EURO HOLDINGS BERHAD
[Registration No. 200401008055 (646559-T)]
(Incorporated in Malaysia)

NOTICE OF THE TWENTY-SECOND ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Twenty-Second ("22nd") Annual General Meeting ("AGM") of the Company will be conducted at Level 1, Room 3 of the Supreme Hotel Melaka at 25, Jalan Kota Laksamana 2/15, Taman Kota Laksamana, 75200 Melaka, on Thursday, 31 December 2026 at 2.00 p.m. or at any adjournment thereof for the transaction of the following businesses:

AGENDA

As Ordinary Business

1. To receive the Audited Financial Statements for the financial year ended 30 June 2026 together with the Reports of the Directors and Auditors thereon. *(Please refer to Explanatory Note 1 on Ordinary Business)*
2. To re-elect the following Directors who shall retire by rotation pursuant to Clause 105(1) of the Company's Constitution and being eligible, have offered themselves for re-election:
   a) Datuk Haji Azmi Bin Hussain *Ordinary Resolution 1*
   b) Yip Kit Weng *Ordinary Resolution 2*
   c) Datin Sri Ong Lely *Ordinary Resolution 3*
3. To approve the payment of the Directors' Fees and other benefits of up to RM300,000.00 payable to Non-Executive Directors of the Company from 31 December 2026 until the conclusion of the next AGM of the Company. *Ordinary Resolution 4*
4. To re-appoint Messrs. PKF PLT as Auditors of the Company for the ensuing year and to authorise the Directors to fix their remuneration. *Ordinary Resolution 5*

As Special Business

To consider and if thought fit, to pass the following resolutions, with or without modifications:

5. **AUTHORITY TO ALLOT AND ISSUE SHARES PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT, 2016** *Ordinary Resolution 6*

   "THAT pursuant to Sections 75 and 76 of the Act and subject to the approvals of the relevant governmental/regulatory authorities, the Directors be and are hereby empowered to issue shares in the capital of the Company from time to time 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 10% of the total number of issued shares of the Company or such higher percentage as Bursa Malaysia Securities Berhad ("Bursa Securities") allowed for the time being and that the Directors be and are hereby also empowered to obtain approval from Bursa Securities for the listing and quotation of the additional shares so issued and that such authority shall continue to be in force until the conclusion of the next AGM of the Company."

6. **PROPOSED RENEWAL OF SHARE BUY-BACK OF UP TO TEN PERCENT (10%) OF THE TOTAL NUMBER OF ISSUED SHARES OF THE COMPANY AT ANY GIVEN POINT IN TIME ("PROPOSED RENEWAL OF SHARE BUY-BACK AUTHORITY")** *Ordinary Resolution 7*

   "THAT subject to the Act, provisions of the Company's Constitution, the Main Market Listing Requirement ("MMLR") of Bursa Securities and the approvals of all relevant regulatory authorities and parties, the Company be and is hereby authorised to purchase such number of ordinary shares in Euro on the Main Market of Bursa Securities and/ or hold from upon such terms and conditions as the Directors may deem fit and expedient in the interest of the Company, provided that:-

   i) The aggregate number of ordinary shares in the Company purchased ("Purchased Share(s)") and/or held as treasury shares pursuant to this ordinary resolution shall not exceed 10% of the total number of issued shares of the Company at any point in time;
   ii) The maximum funds to be allocated by the Company for the Proposed Share Buy-Back shall not exceed the total retained earnings of the Company at the time of the purchase;

   THAT upon purchase by the Company, the Board of Directors of Euro shall have the absolute discretion to decide whether such Purchased Shares are to be cancelled and/or retained as treasury shares, or dealt with in such manner as provided under Section 127(7) of the Act;
   THAT the authority to facilitate the Proposed Share Buy-Back will commence immediately upon passing of this ordinary resolution and will continue to be in force until:-

   i) the conclusion of the AGM of the Company at which time the authority shall lapse unless by an ordinary resolution passed at the AGM, the authority is renewed, either unconditionally or subject to conditions;
   ii) the expiration of the period within which the AGM of the Company is required by law to be held; or
   iii) revoked or varied by ordinary resolution passed by the shareholders in general meeting.

   whichever occurs first, but not so as to prejudice the completion of the purchase(s) by the Company of the Euro Shares before the aforesaid expiry date and made in any event, in accordance with the provisions of the Act, rules and regulations made pursuant to the Act, the MMLR and any requirements issued by any other relevant government and/or regulatory authorities;

   AND THAT the Board be and is hereby authorised to take all such steps as are necessary or expedient to implement, finalise, complete or to give effect to the Proposed Share Buy-Back with full powers to assent to any conditions, modifications, variations and/or amendments in any manner as may be required by the relevant authorities and to deal with all matters relating thereto and to take all such steps and do all acts and things in any manner as they may deem necessary or expedient to implement, finalise and give full effect to the Proposed Share Buy-Back."

7. To transact any other business of the Company of which due notice shall have been given in accordance with the Company's Constitution and the Act.

BY ORDER OF THE BOARD

TAN TONG LANG (MAICSA 7045482/ SSM PC No. 202208000250)
THIEN LEE MEE (LS0010621/ SSM PC No. 201908002254)
Company Secretaries

Dated: 30 October 2026

NOTES:

1. A member entitled to participate and vote at this Meeting is entitled to appoint a proxy/proxies to participate and vote instead of him/her. A proxy may but need not be a member of the Company. There shall be no restriction as to the qualification of the proxy. A proxy appointed to participate and vote at the Meeting shall have the same rights as the member to speak at the Meeting.
2. Where a member appoints more than one proxy, the appointment shall be invalid unless he/she specifies the proportions of his/her holdings to be represented by each proxy.
3. The Form of Proxy, in the case of an individual, shall be signed by the appointer or his attorney, and in the case of a corporation, shall be executed under its Common Seal or under the hand of its attorney of the corporation duly authorised.
4. Where a member of the Company is an exempt authorised nominee as defined under the Central Depositories Act which holds ordinary shares in the Company for multiple beneficial owners in one securities account ("Omnibus Account"), there shall be no limit to the number of proxies which the Exempt Authorised Nominee may appoint in respect of each Omnibus Account it holds.
5. For the purpose of determining a member who shall be entitled to participate 22nd AGM, the Company shall request Bursa Malaysia Depository Sdn Bhd to issue a Record of Depositors as at 21 December 2026. Only a depositor whose name appears on the Record of the Depositor as at 21 December 2026 shall be entitled to participate the 22nd AGM or appoint proxies to participate and/or vote on his/her behalf.
6. The instrument appointing a proxy duly completed and signed must be deposited at the Company's Share Registrar, Aldpro Corporate Services Sdn Bhd at B-21-1 Level 21, Tower B, Northpoint Mid Valley City, No. 1 Medan Syed Putra Utara, 59200 Kuala Lumpur, Wilayah Persekutuan, Malaysia or by electronic lodgment via Digerati Portal at https://euro-agm.digerati.com.my or email to admin@aldpro.com.my not less than forty-eight (48) hours before the time set for holding the meeting or any adjournment thereof.
7. Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in this Notice will be put to vote by way of poll.

Explanatory Notes to Ordinary Business and Special Business:

1. ***Item 1 of the Agenda***

   The Agenda No. 1 is meant for discussion only as Section 340(1)(a) of the Act provides that the audited financial statements are to be laid in the general meeting and do not require a formal approval of the shareholders. Hence, this Agenda item is not put forward for voting.

2. ***Ordinary Resolutions 1 to 3 – Re-election of Director pursuant to Clause 105 (1) of the Company's Constitution***

   Clause 105(1) of the Company's Constitution states that an election of Directors shall take place each year at the annual general meeting of the Company, where one-third of the Directors for the time being, or, if their number is not three (3) or a multiple of three (3), then the number nearest to one-third shall retire from office and be eligible for re-election, PROVIDED ALWAYS that Directors shall retire from office once at least in each three (3) years but shall be eligible for re-election. A retiring Director shall retain office until the close of the meeting at which he retires.

   Datuk Haji Azmi Bin Hussain, Mr Yip Kit Weng and Datin Sri Ong Lely are standing for re-election. For the purpose of determining the eligibility of the Directors to stand for re-election at the 22nd AGM, the Nomination and Remuneration Committee ("NRC") has considered and recommended them for re-election by rotation pursuant to Clause 105(1) of the Company's Constitution.

3. ***Ordinary Resolution 4 – Payment of Directors' Fees and Other Benefits***

   Section 230(1) of the Act provides that the fees and any benefits payable to the Directors of the Company and its subsidiaries shall be approved at a general meeting.

   In determining the estimated total amount of Directors' Meeting Allowance, the Board has considered various factors, among others, the estimated claimable Directors' Meeting Allowance and estimated number of meetings for the Board and Board Committees held for the period commencing from the conclusion of the 22nd AGM until the next AGM of the Company.

   In the event that the proposed amount is insufficient (e.g., due to more meetings or enlarged Board size), approval will be sought at the next AGM for additional fees to meet the shortfall.

   At the 21st AGM of the Company, the shareholders had approved the payment of Directors' Fees of RM240,000-00 from 18 December 2025 until the conclusion of the 22nd AGM of the Company.

4. ***Ordinary Resolution 5 - Re-appointment of Auditors***

   The Board, through the Audit Committee, reviewed and was satisfied with Messrs. PKF PLT ("PKF")'s performance and independence for the financial year ended 30 June 2026. The Board has, therefore, recommended the re-appointment of PKF as external auditors of the Company for the financial year ending 30 June 2027.

5. ***Special Business: Ordinary Resolution 6 - Authority to Allot and Issue Shares Pursuant to Sections 75 and 76 of the Companies Act, 2016***

   The proposed Ordinary Resolution 6, if passed, is a general mandate to empower the Directors to issue and allot shares up to an 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 would be in the best interest of the Company.

   The Mandate sought is a renewal of the previous Mandate obtained during 21st AGM. If approved, the 10% General Mandate will provide flexibility to the Company for any possible fund-raising activities, including but not limited to further placing of shares, for the purpose of funding future investment project(s) workings capital and/or acquisitions.

   As of the date of this Notice, no new shares in the Company were issued and allotted pursuant to the Previous Mandate granted to the Directors at the 21st AGM held on 18 December 2025, which will lapse at the conclusion of this 22nd AGM.

6. ***Special Business: Ordinary Resolution 7 - Proposed Renewal of Share Buy-Back Authority***

   This proposed Ordinary Resolution 7, if passed, will empower the Company to purchase and/or hold up to 10% of the issued and paid-up share capital of the Company. This authority, unless revoked or varied by the Company at a General Meeting, will expire at the next AGM of the Company.

   For further information on this resolution, please refer to the Circular to Shareholders dated 30 October 2026.

STATEMENT ACCOMPANYING NOTICE OF ANNUAL GENERAL MEETING

(Pursuant to Paragraph 8.27(2) of Main Market Listing Requirements of Bursa Malaysia Securities Berhad)

1. No notice of nomination has been received to date from any member nominating any individual for election as a Director at the AGM of the Company. There is, therefore, no individual standing for election as a director, save for the above Directors who are standing for re-election at the forthcoming 22nd AGM of the Company.
2. The detailed information relating to the general mandate for the issue of securities pursuant to Paragraph 6.03(3) of the Listing Requirements of Bursa Securities is set out under Explanatory Notes on Special Business for Ordinary Resolution 6 of the Notice of the 22nd AGM of the Company.