# NOTICE OF THE ELEVENTH ANNUAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that the Eleventh Annual General Meeting ("11th AGM") of the Company will be conducted physically at Hotel Equatorial, Equatorial Plaza, Sapphire 3, Level 1, Jalan Sultan Ismail, 50250 Kuala Lumpur, Malaysia ("Venue") on **Wednesday, 26 November 2025** at **10.00 a.m**. for the following purposes:

**AGENDA**

**Ordinary Business**

1. To receive the Audited Financial Statements for the financial year ended 30 June 2025 and the Reports of the Directors and the Auditors thereon. **(Please refer to Explanatory Note 1)**

2. To re-elect the following Directors retiring in accordance with Clause 125 of the Constitution of the Company:

   2.1 Dato' Foong Chee Meng **Resolution 1 (Please refer to Explanatory Note 2)**

   2.2 Ms. Sophia Lim Chia Hui **Resolution 2 (Please refer to Explanatory Note 2)**

3. To re-elect Mr. Tai Chee How, a director who is retiring in accordance with Clause 130 of the Constitution of the Company **Resolution 3 (Please refer to Explanatory Note 2)**

4. To approve the payment of Directors' Fees of RM165,699.00 in respect of the financial year ended 30 June 2025. **Resolution 4 (Please refer to Explanatory Note 3)**

5. To approve the payment of Directors' benefits of up to RM176,400.00 for the financial period from 1 January 2026 to 31 December 2026. **Resolution 5 (Please refer to Explanatory Note 3)**

6. To re-appoint BDO PLT as the Auditors of the Company and to authorise the Directors to fix their remuneration. **Resolution 6 (Please refer to Explanatory Note 4)**

**As Special Business**
To consider and if thought fit, to pass the following as Ordinary Resolutions:

7. To approve the payment of the first and final single-tier dividend of 0.22 sen per ordinary share for the financial year ended 30 June 2025. **Resolution 7 (Please refer to Explanatory Note 5)**

8. **Authority to Allot and Issue Shares Pursuant to Sections 75 and 76 of the Companies Act 2016** **Resolution 8 (Please refer to Explanatory Note 6)**

   "THAT pursuant to Sections 75 and 76 of the Companies Act 2016 ("Act"), ACE Market Listing Requirements ("Listing Requirements") of Bursa Malaysia Securities Berhad ("Bursa Securities") and the approval of the relevant regulatory authorities, where such approval is required, the Directors of the Company be and are hereby authorised to issue and allot shares in the capital of the Company, grant rights to subscribe for shares in the Company, convert any securities into shares in the Company, or allot shares under an agreement or option or offer ("New Shares") from time to time, 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 New Shares to be issued, to be subscribed under any rights granted, to be issued from conversion of any security, or to be issued and allotted under an agreement or option or offer, 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 ("Proposed General Mandate").

THAT such approval on the Proposed General Mandate shall continue to be in force until:

a. the conclusion of the next Annual General Meeting of the Company held after the approval was given;
b. the expiration of the period within which the next Annual General Meeting of the Company is required to be held after the approval was given; or
c. revoked or varied by resolution passed by the shareholders of the Company in a general meeting,

whichever is the earlier.

THAT the Directors of the Company be and are hereby also empowered to obtain the approval from Bursa Securities for the listing of and quotation for such New Shares on the ACE Market of Bursa Securities.

THAT authority be and is hereby given to the Directors of the Company, to give effect to the Proposed General Mandate with full powers to assent to any conditions, modifications, variations and/or amendments as they may deem fit in the best interest of the Company and/or as may be imposed by the relevant authorities.

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."

9. **Retention of Independent Director in accordance with the Malaysian Code on Corporate Governance** — **Resolution 9 (Please refer to Explanatory Note 7)**

"THAT Dato' Foong Chee Meng, an Independent Director who has served in the Company for more than nine (9) years, be hereby retained as an Independent Director and to hold office until the next Annual General Meeting."

10. To transact any other business of the Company of which due notice shall have been given.

**NOTICE OF DIVIDEND ENTITLEMENT AND PAYMENT**

**NOTICE IS HEREBY GIVEN THAT** subject to the approval of shareholders at the Eleventh Annual General Meeting of the Company, the first and final single-tier dividend of 0.22 sen per ordinary share in respect of the financial year ended 30 June 2025 will be paid to shareholders on 7 January 2026. The entitlement date for the said dividend shall be on 12 December 2025.

A depositor shall qualify for entitlement to the dividend only in respect of:

a. Shares transferred to the depositor's securities account before 4.30 p.m. on 12 December 2025 in respect of transfers.

b. Shares bought on Bursa Malaysia Securities Berhad on a cum entitlement basis according to the Rules of Bursa Malaysia Securities Berhad.

By Order of the Board

**NUR SHAHFAIZA BINTI MD YUSOFF** (SSM PC No. 202008000953) (MAICSA 7052006)
**LIM LI MING** (SSM PC No. 202108000452) (MAICSA 7071593)
Joint Company Secretaries

Kuala Lumpur

Dated: 22 October 2025

***NOTES:***

I. *For the purpose of determining a member who shall be entitled to attend and vote at the AGM, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd to make available to the Company a Record of Depositors as at **19 November 2025** and only a depositor whose name appears in the Record of Depositors shall be entitled to participate at AGM or to appoint proxy(ies) to participate on his/her behalf.*

II. *Appointment of Proxy*

- *A member of the Company who is entitled to attend and vote at this meeting shall be entitled to appoint not more than two (2) proxies to exercise all or any of his/her rights to participate in his/her stead pursuant to Section 334 of the Companies Act 2016. There shall be no restriction as to the qualification of the proxy.*

- *Where a member is an authorised nominee as defined under the Securities Industry (Central Depositories) Act, 1991 ("SICDA"), it may appoint one (1) proxy in respect of each securities account it holds with ordinary shares of the Company standing to the credit of the said securities account.*

- *Where a member of the Company is an Exempt Authorised Nominee which holds ordinary shares in the Company for multiple beneficial owners in one securities account ("Omnibus Account"), there is no limit to the number of proxies which the Exempt Authorised Nominee may appoint in respect of each Omnibus Account it holds. An Exempt Authorised Nominee refers to an authorised nominee defined under SICDA which is exempted from compliance with the provisions of subsection 25A(1) of SICDA.*

- *Where a member appoints more than one (1) proxy, the proportion of shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies, otherwise the appointment shall not be valid.*

- *The appointment of a proxy may be made in a hard copy form or by electronic means in the following manner and must be received by the Company at least forty-eight (48) hours before the time appointed for holding the general meeting or any adjournment thereof at which the person named in the appointment proposes to vote:*

  *<u>In hard copy form</u>*
  *In the case of an appointment made in hard copy form, the proxy form must be deposited at the Share Registrar's office at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or alternatively to be deposited in the drop-box located at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia.*

  *<u>By electronic means</u>*
  *The proxy form can be electronically lodged with the Share Registrar of the Company via Vistra Share Registry and IPO (MY) portal ("The Portal") at https://srmy.vistra.com. Please refer to the Administrative Guide for the AGM on the procedures for electronic lodgement of proxy form via TIIH Online.*

- *Any authority pursuant to which such an appointment is made by a power of attorney must be deposited at the Share Registrar's office at the above address not less than forty-eight (48) hours before the time appointed for holding the 11th AGM or adjourned general meeting at which the persons named in the appointment proposes to vote. A copy of the power of attorney may be accepted provided that it is certified notarially and/or in accordance with the applicable legal requirements in the relevant jurisdiction in which it is executed.*

- *For a corporate member who has appointed an authorised representative, please deposit the **ORIGINAL/DULY CERTIFIED** certificate of appointment of authorised representative with the Share Registrar of the Company at the above address. The certificate of appointment of authorised representative should be executed under seal in accordance with the constitution of the corporate member. If the corporate member does not have a common seal, the certificate of appointment of authorised representative should be affixed with the rubber stamp of the corporate member (if any) and executed by at least two (2) authorised officers, of whom one shall be a director; or any director and/or authorised officers in accordance with the laws of the country under which the corporate member is incorporated.*

- *Please ensure ALL the particulars as required in the Proxy Form are completed, signed and dated accordingly.*

- *Last date and time for lodging the Proxy Form is **Monday, 24 November 2025** at **10.00 a.m**.*

III. *Shareholders are advised to check the Company's website and announcements from time to time for any changes to the administration of the 11th AGM.*

***Explanatory Notes on Ordinary Business***

1. ***Agenda Item No. 1 – Audited Financial Statements for the Financial Year Ended 30 June 2025***

   *The Audited Financial Statements is meant for discussion only as an approval from the shareholders is not required pursuant to the provision of Section 340(1)(a) of the Companies Act 2016 ("the Act"). Hence, this item on the Agenda is not put forward for voting.*

2. ***Agenda Item No. 2 & No. 3***
   *Resolution No. 1 to No. 3 – Re-election of Directors*

   *Mr. Tai Chee How, an additional Director appointed on 16 July 2025, is subject for re-election as a Director of the Company in accordance with Clause 130 of the Company's Constitution. Dato' Foong Chee Meng and Ms. Sophia Lim Chia Hui are standing for re-election as Directors of the Company in accordance with the Clause 125 of the Company's Constitution. The retiring Directors, being eligible, have offered themselves for re-election at the 11th AGM. The details of the retiring Directors are set out under their respective profiles on pages 6 to 8 of the Annual Report 2025.*

   *The Board had, through the Nomination and Remuneration Committee ("NRC"), assessed the performance and contribution of the retiring Directors through the annual Board and Directors' assessment for 2025 and taken into consideration the fit and proper criteria under the Directors' Fit and Proper Policy of the Company.*

   *Based on the outcome of the above assessment, the NRC and the Board were satisfied that the retiring Directors met the criteria as prescribed under Rule 2.20A of the Listing Requirements of Bursa Securities on character, experience, integrity, competence and time commitment to effectively discharge their roles as Directors. Accordingly, the Board (save for the retiring Directors who had abstained from deliberations on their own re-election) is supportive of the re-election of the retiring Directors.*

3. ***Agenda Item No. 4 & No. 5***
   *Resolution No. 4 & No. 5 – Approval of Directors' Fees and Directors' Benefits*

   *The approval for the proposed Resolution No. 4 and No. 5 in relation to the payment of Directors' fees and benefits are sought pursuant to Section 230(1) of the Companies Act 2016. The proposed Resolutions are to facilitate payment of Directors' fees for the financial year ended 30 June 2025 and Directors' benefits on the current financial year basis until the conclusion of the Company's next Annual General Meeting ("AGM") in 2026.*

   *Directors' benefits include allowances and other emoluments payable to Directors and in determining the estimated total the Board had considered various factors including the number of scheduled meetings for the Board, Board Committees, Board meetings of subsidiaries and covers the period from 1 January 2026 to 31 December 2026 (the due date for which the next AGM should be held). In the event the Directors' benefits proposed are insufficient (e.g. due to more meetings or enlarged Board size etc.), approval will be sought at the next AGM for the additional amount to meet the shortfall.*

4. ***Agenda Item No. 6***
   *Resolution No. 6 – Re-appointment of External Auditors*

   *The Board had, through the Audit and Risk Management Committee ("ARMC"), assessed the suitability, objectivity and independence of the External Auditors, BDO PLT. The ARMC and the Board were satisfied that BDO PLT met the relevant criteria prescribed under Rule 15.21 of the Listing Requirements of Bursa Securities. The Board approved the ARMC's recommendation to seek shareholders' approval for the re-appointment of BDO PLT as the External Auditors of the Company.*

***Explanatory Notes on Special Business***

5. ***Agenda Item No. 7***
*<u>Resolution No. 7 - First and Final Single-Tier Dividend for the Financial Year Ended 30 June 2025</u>*

*The Board of Directors, having satisfied that the distribution of first and final single-tier dividend is made out of profits of the Company and that the Company will be solvent and will be able to pay its debts as and when the debts become due within 12 months immediately after the distribution is made in accordance with the requirements under the Companies Act 2016, is recommending the first and final single-tier dividend of 0.22 sen per ordinary share for the financial year ended 30 June 2025 for shareholders' approval.*

6. ***Agenda Item No. 8***
*<u>Resolution No. 8 - Authority to Allot and Issue Shares Pursuant to Sections 75 and 76 of the Companies Act 2016</u>*

*The proposed Ordinary Resolution, if passed, will empower the Directors of the Company to issue and allot ordinary shares of the Company from time to time and to grant rights to subscribe for shares in the Company, convert any securities into shares in the Company, or allot shares under an agreement or option or offer, provided that the aggregate number of shares allotted pursuant to this resolution does not exceed the prescribed limit under the Listing Requirements of Bursa Securities.*

*The Board of Directors of the Company is of the view that the Proposed General Mandate is in the best interest of the Company and its shareholders as it will provide flexibility to the Company to issue new securities without the need to convene separate general meeting to obtain its shareholders' approval so as to avoid incurring additional costs and time. It will enable the Directors to take swift action in case of a need to issue and allot new shares in the Company for fund raising exercise including but not limited to further placement of shares for purpose of funding current and/or future investment projects, working capital, acquisitions and/or for issuance of shares as settlement of purchase consideration, or other circumstances arise which involve grant of rights to subscribe for shares, conversion of any securities into shares, or allotment of shares under an agreement or option or offer, or such other application as the Directors may deem fit in the best interest of the Company.*

*The proposed Resolution No. 8 is a renewal of the previous year's mandate. As at the date of this Notice, the Company has not issued any new shares under the general mandate granted at the previous Annual General Meeting of the Company.*

7. ***Agenda Item No. 9***
*<u>Resolution No. 9 – Retention of Independent Director pursuant to the Malaysian Code on Corporate Governance</u>*

*Practice 5.3 of the Malaysian Code on Corporate Governance provides that shareholders' approval be sought in the event the Company intends for an Independent Director who has served in the capacity for more than nine (9) years, to continue to act as Independent Director of the Company, through a two-tier voting process.*

*Dato' Foong Chee Meng ("Dato' Foong") was appointed as Independent Director of the Company on 1 September 2015 and has served the Board for a cumulative term of more than nine (9) years. The Nomination and Remuneration Committee and the Board of Directors of the Company had at their annual assessment determined that Dato' Foong, the Independent Director, is objective and independent in expressing his views and he participated in deliberations and decision making of the Board and Board Committees. The length of his service on the Board does not in any way interfere with the exercise of independent judgement and his ability to act in the best interests of the Company. The Company therefore tables the proposal to retain Dato' Foong as an Independent Director.*