

SUNWAY

SUNWAY BERHAD

(Registration No. 201001037627 (921551-D))
(Incorporated in Malaysia)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the extraordinary general meeting (“**EGM**”) of Sunway Berhad (“**Sunway**” or the “**Company**”) will be held at Grand Congress, Level 12, Sunway Resort Hotel, Persiaran Lagoon, Bandar Sunway, 47500 Subang Jaya, Selangor Darul Ehsan on Thursday, 26 March 2026 at 3:00 p.m. or any adjournment thereof for the purposes of considering, and if thought fit, passing with or without modification, the following resolution:

ORDINARY RESOLUTION

PROPOSED CONDITIONAL VOLUNTARY TAKE-OVER OFFER BY SUNWAY TO ACQUIRE ALL THE ORDINARY SHARES IN IJM CORPORATION BERHAD (“IJM”) (EXCLUDING TREASURY SHARES) (“OFFER SHARES”) FOR AN OFFER PRICE OF RM3.15 PER OFFER SHARE (“OFFER PRICE”) TO BE SATISFIED IN THE FOLLOWING MANNER:

- (A) **IN RESPECT OF 10% OF THE OFFER PRICE, AN AMOUNT EQUIVALENT TO RM0.3150 IN CASH; AND**
- (B) **IN RESPECT OF 90% OF THE OFFER PRICE, AN AMOUNT EQUIVALENT TO APPROXIMATELY RM2.8350 IN THE FORM OF NEW ORDINARY SHARES IN SUNWAY AT AN ISSUE PRICE OF RM5.65 EACH (“CONSIDERATION SHARES”),**

SUBJECT TO ADJUSTMENTS (“PROPOSED OFFER”)

“**THAT** subject to the Company having received, on or before the closing date of the Proposed Offer, valid acceptances from the holders of the Offer Shares resulting in the Company holding in aggregate more than 50.0% of the voting shares in IJM (“**Valid Acceptances**”), approval be and is hereby given to the Company to undertake and implement the Proposed Offer to acquire all the ordinary shares in IJM (excluding treasury shares) in accordance with the terms and conditions set out in the offer document dated 3 February 2026 in relation to the Proposed Offer.

THAT approval be and is hereby given to the Company to increase its share capital by the creation of up to 1,758,786,893 Consideration Shares in relation to the Proposed Offer and to issue and allot the Consideration Shares, and that the pre-emptive right of the existing shareholders to be offered with new shares in the Company in proportion to their shareholding in the Company pursuant to Section 85 of the Companies Act 2016 and Clause 49 of the Constitution of the Company be and is hereby waived in respect of the issuance and allotment of the Consideration Shares.

THAT the Consideration Shares shall, upon allotment and issuance, rank equally in all respects with the then existing ordinary shares in the Company, save and except that the holders of such Consideration Shares will not be entitled to any distribution, the entitlement date of which is prior to the date of allotment of such Consideration Shares.

AND THAT the Board be and is hereby authorised to take all such steps as are necessary or expedient to undertake, implement, finalise and give full effect to the Proposed Offer including any extension of the closing date, and the implementation, facilitation and undertaking of any delisting exercise of IJM (and all acts, steps, acquisitions and proposals necessary to achieve the delisting) with full power to assent to and accept any terms, conditions, modifications, variations, arrangements and/or amendments as may be required or imposed or permitted by the relevant authorities/parties or otherwise thought fit by the Board to be in the best interest of the Company, to execute, sign and deliver on behalf of the Company all such agreements, arrangements and documents as may be necessary to undertake, implement, finalise and give full effect to the Proposed Offer (including the implementation, facilitation and undertaking of any delisting exercise of IJM), as well as to deal with all matters relating thereto and/or to do all such acts and things as the Board may deem fit and expedient in the best interest of the Company.”

By Order of the Board

TAN KIM AUN (SSM PC NO. 202008001249) (MAICSA 7002988)
CHIN LEE CHIN (SSM PC NO. 202008001355) (MAICSA 7012347)
Company Secretaries

Bandar Sunway
11 March 2026

Notes:

- (1) *The EGM will be held physically.*
- (2) *A shareholder of the Company who is entitled to attend and vote at the EGM, may appoint more than one proxy to attend and vote instead of the shareholder at the EGM. A proxy need not be a shareholder.*
- (3) *Where a shareholder is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991, it may appoint at least one proxy in respect of each securities account it holds in ordinary shares of the Company standing to the credit of the said securities account.*
- (4) *Where a shareholder 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.*
- (5) *Where a shareholder appoints more than one proxy, the appointment shall be invalid unless he/she specifies the proportions of his/her shareholdings to be represented by each proxy. A proxy appointed to attend and vote at the EGM shall have the same rights as the shareholder to speak at the EGM.*
- (6) *If a shareholder has appointed a proxy to attend a meeting and subsequently, the appointer decides to attend instead of the proxy, the appointer has to revoke the appointment of proxy in writing/email which must reach Boardroom Share Registrars Sdn Bhd (“**Boardroom**”), the poll administrator of the Company’s EGM, not later than 24 hours before the EGM. The appointed proxy shall therefore be null and void.*
- (7) *The instrument appointing a proxy shall be in writing under the hand of the appointer or of his/her attorney duly authorised in writing, or if such appointer is a corporation, either under its common seal or the hand of its officer or attorney duly authorised.*
- (8) *The instrument appointing a proxy must be deposited at the office of Boardroom at 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia not less than 24 hours before the time appointed for holding the EGM or any adjournment thereof, either by hand, post or email to bsr.proxy@boardroomlimited.com. You also have the option to lodge the appointment of proxy electronically via “Boardroom Smart Investor Portal” at <https://investor.boardroomlimited.com> (“**e-Proxy Lodgement**”) no later than 25 March 2026 at 3:00 p.m.. For further information on the e-Proxy Lodgement, please refer to the Administrative Details for the EGM.*
- (9) *Only shareholders whose names appear on the Record of Depositors as at 18 March 2026 will be entitled to attend this EGM or appoint a proxy to attend on his/her behalf.*
- (10) *Please refer to the Administrative Details for the EGM for further information.*