

FOCUS DYNAMICS GROUP BERHAD

Registration No. 200201015261 (582924-P)

(Incorporated in Malaysia)

Minutes of the Twenty-Second Annual General Meeting (22nd AGM or the Meeting) of **FOCUS DYNAMICS GROUP BERHAD** (the Company) held at Lot 4.1, 4th Floor, Menara Lien Hoe, No. 8, Persiaran Tropicana, Tropicana Golf & Country Resort, 47410 Petaling Jaya, Selangor Darul Ehsan on **Thursday, 27 August 2026 at 10.30 a.m.**

DIRECTORS' PRESENT : Tan Sri Dato' Seri Tan King Tai @ Tan Khoon Hai (Tan Sri Chairman) – Independent Non-Executive Chairman
Mr. Tay Ben Seng, Benson (Mr. Benson) – Executive Director
Mr. Leow Wey Seng (Mr. Leow) – Independent Non-Executive Director
Ms. Tang Yee Ling – Independent Non-Executive Director
Mr. Ng Chee Kin – Independent Non-Executive Director

MEMBERS PRESENT : As per attendance list

BY INVITATION : Guests as per attendance list

IN ATTENDANCE : Ms. Wong Yuet Chyn – Company Secretary

CHAIRMAN

Tan Sri Chairman took the Chair and called the Meeting to order at 10.30 a.m. He welcomed the shareholders, proxies and Corporate Representatives to the Meeting and introduced the members of the Board of Directors (Board), the Company Secretary, and the External Auditors.

QUORUM

Based on the registration records data as at the commencement of the Meeting, a total nine (9) members, proxies and Corporate Representatives were present.

The Company Secretary confirmed that the requisite quorum was present in accordance with the Company's Constitution. Tan Sri Chairman then declared the Meeting duly convened.

NOTICE OF MEETING

Tan Sri Chairman informed that the AGM was held physically at Lot 4.1, 4th Floor, Menara Lien Hoe, No. 8, Persiaran Tropicana, Tropicana Golf & Country Resort, 47410 Petaling Jaya, Selangor Darul Ehsan.

Tan Sri Chairman informed the Meeting that the notice convening the AGM (Notice) had been dispatched to the shareholders of the Company and advertised in the New Straits Times on 31 July 2026 in accordance with the Company's Constitution.

With the consent of the Meeting, the Notice convening the Meeting was taken as read.

POLL VOTING

Tan Sri Chairman briefed the Meeting on the meeting and poll voting procedures. He informed that voting on the resolutions set out in the Notice would be conducted by way of poll in accordance with Rule 8.31A (1) of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad.

For this purpose, Tan Sri Chairman, in his capacity as Chairman of the Meeting, demanded a poll on all the resolutions tabled at the Meeting pursuant to Clause 93 of the Company's Constitution.

The polling would be conducted electronically and shareholders were advised to use their own personal device to vote by scanning the QR code shown on the projector at the Meeting venue and voting session had commenced from 10.30 a.m. until the announcement of the end of the voting session by Tan Sri Chairman. In this respect, the Share Registrar, Prosec Share Registration Sdn. Bhd., had been appointed as the Poll Administrator to conduct the polling process and Symphony Corporate Services Sdn. Bhd. as the Independent Scrutineer to verify the poll results.

Tan Sri Chairman informed that the Board would deal with the shareholders' questions after the deliberation of the agenda.

Tan Sri Chairman then proceeded to the Agendas for the Meeting.

1. TO RECEIVE THE AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 MARCH 2026 (FYE 31 MARCH 2026) AND TOGETHER WITH THE REPORTS OF THE DIRECTORS AND AUDITORS THEREON

Tan Sri Chairman informed that the AFS for the FYE 31 March 2026, together with the Reports of the Directors and Auditors therein, were laid before the Meeting for discussion pursuant to Section 340(1)(a) of the Companies Act 2016. As the AFS did not require shareholders' approval, the item was not put forward for voting.

The AFS were duly received by the Meeting.

Tan Sri Chairman then proceeded to the next agenda of the Meeting.

2. TO APPROVE THE PAYMENT OF DIRECTORS' FEES OF RM324,000 FROM THE 22ND AGM UNTIL THE NEXT AGM OF THE COMPANY

Ordinary Resolution 1 on the proposed payment of Directors' fees of RM324,000 from the 22nd AGM until the next AGM of the Company.

Tan Sri Chairman then proceeded to the next agenda of the Meeting.

3. TO APPROVE THE PAYMENT OF DIRECTORS' BENEFITS AMOUNTING TO RM20,700 FROM THE 22ND AGM UNTIL THE NEXT AGM OF THE COMPANY

Ordinary Resolution 2 on the proposed payment of Directors' benefits amounting to RM20,700 from the 22nd AGM until the next AGM of the Company.

Tan Sri Chairman then proceeded to the next agenda of the Meeting.

4. TO RE-ELECT MR. TAY BEN SENG, BENSON AS DIRECTOR WHO IS RETIRING UNDER CLAUSE 135 OF THE COMPANY'S CONSTITUTION

Tan Sri Chairman informed the Meeting that Mr. Tay Ben Seng, Benson, who was retiring pursuant to Clause 135 of the Company's Constitution and being eligible, had offered himself for re-election.

Ordinary Resolution 3 in respect of his re-election was tabled for consideration.

Tan Sri Chairman then proceeded to the next agenda of the Meeting.

5. TO RE-ELECT MR. LEOW WEY SENG AS DIRECTOR WHO IS RETIRING UNDER CLAUSE 135 OF THE COMPANY'S CONSTITUTION

Tan Sri Chairman informed the Meeting that Mr. Leow Wey Seng, who was retiring pursuant to Clause 135 of the Company's Constitution and being eligible, had offered himself for re-election.

Ordinary Resolution 4 in respect of his re-election was tabled for consideration.

Tan Sri Chairman then proceeded to the next agenda of the Meeting.

6. TO RE-APPOINT UHY MALAYSIA PLT AS AUDITORS OF THE COMPANY FOR THE FINANCIAL YEAR ENDING 31 MARCH 2027 (FYE 31 MARCH 2027) AND TO AUTHORISE THE BOARD OF DIRECTORS TO FIX THEIR REMUNERATION

Ordinary Resolution 5 on the proposed re-appointment of UHY Malaysia PLT as Auditors of the Company for the FYE 31 March 2027 at such remuneration to be determined by the Directors of the Company.

Tan Sri Chairman then proceeded to the next agenda of the Meeting.

7. AUTHORITY TO ALLOT AND ISSUE SHARES PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT 2016 (CA 2016) (PROPOSED GENERAL MANDATE)

Tan Sri Chairman informed that the following motion was tabled for consideration as **Ordinary Resolution 6**:

"THAT subject always to Sections 75 and 76 of the CA 2016, the Constitution, the ACE Market Listing Requirements (AMLR) of Bursa Malaysia Securities Berhad (Bursa Securities) and the approval of any governmental and/or regulatory authorities, the Directors be and are hereby authorised 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 to be issued pursuant to this resolution does not exceed 10% of the total number of issued shares (excluding treasury shares) of the Company at the time of issuance and such authority under this resolution shall continue in force until the conclusion of the 23rd AGM or when it is required by law to be held, whichever is earlier, **AND THAT** the Directors be and are empowered to obtain the approval for the listing of and quotation for the additional shares so issued on Bursa Securities.

THAT the existing shareholders of the Company hereby waive their pre-emptive rights to be offered new shares ranking equally to the existing issued shares in the Company pursuant to Section 85 of the CA 2016 read together with Clause 66 of the Constitution of the Company arising from any issuance of new shares of the Company pursuant to Sections 75 and 76 of the CA 2016.

AND 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.”

Tan Sri Chairman then proceeded to the next agenda of the Meeting.

8. PROPOSED RENEWAL OF EXISTING SHAREHOLDERS’ MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE AND/OR TRADING NATURE (PROPOSED RENEWAL OF EXISTING SHAREHOLDERS’ MANDATE)

Ordinary Resolution 7 on the Proposed Renewal of Existing Shareholders’ Mandate for Recurrent Related Party Transactions of a Revenue and/or Trading Nature, as set out in the Circular to Shareholders dated 31 July 2026, was tabled for consideration.

Tan Sri Chairman then proceeded to the next agenda of the Meeting.

9. ANY OTHER BUSINESS

The Company Secretary confirmed that the Company had not received any notice for transaction of any other business for today’s Meeting.

QUESTIONS & ANSWERS (Q&A) SESSION

Tan Sri Chairman then proceeded with the Q&A session for the Board and management of the Company (Management) to deal with the questions from the shareholders.

The following question was raised by the shareholder and the response made by the Board and Management:

Question 1

How many retail lots, excluding Hall A and Hall B, are currently available at The Arch Galleries, and what is the current occupancy and rental rate for the retail lots?

Response to Question 1

Mr. Benson informed the Meeting that The Arch Galleries currently comprised approximately 30 retail lots, with an occupancy rate of approximately 75%.

He explained that the configuration of the retail lots was flexible, as the lots could be subdivided or consolidated depending on tenants’ requirements. Accordingly, the total number of retail lots could potentially range from approximately 40 to 100, depending on the final configuration.

Mr. Benson further informed that The Arch Galleries was expected to achieve full occupancy by the first quarter of 2027.

The prevailing rental rates ranged from approximately RM10 to RM18 per square feet per month, excluding maintenance fees.

Question 2

What are the current rental rates for Hall A and Hall B of The Arch Galleries?

Response to Question 2

The rental rate for the event halls is approximately RM120,000 to RM180,000 per event, depending on the type and nature of the event. For ticketed events, such as concerts, the rental rate is generally at the higher end of the range, at approximately RM180,000. For non-ticketed events, such as sit-down dinners, the rental rate is generally lower, starting from approximately RM120,000. It is further clarified that the larger hall can accommodate approximately 5,000 people standing, while the smaller hall can accommodate approximately 3,000 people standing. Both halls operate under the name 'XOX Arena' pursuant to the naming rights arrangement.

Question 3

How many car park spaces are available in total? Are the available parking spaces sufficient to accommodate simultaneous full-scale events at both Hall A and Hall B and what is the parking rate offered?

Response to Question 3

There are approximately 700 car park spaces, including valet parking. For large-scale events, attendees could also utilise alternative parking facilities within the surrounding areas. The venue has already hosted several large-scale events, including events with attendance of up to approximately 8,000 people, and has not experienced significant parking issues to date. It is further observed that a significant number of guests use ride-hailing services, taxis or private drivers, which helps reduce the demand for on-site parking. Mr. Benson also stated that the parking rate is currently approximately RM10 per day although this may be adjusted from time to time as the current rate was introduced as an introductory rate.

Question 4

It is understood that Have Fun live shows operates from 8:30 p.m. to 5:00 a.m. Does the operation have the necessary licence to serve liquor and operate until 5:00 a.m.?

Response to Question 4

It is confirmed that Have Fun has the relevant licence to serve liquor and to be operated until 5.00 a.m. by the local authority i.e. Dewan Bandaraya Kuala Lumpur. The wider area extending from TREC to The Arch Galleries is endorsed by the Ministry of Tourism and Culture Malaysia as a Designated Entertainment Zone.

Question 5

Based on the previous quarterly reports, it was noted that the line item for other operating expenses represents a significant portion of the Group's expenses and may even exceed total revenue. Could the Management elaborate on the components of other operating expenses?

Response to Question 5

Mr. Benson explained that the Group's other operating expenses comprised various costs incurred in the ordinary course of its business operations, including manpower and staff-related costs, depreciation, administrative expenses, marketing expenses, cost of goods and other operating costs incurred for the benefit of the Group's operations.

Question 6

A significant proportion of the Group's outlets are alcohol-related businesses. In view of the upcoming general elections and the possibility of a change in government, would a government or political alliance that adopts a more restrictive position towards alcohol have a significant negative impact on the Group's core business?

Response to Question 6

Mr. Benson acknowledged that changes in government policies or regulations relating to alcohol could potentially affect the Group's alcohol-related businesses. However, he explained that the Group operated several businesses and had the ability to diversify its sources of income. Management was of the view that the Group would be able to adopt its business strategy and diversify its revenue sources should there be material changes in the regulatory environment. Accordingly, Management did not expect such changes to pose a significant problem to the Group as a whole. This preserves Management's recorded view without presenting its assessment of future regulatory impacts as an established fact.

Upon completion of the Q&A session, Tan Sri Chairman reminded the shareholders and/or proxies who had yet to cast their votes to do so and allowed on additional five (5) minutes for them to complete the voting process.

Thereafter, Tan Sri Chairman declared the voting session closed and adjourned the Meeting for approximately 15 to 20 minutes to enable the Poll Administrator to count the votes and the Independent Scrutineer to verify the poll results.

The Meeting was informed that the interested Director had abstained from voting on Ordinary Resolution 7 in respect of the Proposed Renewal of Existing Shareholders' Mandate.

Upon resumption of the Meeting, the representative of the Independent Scrutineer submitted the verified poll results to Tan Sri Chairman and was invited to announce the result to the Meeting.

RESULT OF THE POLL VOTES ON RESOLUTION TABLED AT THE AGM ON 27 AUGUST 2026

The result of the poll which was as follows:

Resolution	Voted For			Voted Against		
	No. of Shareholders	No. of shares	%	No. of Shareholders	No. of shares	%
Ordinary Resolution 1 To approve the payment of Directors' fees of RM324,000 from the 22nd AGM until the next AGM of the Company.	5	2,383,994,356	99.9987	2	31,140	0.0013

Resolution	Voted For			Voted Against		
	No. of Shareholders	No. of shares	%	No. of Shareholders	No. of shares	%
Ordinary Resolution 2 To approve the payment of Directors' benefits amounting to RM20,700 from the 22nd AGM until the next AGM of the Company.	5	2,383,994,356	99.9987	2	31,140	0.0013
Ordinary Resolution 3 To re-elect Mr. Tay Ben Seng, Benson as Director who is retiring under Clause 135 of the Company's Constitution.	6	2,384,025,496	100.0000	0	0	0.0000
Ordinary Resolution 4 To re-elect Mr. Leow Wey Seng as Director who is retiring under Clause 135 of the Company's Constitution.	6	2,384,025,496	100.0000	0	0	0.0000
Ordinary Resolution 5 To re-appoint UHY Malaysia PLT as Auditors of the Company for the financial year ending 31 March 2027 and to authorise the Board of Directors to fix their remuneration.	6	2,384,025,496	100.0000	0	0	0.0000
Ordinary Resolution 6 Authority to Allot and Issue Shares Pursuant to Sections 75 and 76 of the Companies Act 2016.	5	2,233,624,356	93.6913	2	150,401,140	6.3087
Ordinary Resolution 7 Proposed Renewal of Existing Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue and/or Trading Nature.	4	2,107,825,356	93.3399	1	150,400,000	6.6601

Based on the verified poll results, Tan Sri Chairman declared that all seven (7) Ordinary Resolutions tabled at the 22nd AGM were duly carried.

CLOSE OF MEETING

There being no other business, the Meeting terminated at 11.18 a.m. with a vote of thanks to the Chair.

C O N F I R M E D

- SIGNED -

TAN SRI DATO' SERI TAN KING TAI
@ TAN KHOON HAI
Chairman

Date: 27 August 2026