LAGENDA PROPERTIES BERHAD (“LAGENDA” OR THE “COMPANY”)

PROPOSED PROVISION OF FINANCIAL ASSISTANCE

*Reference is made to the Company’s announcement dated 14 July 2026 in relation to the Proposed Disposals and the Proposed Call Option (collectively, referred to as the “**Proposals**”) (“**Earlier Announcement**”). Unless otherwise stated, the abbreviations and definitions used throughout this announcement shall have the same meaning as those previously defined in the Earlier Announcement.*

This announcement is dated 31 July 2026.

1. INTRODUCTION

The Board wishes to announce that upon completion of the Proposed Disposals, the Company is proposing to provide financial assistance in favour of RUSB and LPBC (collectively, the “**Target Companies**”), subsidiaries of the Company in the form of corporate guarantees for the existing banking facilities of the Target Companies from licensed financial institutions based in Malaysia (“**Banking Facilities**”) (“**Proposed Provision of Financial Assistance**”). The purpose of the Banking Facilities is to support the existing working capital requirements of the Target Companies.

Further details of the Proposed Provision of Financial Assistance are set out in the ensuing sections of this announcement.

2. DETAILS OF THE PROPOSED PROVISION OF FINANCIAL ASSISTANCE

As at 30 June 2026, being the latest practicable date prior to the date of this announcement (“**LPD**”), the Lagenda Group has provided corporate guarantees for term loan, overdraft, revolving credit and/or import financing with the total facility limit of RM150.05 million and the outstanding loan of RM107.76 million in respect of the Banking Facilities granted to the Target Companies. Following completion of the Proposed Disposals, the Lagenda Group is expected to continue providing corporate guarantees in favour of licensed financial institutions in respect of the Banking Facilities (“**Lagenda CG**”) amounting to up to RM150.05 million.

Following completion of the Proposed Disposals, the Proposed Provision of Financial Assistance is deemed to be a related party transaction by virtue of the interests of the related parties (apart from via Lagenda) namely Doh Properties Sdn Bhd (“**Doh Properties**”) which would be a major shareholder of Epicon with shareholdings of 10.14%. In addition, Dato’ Doh Jee Ming would also be a major shareholder of Epicon with indirect interest of 10.14% by virtue of his interest in Doh Properties. Epicon would in turn own 60% equity interest in the Target Companies.

3. RATIONALE FOR THE PROPOSED PROVISION OF FINANCIAL ASSISTANCE

The Proposed Provision of Financial Assistance is to facilitate the Target Companies to retain their existing Banking Facilities to finance, inter-alia, the existing construction projects undertaken by the Target Companies. Notwithstanding the Proposed Disposals, Lagenda will continue to control the Target Companies. Upon completion of the Proposed Disposals, Epicon will be a 62.79% subsidiary of Lagenda and hence, Lagenda would have an effective equity interest of 77.68% in the Target Companies.

4. RISK FACTOR

In the event of any default by the Target Companies on the Banking Facilities, the licensed financial institutions may exercise their rights under the Lagenda CG, requiring the Company to settle the outstanding amounts up to the value of the Lagenda CG.

Nevertheless, the Lagenda Group will continuously monitor the progress of the existing construction projects undertaken by and the cash flows of the Target Companies to ensure that the Target Companies will be able to meet their obligations to the licensed financial institutions in respect of the Banking Facilities.

5. EFFECTS OF THE PROPOSED PROVISION OF FINANCIAL ASSISTANCE

The Proposed Provision of Financial Assistance will not have any effect on the issued share capital and substantial shareholders' shareholdings of the Company as the Proposed Provision of Financial Assistance do not involve issuance of Lagenda Shares.

The Proposed Provision of Financial Assistance will not have any material effect on the consolidated NA, consolidated earnings and earnings per share for the financial year ending 2026 of the Company. In the event the Target Companies are unable to meet their obligations to the licensed financial institutions in respect of the Banking Facilities, the Company will be required to assume their obligations under the Lagenda CG.

6. PERCENTAGE RATIO

The highest percentage ratio applicable for the Proposed Provision of Financial Assistance pursuant to Paragraph 10.02(g) of the Listing Requirements is 11.27% computed based on the aggregate amount of Banking Facilities amounting to up to RM150.05 million over the NA of the Company for the FYE 2025. As such, the Company will seek for its shareholders' approval for the Proposed Provision of Financial Assistance.

7. APPROVAL REQUIRED

The Proposed Provision of Financial Assistance is subject to the approval of the Company's shareholders at an EGM to be convened.

8. INTER-CONDITIONALITY

The Proposed Provision of Financial Assistance is conditional upon the Proposed Disposals but not vice versa. The Proposed Provision of Financial Assistance is not conditional upon any other corporate exercises/ schemes or proposals undertaken to be undertaken by the Company.

9. INTEREST OF DIRECTORS AND/OR MAJOR SHAREHOLDERS AND/OR PERSONS CONNECTED

Save as disclosed below, none of the other Directors, major shareholders of the Company and/or persons connected with them have any interest, direct or indirect in the Proposed Provision of Financial Assistance:-

(i) Dato' Doh Jee Ming is a Managing Director of the Company and a major shareholder of the Company with direct interest of 1.26% and indirect interest of 58.68% by virtue of his interest in Lagenda Land Sdn Bhd, Doh Properties and Setia Awan Plantation Sdn Bhd, a holding company of Doh Capital Sdn Bhd. In addition, Dato' Doh Jee Ming is also a major shareholder of Epicon with indirect interest of 10.68% by virtue of his interest in Doh Properties;

(ii) Dato' Doh Tee Leong is a major shareholder of the Company with direct interest of 0.14% and indirect interest of 58.68% by virtue of him being an associate of Dato' Doh Jee Ming and their interest in Lagenda Land Sdn Bhd, Doh Properties and Setia Awan Plantation Sdn Bhd, a holding company of Doh Capital Sdn Bhd; and

(iii) Dato' Doh Jee Chai is a major shareholder of the Company with indirect interest of 58.21% by virtue of him being an associate of Dato' Doh Jee Ming and their interest in Lagenda Land Sdn Bhd and Setia Awan Plantation Sdn Bhd, a holding company of Doh Capital Sdn Bhd.

(Dato' Doh Jee Ming, Dato' Doh Tee Leong, Dato' Doh Jee Chai, Lagenda Land Sdn Bhd, Doh Properties, Setia Awan Plantation Sdn Bhd and Doh Capital Sdn Bhd are collectively referred to as "**Interested Major Shareholders**")

As at the LPD, the direct and/or indirect shareholding of the Interested Major Shareholders of Lagenda are as follows:-

	Direct		**Indirect**	
Name	**No. of Lagenda Shares**	**(i)%**	**No. of Lagenda Shares**	**(i)%**
Lagenda Land Sdn Bhd	446,990,428	53.70	-	-
Doh Capital Sdn Bhd	37,571,208	4.51	-	-
Setia Awan Plantation Sdn Bhd	-	-	37,571,208	(ii)4.51
Doh Properties	3,900,000	0.47	-	-
Dato' Doh Jee Ming	10,500,800	1.26	488,461,636	(iii)58.68
Dato' Doh Tee Leong	1,179,000	0.14	488,461,636	(iv)58.68
Dato' Doh Jee Chai	-	-	484,561,636	(v)58.21

Notes:-

(i) Based on 832,422,981 Lagenda Shares (excluding treasury shares) as at the LPD.

(ii) Deemed interested by virtue of its shareholdings in Doh Capital Sdn Bhd, pursuant to Section 8(4) of the Act.

(iii) Deemed interested by virtue of his shareholding in Lagenda Land Sdn Bhd, Doh Properties and Setia Awan Plantation Sdn Bhd, a holding company of Doh Capital Sdn Bhd, pursuant to Section 8(4) of the Act.

(iv) Deemed interested by virtue of him being an associate of Dato' Doh Jee Ming and their shareholding in Lagenda Land Sdn Bhd, Doh Properties and Setia Awan Plantation Sdn Bhd, a holding company of Doh Capital Sdn Bhd, pursuant to Section 8(4) of the Act.

(v) Deemed interested by virtue of him being an associate of Dato' Doh Jee Ming and their shareholding in Lagenda Land Sdn Bhd and Setia Awan Plantation Sdn Bhd, a holding company of Doh Capital Sdn Bhd, pursuant to Section 8(4) of the Act.

Dato' Doh Jee Ming has abstained and will continue to abstain from all deliberations and voting at the relevant Board meetings in relation to the Proposed Provision of Financial Assistance.

The Interested Major Shareholders will abstain from voting in respect of their direct and/or indirect shareholdings, if any, on the resolution pertaining to the Proposed Provision of Financial Assistance at the forthcoming EGM.

Further, the Interested Major Shareholders will also ensure that persons connected with them will abstain from voting in respect of their direct and/or indirect shareholdings, if any, on the resolution pertaining to the Proposed Provision of Financial Assistance at the forthcoming EGM.

10. AMOUNT TRANSACTED WITH THE INTERESTED MAJOR SHAREHOLDER AND/OR PERSONS CONNECTED WITH THEM FOR THE PRECEDING 12 MONTHS

Save for the Proposals, the Proposed Provision of Financial Assistance and as disclosed in the Company's circular to shareholders in relation to proposed renewal of existing and new shareholders' mandate for recurrent related party transactions of a revenue or trading nature dated 30 April 2026, there were no other transactions entered into by the Company with the Interested Major Shareholders and/or persons connected with them for the preceding 12 months up to the LPD.

11. AUDIT AND RISK MANAGEMENT COMMITTEE'S STATEMENT

The Audit and Risk Management Committee of the Company, after having considered all relevant aspects of the Proposed Provision of Financial Assistance including the rationale and risk factor, is of the opinion that the Proposed Provision of Financial Assistance is in the best interests of the Company, fair, reasonable and on normal commercial terms, and not detrimental to the interest of the minority shareholders of the Company.

12. DIRECTORS' STATEMENT

The Board, save for Dato' Doh Jee Ming, having considered all aspects of the Proposed Provision of Financial Assistance including the rationale and risk factor, is of the opinion that the Proposed Provision of Financial Assistance is in the best interests of the Company.

13. ADVISER

In compliance with paragraph 10.08 of the Listing Requirements, UOB Kay Hian has been appointed as the Independent Adviser to advise on (i) whether the Proposed Provision of Financial Assistance is fair and reasonable so far as the non-interested shareholders are concerned; (ii) whether the Proposed Provision of Financial Assistance is to the detriment of non-interested shareholders; and (iii) whether non-interested shareholders should vote in favour of the Proposed Provision of Financial Assistance.

14. ESTIMATED TIMEFRAME FOR COMPLETION OF THE PROPOSED PROVISION OF FINANCIAL ASSISTANCE

Barring any unforeseen circumstances and subject to all requisite approvals being obtained, upon completion of the Proposed Disposals, the Proposed Provision of Financial Assistance is expected to be completed by 1st quarter of 2027.