



**POWERTECHNIC GROUP BERHAD**  
Registration No: 202101015445 (1415745-D)  
(Incorporated in Malaysia)

## NOTICE OF 2<sup>ND</sup> ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the 2<sup>nd</sup> Annual General Meeting of POWERTECHNIC GROUP BERHAD will be held via physical mode at the Maharani Hall (Level 1), Impiana Hotel Senai, Jalan Impian Senai Utama 2, Taman Impian Senai, 81400 Senai, Johor, on Thursday, the 28<sup>th</sup> day of May, 2026 at 9.30 a.m. for the following purposes:

### AGENDA

#### AS ORDINARY BUSINESS

- To receive the Audited Financial Statements for the financial year ended 31 December 2025 together with the Reports of the Directors and Auditors thereon. (See Explanatory Note 1)
- To re-elect the following Directors retiring by rotation pursuant to Clause 133 of the Company's Constitution.
  - Mr. Ivan Na Keh Chai ORDINARY RESOLUTION 1
  - Mr. Razi Bin Abdullah ORDINARY RESOLUTION 2
- To re-elect Ms. Clessense Kho Mei Chee, a Director retiring pursuant to Clause 118 of the Company's Constitution. ORDINARY RESOLUTION 3
- To approve the payment of Directors' fees of RM180,000.00 for the financial year ending 31 December 2026. ORDINARY RESOLUTION 4 (See Explanatory Note 2)
- To approve the payment of Directors' benefits amounting to RM30,000.00 for the period from 1 January 2026 until the date of the next Annual General Meeting. ORDINARY RESOLUTION 5 (See Explanatory Note 2)
- To re-appoint Ecovis Malaysia PLT as Auditors of the Company for the financial year ending 31 December 2026 and to authorise the Directors to fix their remuneration. ORDINARY RESOLUTION 6

#### AS SPECIAL BUSINESS

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

##### 7. ORDINARY RESOLUTION

#### **AUTHORITY TO ALLOT AND ISSUE SHARES PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT, 2016** ORDINARY RESOLUTION 7 (See Explanatory Note 3)

"THAT subject always to the Companies Act, 2016, the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities") ("ACE LR"), the Constitution of the Company and the approvals of the relevant government and/or regulatory authorities, the Directors be and are hereby empowered pursuant to Sections 75 and 76 of the Companies Act, 2016 to allot and issue new shares in the Company at any time at such price, upon such terms and conditions, for such purposes and to such person(s) whomsoever as the Directors may in their absolute discretion deem fit and expedient in the interest of the Company, provided that the aggregate number of shares issued pursuant to this resolution does not exceed ten percent (10%) of the total number of issued shares (excluding treasury shares, if any) of the Company for the time being AND THAT the Directors be and are also empowered to obtain the approval from Bursa Securities for the listing of and quotation for the additional shares so issued AND THAT such authority shall continue to be in force until the conclusion of the next annual general meeting of the Company ("General Mandate")."

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

#### BY ORDER OF THE BOARD

JOY LIM XIE RU YI (MAICSA 7065780) SSM Practising Certificate No. 201908004060  
IRENE JUAY YEE LUAN (MAICSA 7057249) SSM Practising Certificate No. 202008001193  
Secretaries

Date: 29 April 2026

#### NOTES:

- A member of the Company entitled to attend and vote is entitled to appoint another person as his proxy to exercise all or any of his rights to attend, participate, speak and vote in his stead.
- A member of the Company may appoint not more than two (2) proxies to attend the meeting, provided that the member specifies the proportion of the members shareholdings to be represented by each proxy, failing which, the appointments shall be invalid.
- A proxy may but need not be a member and there shall be no restriction as to the qualification of the proxy.
- 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 in respect of each Securities Account it holds with ordinary shares of the Company standing to the credit of the said Securities Account. Where a member of the Company is an Exempt Authorised Nominee 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.
- The original instrument appointing a proxy and the 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 with the Company's Share Registrar, Boardroom Share Registrars Sdn. Bhd. at 11<sup>th</sup> Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor not less than forty-eight (48) hours before the time for holding the meeting or adjourned meeting, or by electronic means through Boardroom Smart Investor Portal at <https://investor.boardroomlimited.com> not less than forty-eight (48) hours before the time for holding the meeting or adjourned meeting. Kindly refer to the Administrative Guide for the 2<sup>nd</sup> Annual General Meeting on the procedures for electronic lodgement.
- An instrument appointing a proxy shall in the case of an individual, be signed by the appointor or by his attorney duly authorised in writing and in the case of a corporation, be either under its common seal or signed by its attorney or in accordance with the provision of its constitution or by an officer duly authorised on behalf of the corporation.
- In respect of deposited securities, only members whose names appear on the Record of Depositors on 20 May 2026, shall be eligible to attend the meeting or appoint proxy(ies) to attend and/or vote on his behalf.

#### EXPLANATORY NOTES:

##### Ordinary Business:-

- Item 1 of the Agenda – Audited Financial Statements for the financial year ended 31 December 2025**  
This Agenda is meant for discussion only as the provision for Section 248(2) and Section 340(1) of the Companies Act, 2016 do not require a formal approval of the shareholders for the Audited Financial Statements. Hence, this item on the Agenda is not put forward for voting.
- Items 4 and 5 of the Agenda - Proposed Directors' fees and Directors' benefits**  
Pursuant to Section 230(1) of the Companies Act, 2016, the fees of the directors and any benefits payable to the directors of a listed company and its subsidiaries shall be approved at a general meeting.  
The Proposed Ordinary Resolution 4, if passed, will authorise the payment of Directors' fees payable to the members of the Board, Board of Subsidiaries and Board Committees for the financial year ending 31 December 2026.  
The Proposed Ordinary Resolution 5, if passed, will authorise and approve of the payment of Directors' benefits comprised of allowances payable to the members of the Board and Board Committees pursuant to the requirements of Section 230 of the Companies Act, 2016 for the period from 1 January 2026 until the date of the next Annual General Meeting.  
In the event that the proposed Directors' fees and benefits payable during the above period exceed the estimated amount sought at the 2<sup>nd</sup> Annual General Meeting, approval will be sought at the next Annual General Meeting for additional Directors' fees and benefits payable to meet the shortfall, prior to the payment being made.

##### Statement Regarding Effect of Resolutions under Special Business

- Authority to Allot and Issue Shares pursuant to Sections 75 and 76 of the Companies Act, 2016.**  
The Proposed Ordinary Resolution 7 proposed in Agenda 7, if passed, will empower the Directors of the Company to allot and issue new shares in the Company at any time at such price, upon such terms and conditions, for such purposes and to such person(s) whomsoever as the Directors may in their absolute discretion deem fit and expedient in the interest of the Company, provided that the aggregate number of shares issued pursuant to this resolution does not exceed 10% of the total number of issued shares (excluding treasury shares, if any) of the Company for the time being.  
This is a new general mandate upon the listing of the Company on the ACE Market of Bursa Securities. The General Mandate, unless revoked or varied by the Company in general meeting, will expire at the conclusion of the next Annual General Meeting of the Company.  
The General Mandate, if passed, will enable the Directors to take swift action in case of a need to allot and issue new shares and provide flexibility to the Company to raise additional funds expeditiously and efficiently to meet its funding requirements including but not limited to further placement of shares for purpose of funding current and/or future investment projects, working capital, repayment of bank borrowings, operational expenditures, acquisition(s) and/or for issuance of shares as a form of settlement of purchase consideration or such other application as the Directors may deem fit in the best interest of the Company.  
As at the date of this Notice, there is no decision to issue new shares. Should there be a decision to issue new shares after the authorisation is sought, the Company will make an announcement of the actual purpose and utilisation of proceeds arising from such issuance of shares.

##### Voting by Poll

Pursuant to Rule 8.31A of Bursa Malaysia Securities Berhad's ACE Market Listing Requirements, all resolutions set out in this Notice are to be voted by poll.