Notice Of Annual General Meeting

NOTICE IS HEREBY GIVEN THAT the Forty-Fifth Annual General Meeting ("AGM") of the Company will be held at The Glass Box, Level 9, The MET Corporate Towers, 20, Jalan Dutamas 2, 50480 Kuala Lumpur on Thursday, 13 November 2025 at 11.30 a.m. for the following purposes: -

As Ordinary Business

1.	To receive the Audited Financial Statements for the financial year ended 30 June 2025, together with the Reports of the Directors and Auditors thereon.	**Please refer to Note B on this agenda**
2.	To re-appoint Messrs. Baker Tilly Monteiro Heng PLT, the retiring Auditors and to authorise the Board of Directors to fix their remuneration.	**Resolution 1**
3.	To re-elect Dato' Ahmad Rizal bin Abdul Rahman as a Director retiring pursuant to Clause 97.1 of the Company's Constitution and, being eligible, offers for re-election.	**Resolution 2**
4.	To re-elect Madam Maheswari A/P G Kanniah as a Director retiring pursuant to Clause 104 of the Company's Constitution, and, being eligible, offers for re-election.	**Resolution 3**
5.	To approve the payment of Directors' fees and benefits to the Non-Executive Directors up to an aggregate amount of RM510,000 for the period from this AGM until the next AGM.	**Resolution 4**

As Special Business

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

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

   "**THAT** subject always to the Companies Act, 2016 ("Act"), Company's Constitution, Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities") and the approvals of the relevant governmental and/or regulatory authorities, the Directors be and are hereby authorised pursuant to Sections 75 and 76 of the Act to allot shares in the Company at any time until the conclusion of the next Annual General Meeting 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 to be 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."

7. To transact any other business for which due notice shall have been given in accordance with the Company's Constitution and the Companies Act, 2016.

By Order of the Board
TURIYA BERHAD

WONG YOUN KIM (MAICSA 7018778)
SSM Practising Certificate No. 201908000410
Company Secretary

15 October 2025

Notes:-

A. Appointment of Proxy

1. A member entitled to attend and vote at this meeting is entitled to appoint not more than two (2) proxies to attend and vote in his/her stead and where a member appoints two (2) proxies, the holder shall specify the proportion of his/her shareholding to be represented by each proxy. A proxy or attorney need not be a member of the Company. There shall be no restriction as to the qualification of the proxy.

   (i) Where a member is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991, it may appoint at least one (1) proxy but not more than two (2) proxies in respect of each securities account it holds with ordinary shares of the Company standing to the credit of the said securities account;

   (ii) Where a member of the Company is an exempt authorised nominee that holds ordinary shares in the Company for multiple beneficial owners in one (1) 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. An exempt authorised nominees refers to an authorised nominee defined under the Securities Industry (Central Depositories) Act 1991 ("SICDA") which is exempted from compliance with the provisions of subsection 25A (1) of the SICDA;

   (iii) Where a member or the authorised nominee appoints two (2) proxies, or where an exempt authorised nominee appoints two (2) or more proxies, the proportions of shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies; and

   (iv) A proxy appointed to attend and vote at a meeting of the Company shall have the same rights as the member to speak at the meeting.

3. The instrument appointing a proxy shall be in writing under the hand of the appointor or of his/her attorney duly authorised in writing, or if the appointor is a corporation, either under the corporation's seal or under the hand of an officer or attorney duly authorised.

4. The instrument appointing a proxy must be deposited at the office of our Company's Share Registrar, Boardroom Corporate Services Sdn Bhd at 11th Floor, Menara Symphony, No. 5, Jalan Professor Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan not less than twenty-four (24) hours before the appointed time of holding this meeting or any adjournment thereof.

5. Depositors who appear in the Record of Depositors as at 6 November 2025 shall be regarded as Members of the Company entitled to attend the Annual General Meeting or appoint a proxy to attend and vote on his/her behalf.

B. Audited Financial Statements for the Financial Year ended 30 June 2025

The Audited Financial Statements under Agenda 1 are laid in accordance with Section 340(1)(a) of the Companies Act, 2016 for discussion only as the approval of shareholders is not required. Hence, this Agenda is not put forward for voting by the shareholders of the Company.

Explanatory Notes on Ordinary Business:-

a) Ordinary Resolution 1

To re-appoint Messrs. Baker Tilly Monteiro Heng PLT, the retiring Auditors and to authorise the Board of Directors to fix their remuneration.

b) Ordinary Resolutions 2 & 3

Dato' Ahmad Rizal bin Abdul Rahman & Madam Maheswari A/P G Kanniah, who retire in accordance with Clause 97.1 and Clause 104 of the Constitution, are standing for re-election as Directors of the Company and, being eligible, have offered themselves for re-election.

The Board has via the Nomination and Remuneration Committee conducted an assessment on the effectiveness and contributions of the said retiring Directors, including their skills, experience and strength in qualities and time commitment and has recommended that they be re-elected to the Board.

c) Ordinary Resolution 4

Between the last AGM and the present, the Board and its Committees served for extended period beyond that which was anticipated at the last AGM attributed to the change in the company's financial year-end. This resulted in additional meetings and service amounts payable, e beyond the prior amounts approved in the preceding period. The Company's also experienced heightened corporate activity, including a major transactions, which required increased commitment. Further, statutory service tax ("SST") on directors' fees arose during the extended period, which had not been anticipated by the remuneration aggregate prior approved. As such, approval of additional remuneration of up to RM45,000 for the extended service of the Non-Executive Directors ("NED") in the period is sought.

For the forthcoming period, an aggregate remuneration of up to RM465,000 is proposed, representing a 20% uplift from the existing rates of the NED's appointment. In the context of the Group's financial results for the current period, this is justified by an anticipation of:-

- heavier governance responsibilities linked to ongoing corporate repositioning and liability structuring;
- the need to retain the competitiveness of NED fees while maintaining a retainer-based structure; and
- provision of headroom for a potential additional NED appointment.

The proposal balances increased governance demands with financial discipline, recognising the extraordinary service of the NEDs during this period and the need for flexibility to support the Company's continuing transformation in the forthcoming period.

Description	RM
Directors’ fees and benefits arose during the extended period until this AGM	45,000
Director's fee and benefits from this AGM until the next AGM	465,000
Total	510,000

d) Ordinary Resolution 5

Authority for Directors to issue and allot shares in the Company pursuant to Sections 75 and 76 of the Companies Act, 2016

This Proposed Ordinary Resolution, if passed, is to give the Directors of the Company flexibility to issue and allot shares up to an amount not exceeding ten per centum (10%) of the Company’s total number of issued share capital for the time being upon such terms and conditions and for such purposes and to such person or persons as Directors of the Company in their absolute discretion consider to be in the interest of the Company, without having to convene a separate general meeting so as to avoid incurring additional cost and time. The purpose of this general mandate is to facilitate possible fundraising exercises, including but not limited to the further placement of shares for the purpose of funding current and/or future investment projects, working capital, and/or acquisitions.

The general mandate sought for the issue of shares is a renewal of the mandate approved by the shareholders at the last AGM held on 25 September 2024 which will lapse at the conclusion of this AGM.

Up to the date of this Notice, the Company did not issue any shares pursuant to the mandate granted to the Directors at the last AGM, as the need does not arise for any fundraising activity for the purpose of investment, acquisition or working capital.

STATEMENT ACCOMPANYING THE NOTICE OF ANNUAL GENERAL MEETING

1. The Forty-Fifth (45th) Annual General Meeting of the Company ("AGM") will be held at **The Glass Box, Level 9, The MET Corporate Towers, No. 20, Jalan Dutamas 2, 50480 Kuala Lumpur, Malaysia** on **Thursday, 13 November 2025** at **11.30 a.m**.

2. The Directors standing for re-election at this AGM of the Company are:-

   (i) **Dato' Ahmad Rizal Bin Abdul Rahman**, pursuant to Clause 97.1 of the Constitution of the Company; and
   (ii) **Madam Maheswari A/P G Kanniah**, pursuant to Clause 104 of the Constitution of the Company.

   The details of the above Directors seeking re-election are as set out in the Directors' respective profiles, as appearing on pages 15 & 17 of this Annual Report; and the record of the respective Directors' attendance at Meetings of the Company's Board of Directors' as held during the financial year ended 30 June 2025 are disclosed in the Corporate Governance Overview Statement set out on page 200 of this Annual Report.

   Further Explanatory Notes on such Ordinary Business to be transacted at the AGM are as provided in the primary Notice of AGM, accessible via the Company's website.

3. In support of the Company's ongoing commitment to environmental sustainability, shareholders are encouraged to access the Annual Report, Notice of AGM, and other related documents online. Printed copies will be made available at the AGM, or otherwise upon request, subject to availability.

4. <u>Personal Data Privacy</u>

   The Company respects privacy and is committed to protecting personal data availed to it in accordance with the Personal Data Protection Act 2010. By submitting an instrument appointing a proxy(ies) and / or representative(s) to attend, speak and vote at the Company's AGM and / or any unforeseen adjournment thereof ("Proxy Form"), the appointing member of the Company:-

   (i) Consents to:

      a. 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 a proxy(ies) and / or representative(s) appointed for the AGM (including any adjournment thereof); and

      b. The preparation and compilation of the attendance lists, minutes and other documents relating to the AGM (including any adjournment thereof),

      Insofar as required for the Company (or its agents) to comply with all applicable laws, listing rules, regulations and / or guidelines in respect of such proceedings (collectively, the "Purposes").

   (ii) Warrants that, where the member discloses the personal data of its 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 appointing member will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages attributed to any breach of the aforementioned warranty.

   In respect of such administration, please be reminded that:

   (a) Only members whose names appear in the Record of Depositors or the Register of Members as at **6 November 2025** shall be entitled to attend, speak and vote at the AGM, by way of proxy(ies) and / or representative(s); and

   (b) Proxy Forms must be lodged with the Company's Share Registrar, **Boardroom Share Registrars Sdn Bhd**, not later than twenty-four (24) hours prior to the time of the holding of the AGM, or any adjournement thereof. Shareholders are encouraged to submit intended proxy appointments online via the Boardroom Smart Investor Portal or via other communication methods specified in the primary Notice of AGM.