

Minutes of the Twenty-Second Annual General Meeting (“22nd AGM”) of Nova MSC Berhad held on a fully virtual basis via online meeting platform of Vote2U e-Portal at <https://web.vote2u.my> (Domain Registration No. with MyNIC: D6A471702) provided by Agmo Digital Solutions Sdn. Bhd. in Malaysia on Tuesday, 10 September 2024 at 3.00 p.m.

Board Members present:	David Choo Boon Leong (“CBL”)* Loh Guan Huat Sunny* Peter Wayne Thompson Lai Teik Kin* Nazerollnizam Bin Kasim Lim Hak Min Dato’ Law Song Ting	(Chairman)
Secretary present:	Tan Kean Wai	(Company Secretary)
Others present:	Shareholders - as per attendance list Proxies - as per attendance list Others by invitation - as per attendance list	
Quorum:	Satisfied (minimum of 2 required) Call to order	
Call to order:	3:00 p.m. with CBL presiding	

** Also holding direct and/or indirect interests in the Company*

1.0 WELCOME

1.1 The Chairman welcomed members, proxy holders and invitees to the 22nd AGM of the Company.

2.0 QUORUM

2.1 With the quorum being present pursuant to the Company’s Constitution, the Chairman declared the Meeting duly constituted.

3.0 NOTICE OF MEETING

3.1 The Notice of 22nd AGM dated 31 July 2024, having been advertised and circulated to all members of the Company within the prescribed period, was taken as read.

4.0 VOTING BY POLL

4.1 The Chairman informed the members that the Meeting was conducted virtually via live streaming and online remote voting using the Remote Participation and Voting Facilities (“RPV”) which was in compliance with the provisions of the Companies Act 2016 and the Company’s Constitution.

4.2 The Chairman said that due to time constraints, the Board may not able to address all questions during the Meeting. Any unanswered questions will be replied to via email after the end of the Meeting.

4.3 The Chairman further informed the Meeting that the Company had appointed Agmo Digital Solutions Sdn. Bhd. as the poll administrators to conduct the e-polling process as well as Aegis Communication Sdn. Bhd. as the Independent Scrutineers to verify the poll results at the Meeting.

4.4 The Chairman then invited the representative from Agmo Digital Solutions Sdn. Bhd. to take the Meeting through the e-voting procedures for the remote electronic voting process that was provided by them.

5.0 TO LAY THE AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 MARCH 2024 TOGETHER WITH THE REPORTS OF DIRECTORS AND AUDITORS THEREON

5.1 The Chairman informed the Meeting that pursuant to Section 340 of the Companies Act 2016 (“CA2016”), the Audited Financial Statements for the financial year ended 31 March 2024 (“AFS2024”) of the Company do not require shareholders’ approval and henceforth item 1 of the agenda was meant for discussion only and was not put forward for voting.

5.2 The Chairman informed that questions on the above agenda item will be dealt with during the Q&A session.

5.3 The Chairman then declared that the AFS2024 together with the reports of the Director and Auditors thereon, were properly laid and received by the Members present in accordance with the CA2016.

**6.0 ORDINARY RESOLUTION 1
TO RE-ELECT MR. DAVID CHOO BOON LEONG, THE DIRECTOR WHO RETIRES
IN ACCORDANCE WITH CLAUSE 98 OF THE COMPANY’S CONSTITUTION**

6.1 Mr. Lim Hak Min took over as chair of the meeting for Ordinary Resolution 1.

The Chairman put the following Ordinary Resolution 1 to the Meeting for consideration:

“THAT the retiring Director, Mr. David Choo Boon Leong, being eligible for re-election, be and is hereby re-elected as a Director of the Company.”

6.2 The Chairman informed that questions on the above agenda item will be dealt with during the Q&A session.

6.3 Thereafter, the chairing of the meeting was reverted to CBL.

**7.0 ORDINARY RESOLUTION 2
TO RE-ELECT MR. LOH GUAN HUAT SUNNY, THE DIRECTOR WHO RETIRES IN
ACCORDANCE WITH CLAUSE 98 OF THE COMPANY’S CONSTITUTION**

7.1 The Chairman put the following Ordinary Resolution 2 to the Meeting for consideration:

“THAT the retiring Director, Mr. Loh Guan Huat Sunny, being eligible for re-election, be and is hereby re-elected as a Director of the Company.”

7.2 The Chairman informed that questions on the above agenda item will be dealt with during the Q&A session.

**8.0 ORDINARY RESOLUTION 4
TO APPROVE THE DIRECTORS’ FEES OF RM200,000.00 FOR THE FINANCIAL
YEAR ENDING 31 MARCH 2025**

8.1 The Chairman put the following Ordinary Resolution 3 to the Meeting for consideration.

“THAT the payment of Directors’ fees of not exceeding RM200,000.00 for the financial year ending 31 March 2025 to be divided amongst the Directors in such manner as they may determine, with payment of the fees to be made monthly in arrears at the end of each month be approved.”

8.2 The Chairman informed that questions on the above agenda item will be dealt with during the Q&A session.

**9.0 ORDINARY RESOLUTION 4
TO RE-APPOINT MESSRS. CHENGCO PLT AS AUDITORS OF THE COMPANY FOR
THE FINANCIAL YEAR ENDING 31 MARCH 2025 AND TO AUTHORISE THE BOARD
OF DIRECTORS TO FIX THEIR REMUNERATION**

9.1 The Chairman informed the members that the retiring Auditors, Messrs. Chengco PLT have expressed their willingness to continue in office.

9.2 The Chairman then put the following Ordinary Resolution 4 to the Meeting for consideration.

“THAT Messrs. Chengco PLT be and are hereby re-appointed as Auditors of the Company for the financial year ending 31 March 2025 and that the Board of Directors of the Company be and is hereby authorised to fix their remuneration be approved.”

9.3 The Chairman informed that questions on the above agenda item will be dealt with during the Q&A session.

**10.0 ORDINARY RESOLUTION 5
APPROVAL FOR ALLOTMENT OF SHARES OR GRANT RIGHTS**

10.1 The Chairman put the following Ordinary Resolution 5 to the Meeting for consideration:

“THAT pursuant to Sections 75 and 76 of the Companies Act 2016 (“CA2016”), ACE Market Listing Requirements of Bursa Malaysia Securities Berhad, and the approval(s) of the relevant regulatory authorities, where such approval(s) is required, the Directors of the Company be and are hereby empowered to allot and issue shares in the Company, grant rights to subscribe for shares in the Company, convert any security into shares in the Company, or allot and issue shares in pursuance of offers, agreements or options to be made or granted by the Directors while this approval is in force, and to make or grant offers, agreements or options which would or might require shares to be allotted and issued, after the expiration of the approval hereof, at such price, to such persons and for such purposes and upon such terms and conditions as the Directors may in their absolute discretion deem fit, provided that the aggregate number of such additional shares to be allotted and issued pursuant to this resolution, when aggregated with the total number of any such shares issued during the preceding 12 months does not exceed 10% of the total number of issued shares (excluding any treasury shares) of the Company for the time being.

THAT the Directors be and are hereby also empowered to obtain the approval for the listing of and quotation for the additional shares so allotted and issued on the Bursa Malaysia Securities Berhad.

THAT pursuant to Section 85 of the CA2016 read together with Clause 47 of the Constitution of the Company, the shareholders of the Company do hereby waive their statutory pre-emptive rights to be offered new shares of the Company ranking equally to the existing issued shares arising from any issuance of new shares in the Company pursuant to Sections 75 and 76 of the CA2016.

AND THAT the Directors be and are hereby authorised to do all such acts and things (including executing such documents as may be required) in the said connection and to delegate all or any of the powers herein vested in them to any Director(s) or any officer(s) of the Company to give effect to the transactions contemplated and/or authorised by this resolution.”

10.2 The Chairman informed that questions on the above agenda item will be dealt with during the Q&A session.

11.0 QUESTIONS & ANSWERS SESSION

11.1 Members (comprising shareholders, proxies and/or corporate representatives) present discussed their concerns/comments/suggestions concerning the Group matters with the Board as follows:

No.	Concerns/comments/suggestions	Board's reply
1	What is your vision for the future of Artificial Intelligence ("AI") in Nova MSC's portfolio?	AI remains a critical pillar of our growth strategy. We see tremendous potential in expanding SELENA+ to not only detect diabetic retinopathy but also other systemic diseases such as cardiovascular and kidney conditions. The global AI healthcare market is set to grow at a CAGR of 39.4% by 2030, which gives us confidence in our continued leadership in this space through ongoing R&D investments.
2	What will be the share price of Nova MSC at the end of this year?	We have no control over the share price. Our role is to build up our business operations and create long-term shareholders' value.

11.2 There were no other questions from the members except some questions relating to administrative matters of this virtual meeting which the Board will reply after the end of the Meeting.

12.0 TO TRANSACT ANY OTHER ORDINARY BUSINESS

12.1 The Meeting noted that no notice was received for transacting any other ordinary business.

13.0 POLLING SESSION

13.1 The Chairman announced that the online remote voting process shall commence and the voting session was opened for 5 minutes and automatically ended after 5 minutes.

13.2 The Chairman said that the online remote voting and verification process by the poll administrator and the Independent Scrutineers will take some time, the Meeting shall take a break for 10 minutes. The Shareholders will be informed when the Meeting is to be resumed for the announcement of the polling results.

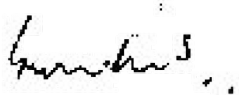
14.0 ANNOUNCEMENT OF POLL RESULTS

14.1 At 3.26 p.m., the Chairman called the Meeting to order for the declaration of results. He informed that he had received the poll results from the Independent Scrutineers and was shown on the screen, attached in "Annex A". He then declared that all the 5 Resolutions were carried.

15.0 TERMINATION

15.1 There being no other business, the Chairman concluded the Meeting at 3.27 p.m. and thanked all present for their attendance.

Signed as a correct record,



DAVID CHOO BOON LEONG
Chairman of the Meeting

Date: 20.09.2024

NOVA MSC BERHAD
(591898-H)

A-18-3, Tower A, Level 18, Northpoint, Mid Valley City, No. 1, Medan Syed Putra Utara, 59200 Kuala Lumpur, Malaysia

NOVA MSC BERHAD - 22nd Annual General Meeting
10/09/2024 15:00:00

Result On Voting

Resolutions	Title	Voted For				Voted Against				Total				Result
		No of Units	%	No of Records	No of Shareholders	No of Units	%	No of Records	No of Shareholders	No of Units	%	No of Records	No of Shareholders	
ORDINARY	Ordinary Resolution 1	94,944,716	99.95598	37	37	41810	0.04402	5	5	94986526	100	42	42	CARRIED
ORDINARY	Ordinary Resolution 2	95,039,216	99.95603	40	40	41810	0.04397	5	5	95081026	100	45	45	CARRIED
ORDINARY	Ordinary Resolution 3	94,912,116	99.93923	30	30	57710	0.06077	11	11	94969826	100	41	41	CARRIED
ORDINARY	Ordinary Resolution 4	94,950,226	99.956	39	39	41800	0.044	4	4	94992026	100	43	43	CARRIED
ORDINARY	Ordinary Resolution 5	95,006,716	99.94518	34	34	52110	0.05482	9	9	95058826	100	43	43	CARRIED

