

**NOTICE OF SEVENTH (“7<sup>th</sup>”) ANNUAL GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that the 7<sup>th</sup> Annual General Meeting (“AGM”) of the Company will be physically held at Room Straits 1.2.3, Level 13, DoubleTree by Hilton Melaka, Hatten City, Jalan Melaka Raya 23, Bandar Hilir Melaka, 75000 Melaka on Monday, 25 May 2026 at 10:00 a.m., or any adjournment thereof, for the transaction of the following business:-

**AGENDA**

**Ordinary Business**

- To receive the Audited Financial Statements of the Company and of the Group for the financial year ended 31 December 2025 together with the Reports of the Directors and Auditors thereon. **(Refer to Note 2)**
- To approve the payment of Directors’ fees payable to the Non-Executive Directors of the Group of up to RM516,000/- for the financial year ending 31 December 2027. **Ordinary Resolution 1**
- To re-elect Mr. Roy Thean Chong Yew, a Director who retires in accordance with Clause 21.7 of the Company’s Constitution, and being eligible, has offered himself for re-election. **Ordinary Resolution 2**
- To re-elect Mr. Teo Lay Lee, a Director who retires in accordance with Clause 21.7 of the Company’s Constitution, and being eligible, has offered himself for re-election. **Ordinary Resolution 3**
- To re-elect Ms. Foo Yit Lan, a Director who retires in accordance with Clause 21.7 of the Company’s Constitution, and being eligible, has offered herself for re-election. **Ordinary Resolution 4**
- To re-appoint Messrs. RSM Malaysia PLT as Auditors of the Company until the conclusion of the next AGM and to authorise the Board of Directors of the Company to determine their remuneration. **Ordinary Resolution 5**

**Special Business**

To consider and, if thought fit, with or without any modification, to pass the following resolutions as Ordinary and Special Resolutions:-

**7. PAYMENT OF BENEFITS PAYABLE TO THE DIRECTORS UNDER SECTION 230(1)(b) OF THE COMPANIES ACT 2016**

“THAT the benefits payable to the Directors of the Company up to an amount of RM54,000/- for the period from 26 May 2026 until the next Annual General Meeting of the Company to be held in year 2027 pursuant to Section 230(1)(b) of the Companies Act, 2016 (“the Act”), be and is hereby approved for payment.” **Ordinary Resolution 6**

**8. AUTHORITY TO ISSUE SHARES PURSUANT TO THE COMPANIES ACT 2016**

“THAT pursuant to Sections 75 and 76 of the Companies Act, 2016 (“the Act”), Main Market Listing Requirements of Bursa Malaysia Securities Berhad, the Constitution of the Company, and subject to the approvals of the relevant governmental/regulatory authorities, the Directors be and are hereby empowered to issue and allot shares in the Company, at any time to such persons 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 issued pursuant to this Resolution does not exceed ten per centum (10%) of the total number of issued shares of the Company for the time being and the Directors be and are also empowered to obtain approval for the listing of and quotation for the additional shares so issued on Bursa Malaysia Securities Berhad (“Bursa Securities”);

“THAT pursuant to Section 85 of the Act to be read together with Clause 16.6 of the Constitution of the Company, approval be and is hereby given to waive the statutory pre-emptive rights of the shareholders of the Company 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 Act.

**AND THAT** such authority shall commence immediately upon the passing of this Resolution and continue to be in force until the conclusion of the next Annual General Meeting of the Company.” **Ordinary Resolution 7**

**9. PROPOSED RENEWAL OF AUTHORITY FOR SHARE BUY-BACK OF UP TO TEN PER CENTUM (10%) OF THE TOTAL ISSUED SHARE CAPITAL OF THE COMPANY**

“THAT subject to the provisions of the Act, the provisions of the Constitution of the Company, the Main Market Listing Requirements of Bursa Securities and all other relevant authority, approval be and is hereby given for the Company, 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 of the Company may in their absolute discretion deem fit and expedient in the interest of the Company (“Proposed Renewal of Authority for Share Buy-Back”), provided that:-

- the aggregate number of ordinary shares in the Company which may be purchased and/or held by the Company at any point of time pursuant to the Proposed Renewal of Share Buy-Back Authority Mandate shall not exceed ten per centum (10%) of the total number of issued ordinary shares of the Company for the time being;
- the maximum amount of funds to be allocated by the Company for the purpose of purchasing its own ordinary shares shall not exceed the Company’s retained profits at the time of purchase(s);
- the authority conferred by this resolution will be effective immediately upon the passing of this ordinary resolution and will continue to be in force until:-
  - the conclusion of the next AGM of the Company, at which time the said authority will lapse unless by an ordinary resolution passed at the general meeting of the Company, the authority is renewed, either unconditionally or subject to conditions;
  - the expiration of the period within which the next AGM of the Company is required by law to be held; or
  - revoked or varied by an ordinary resolution passed by the shareholders in general meeting, whichever is the earlier;
- the shares so purchased by the Company pursuant to the Proposed Renewal of Share Buy-Back Authority Mandate be retained as treasury shares which may be distributed as dividends and/or resold on Bursa Securities and/or cancelled and/or transfer for the purposes of or under an employees’ share scheme and/or be dealt with by the Directors of the Company in the manners allowed by the Act;

**AND THAT** authority be and is hereby given to the Directors of the Company to take all such steps as are necessary to implement, finalise and give full effect to the aforesaid with full powers to assent to any condition, modification, variation and/or amendment, if any, as may be imposed by the relevant authorities and to do all such acts and things as the Directors of the Company may deem fit and expedient in the interests of the Company.” **Ordinary Resolution 8**

10. To transact any other business that may be transacted at an AGM, due notice of which shall have been given in accordance with the Act and the Constitution of the Company.

**BY ORDER OF THE BOARD**

(duly signed)

**CHUA SIEW CHUAN** (SSM PC No. 201908002648 & MAICSA 0777689)  
**CHENG CHIA PING** (SSM PC No. 202008000730 & MAICSA 1032514)  
**NG LEE YING** (SSM PC No. 202408000327 & MAICSA 7081879)

Company Secretaries

Kuala Lumpur  
 30 April 2026

Notes:

**(1) Information for Shareholders/Proxies**

- This is a **physical** AGM, where shareholders and/or proxies are invited to attend in-person only.
- For the purpose of determining a member who shall be entitled to attend this 7<sup>th</sup> AGM, the Company shall be requesting Bursa Malaysia Depository Sdn. Bhd. in accordance with Clause 18.7(b) of the Constitution of the Company and Section 34(1) of Securities Industry (Central Depositories) Act, 1991 (“SICDA”) to issue a General Meeting Record of Depositors as at 18 May 2026. Only a depositor whose name appears on the Record of Depositors as at 18 May 2026 shall be entitled to attend the said meeting or appoint proxies to attend and/or speak and/or vote on his/her behalf.
- A member entitled to attend and vote at the AGM is entitled to appoint a proxy/proxies to attend, participate, speak and vote instead of him. A proxy may but need not be a member of the Company and a Member may appoint any person to be his proxy. There shall be no restriction as to the qualification of the proxy. A proxy appointed to attend and vote at a meeting of the Company shall have the same rights as the member to speak and vote at the meeting.
- A member may, subject to Notes (e) and (f) below, appoint more than one (1) proxy to attend and vote at the AGM, to the extent permitted by the Act, SICDA, Main Market Listing Requirements of Bursa Malaysia Securities Berhad (“Bursa Securities”) (“Main LR”) and the Rules of Central Depository. Where a member appoints two (2) proxies to attend and vote

at the AGM, such appointment shall be invalid unless the member specifies the proportion of his/her shareholding to be represented by each proxy.

- Where a member of the Company is an authorised nominee as defined under the SICDA, it may appoint at least one (1) proxy but not more than two (2) proxies in respect of each securities account it holds to which shares in the Company standing to the credit of the said account.
- Where a member of the Company is an exempt authorised nominee which holds security(ies) standing to the credit of a Securities Account and includes Securities in a Securities Account that is in suspense, in the Company for multiple beneficial owners in one (1) securities account (“**omnibus account**”) as defined under SICDA which is exempted from compliance with the provisions of subsection 25A(1) of SICDA, there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds.
- The instrument appointing a proxy shall be in writing under the hand of the appointer or his attorney duly authorised in writing or, in the event the appointer is a corporation, the instrument appointing a proxy must be either under the appointer’s Common Seal or under the hand of an officer or attorney duly authorised.
- Publication of Notice of Annual General Meeting on corporate website.** Pursuant to Section 320(2) of the Companies Act 2016, a copy of this Notice together with the proxy form are available at the corporate website of Teladan Group Berhad at <https://teladan.my/investor-relations/investor-centre-reports/>.
- Appointment of Proxy(ies)**
  - A member may obtain the proxy form for the 7th AGM vide Note (h) above or the Annual Report (hard copy) or Annual Report (electronic copy) released to Bursa Malaysia Securities Berhad.

The instrument appointing a proxy and the power of attorney or other authority (if any), under which it is signed or a notarially certified copy thereof, must be submitted vide either one of the belowmentioned modes with the Company’s Share Registrar, not less than forty-eight (48) hours before the time appointed for holding the AGM or adjournment thereof (i.e. on or before **Saturday, 23 May 2026 at 10:00 a.m.**):-

Mode of Submission	Designated Address
(i) Hard copy form	Securities Services (Holdings) Sdn. Bhd. Level 7, Menara Milenium, Jalan Damanialela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, Wilayah Persekutuan
(ii) Electronic form	(A) Vide Facsimile (Fax Number: 03 - 2094 9940 / 03 - 2095 0292); or (B) Vide designated electronic mail (Email) Address of Share Registrar: <a href="mailto:info@sshsb.com.my">info@sshsb.com.my</a>

A member may call dedicated support line of Securities Services (Holdings) Sdn. Bhd. at 03-2084 9169 for assistance/clarification on item 1(i)(ii) above.

**Explanatory Notes:-**

**(2) Audited Financial Statements for the financial year ended 31 December 2025**

This Agenda item is meant for discussion only, as the provision of Section 340(1)(a) of the Act does not require a formal approval for the Audited Financial Statements from the shareholders. Therefore, this Agenda item is not put forward for voting.

**(3) Payment of Directors’ Fees – Ordinary Resolution 1**

The proposed Directors’ Fees payable to the Directors of the Company for the financial year ending 31 December 2027 shall be up to a total of RM516,000/- only, comprised the following rates based on responsibilities assumed: -

Office	Amount (RM) per annum
Board Chairman	90,000/-
Non-Executive Directors	282,000/-
Subsidiary Board	144,000/-
	516,000/-

The Ordinary Resolution 1, if approved, will authorise the payment of Directors’ Fees pursuant to Clause 21.4 of the Constitution of the Company.

**(4) Re-election of Directors – Ordinary Resolutions 2, 3 & 4**

In determining the eligibility of the Directors to stand for re-election at the forthcoming 7<sup>th</sup> AGM, the Nominating Committee (“NC”), guided by the Directors’ Assessment Policy and Directors’ Fit and Proper Policy has considered the criteria as stated in the said Policies as well as the requirements of Main LR of Bursa Securities and recommended the re-election of the following Directors pursuant to Clause 21.7 of the Constitution of the Company: -

- Mr. Roy Thean Chong Yew;
  - Mr. Teo Lay Lee; and
  - Ms. Foo Yit Lan.
- (collectively, the “Retiring Directors”)

The Board, vide the NC, has conducted a separate assessment and being satisfied with the performance/contribution/ fit and properness of the Retiring Directors, the Board would like to recommend the same be tabled to the shareholders for approval at the forthcoming 7<sup>th</sup> AGM of the Company under Ordinary Resolutions 2, 3 and 4 respectively. The fit and proper as well as evaluation criteria adopted as well as the process of assessment by the Board have been duly elaborated in the Corporate Governance Overview Statement of the Annual Report 2025 of the Company.

None of the Retiring Directors have any conflict of interest or potential conflict of interest, including interest in any competing business, that they have with the Company or its subsidiaries.

All the Retiring Directors have consented to their re-election, and have abstained from deliberation and voting in relation to their individual re-election at the NC and Board of Directors’ meetings, respectively.

**(5) Re-appointment of Auditors – Ordinary Resolution 5**

The Audit Committee (“AC”) have assessed the suitability, objectivity and independence of the External Auditors and recommended the re-appointment of Messrs. RSM Malaysia PLT as External Auditors of the Company for the financial year ending 31 December 2026. The Board has in turn reviewed the recommendation of the AC and recommended the same be tabled to the shareholders for approval at the forthcoming 7<sup>th</sup> AGM of the Company under Ordinary Resolution 5. The evaluation criteria adopted as well as the process of assessment by the AC and Board, respectively, have been duly elaborated in the Corporate Governance Overview Statement of the Annual Report 2025 of the Company.

**(6) Payment of Benefits Payable to Directors – Ordinary Resolution 6**

The benefits payable to the Non-Executive Directors (“NEDs”) comprise the meeting allowances, medical and insurance coverage. The total amount of benefits payable to the NEDs is estimated to be up to RM54,000/-, based on the number of scheduled Board/ Board Committee Meetings as well as the number of NEDs involved/ covered.

**(7) Authority to Issue Shares pursuant to the Companies Act, 2016 - Ordinary Resolution 7**

The Company wishes to obtain the mandate on the authority to issue shares of not more than 10% of the total issued shares capital for the time being pursuant to the Act at the 7<sup>th</sup> AGM of the Company (hereinafter referred to as the “General Mandate”).

The Company had obtained the mandate from its members at the last AGM held on 27 May 2025 (“Previous Mandate”). As at the date of this Notice, no new shares in the Company were issued pursuant to the Previous Mandate and accordingly, no proceeds were raised.

The purpose to seek the General Mandate is to enable the Directors of the Company to issue and allot shares at any time to such persons in their absolute discretion without convening a general meeting as it would be both time and cost-consuming to organise a general meeting. This authority unless revoked or varied by the Company in general meeting, will expire at the next AGM. The proceeds raised from the General Mandate will provide flexibility to the Company for any possible fund-raising activities, including but not limited to further placing of shares, for purpose of funding future investment project(s), working capital and/or acquisitions.

**(8) Proposed Renewal of Authority for Share Buy-Back - Ordinary Resolution 8**

The proposed adoption of the Ordinary Resolution 8 is to renew the authority granted by the shareholders of the Company at the 6<sup>th</sup> AGM held on 27 May 2025. The proposed renewal will allow the Directors to exercise the power of the Company to purchase not more than 10% of the total number of issued shares of the Company any time within the time period stipulated in the Main LR.

Please refer to the Statement to Shareholders dated 30 April 2026 for further information.