

# NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 19th Annual General Meeting (“AGM”) of the Company will be held at Menara Chin Hin, Level 19, Stellarium, No. 1, Jalan Naga Emas, Sri Petaling, 57000 Kuala Lumpur, Malaysia on Monday, 29 June 2026 at 10.00 a.m. for the following purposes:-

## AGENDA

### AS ORDINARY BUSINESS:

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| 1. To receive the Audited Financial Statements for the financial year ended 31 December 2025 together with the Reports of the Directors and Auditors thereon. | <b>Please refer to the Explanatory Notes to the Agenda</b> |
| 2. To approve the payment of Directors’ fees up to an aggregate amount of RM500,000 for the period from 30 June 2026 until the next AGM of the Company.       | <b>Ordinary Resolution 1</b>                               |
| 3. To re-elect the following Directors who are retiring pursuant to Clause 96 of the Constitution of the Company:-  |  |
| (a) Dato’ Che Halin Bin Mohd Hashim   | <b>Ordinary Resolution 2</b>                               |
| (b) Shelly Chiau Yee Wern   | <b>Ordinary Resolution 3</b>                               |
| 4. To re-appoint UHY Malaysia PLT as Auditors of the Company and to authorise the Board of Directors to fix their remuneration.                               | <b>Ordinary Resolution 4</b>                               |

### AS SPECIAL BUSINESS:

To consider and, if thought fit, to pass the following resolutions, with or without modification(s):-

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| 5. <b>Authority to Issue and Allot Shares pursuant to Sections 75 and 76 of the Companies Act 2016</b> | <b>Ordinary Resolution 5</b> |
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“THAT pursuant to Sections 75 and 76 of the Companies Act 2016 and subject to the Constitution of the Company, the Main Market Listing Requirements of Bursa Malaysia Securities Berhad and the approvals of the relevant regulatory authorities, where such approvals are required, the Directors of the Company be and are hereby authorised to issue and allot shares in the Company from time to time, at such price, upon such terms and conditions and for such purposes and to such person or persons whomsoever as the Directors may in their absolute discretion deem fit PROVIDED THAT the aggregate number of shares to be issued pursuant to this resolution, when aggregated with the total number of such shares issued during the preceding twelve (12) months, does not exceed ten per centum (10%) of the total number of issued shares (excluding treasury shares) of the Company for the time being AND THAT the Directors of the Company be and are hereby authorised to do all such acts and things as they may deem fit or expedient in the best interest of the Company to give effect to the issuance of new shares pursuant to this resolution, including making applications to Bursa Malaysia Securities Berhad for the listing of and quotation for the additional shares so issued on Bursa Malaysia Securities Berhad AND THAT such authority shall continue to be in force until the conclusion of the next annual general meeting of the Company held after the approval was given or at the expiry of the period within which the next annual general meeting is required to be held after the approval was given, whichever is the earlier, unless revoked or varied by an ordinary resolution of the Company at a general meeting.”

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**6. Proposed Renewal of Shareholders' Mandate and Proposed New Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature** **Ordinary Resolution 6**

"THAT subject always to the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, approval be and is hereby given for the Company and/or its subsidiaries (the "Group") to enter into recurrent related party transactions of a revenue or trading nature with the related parties as set out in Section 2.5 of Part A of the Circular to Shareholders dated 30 April 2026, provided that such transactions are necessary for the Group's day-to-day operations and are carried out in the ordinary course of business, at arm's length and on normal commercial terms which are not more favourable to the related parties than those generally available to the public and are not detrimental to the interests of the minority shareholders of the Company.

THAT the authority conferred by such mandate shall continue to be in force until:-

- (i) the conclusion of the next annual general meeting of the Company following this annual general meeting, at which time it shall lapse, unless by a resolution passed at that meeting the authority is renewed;
- (ii) the expiration of the period within which the next annual general meeting is required to be held pursuant to Section 340(2) of the Companies Act 2016 (but shall not extend to such extension as may be allowed pursuant to Section 340(4) of the Companies Act 2016); or
- (iii) revoked or varied by a resolution passed by the shareholders in a general meeting,

whichever is the earlier.

AND THAT the Directors of the Company be and are hereby authorised to do all such acts and things as they may consider necessary or expedient in order to give full effect to this resolution."

**7. Proposed Renewal of Shareholders' Mandate for Share Buy-Back** **Ordinary Resolution 7**

"THAT subject to the Companies Act 2016 ("Act"), the Constitution of the Company, the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities") and the approval of the relevant regulatory authorities, where such approvals are required, the Company be and is hereby authorised to purchase such number of ordinary shares in the Company as may be determined by the Directors of the Company from time to time through Bursa Securities upon such terms and conditions as the Directors may deem fit, necessary and expedient in the best interest of the Company ("Share Buy-Back Mandate") provided that:

- (a) the aggregate number of ordinary shares in the Company which may be purchased and/or held as treasury shares by the Company pursuant to the Share Buy-Back Mandate shall not exceed ten per centum (10%) of the total number of issued shares of the Company as at the point of purchase(s);
- (b) the maximum funds to be allocated by the Company for the purpose of purchasing its ordinary shares shall not exceed the total retained profits of the Company based on the latest audited financial statements and/or the latest management accounts (where applicable) available at the time of purchase; and

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- (c) the Directors of the Company may decide either to retain the shares so purchased as treasury shares or cancel the shares so purchased or retain part of the shares so purchased and cancel the remainder or resell the treasury shares on Bursa Securities or distribute the treasury shares as dividends or transfer the treasury shares under an employees' share scheme or as purchase consideration or otherwise use the treasury shares for such other purpose in the manner as prescribed by the applicable laws, guidelines, rules and regulations.

THAT the authority conferred by this resolution will commence immediately upon the passing of this resolution and will continue to be in force until:-

- (i) the conclusion of the next annual general meeting of the Company following this annual general meeting, at which time the said authority shall lapse, unless by an ordinary resolution passed at that meeting, the authority is renewed, either unconditionally or subject to conditions;
- (ii) the expiration of the period within which the next annual general meeting of the Company after that date is required by law to be held; or
- (iii) revoked or varied by an ordinary resolution passed by the shareholders in a general meeting,

whichever occurs first, but shall not prejudice the completion of purchase(s) by the Company of its own shares before the aforesaid expiry date and, in any event, in accordance with the provisions of the guidelines issued by Bursa Securities and any prevailing laws, rules, regulations, orders, guidelines and requirements issued by any relevant authority.

AND THAT authority be and is hereby given to the Directors of the Company to take all such steps to implement, finalise and to give full effect to the Share Buy-Back Mandate with full power to assent to any conditions, modifications, variations and/or amendments as may be required by the relevant authorities or as the Directors deem fit and expedient at their discretion in the best interest of the Company."

8. To transact any other business of which due notice shall have been given in accordance with the Companies Act 2016 and the Constitution of the Company.

By Order of the Board

**TE HOCK WEE (MAICSA 7054787) (SSM PC No. 202008002124)**  
**NG SIEW MEE (MAICSA 7071920) (SSM PC No. 202308000561)**

Company Secretaries  
Kuala Lumpur

30 April 2026

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**Notes:**

- (i) For the purposes of determining who shall be entitled to attend this meeting, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd to make available to the Company, a **Record of Depositors as at 22 June 2026**. Only a member whose name appears on this Record of Depositors shall be entitled to attend this meeting or appoint a proxy to attend, participate, speak and vote on his behalf.

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- (ii) A member of the Company who is entitled to attend and vote at a general meeting may appoint a proxy or attorney or in the case of a corporation, to appoint a duly authorised representative to attend, participate, speak and vote in his place. A proxy may but need not be a member of the Company.
- (iii) A member of the Company who is entitled to attend and vote at a general meeting of the Company may appoint not more than 2 proxies to attend, participate, speak and vote instead of the member at the general meeting.
- (iv) Where a member of the Company is an authorised nominee as defined in the Securities Industry (Central Depositories) Act 1991 ("Central Depositories Act"), it may appoint not more than 2 proxies in respect of each securities account it holds in ordinary shares of the Company standing to the credit of the said securities account.
- (v) 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 the Central Depositories Act which is exempted from compliance with the provisions of Section 25A(1) of the Central Depositories Act.
- (vi) Where a member, an authorised nominee or an exempt authorised nominee appoints more than 1 proxy, the proportion of shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies. The appointment shall not be valid unless he specifies the proportion of his shareholdings to be represented by each proxy.
- (vii) 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 not less than forty-eight (48) hours before the time appointed for holding the 19th AGM or adjourned general meeting at which the person named in the appointment proposes to vote:
  - (a) In hard copy form  
To be deposited with the Company's Share Registrar, Tricor Investor & Issuing House Services Sdn Bhd 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, the drop-in box provided at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia.
  - (b) By electronic means  
The proxy form can be electronically lodged with the Company's Share Registrar via Vistra Share Registry and IPO (MY) portal ("the Portal") at <https://srmy.vistra.com>. Please refer to the Administrative Guide of the 19th AGM for further information on electronic submission of proxy form via the Portal.
- (viii) Please ensure **ALL** the particulars as required in the proxy form are completed, signed and dated accordingly.
- (ix) Last day, date and time for lodging the proxy form is **Saturday, 27 June 2026 at 10.00 a.m.**
- (x) Any authority pursuant to which such an appointment is made by a power of attorney must be deposited with the Company's Share Registrar 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, the drop-in box provided at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia not less than forty-eight (48) hours before the time appointed for holding the general meeting or adjourned general meeting at which the person 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.
- (xi) Please bring an **ORIGINAL** of the following identification papers (where applicable) and present it to the registration staff for verification:
  - a. Identity card (NRIC) (Malaysian), or
  - b. Police report (for loss of NRIC) / Temporary NRIC (Malaysian), or
  - c. Passport (Foreigner).

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- (xii) For a corporate member who has appointed an authorised representative instead of a proxy to attend this meeting, please deposit the **original or duly certified** certificate of appointment of authorised representative with the Share Registrar of the Company 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, the drop-in box provided at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia if this has not been lodged with the Company's Share Registrar earlier. The certificate of appointment of authorised representative should be executed in the following manner:
- (a) If the corporate member has a common seal, the certificate of appointment of authorised representative should be executed under seal in accordance with the constitution of the corporate member.
  - (b) 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:
    - (1) at least two authorised officers, one of whom shall be a director; or
    - (2) any director and/or authorised officers in accordance with the laws of the country under which the corporate member is incorporated.
- (xiii) Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in the Notice of the 19th AGM will be put to vote by way of poll.

## **EXPLANATORY NOTES TO THE AGENDA**

### **(a) Item 1 of the Agenda**

#### **Audited Financial Statements for the financial year ended 31 December 2025**

*This agenda item is meant for discussion only as, pursuant to Sections 248(2) and 340(1)(a) of the Companies Act 2016, the audited financial statements together with the Reports of the Directors and Auditors thereon are required to be laid before the Company at its AGM. Hence, this agenda item is not put forward for voting.*

### **(b) Ordinary Resolution 1**

#### **Payment of Directors' fees**

*This proposed resolution, if passed, will facilitate the payment of Directors' fees for the period from 30 June 2026 until the next AGM of the Company.*

*The Directors' fees payable to the Non-Executive Directors are calculated based on the current board size and assuming that all Non-Executive Directors will hold office until the next AGM of the Company. In the event the proposed amount is insufficient due to enlarged board size, approval will be sought at the next AGM for the shortfall.*

### **(c) Ordinary Resolutions 2 and 3**

#### **Re-election of Directors**

*Dato' Che Halin Bin Mohd Hashim and Shelly Chiau Yee Wern (collectively referred to as "Retiring Directors") are standing for re-election as Directors of the Company and, being eligible, have offered themselves for re-election at the 19th AGM.*

*The profiles of the Retiring Directors are disclosed in the Board of Directors' Profile of the Company's Annual Report 2025.*

*Save as disclosed in the Board of Directors' Profile, the Retiring Directors have no conflict of interest with the Company or its subsidiaries, and have no family relationship with any Director and/or major shareholder of the Company.*

*The Nomination Committee ("NC") had reviewed and assessed the performance and contribution of the Retiring Directors including a review of their fit and proper declarations in accordance with the Directors' Fit and Proper Policy. Based on the recommendation of the NC, the Board is supportive of their re-election based on the following justifications:-*

#### **(i) Ordinary Resolution 2 – Re-election of Dato' Che Halin Bin Mohd Hashim as Director**

*Dato' Che Halin Bin Mohd Hashim has demonstrated independence through his engagement in all the Board and Board Committee meetings. He also carried out his duties professionally and proficiently during his tenure as an Independent Non-Executive Director of the Company.*

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(ii) Ordinary Resolution 3 – Re-election of Shelly Chiau Yee Wern as Director

Shelly Chiau Yee Wern is the daughter of Datuk Seri Chiau Beng Teik, JP (the Non-Independent Non-Executive Chairman and major shareholder of the Company) and sister of Datuk Wira Chiau Haw Choon (the Managing Director of the Company).

Shelly Chiau Yee Wern possesses relevant qualifications, knowledge and experience which complement the Board's competencies, and has been actively involved in the Group's business operations.

(d) **Ordinary Resolution 4**  
**Re-appointment of Auditors**

The Board had, through the Audit and Risk Management Committee ("ARMC"), considered the re-appointment of UHY Malaysia PLT as the Auditors of the Company. The factors considered by the ARMC in making the recommendation to the Board to table their re-appointment at the 19th AGM are disclosed in the ARMC Report of the Annual Report 2025.

(e) **Ordinary Resolution 5**  
**Authority to Issue and Allot Shares pursuant to Sections 75 and 76 of the Companies Act 2016**

This proposed resolution, if passed, will empower the Directors to issue and allot new shares in the Company up to an aggregate amount not exceeding 10% of the total number of issued shares of the Company for the time being for such purposes as the Directors consider to be in the best interest of the Company. This authority shall, unless revoked or varied by the Company in a general meeting, expire at the conclusion of the next AGM or at the expiry of the period within which the next AGM is required by law to be held, whichever is earlier.

This mandate is a renewal of the mandate granted by shareholders at the 18th AGM held on 9 June 2025. This mandate is intended to provide flexibility to the Company to raise funds expeditiously for purposes including but not limited to funding current and/or future investment projects, working capital, repayment of bank borrowings and acquisitions, without the need to convene a separate general meeting.

As at the date of this Notice, no new shares have been issued pursuant to the mandate granted at the 18th AGM held on 9 June 2025 and the mandate will lapse at the conclusion of the forthcoming 19th AGM.

(f) **Ordinary Resolution 6**  
**Proposed Renewal of Shareholders' Mandate and Proposed New Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature**

The proposed resolution, if passed, will allow the Group to continue to enter into recurrent related party transactions of a revenue or trading nature with its related parties in accordance with the Main Market Listing Requirements of Bursa Malaysia Securities Berhad without the need to convene separate general meetings to obtain shareholders' approval as and when such transactions arise. This will reduce administrative time and expenses associated with convening such meetings without compromising the corporate objectives of the Group or affecting business opportunities available to the Group.

Further details of the proposed resolution are set out in Part A of the Company's Circular to Shareholders dated 30 April 2026.

(g) **Ordinary Resolution 7**  
**Proposed Renewal of Shareholders' Mandate for Share Buy-Back**

The proposed resolution, if passed, will empower the Company to purchase its own shares up to ten per centum (10%) of the total number of issued shares of the Company.

Further details of the proposed resolution are set out in Part B of the Company's Statement to Shareholders dated 30 April 2026.