



TP TEC HOLDING BERHAD
Registration No.: 202401020280 (1566129-V)
(Incorporated in Malaysia)

NOTICE IS HEREBY GIVEN that the 2nd Annual General Meeting (“**AGM**”) of TP TEC Holding Berhad (“**TP TEC**” or the “**Company**”) will be held at Latest Recipe, Le Méridien Kuala Lumpur, 2, Jalan Stesen Sentral, Kuala Lumpur Sentral, 50470 Kuala Lumpur, Wilayah Persekutuan Kuala Lumpur on Friday, 27 March 2026 at 12.00 noon or at any adjournment thereof, for the purpose of considering and, if thought fit, passing with or without modifications, the following resolution:-

AGENDA

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 the Auditors thereon. **Please refer to explanatory Note 1**
2. To approve the payment of Directors’ Fees and Benefits for the Directors of up to an aggregate amount of RM144,000.00 for the period from the conclusion of this AGM until the conclusion of the next AGM. **Resolution 1**
Please refer to explanatory Note 2
3. To re-elect Lau Poh Keong, who is retiring as a Director of the Company in accordance with Clause 97.1 of the Company’s Constitution. **Resolution 2**
4. To re-appoint Messrs T. H. Kuan & Co. as the Company’s Auditors for the ensuing year and to authorise the Directors to fix their remuneration. **Resolution 3**

SPECIAL BUSINESS

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

5. **Authority to Issue and Allot Shares Pursuant to Sections 75 and 76 of the Companies Act 2016** **Resolution 4**
Please refer to explanatory Note 3
“**THAT** subject always to the Companies Act 2016, Constitution of the Company and the approvals of the relevant authorities, the Directors be and are hereby authorised pursuant to Sections 75 and Section 76 of the Companies Act 2016, to issue and allot shares in the Company at any time and 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 100% of the total number of issued shares of the Company at the time of issue, of which the aggregate number of shares and convertible securities issued other than on a pro rata basis to existing shareholders must be not more than 50% of the total number of issued shares **AND THAT** such authority shall continue to be in force until the conclusion of the next AGM of the Company.”
6. To transact any other business of the Company of which due notice shall be given in accordance with the Company’s Constitution and the Companies Act 2016.

By Order of the Board
TP TEC HOLDING BERHAD

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

Date: 5 March 2026

NOTES:

1. A member of the Company entitled to attend and vote at this meeting may appoint one or more 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. Only Depositors whose names appear in the General Meeting Record of Depositors as at 20 March 2026 be regarded as Members and shall be entitled to attend, speak and vote at the AGM.
2. For a proxy to be valid, this Proxy Form, duly completed and signed must be deposited at the Company’s Registered Office at Synergy Professionals Group Sdn. Bhd. of Unit 11.07, Amcorp Tower, Amcorp Trade Centre, 18, Persiaran Barat, 46050 Petaling Jaya, Selangor not less than twenty-four (24) hours before the time set for the meeting or any adjournment thereof.
3. A member shall be entitled to appoint one (1) or more proxies to attend and vote instead of him at the same meeting and where a member appoints two (2) or more proxies to vote at the same meeting, such appointment shall be invalid unless he specifies the proportion of his shareholding to be represented by each proxy
4. Where a member is an exempt authorised nominee which holds ordinary shares of the Company for multiple beneficial owners in one securities account (“omnibus account”), there is no limit to the number of proxies it may appoint in respect of each omnibus account it holds
5. The instrument appointing a proxy shall be in writing under the hand of the appointor or of his 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. The Directors may, but shall not be bound to require evidence of the authority of any such attorney or officer. An instrument appointing a proxy to vote at a meeting shall be deemed to include the power to demand a poll on behalf of the appointor.

EXPLANATORY NOTE:-

1. Explanatory Note 1

Item 1 of the Agenda - Audited Financial Statements for the Financial Year Ended 31 December 2025

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

2. Explanatory Note 2

Resolution 1 – To approve the payment of Directors’ Fees and Benefits for the Directors of up to an aggregate amount of RM144,000.00 for the period from the conclusion of this AGM until the conclusion of the next AGM.

The above resolution is to facilitate the payment of Directors’ Fees and Benefits, if any. Pursuant to Section 230(1) of the Act, the Company shall at every AGM approve the fees of the Directors of the Company.

The proposed Directors’ Fees and Benefits, intended for the Directors including any to be appointed during the relevant period, have been reviewed by the Board of Directors of the Company.

3. Explanatory Note 3

Resolution 4 - Authority to Issue and Allot Shares pursuant to Sections 75 and Section 76 of the Companies Act 2016

The proposed Resolution 4, if passed, will empower the Directors of the Company, from the date of the above AGM, with the authority to issue and allot shares in the Company up to an amount not exceeding 100% of the total number of issued shares of the Company, of which the aggregate number of shares and convertible securities issued other than on a pro rata basis to existing shareholders must be not more than 50% of the total number of issued shares for such purposes as the Directors consider would be in the best interest of the Company.

This authority, unless revoked or varied at a general meeting, will expire at the next AGM. The purpose of this general mandate is for fund-raising exercises including but not limited to further placement of shares for the purpose of funding current and/or future investment projects, working capital and/ or acquisitions.