EPB GROUP BERHAD ("EPB" OR THE "COMPANY")
(I) PROPOSED TRANSFER; AND
(II) PROPOSED AMENDMENTS
(COLLECTIVELY REFERRED TO AS THE "PROPOSALS")

1. INTRODUCTION

On behalf of the Board of Directors of EPB ("**Board**"), Malacca Securities Sdn Bhd ("**Malacca Securities**") is pleased to announce that the Company proposes to undertake the following:

(i) proposed transfer of the listing of and quotation for the entire issued share capital of EPB from the ACE Market to the Main Market of Bursa Malaysia Securities Berhad ("**Bursa Securities**") ("**Proposed Transfer**"); and

(ii) proposed amendments to the constitution of EPB ("**Constitution**") to facilitate the implementation of the Proposed Transfer ("**Proposed Amendments**").

(collectively referred to as the "**Proposals**")

Further details on the Proposals are set out in the ensuing sections of this announcement.

2. DETAILS OF THE PROPOSALS

2.1. Proposed Transfer

The Proposed Transfer entails the transfer of the listing of and quotation for the entire issued share capital of EPB from the ACE Market to the Main Market of Bursa Securities. As at 23 February 2026, being the latest practicable date prior to the date of this announcement ("**LPD**"), the issued share capital of EPB is RM68,877,930 comprising 372,000,002 ordinary shares of EPB ("**EPB Shares**").

EPB and its subsidiaries ("**Group**") have met the requirements for the Proposed Transfer as set out in the Equity Guidelines issued by the Securities Commission Malaysia ("**SC**") ("**Equity Guidelines**") and the Main Market Listing Requirements of Bursa Securities ("**Listing Requirements**"), which include, amongst others, the following:

(i) Profit requirements

EPB is seeking the transfer of listing from the ACE Market to the Main Market of Bursa Securities based on the profit requirements pursuant to Paragraph 5.02(a) of the Equity Guidelines.

EPB has achieved an audited consolidated profit after tax attributable to owners of the Company ("**PAT**") of approximately RM9.79 million based on the most recent audited financial statements for the financial year ended 31 December ("**FYE**") 2024 and an aggregate audited consolidated PAT of approximately RM36.33 million for the past 3 FYEs 2022 to 2024 ("**Financial Years Under Review**").

Further, pursuant to Paragraph 2.01 of the Equity Guidelines, in considering whether the abovementioned profit requirements of the Equity Guidelines are met, the audited consolidated PAT was adjusted for any items for the respective FYE's (as illustrated hereunder) which are non-recurring in nature and/or not being in the ordinary course of the Group's business.

The details of the adjustment made are set out below:

	Audited			Aggregate FYE 2022 to FYE 2024
	FYE 2022 (RM'000)	FYE 2023 (RM'000)	FYE 2024 (RM'000)	(RM'000)
PAT	12,282	14,258	9,786	36,326
Adjusted for:				
Bad debts recovered	-	-	(66)	(66)
Net additional/(reversal) allowance for impairment loss on trade receivables	80	301	(1,719)	(1,338)
Deposit paid forfeited	-	8	4	12
Deposits received forfeited	(880)	(171)	(20)	(1,071)
Gain on disposal of property, plant and equipment	(47)	(31)	(1)	(79)
Gain on derecognition of right-of-use assets	-	(1)	-	(1)
Property, plant and equipment written off	23	17	1	41
Bad debts written off	-	64	192	256
Write-down in value of inventories - net	172	190	212	574
Write-off of inventories - net	108	-	-	108
Adjusted PAT	**11,738**	**14,635**	**8,389**	**34,762**

The adjusted PAT is approximately RM8.39 million for the most recent FYE 2024 and the aggregate adjusted audited consolidated PAT for the Financial Years Under Review is approximately RM34.76 million.

Accordingly, EPB has satisfied the profit requirements for the Proposed Transfer prescribed under the Equity Guidelines, based on its audited consolidated financial statements, as follows:

(a) aggregate after-tax profit of at least RM20 million for the past 3 full financial years; and

(b) after-tax profit for the most recent financial year of at least RM6 million.

(ii) Financial position and liquidity

Based on the audited consolidated statement of financial position of EPB as at 31 December 2024, EPB has:

(a) no accumulated losses;

(b) current assets and current liabilities of approximately RM118.35 million and RM27.56 million respectively, representing a current ratio of 4.29 times; and

(c) cash and bank balances of RM42.70 million and fixed deposits with licensed banks of RM29.44 million.

In addition, EPB had recorded positive net cash from operating activities for the Financial Years Under Review as set out below:

	Audited		
	FYE 2022	FYE 2023	FYE 2024
	RM'000	RM'000	RM'000
Net cash from operating activities	14,688	7,090	6,980

Accordingly, EPB has met the healthy financial position requirements of the Equity Guidelines, which requires a corporation to have sufficient level of working capital for at least 12 months from the date of this announcement, positive cash flow from operating activities over the profit track record period and no accumulated losses based on its latest audited consolidated statement of financial position.

(iii) Public shareholding spread

Pursuant to the Listing Requirements, a company is required to meet a public shareholding spread of at least 25% of the total number of listed shares (excluding treasury shares) to be in the hands of a minimum number of 1,000 public shareholders holding not less than 100 shares each.

Based on the Record of Depositors of EPB as at 27 February 2026, approximately 28.62% of the issued share capital of the Company is held by 1,036 public shareholders holding not less than 100 EPB Shares each.

Accordingly, EPB has met the public shareholding spread requirement.

(iv) Bumiputera equity requirement

The SC had vide its letter dated 12 March 2024, approved the resultant equity structure of EPB pursuant to the listing of EPB on the ACE Market of Bursa Securities, set out as follows:

(a) 46,500,000 EPB Shares, representing 12.50% of the enlarged number of issued shares were allocated to Bumiputera investors approved or recognised by the Ministry of Investment, Trade and Industry ("**MITI**") by way of private placement and offer for sale; and

(b) 9,785,000 EPB Shares, representing 2.63% of the enlarged number of issued shares were made available to Bumiputera public investors via balloting.

As such, pursuant to the listing of EPB on the ACE Market of Bursa Securities on 23 August 2024, EPB is deemed to have complied with the Bumiputera equity requirement for public listed companies,

2.2. Proposed Amendments

The Company proposes to amend its Constitution to ensure compliance with certain provisions of the Listing Requirements to facilitate the Proposed Transfer.

The details of the Proposed Amendments will be set out in a circular to shareholders of the Company, which will be issued to the Company's shareholders in due course.

3. RATIONALE FOR THE PROPOSALS

3.1. Proposed Transfer

The Proposed Transfer, if approved by the relevant authorities, will mark another major milestone for the Company subsequent to its listing on the ACE Market of Bursa Securities on 23 August 2024.

The Board believes that the Proposed Transfer will enhance the Company's credibility, prestige and reputation, and accords the Company with greater recognition and acceptance amongst investors, in particular institutional investors, while reflecting the Group's current scale of operations. This will in turn enhance the attractiveness and marketability of EPB Shares.

In addition, the Proposed Transfer is envisaged to enhance the confidence of the Group's customers, suppliers, business associates, employees and shareholders through its profile as a company listed on the Main Market of Bursa Securities.

3.2. Proposed Amendments

The Proposed Amendments is necessary to facilitate the implementation of the Proposed Transfer.

4. EFFECTS OF THE PROPOSALS

The Proposals will not have any effect on the entire issued share capital of the Company and substantial shareholders' shareholdings of the Company.

In addition, the Proposals will not have any material effect on the net assets, net assets per share, gearing, earnings and earnings per share of the Group.

5. APPROVALS REQUIRED AND CONDITIONALITY

The Proposed Transfer is subject to the following approvals being obtained:

(i) the SC for the Proposed Transfer;

(ii) Equity Compliance Unit of the SC, for the resultant equity structure after the Proposed Transfer;

(iii) Bursa Securities for the Proposed Transfer;

(iv) the shareholders of EPB for the Proposed Amendments at an extraordinary general meeting of the Company to be convened; and

(v) any other relevant authority and/or third party, if required.

The Proposals are inter-conditional upon each other. Subject to all requisite approvals being obtained, the Proposed Amendments will take effect only on the date of listing of EPB to the Main Market of Bursa Securities.

Save as disclosed above, the Proposals are not conditional upon any other corporate proposals undertaken or to be undertaken by the Company.

6. INTERESTS OF DIRECTORS AND/OR MAJOR SHAREHOLDERS AND/OR PERSONS CONNECTED

None of the directors and/or major shareholders of the Company and/or persons connected to them has any interest, direct or indirect, in the Proposals.

7. DIRECTORS' STATEMENT

The Board, having considered all aspects of the Proposals, is of the opinion that the Proposals are in the best interest of the Company.

8. ADVISER

Malacca Securities has been appointed as the Principal Adviser of the Company for the Proposals.

9. ESTIMATED TIMEFRAME FOR COMPLETION

Barring any unforeseen circumstances and subject to all relevant approvals being obtained, the Proposals are expected to be completed by the 3rd quarter of 2026.

10. APPLICATION TO THE RELEVANT AUTHORITIES

Barring any unforeseen circumstances, this application is expected to be made within a period of 2 months from the date of this announcement.

This announcement is dated 5 March 2026.