balance between operational resilience and working capital efficiency.

5. The Group highlighted the advancement of Packaging-as-a-Service ("PaaS") model to deepen customer collaboration and create longer-term revenue opportunities. (Page 12 of AR 2026)

(a) What was the revenue contribution from PaaS-related offerings in FY2026?

(b) What key performance indicators does management use to measure the success of the PaaS initiative, and what are the Group's targets for this business over the next three years?

Response

(a) PaaS-related revenue remains at an early and developing stage and is not yet separately material to be disclosed as a discrete revenue line.

(b) The Group evaluates the PaaS initiative based on qualitative indicators such as customer adoption and engagement depth, rather than fixed near-term revenue targets, as the model is still in its early build-out phase. The Group will provide further updates as the initiative matures.

Appendix II

RESPONSE TO QUESTIONS RAISE DURING THE AGM

Question 1

Management was requested to provide a brief explanation of the PaaS business model, including how it operates within the industry, how it differs from conventional packaging solutions and competitors' offerings, and the value it creates for both KYM and its customers.

Company's response

The CEO replied that the PaaS model adopts a non-traditional approach to customer engagement by collaborating with customers to redesign their packaging, including converting from plastic to paper-based packaging, thereby reducing packaging costs and plastic usage.

The Chairman added that, given the Group's existing capital investment and manufacturing capabilities, KYM complements its offering by forming strategic alliance with selected suppliers. This enables the Group to provide a wider range of packaging solutions.

Question 2

A shareholder highlighted the downward trend in the Group's revenue and profitability over recent financial years as a matter of concern.

a) ***He referred to the Statement in the Management Discussion And Analysis (MDA) of the Annual Report 2026 that the Group is adopting a cautious yet adaptive strategy focused on strengthening resilience and long-term competitiveness rather than engaging in aggressive price-driven competition, and requested the Board to elaborate on its strategic position.***

b) ***He acknowledged the Group's healthy balance sheet with a strong cash position of more than RM25 million, but expressed concern that the continued profitability of approximately RM1 million a year may not be sufficient to sustain the Group's cash reserves should the business performance deteriorate. The Board was requested to share its plan to address the matter***.

c) ***Clarifications were sought on the five (5) strategies presented by the CEO earlier, particularly whether these initiatives would strengthen the Group's pricing power and help addressing the prevailing pricing pressures.***

d) ***The shareholder noted that the proposed capital restructuring comprising the proposed capital reduction and proposed share buy-back as presented by the CEO earlier, is intended to strengthen the Group's balance sheet.***
    (i) ***He enquired whether retaining capital and undertaking the proposed share buy-back would represent a more appropriate capital allocation strategy than otherwise returning capital directly to the shareholders.***
    (ii) ***The Board was asked to share its views on when shareholders might expect a return of capital and to explain the types of investments or business opportunities that the Company intends to venture into.***

Company's response

a) The downturn was primarily attributed to the normalization of market conditions following the COVID-19 pandemic which led to reduced export demand. While KYM maintained market shares in domestic market but faced intense pricing competition. The Group remained focused on maintaining product quality and pricing discipline, which resulted in thinner profit margins during the financial year ended 31 January 2026.

b) The Group recorded break-even performance in Q1FY2027 despite continued pricing competition. Demand volumes remained stable; however, geopolitical tension resulted in inflationary pressures on raw material and utility costs.

c) The Group's transformation will be implemented in phases and stages, beginning with the initiatives to strengthen balance sheet and financial performance. The proposed capital reduction and proposed share buy-back are to support the Group's next phase of growth. Further details of the proposal will be presented at an Extraordinary General Meeting to be held.

d) The Chairman added that the Board has extensively deliberated on the Group's business and competitive landscape. The Board remains focused maximizing the Group's operational performance, enhancing the stability and quality of earnings and maintaining an appropriate asset backing, while the Independent Directors continue to provide effective oversight and checks and balances.

Appendix III

RESOLUTION PASSED AT THE 44th AGM

RESOLUTION 1

APPROVAL OF DIRECTORS' FEES AND THE PAYMENT OF DIRECTORS' BENEFITS (EXCLUDING DIRECTORS' FEE) TO NON-EXECUTIVE DIRECTORS FROM THE DATE OF 44th AGM UNTIL THE NEXT AGM OF THE COMPANY

It was RESOLVED:

"That the payment of Directors' Fees of RM115,000 for financial year ended 31 January 2026 and the payment of Directors' benefit (excluding Directors' Fee) to Non-Executive Directors of up to an amount of RM24,000 from the date of 44th Annual General Meeting until the next Annual General Meeting be and is hereby approved."

RESOLUTION 2

RE-ELECTION OF MR LIM TZE THEAN

It was RESOLVED:

"That Mr Lim Tze Thean who retired in accordance with Article 81 of the Company's Constitution be and is hereby re-elected as a Director of the Company."

RESOLUTION 3

RE-ELECTION OF MR SHARMAN A/L ARUMUGAM

It was RESOLVED:

"That Mr Sharman A/L Arumugam who retired in accordance with Article 81 of the Company's Constitution be and is hereby re-elected as a Director of the Company."

RESOLUTION 4

RE-APPOINTMENT OF CROWE MALAYSIA PLT AS AUDITORS OF THE COMPANY AND TO AUTHORISE THE DIRECTORS TO FIX THEIR REMUNERATION

It was RESOLVED:

"That Messrs Crowe Malaysia PLT be and are hereby appointed as Auditors of the Company to hold office until the conclusion of the next Annual General Meeting at a remuneration to be fixed by the Directors."

RESOLUTION 5

AUTHORITY TO ISSUE AND ALLOT SHARES PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT, 2016

It was RESOLVED:

"That pursuant to Section 75 and 76 of the Companies Act, 2016 ("Act"), the Directors be and are hereby authorised to issue and allot new Shares in the Company, grant rights to subscribe for Shares in the Company, convert any security into Shares in the Company, or allot Shares under an agreement or option or offer at any time at such price and upon such terms and conditions and for such purposes and to such person or persons whomever as the Directors may deem fit provided that the aggregate number of Shares issued pursuant to this resolution in any one financial year does not exceed 10% of the issued capital of the Company for the time being and that such authority shall continue in force until the conclusion of the next Annual General Meeting of the Company.

And that the Directors be and are also empowered to obtain approval for the listing of and quotation for the additional Shares so issued on Bursa Malaysia Securities Berhad.

And That in connection with the above, pursuant to Section 85(1) of the Act to be read together with Article 47 of the Constitution of the Company, the shareholders of the Company do hereby waive the statutory pre-emptive rights over all new Shares, options over or grants of new Shares or any other convertible securities in the Company and/or any new Shares to be issued pursuant to such options, grants, or other convertible securities, such new Shares, when issued, shall rank pari passu with the existing shares."

RESOLUTION 6

PROPOSED RENEWAL OF SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE

It was RESOLVED:

"That, subject always to the Listing Requirements of Bursa Malaysia Securities Berhad, the shareholders' mandate for the recurrent related party transactions of a revenue or trading nature as approved by the shareholders of the Company on 10 July 2025 authorising the Company and its subsidiaries ("KYM Group") to enter into any of the recurrent transactions of a revenue or trading nature of the Group as set out in Section 2.2 of the Circular to Shareholders dated 30 May 2025 with the related party mentioned therein which are necessary for the day-to-day operations of the KYM Group be and is hereby renewed provided that the transaction are in the ordinary course of business, at arms' length basis and are on normal commercial terms which are not more favorable to the Related Parties than those generally available to the public and are not detrimental to the minority shareholders of the Company and disclosure is 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 conferred shall continue to be in force until:

(i) the conclusion of the next Annual General Meeting ("AGM") of the Company following the forthcoming AGM at which such Proposed Shareholders' Mandate passed, at which time it will lapse, unless by a resolution passed at such general meeting whereby the authority is renewed; or

(ii) the expiration of the period within which the next AGM of the Company after that date is required to be held pursuant to Section 340(2) of the Companies Act, 2016 (but shall not extend to such extensions as may be allowed pursuant to Section 340(4) of the Companies Act, 2016); or

(iii) revoked or varied by resolution passed by the 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 as they may consider expedient or necessary in the best interest of the Company (including executing all such documents as may be required) to give effect to the Proposed Shareholders' Mandate."