

KHPT HOLDINGS BERHAD
[Registration No.: 201901005770 (1315097-M)]
(Incorporated in Malaysia)

NOTICE OF SECOND ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Second Annual General Meeting (“**2nd AGM**”) of KHPT Holdings Berhad (“**KHPT**” or “**the Company**”) will be held at Four Points by Sheraton Puchong, The Heron (Function Room), Level 2, Puchong Financial Corporate Centre (PFCC), Jalan Puteri 1/2, Bandar Puteri, 47100 Puchong, Selangor Darul Ehsan on Thursday, 25 June 2026 at 9:30 a.m. for the following purposes:

AGENDA

AS ORDINARY BUSINESS

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.
Please refer to Explanatory Note 1
2. To approve the payment of Directors’ Fees payable to the Directors of the Company and its subsidiary up to an amount of RM236,000 for the period from the date immediately after the 2nd AGM until the next AGM of the Company to be held in 2027.
Please refer to Explanatory Note 2 **Ordinary Resolution 1**
3. To approve the payment of Directors’ benefits (excluding Directors’ Fees) payable to the Directors of the Company and its subsidiary up to an amount of RM17,500 for the period from the date immediately after the 2nd AGM until the next AGM of the Company to be held in 2027.
Please refer to Explanatory Note 2 **Ordinary Resolution 2**
4. To re-elect the following Directors retiring in accordance with Clause 102 of the Constitution of the Company:
(a) Datuk Noripah Binti Kamsu **Ordinary Resolution 3**
(b) Datin See Hui Pvng **Ordinary Resolution 4**
Please refer to Explanatory Note 3
5. To re-elect Mr. Ang Yoke Kee who is retiring in accordance with Clause 109 of the Constitution of the Company. **Ordinary Resolution 5**
Please refer to Explanatory Note 4
6. To re-appoint Messrs Crowe Malaysia PLT as the Auditors of the Company and to authorise the Directors to fix their remuneration. **Ordinary Resolution 6**
Please refer to Explanatory Note 5

AS SPECIAL BUSINESS

To consider and if, thought fit, to pass the following resolution:

7. **Authority to Issue and Allot Shares Pursuant to Sections 75 and 76 of the Companies Act 2016 (“the Act”)** **Ordinary Resolution 7**

“**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”).

NOTICE OF SECOND ANNUAL GENERAL MEETING

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.”

Please refer to Explanatory Note 6

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

BY ORDER OF THE BOARD

KHOO MING SIANG [(MAICSA 7034037) SSM PC NO. 202208000150]
COMPANY SECRETARY

SELANGOR DARUL EHSAN
24 April 2026

EXPLANATORY NOTES

Explanatory Note 1 - Audited Financial Statements

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

Explanatory Note 2 - Directors' fees and benefits payable to Directors

Payment of Directors' fees and benefits payable under Section 230(1) of the Act provides, amongst others, that the Directors' fees and any benefits payable to the Directors of the Company and its subsidiary shall be approved at a general meeting.

In determining the estimated Directors' fees and benefits payable to the Directors of the Company and its subsidiary, the Board has considered various factors including the number of scheduled meetings for the Board and Board Committees, current Board size, and provisional sum as a contingency for future appointments of Directors on the Board.

NOTICE OF SECOND ANNUAL GENERAL MEETING

EXPLANATORY NOTES (CONT'D)

Explanatory Note 2 - Directors' fees and benefits payable to Directors (Cont'd)

Details of the Directors' fees and benefits payable for the financial year ended 31 December 2025 is disclosed in the Corporate Governance Overview Statement 2025.

In the event the proposed amount of Directors' fees and/or benefits are insufficient (e.g., due to more meetings or enlarged Board size), approval will be sought at the next AGM for the under-provision.

Explanatory Note 3 - Re-election of Directors (Clause 102)

Clause 102 of the Company's Constitution provides that one-third (1/3) of the Directors of the Company for the time being shall retire from office at every Annual General Meeting ("AGM") and be eligible for re-election.

For the purpose of determining the eligibility of the Directors to stand for re-election at the 2nd AGM, the Board through its Nomination and Remuneration Committee ("NRC") has assessed the retiring Directors, namely Datuk Noripah Binti Kamso and Datin See Hui Pvng.

The Board and the NRC have considered the following in their evaluation:

- (a) Performance and Contribution: The retiring Directors' performance and contribution were assessed through the annual Board and Individual Director Effectiveness Evaluation. They have consistently demonstrated commitment to their roles and exercised due care in discharging their duties.
- (b) Fit and Proper Criteria: The retiring Directors have met the criteria prescribed under the Directors' Fit and Proper Policy of the Company, specifically regarding their character, integrity, competence, and experience.
- (c) Independence: For the Independent Non-Executive Chairperson, the NRC has assessed and is satisfied that she continues to bring independent and objective judgement to Board deliberations.

Based on the satisfactory outcome of the assessment, the Board (with the exception of the retiring Directors who abstained from deliberations and voting on their own re-election) is satisfied that the retiring Directors have the necessary skill sets and experience to continue contributing to the Company's growth. Therefore, the Board recommends the re-election of the retiring Directors at the 2nd AGM.

The profiles of these Directors are set out on pages 12 to 14 of the Annual Report 2025.

Explanatory Note 4 - Re-election of Director (Clause 109)

Mr. Ang Yoke Kee, an additional Director newly appointed on 1 March 2026, is subject to re-election as a Director of the Company in accordance with Clause 109 of the Company's Constitution. His profile is set out on page 18 of the Annual Report 2025.

Explanatory Note 5 - Re-appointment of Auditors

The Board has through the Audit and Risk Management Committee ("ARMC"), considered the re-appointment of Messrs Crowe Malaysia PLT as External Auditors of the Company. The factors considered by the ARMC in making recommendation to the Board to table the re-appointment of Messrs Crowe Malaysia PLT at the forthcoming AGM, included assessment of the Auditors' independence and objectively, calibre and quality process/performance.

NOTICE OF SECOND ANNUAL GENERAL MEETING

Explanatory Note 6 - Authority pursuant to Sections 75 and 76 of the Act for the Directors to Issue and Allot Shares

The Ordinary Resolution 7 proposed under item 7 of the Agenda is to obtain a general mandate for issuance of shares by the Company under Section 76 of the Act. The Ordinary Resolution 7, if passed, will provide flexibility for the Company and empower the Directors to issue and allot new shares in the Company up to an amount not exceeding in total ten per centum (10%) of the total number of issued shares (excluding any treasury shares) of the Company, 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.

This authority, unless revoked or varied by the Company at a general meeting, will expire at the next AGM or at the expiry of the period within the next AGM is required to be held after the approval was given. 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.

NOTES:

- (1) Pursuant to Rule 8.31A of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities"), all the resolutions set out in the Notice of AGM will be put to vote by way of poll. Poll Administrator and Independent Scrutineers will be appointed to conduct the polling process and verify the results of the poll, respectively.
- (2) A member entitled to attend and vote at the 2nd AGM may appoint another person as his proxy to attend and vote in his stead. 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 attend and vote at a meeting shall have the same rights as the member to speak at the meeting.
- (3) A member shall be entitled to appoint not more than 2 proxies to participate, speak and vote at the meeting. Where a member appoints 2 proxies, the appointment shall not be valid unless the member specifies the proportion of his shareholding to be represented by each proxy.
- (4) Where a member is an Exempt Authorised Nominee which holds shares in the Company for multiple beneficial owners in one securities account ("omnibus account") as defined under the Securities Industry (Central Depositories) Act, 1991, there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds.
- (5) The proxy form shall be in writing, executed by or on behalf of the appointor or his attorney duly authorised in writing or, if the appointor is a corporation, either under seal or under the hand of an officer or attorney duly authorised.
- (6) Any authority pursuant to which such an appointment is made by a power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority shall be deposited at the office of the Company's Share Registrar, Boardroom Share Registrars Sdn Bhd of 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia not less than forty-eight (48) hours before the time for holding the 2nd AGM or adjourned 2nd AGM at which the person named in the proxy form proposes to vote, and in default the proxy form shall not be treated as valid.

NOTICE OF SECOND ANNUAL GENERAL MEETING

NOTES (CONT'D):

- (7) 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 AGM or Adjourned AGM at which the person named in the appointment proposes to vote:

In hard copy form

In the case of an appointment made in hard copy form, the original proxy form must be deposited at the office of the Company's Share Registrar, Boardroom Share Registrars Sdn Bhd ("Boardroom") at 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia.

By electronic means

Alternatively, the instrument appointing the proxy may also be lodged electronically via Boardroom Smart Investor Portal at <https://investor.boardroomlimited.com>.

- (8) For the purpose of determining who shall be entitled to attend this meeting, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd to make available a Record of Depositors as at 18 June 2026 and only members whose names appear on such Record of Depositors shall be entitled to attend, speak and vote at this meeting and entitled to appoint proxy or proxies.

STATEMENT ACCOMPANYING NOTICE OF 2ND ANNUAL GENERAL MEETING

(pursuant to Rule 8.29(2) of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad)

- 1. Details of individual who are standing for election as Directors (excluding Directors standing for re-election)**

There are no individuals who are standing for election as Directors.

- 2. General mandate for issue of securities in accordance with Rule 6.04(1) of the ACE Market Listing Requirements**

The Company will seek shareholders' approval at the general meeting for issue of securities in accordance with Rule 6.04(3) of the ACE Market Listing Requirements. Please refer to the Proposed Ordinary Resolution 7 as stated in Notice of 2nd AGM of the Company for details.

Personal data privacy:

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the AGM and/or any adjournment thereof, a member of the Company (i) consents to the collection, use and disclosure of the member's personal data by the Company (or its agents) for the purpose of the processing and administration by the Company (or its agents) of proxies and representatives appointed for the AGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the AGM (including any adjournment thereof), and in order for the Company (or its agents) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "Purposes"), (ii) warrants that where the member discloses the personal data of the member's proxy(ies) and/or representative(s) to the Company (or its agents), the member has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, and (iii) agrees that the member will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member's breach of warranty.