

AVANGAAD BERHAD
[Registration No: 199301001779 (256516-W)]
(Incorporated in Malaysia)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Thirty-Second Annual General Meeting (“**32nd AGM**”) of Avangaad Berhad (“**Avangaad**” or “**the Company**”) will be physically held at Swan 3, Level 7, The Pearl Kuala Lumpur, Batu 5, Jalan Klang Lama, 58000 Kuala Lumpur, Monday, 8 June 2026 at 9:00 a.m., or at any adjournment thereof, for the following purposes: -

AGENDA

- As Ordinary Business**
1. To receive the Audited Financial Statements for the financial year ended 31 December 2025 and the Reports of the Directors and Auditors thereon. (Please refer to Explanatory Note 1)
 2. To re-elect the following Directors who are retiring in accordance with Clause 27.1 of the Company’s Constitution, and being eligible, have offered themselves for re-election:-
 - (a) Dato’ Lai Keng Onn (Resolution 1)
 - (b) Datuk Wira Mubarak Hussain Bin Akhtar Husin (Resolution 2)
 - (c) Michael Cheah Choy Chin (Resolution 3)
 3. To approve the payment of Fees of up to RM480,000/- for the Non-Executive Directors (“**NEDs**”) from the conclusion of the 32nd AGM until the conclusion of the next AGM of the Company. (Resolution 4)
 4. To approve the Benefits payable of up to RM193,000/- to the NEDs from the conclusion of the 32nd AGM until the conclusion of the next AGM of the Company. (Resolution 5)
 5. To re-appoint Messrs. Grant Thornton Malaysia PLT as Auditors of the Company for the financial year ending 31 December 2026 and to authorise the Board of Directors to determine their remuneration. (Resolution 6)

As Special Business

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

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

“**THAT**, subject always to the Companies Act 2016 (“**the Act**”), the Constitution of the Company and the approvals from Bursa Malaysia Securities Berhad (“**Bursa Securities**”) and any other relevant governmental and/or regulatory authorities, the Directors be and are hereby empowered pursuant to the Act, to issue and allot shares in the capital of the Company from time to time at such price and upon such terms and conditions, for such purposes and to such person or persons whomsoever the Directors may in their absolute discretion deem fit provided always 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;

THAT the Directors be and are also empowered to obtain the approval for the listing of and quotation for the additional shares so issued on Bursa Securities;

AND THAT pursuant to Section 85 of the Act to be read together with Clause 8.6 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 this mandate;

AND FURTHER 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.”

7. **Ordinary Resolution**

- Proposed Authority for Share Buy-Back

(Resolution 8)

“**THAT**, subject to the Companies Act 2016 (“**the Act**”), the Constitution of the Company, Main Market Listing Requirements of Bursa Securities and all other applicable laws, rules and regulations and guidelines for the time being in force and the approvals of all relevant governmental and/or regulatory authority, the Company be and is hereby authorised to purchase such number of issued shares in the Company as may be determined by the Directors of the Company from time to time through Bursa Securities as the Directors may deem fit, necessary and expedient in the interest of the Company (“**Proposed Share Buy-Back Authority**”) provided that: -

- (i) the aggregate number of ordinary shares to be purchased and/or held by the Company pursuant to this resolution shall not exceed ten per centum (10%) of the total number of issued shares of the Company as quoted on Bursa Securities as at the point of purchase; and
- (ii) the maximum funds to be allocated by the Company for the purpose of purchasing its own shares shall not exceed the aggregate of the retained profits of the Company based on the latest audited financial statements and/or the latest unaudited financial statements (where applicable) available at the time of the purchase;

THAT upon completion of the purchase by the Company of its own shares, the Directors of the Company be and are hereby authorised to deal with the ordinary shares purchased in their absolute discretion in the following manner:

- i. cancel all the shares so purchased; and/or
- ii. retain the ordinary shares so purchased as treasury shares for distribution as dividend to the shareholders and/or resell on the market of Bursa Securities and/or transfer under an employees’ share scheme and/or transfer as purchase consideration; and/or
- iii. retain part thereof as treasury shares and cancel the remainder; or
- iv. in any other manner as prescribed by the Act, rules, regulations and orders made pursuant to the Act and the requirements of

Bursa Securities and any other authority for the time being in force;

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

- a. the conclusion of the next AGM of the Company following this AGM at which such resolution was passed, at which time it will lapse, unless by an ordinary resolution passed at the meeting, the authority is renewed, either unconditionally or subject to conditions; or
- b. the expiration of the period within which the next AGM of the Company after that date is required by law to be held; or
- c. the authority is revoked or varied by an ordinary resolution passed by the shareholders of the Company at a general meeting,

whichever occurs first,

AND THAT the Directors of the Company be and are hereby authorised to do all acts, deeds and things as they may consider expedient or necessary in the best interests of the Company to give full effect to the Proposed Share Buy-Back Authority with full powers to assent to any conditions, modifications, variations and/or amendments as may be imposed by the relevant authorities and to take all such steps, and do all such acts and things as the Board of Directors may deem fit and expedient in the best interests of the Company.”

8. To transact any other ordinary business of which due notice shall have been given.

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)
Company Secretaries

Kuala Lumpur
30 April 2026

Notes:

(a) Appointment of Proxy

1. In respect of deposited securities, only members whose names appear in the Record of Depositors on **26 May 2026** (“**General Meeting Record of Depositors**”) shall be eligible to participate, speak and vote at the Meeting.
2. A member entitled to participate and vote at the Meeting shall be entitled to appoint more than one (1) proxy to participate, speak and vote in his stead. Where a member appoints more than one (1) proxy, he shall specify the proportions of his shareholdings to be represented by each proxy, failing which the appointments shall be invalid.

3. A proxy may but need not be a member of the Company and a member may appoint any person to be his proxy without limitation. There shall be no restriction as to the qualification of the proxy. A proxy appointed to participate, speak and vote at the Meeting of the Company shall have the same rights as the member to speak at the Meeting.
4. The instrument appointing a proxy shall be in writing under the hand of the member/appointer or his attorney duly authorised in writing or, if the appointer is a corporation, either under its common seal or under the hand of its officer or attorney duly authorised.
5. Where a member of the Company is an exempt authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991 (“**SICDA**”) 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. Where a shareholder is an authorised nominee as defined under SICDA, it may appoint at least 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.
6. The Form of Proxy or other instruments of appointment must be deposited at the office of the Share Registrar of the Company, Securities Services (Holdings) Sdn. Bhd., Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, Wilayah Persekutuan, Malaysia or lodged electronically via SS e-Portal at <https://sshbsb.net.my/> not later than 48 hours before the time fixed for holding the forthcoming 32nd AGM or any adjournment thereof. Kindly refer to the Procedures for Electronic Submission of Proxy Form in Appendix A.

(b) Audited Financial Statement for the financial year ended 31 December 2025

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

Explanatory Notes:-

1. Resolution 1, 2 and 3 - Re-election of Director who is retiring in accordance with Clause 27.1 of the Company's Constitution

In determining the eligibility of the Directors to stand for re-election at the forthcoming 32nd AGM of the Company, the Board Nomination and Remuneration Committee (“**BNRC**”), as guided by the requirements of Paragraph 2.20A of the Main Market Listing Requirements of Bursa Securities has recommended Dato’ Lai Keng Onn, Datuk Wira Mubarak Hussain Bin Akhtar Husin and Michael Cheah Choy Chin, for re-election as Directors pursuant to the Constitution of the Company (“**Retiring Directors**”). The Board has conducted a separate assessment and being satisfied with the performance/contribution of the Retiring Directors. Therefore, the Board recommended that the same to be tabled to the shareholders of the Company for approval at the forthcoming 32nd AGM of the Company under Resolutions 1, 2 and 3 respectively.

The 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 2025 Annual Report of the Company. All the Retiring Directors have consented to their re-election, and abstained from deliberations and voting in relation to their individual re-election at the BNRC and Board Meetings, respectively. The Retiring Directors also provided the fit and proper declarations in the prescribed forms in accordance with the Directors’ Fit & Proper Policy adopted by the Company.

The profile of the Directors standing for re-election are provided in the Directors’ profile section of the 2025 Annual Report.

2. Resolution 4 and 5 - Payment of Directors' fees and benefits

Section 230(1) of the Act provides amongst others, that the fees of the Directors and any benefits payable to the Directors of a listed company shall be approved at a general meeting.

In this respect, the Board wishes to seek shareholders' approval at the 32nd AGM on the two (2) separate resolutions as below: -

- **Ordinary Resolution 4** on payment of Directors' fees from the conclusion of the 32nd AGM until the conclusion of the next AGM of the Company

In this respect, the Board wishes to seek shareholders' approval at the 32nd AGM of the Company for the payment of Directors' fees of up to RM480,000/- from the conclusion of the 32nd AGM until the conclusion of the next AGM of the Company. If the Directors' fees are insufficient due to the enlarged Board size, approval will be sought at the next AGM for additional fees to meet the shortfall.

- **Ordinary Resolution 5** on payment of Directors' benefits

This is in respect of the meeting allowance payable for attendance of Board and/or Board Committee meetings by the NEDs of the Company from the conclusion of the 32nd AGM until the conclusion of the next AGM of the Company. The details of the meeting allowances are as follows:-

Meeting Allowances (Per Meeting)	Chairman of the Committee	Member of the Committee
Board of Directors	RM4,000.00	RM3,000.00
Audit Committee	RM4,000.00	RM3,000.00
Risk and Governance Committee	RM3,000.00	RM2,000.00
Board Nomination and Remuneration Committee	RM3,000.00	RM2,000.00

3. Resolution 6 - Re-appointment of Auditors

The Audit Committee ("AC") having assessed the suitability, objectivity and independence of Messrs. Grant Thornton Malaysia PLT recommended the latter's re-appointment as External Auditors of the Company to the Board for consideration. Upon review, the Board in turn would like to recommend the same to the shareholders for approval at the 32nd AGM of the Company. 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 Report of the Company for the financial year ended 31 December 2025.

4. Resolution 7 – Authority to Issue Shares pursuant to the Companies Act 2016

The proposed resolution is intended to renew the authority granted to the Directors of the Company at the Thirty-One AGM of the Company held on 28 May 2025 ("**Previous Mandate**") to issue and allot shares at any time to such persons in their absolute discretion without convening a general meeting provided that the aggregate number of the shares does not exceed 10% of the total number of issued shares of the Company for the time being (hereinafter referred to as the "**General Mandate**").

The said General Mandate will provide flexibility to the Company to raise additional funds expeditiously and efficiently through issuance and allotment of new shares, grant of rights to subscribe for shares, conversion of any security into shares or allotment of shares under an agreement or option or offer for purposes, including but not limited to placement of shares for working capital, repayment of borrowings, the Company's future project(s), acquisitions and/or

for issuance of shares as settlement of purchase consideration or such other application as the Directors may deem fit in the best interest of the Company.

The Board, having considered the current and prospective financial position, working capital requirements and capacity of the Group, is of the opinion that the General Mandate is in the best interests of the Company and its shareholders.

Pursuant to Section 85 of the Act read together with Clause 8.6 of the Constitution of the Company, shareholders have pre-emptive rights to be offered any new shares in the Company which rank equally to the existing issued shares in the Company or other convertible securities.

The proposed Resolution 7 if passed, will exclude existing shareholders' pre-emptive rights to be offered new shares and/or convertible securities to be issued by the Company pursuant to the said Resolution.

5. Resolution 8 - Proposed Share Buy-Back Authority

The proposed resolution is intended to allow the Company to purchase its own shares of up to ten per centum (10%) of the total number of issued shares in the Company at any time within the time period stipulated in the Main Market Listing Requirements of Bursa Securities. This authority will, unless revoked or varied at a general meeting, expire at the conclusion of the next Annual General Meeting of the Company.

Please refer to Statement to Shareholders dated 30 April 2026 available together with the Annual Report 2025 for more information.