

DIALOG GROUP BERHAD
Registration No. 198901001388 (178694-V)
(Incorporated in Malaysia)

Minutes of the Thirty-Seventh Annual General Meeting of Dialog Group Berhad (“Dialog” or “the Company”) held at Ballroom 1, 1st Floor, Sime Darby Convention Centre, 1A, Jalan Bukit Kiara 1, 60000 Kuala Lumpur, Malaysia on Thursday, 20 November 2025 at 10.00 a.m.

Present : As per Attendance List

1. OPENING REMARKS

Chairman of the Board of Directors, Tan Sri Dr. Ngau Boon Keat (“Tan Sri Dr. Ngau” or “Chairman”), welcomed everyone to the Thirty-Seventh Annual General Meeting (“AGM”) of the Company and proceeded with the safety briefing by Sime Darby Convention Centre.

Thereafter, Chairman introduced the Board members, the Chief Executive Officer, the Chief Operating Officer, the Joint Company Secretary and the Auditors of the Company.

Chairman said he would vote in his capacity as proxy for those who had appointed the Chairman of the meeting, in accordance with the instruction received.

2. QUORUM

At the enquiry from the Chairman, the Company Secretary confirmed that quorum was present. With that the Chairman called the meeting to order.

3. NOTICE

The Notice convening the meeting, having been circulated to all members, was taken as read.

The Company Secretary advised that in compliance with the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in the notice shall be voted by poll. The Company had appointed Boardroom Share Registrars Sdn. Bhd. (“BSR”) as the poll administrator, and the results of the poll voting would be verified by Securities Services (Holdings) Sdn. Bhd. (“Scrutineers”), who had been appointed as the independent scrutineer.

She informed shareholders and proxies to exercise their rights to participate in the meeting including posing questions to the Board.

Shareholders were informed that voting on the resolutions could be done at any time throughout the meeting or choose to cast the vote when the voting session is announced. Shareholders and proxies were briefed during the meeting on BSR’s short video presentation regarding the polling procedure.

AS ORDINARY BUSINESS

4. AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 30 JUNE 2025 TOGETHER WITH THE REPORTS OF THE DIRECTORS AND AUDITORS

The Audited Financial Statements of the Company for the financial year ended 30 June 2025 and the Reports of Directors and Auditors, having been circulated to all the shareholders of the Company within the prescribed period, were tabled to the meeting for discussion.

It was noted that the agenda item was meant for discussion only as it did not require shareholders' approval under the provision of Section 340(1)(a) of the Companies Act 2016.

The Company Secretary invited questions from the floor.

After answering all questions (including key matters discussed as per Appendix 1), it was noted that the Audited Financial Statements for the financial year ended 30 June 2025, together with the Reports of the Directors and Auditors thereon, had been properly laid and received.

5. ORDINARY RESOLUTION 1: FINAL SINGLE TIER CASH DIVIDEND

The Company Secretary informed that the final cash dividend of 1.80 sen per ordinary share for the financial year ended 30 June 2025, if approved, would be paid and distributed on 19 December 2025 to the shareholders whose names appeared in the Record of Depositors at the close of business on 3 December 2025.

There being no question raised, the Company Secretary proceeded with the next agenda item.

6. ORDINARY RESOLUTIONS 2 TO 4: RE-ELECTION OF MR CHAN YEW KAI, ENCIK BADRUL HISHAM BIN DAHALAN AND PUAN ZAINAB BINTI MOHD SALLEH

The Company Secretary informed that Mr Chan Yew Kai, Encik Badrul Hisham Bin Dahalan and Puan Zainab Binti Mohd Salleh were due to retire pursuant to Clause 91 of the Company's Constitution. Being eligible, they had offered themselves for re-election.

The Company Secretary presented the brief profiles of Mr Chan Yew Kai, Encik Badrul Hisham Bin Dahalan and Puan Zainab Binti Mohd Salleh. She then invited questions from the floor.

There being no question raised, the Company Secretary proceeded with the next agenda item.

7. ORDINARY RESOLUTION 5: PAYMENT OF DIRECTORS' FEES AND BOARD COMMITTEES' FEES

The Company Secretary informed that a sum of RM993,000.00 was recommended for payment as Directors' Fees and Board Committees' Fees for the financial year ended 30 June 2025.

There being no question raised, the Company Secretary proceeded with the next agenda item.

**8. ORDINARY RESOLUTION 6:
PAYMENT OF DIRECTORS' BENEFITS (OTHER THAN DIRECTORS' FEES AND
BOARD COMMITTEES' FEES)**

The Company Secretary then informed that a sum of up to RM880,000.00 was recommended for payment as Directors' Benefits for the period from 21 November 2025 to the next AGM of the Company.

There being no question raised, the Company Secretary proceeded with the next agenda item.

**9. ORDINARY RESOLUTION 7:
RE-APPOINTMENT OF AUDITORS**

The next motion was on the re-appointment of Messrs BDO PLT as auditors of the Company for the next financial year and to authorise the Directors to fix their remuneration.

It was noted that Messrs BDO PLT had indicated their willingness to continue in office. The Company Secretary informed that the Audit Committee and Board of Directors had reviewed BDO PLT's performance and were satisfied with their effectiveness and services as the Company's External Auditors.

After answering all questions, the Company Secretary proceeded with the last agenda item.

10. ANY OTHER BUSINESS

The Company Secretary informed that there was no notice received for any other business to be transacted at the AGM.

11. POLL PROCESS

The Company Secretary informed the meeting to proceed with the poll voting. She added that the voting session would close after ten minutes.

The meeting was then adjourned for approximately twenty minutes after the voting session closed to allow the scrutineers to verify the results of the votes cast.

12. ANNOUNCEMENT OF POLL RESULTS

At 11.00 a.m., Chairman reconvened the meeting for the declaration of poll results as follows that had been verified and handed to him:

Ordinary Resolution	Vote For		Vote Against		Total Votes	
	No. of Shares	%	No. of Shares	%	No. of Shares	%
1	4,018,265,310	99.9999	2,020	0.0001	4,018,267,330	100.0000
2	4,015,844,005	99.9341	2,647,195	0.0659	4,018,491,200	100.0000
3	4,015,712,905	99.9341	2,646,295	0.0659	4,018,359,200	100.0000
4	4,015,480,351	99.9251	3,008,849	0.0749	4,018,489,200	100.0000
5	3,906,019,952	97.2015	112,458,887	2.7985	4,018,478,839	100.0000
6	3,906,035,708	97.2018	112,443,131	2.7982	4,018,478,839	100.0000
7	4,008,657,227	99.7941	8,271,773	0.2059	4,016,929,000	100.0000

Based on the results of the poll, Chairman declared Ordinary Resolutions 1 to 7 as carried.

It was RESOLVED as follows:

**ORDINARY RESOLUTION 1:
FINAL SINGLE TIER CASH DIVIDEND**

THAT the payment of a Final Single Tier Cash Dividend of 1.80 sen per ordinary share in respect of the financial year ended 30 June 2025 be and is hereby approved.

**ORDINARY RESOLUTION 2:
RE-ELECTION OF MR CHAN YEW KAI**

THAT Mr Chan Yew Kai, the Director retiring pursuant to Clause 91 of the Company's Constitution and being eligible, be hereby re-elected as Director of the Company.

**ORDINARY RESOLUTION 3:
RE-ELECTION OF ENCIK BADRUL HISHAM BIN DAHALAN**

THAT Encik Badrul Hisham Bin Dahalan, the Director retiring pursuant to Clause 91 of the Company's Constitution and being eligible, be hereby re-elected as Director of the Company.

**ORDINARY RESOLUTION 4:
RE-ELECTION OF PUAN ZAINAB BINTI MOHD SALLEH**

THAT Puan Zainab Binti Mohd Salleh, the Director retiring pursuant to Clause 91 of the Company's Constitution and being eligible, be hereby re-elected as Director of the Company.

**ORDINARY RESOLUTION 5:
PAYMENT OF DIRECTORS' FEES AND BOARD COMMITTEES' FEES**

THAT the payment of Directors' Fees and Board Committees' Fees of RM993,000.00 in respect of the financial year ended 30 June 2025 be and is hereby approved.

**ORDINARY RESOLUTION 6:
PAYMENT OF DIRECTORS' BENEFITS (OTHER THAN DIRECTORS' FEES AND
BOARD COMMITTEES' FEES)**

THAT the payment of Directors' Benefits (other than Directors' Fees and Board Committees' Fees) up to an amount of RM880,000.00 from 21 November 2025 to the next AGM of the Company be and is hereby approved.

**ORDINARY RESOLUTION 7:
RE-APPOINTMENT OF AUDITORS**

THAT Messrs BDO PLT, having indicated their willingness to continue in office, be hereby re-appointed as Auditors of the Company for the ensuing year at a remuneration to be determined by the Director.

13. CLOSURE OF MEETING

The meeting was declared closed at 11.05 a.m. with a vote of thanks to the Chair.

Signed as a correct record,

CHAIRMAN

Date:

**Key Matters Discussed – Q&A
(Appendix 1)**

AGENDA ITEM 1: AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 30 JUNE 2025 TOGETHER WITH THE REPORTS OF THE DIRECTORS AND AUDITORS

- Q1a. The annual report does not provide a breakdown of revenue or profit across the three business segments, i.e. upstream, midstream, and downstream. Is it possible to provide a breakdown of revenue or profit for each segment?

Answered by Puan Zainab Binti Mohd Salleh, Group Chief Financial Officer (“GCFO”)

The operating segments are presented based on the geographical location of its customers. Shareholders may refer to page 27 of the financial statements for details. This reflects the way Management assesses the performance of the segments discussed at the board level.

- Q1b. Would it be more meaningful for presenting the revenue by the three business segments, upstream, midstream, and downstream, rather than by geographical location?

Answered by Puan Zainab Binti Mohd Salleh, GCFO

No, we operate in the energy sector, where risks and rewards are determined by the geographical areas in which we conduct business. Accordingly, this is the basis on which we define and present our operating segments.

AGENDA ITEM 8: RE-APPOINTMENT OF AUDITORS

- Q2. How long have the external auditors been engaged with the Company? If their tenure exceeds 10 years, would the Board consider changing the external auditors?

Answered by Puan Zainab Binti Mohd Salleh, GCFO

Our external auditors have been engaged with the Company for more than 10 years. The Audit Committee and the Board continuously assess their performance and remain satisfied that it meets acceptable standards. BDO PLT has confirmed their independence and professionalism, which were clearly demonstrated during the audit process. They also bring extensive knowledge and experience in the oil and gas industry and have maintained effective communication throughout the engagement. While BDO PLT has served as our auditors for over 10 years, they comply with the Malaysian Institute of Accountants’ requirement for partner rotation every seven years. The current engagement partner, Mr. Tan Seong Yuh, was newly rotated in for the financial year ended 30 June 2025.

Therefore, the Board proposed to the shareholders the re-appointment of BDO PLT as auditors for the ensuing year.