

## NOTICE OF 37<sup>TH</sup> ANNUAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN THAT** the Thirty-Seventh ("37<sup>th</sup>") Annual General Meeting ("AGM") of Landmarks Berhad ("Landmarks" or "Company") will be held at the Saujana Ballroom, Ground Floor, The Saujana Hotel Kuala Lumpur, Saujana Resort, Jalan Lapangan Terbang SAAS, 40150 Shah Alam, Selangor Darul Ehsan on Thursday, 4 June 2026 at 10.00 a.m. for the following purposes:-

### As Ordinary Business

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|---|--|
| 1. To receive the audited financial statements for the financial year ended 31 December 2025 together with the Reports of the Directors and Auditors thereon.   | <b>Please refer to Note 1</b>  |
| 2. To approve the payment of Directors' fees for Landmarks and its subsidiaries amounting to RM429,709.00, for the financial year ended 31 December 2025.   | <b>Ordinary Resolution 1</b>   |
| 3. To approve the payment of Benefits Payable to Non-Executive Directors up to an aggregate amount of RM350,000.00 for the period from 4 June 2026 until the next AGM of the Company pursuant to Section 230(1)(b) of the Companies Act 2016 ("the Act"). | <b>Ordinary Resolution 2</b>   |
| 4. To re-elect the following Directors who retire in accordance with Clause 18.3 of the Constitution of the Company:<br>(a) Mark Wee Liang Yee<br>(b) Dato' Abdul Malek bin Abdul Hamid<br>(c) Ng Keok Chai   | <b>Ordinary Resolution 3</b><br><b>Ordinary Resolution 4</b><br><b>Ordinary Resolution 5</b> |
| 5. To re-appoint KPMG PLT as auditors of the Company and to authorise the Directors to fix their remuneration.  | <b>Ordinary Resolution 6</b>   |
| 6. Authority to Issue and Allot Shares  | <b>Ordinary Resolution 7</b>   |

"THAT subject to Sections 75 and 76 of the Companies Act 2016 and the approval of the relevant governmental/regulatory authorities, the Directors be and are hereby authorised to issue and allot shares in the Company, at any time to such persons 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 allotted pursuant to this resolution during the preceding 12 months does not exceed 10% of the total number of issued shares of the Company for the time being AND THAT the Directors be and are also authorised to obtain approval for the listing of and quotation for the additional shares to be allotted on Bursa Malaysia Securities Berhad, AND THAT such authority shall continue to be in force commencing immediately upon the passing of this resolution and until the conclusion of the next Annual General Meeting of the Company.

THAT in connection with the above, pursuant to Section 85 of the Companies Act 2016 and Clause 4.3 of the Constitution of the Company, the shareholders do hereby waive the statutory pre-emptive rights of the offered shares in proportion of their holdings at such price and at such terms to be offered arising from any issuance of new shares above by the Company.

AND THAT the new shares to be issued shall, upon allotment and issuance, rank equally in all respects with the existing shares of the Company, save and except that they shall not be entitled to any dividends, rights, allotments and/or any other forms of distribution that which may be declared, made or paid before the date of allotment of such new shares."

### Any Other Business

7. To transact any other business that may be transacted at the 37<sup>th</sup> AGM of which due notice shall have been given in accordance with the Act and the Constitution of the Company.

### BY ORDER OF THE BOARD

TAN AI NING (MAICSA7015852) (SSM PC No.: 202008000067)  
NELSON FOO CHEAN EE (MAICSA7070316) (SSM PC No.: 202008003986)  
COMPANY SECRETARIES

SELANGOR DARUL EHSAN  
30 April 2026

### Explanatory Notes

1. Agenda 1 is meant for discussion only, as the provision of Section 340(1)(a) of the Act does not require a shareholders' approval of the Audited Financial Statements. Hence, this agenda item will not be put forward for voting.

#### 2. Ordinary Resolutions 1 and 2 – Approval of the payment of Directors' fees and Payment of Benefits Payable to Non-Executive Directors ("NEDs")

Section 230(1) of the Act provides that the fees of the Directors and any benefits payable to the Directors including any compensation for loss of employment of a Director or former Director of a public company or a listed company and its subsidiaries, shall be approved at a general meeting. The Company had, at its Thirty-Sixth AGM ("36<sup>th</sup> AGM") held on 29 May 2025, obtained approval from the shareholders in respect of:-

- (a) the payment of Directors' fees to the NEDs for Landmarks and its subsidiaries of RM448,350.00 for the financial year ended 31 December 2024; and  
(b) the payment of the Directors' benefits payable (excluding Directors' fees) an amount up to RM350,000.00 to NEDs for the period from 29 May 2025 until the next AGM of the Company.

There is no revision to the proposed Directors' Benefits payable to the NEDs of the Company. The benefits payable to the NEDs will only be made by the Company as and when incurred if the resolution is passed. The benefits payable have been reviewed by the Remuneration Committee and Board of Directors of the Company, which recognise that the benefits payable are in the best interest of the Company for the applicable period from 4 June 2026 until the next AGM of the Company.

The benefits comprise allowances for attendance at the Board and Board Committee meetings, subscription to club membership, outpatient medical expenses, hospitalisation and surgical insurance, handphone allowances, travelling allowances and such other benefits which have been/may be approved by the Board of Directors.

Details of the Directors' Remuneration for the financial year ended 31 December 2025 are enumerated on page 53 of the Corporate Governance Overview Statement of the Company's annual report.

#### 3. Ordinary Resolution 3, 4 and 5 – Re-election of Directors

The Nominating Committee ("NC") has assessed the performance, contribution, effectiveness, and independence of the Retiring Directors, and has conducted a fit and proper assessment of Mr. Mark Wee Liang Yee, Dato' Abdul Malek bin Abdul Hamid and Mr. Ng Keok Chai (collectively referred to as "Retiring Directors").

Based on the justification and recommendation of the NC, the Board supports the re-election of the Retiring Directors as Directors of the Company.

The profiles of the Directors who are standing for re-election are set on pages 8, 9 and 11 respectively of the Company's Annual Report 2025.

#### 4. Ordinary Resolution 7 – Authority to Issue and Allot Shares

The Company wishes to renew the mandate on the authority to issue shares pursuant to the Act at the 37<sup>th</sup> AGM of the Company ("General Mandate").

The Company had been granted a General Mandate by its shareholders at the 36<sup>th</sup> AGM of the Company held on 29 May 2025 ("Previous Mandate").

The purpose of this general mandate, if passed, will enable the Directors to take swift action in case of a need to issue and allot new shares in the Company fund raising activities, including but not limited to placement of shares for the purpose of funding the Company's current and/or future investment projects, working capital, acquisitions and/or for issuance of shares as settlement of purchase consideration, or such other purposes as the Directors may deem fit in the best interest of the Company.

The waiver of pre-emptive rights pursuant to Section 85 of the Act and Clause 4.3 will allow the Directors of the Company to issue new shares of the Company which rank equally to existing issued shares of the Company, to any person without having to offer the new shares to all existing shareholders of the Company prior to issuance of new shares in the Company under the General Mandate.

As at the date of this notice, the Previous Mandate granted by the shareholders has not been utilised and hence, no proceeds were raised therefrom. If there should be a decision to issue new shares after the general mandate is obtained, the Company will make an announcement in respect thereof.

### Notes:

- In respect of deposited securities, only shareholders whose names appear on the Record of Depositors on 22 May 2026 shall be entitled to attend, participate, speak and vote at the Meeting.
- Each shareholder may vote in person or by proxy or, being a corporation, by a duly authorised representative.
- If there is no indication as to how you wish your vote(s) to be cast, the proxy will vote or abstain from voting at his/her discretion.
- A shareholder shall not be entitled to appoint more than two (2) proxies to attend and vote at the Meeting. A proxy needs not be a shareholder of the Company. Where a shareholder of the Company is an authorised nominee as defined under the Securities Industry (Central Depositories) Act, 1991, it may appoint 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. Where a shareholder of the Company is an exempt authorised nominee which 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.
- Where a shareholder or an authorised nominee appoints two (2) proxies, or where an exempt authorised nominee appoints two (2) or more proxies, the appointments shall be invalid unless the shareholder, authorised nominee or exempt authorised nominee specifies the proportions of the shareholder's, authorised nominee's or exempt authorised nominee's holdings, as the case may be, to be represented by each proxy in the instrument appointing the proxies.
- 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 be executed under the seal or under the hand of two (2) authorised officers, one of whom shall be a director, or of its attorney duly authorised in writing.
- The 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 must be deposited at the Share Registrar's office at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur or alternatively, deposited in the drop box located at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, not less than forty-eight (48) hours before the time for holding the 37<sup>th</sup> AGM or at any adjournment thereof, otherwise the instrument of proxy should not be treated as valid. Alternatively, you may also submit the form of proxy electronically via Vistra Share Registry and IPO (MY) portal ("The Portal") at website: <https://smy.vistra.com> before the proxy appointment cut off time as mentioned above. Please refer to the Administrative Guide for the 37<sup>th</sup> AGM of the Company on the procedures for electronic lodgement of Form of Proxy, which is also available at <https://www.landmarks.com.my/aggm>.
- Any Notice of Termination of Authority to act as Proxy must be received by the Company before the commencement of the meeting or at any adjournment thereof, failing which, the termination of the authority of a person to act as proxy will not affect the following in accordance with Section 338 of the Act:-
  - the constitution of the quorum at such meeting;
  - the validity of anything he did as chairman of such meeting;
  - the validity of a poll demanded by him at such meeting; or
  - the validity of the vote exercised by him at such meeting.
- Pursuant to Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in the notice of the 37<sup>th</sup> AGM will be put to vote by way of poll. Poll Administrator and independent Scrutineers will be appointed by the Company to conduct the poll process and verify the results of the poll respectively.

# LANDMARKS

## LANDMARKS BERHAD

Registration No. 198901007900 (185202-H)  
(Incorporated in Malaysia)

### ADMINISTRATIVE GUIDE FOR THE 37<sup>TH</sup> ANNUAL GENERAL MEETING (“37<sup>TH</sup> AGM”) OF LANDMARKS BERHAD

Date : Thursday, 4 June 2026  
Time : 10.00 a.m.  
Venue : Saujana Ballroom, Ground Floor, The Saujana Hotel Kuala Lumpur, Saujana Resort, Jalan Lapangan Terbang SAAS, 40150 Shah Alam, Selangor Darul Ehsan.

Dear Shareholders of Landmarks Berhad (“**the Company**”)

#### REGISTRATION ON THE DAY OF THE 37<sup>TH</sup> AGM

The registration counter will open at 9.00 a.m. on Thursday, 4 June 2026. Shareholders or proxies are requested to produce/show their original MyKAD or Passport (for non-Malaysians) during registration for verification purpose. Please ensure the original MyKAD or Passport is returned to you thereafter.

Please take note that no person will be allowed to register on behalf of another person, even with the original MyKAD or Passport of that person. Upon verification, shareholders or proxies are required to write their names and sign on the Attendance List placed on the registration table. Shareholders or proxies will also be given identification wristbands for voting purposes.

#### ENTITLEMENT TO PARTICIPATE AND APPOINTMENT OF PROXY

Only members whose names appear on the Record of Depositors as at 22 May 2026 shall be eligible to participate at the 37<sup>th</sup> AGM or appoint proxy(ies) or corporate representative(s) or attorney(s) and/or the Chairman of the Meeting to attend and vote on his/her behalf. A member can appoint the Chairman of the Meeting as his/her proxy and indicate the voting instruction in the Form of Proxy.

#### APPOINTMENT OF PROXY OR ATTORNEY OR AUTHORISED REPRESENTATIVE

Shareholders who appoint proxy(ies) to participate at the 37<sup>th</sup> AGM must ensure that the duly executed proxy forms are deposited in a hard copy form or by electronic means to Tricor Investor & Issuing House Services Sdn Bhd (“**Tricor**”) not later than **Tuesday, 2 June 2026 at 10.00 a.m.**

The appointment of a proxy may be made in a hard copy form or by electronic means in the following manner:

(i) In hard copy form

In the case of an appointment made in hard copy form, the proxy form must be deposited with the Share Registrar of the Company, Tricor at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or alternatively, deposited in the drop box located at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia.

(ii) By electronic form

The proxy form can be submitted electronically with the Share Registrar of the Company via Vistra Share Registry and IPO (MY) portal ("The Portal") at <https://srmy.vistra.com>. Kindly refer to the Procedure for Electronic Submission of Proxy Form section as set out below for further information.

Please ensure ALL the particulars as required in the proxy form are completed, signed and dated accordingly.

Any authority pursuant to which such an appointment is made by a power of attorney must be deposited with the Share Registrar of the Company, Tricor at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or alternatively, deposited in the drop box located at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia not later than **Tuesday, 2 June 2026 at 10.00 a.m.** to participate in the 37<sup>th</sup> AGM. A copy of the power of attorney may be accepted provided that it is certified notarially and/or in accordance with the applicable legal requirements in the relevant jurisdiction in which it is executed.

For a corporate member who has appointed a representative, please deposit the **ORIGINAL** certificate of appointment with the Share Registrar of the Company, Tricor at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or alternatively, deposited in the drop box located at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia not later than **Tuesday, 2 June 2026 at 10.00 a.m.** to participate in the 37<sup>th</sup> AGM. The certificate of appointment should be executed in the following manner:

- (i) If the corporate member has a common seal, the certificate of appointment should be executed under seal in accordance with the constitution of the corporate member.
- (ii) If the corporate member does not have a common seal, the certificate of appointment should be affixed with the rubber stamp of the corporate member (if any) and executed by:
  - (a) at least two (2) authorised officers, one of whom shall be a director; or
  - (b) any director and/or authorised officers in accordance with the laws of the country under which the corporate member is incorporated.

## PROCEDURE FOR ELECTRONIC SUBMISSION OF PROXY FORM

The procedures to submit your proxy form electronically via Tricor's The Portal website are summarised below: -

Procedure	Action
<b>i. <u>Steps for individual shareholders</u></b>	
a. Register as a User with The Portal	<ul style="list-style-type: none"> <li>• Visit the website at <a href="https://srmy.vistra.com">https://srmy.vistra.com</a></li> <li>• Click "Register" and select "Individual Holder" and complete the New User Registration Form.</li> <li>• For guidance, you may refer to the tutorial guide available on the homepage.</li> <li>• Once registration is completed, you will receive an email notification to verify your registered email address.</li> <li>• After verification, your registration will be reviewed and approved within one (1) working day. A confirmation email will be sent once approved.</li> <li>• Once you receive the confirmation, activate your account by creating your password.</li> <li>• <i>If you are an existing user with The Portal or our TIH Online portal previously, you are not required to register again.</i></li> </ul>
b. Proceed with submission of e-Proxy Form	<ul style="list-style-type: none"> <li>• After the release of the Notice of 37<sup>th</sup> AGM by the Company, login with your username (i.e. e-mail address) and password.</li> <li>• Select the corporate event: "<b>LANDMARKS BERHAD 37<sup>TH</sup> AGM</b>"</li> <li>• Navigate to the 3 dots at the end of the corporate event and choose "<b>SUBMISSION OF PROXY FORM</b>".</li> <li>• Read and agree to the Terms and Conditions and confirm the Declaration.</li> <li>• Indicate the number of shares assigned to your proxy(ies) to vote on your behalf.</li> <li>• Appoint your proxy(ies) and insert the required details of your proxy(ies) or appoint the Chairperson as your proxy.</li> <li>• Indicate your voting instructions – FOR or AGAINST, otherwise your proxy(ies) will decide your vote.</li> <li>• Review and confirm your proxy(ies) appointment.</li> <li>• Print the e-proxy form for your record.</li> </ul>
<b>ii. <u>Steps for corporation or institutional shareholders</u></b>	
a. Register as a User with The Portal	<ul style="list-style-type: none"> <li>• Visit the website at <a href="https://srmy.vistra.com">https://srmy.vistra.com</a></li> <li>• Click "Register" and select "Representative of Corporate Holder" and complete the New User Registration Form.</li> <li>• Complete the registration form with your personal details.</li> <li>• Once registration is completed, you will receive an email notification to verify your registered email address.</li> <li>• After verification, your registration will be reviewed and approval within two (2) working days. A confirmation email will be sent once approved.</li> <li>• Once you receive the confirmation, activate your account by creating your password.</li> </ul>

	<i>Note: The representative of a corporation or institutional shareholder must register as a user in accordance with the above steps before he/she can subscribe to this corporate holder electronic proxy submission. Please contact our Share Registrar if you need clarifications on the user registration.</i>
b. Proceed with submission of Proxy Form	<ul style="list-style-type: none"> <li>• Login to <a href="https://srmy.vistra.com">https://srmy.vistra.com</a> with your email address and password.</li> <li>• Select the corporate event: “<b>LANDMARKS BERHAD 37<sup>TH</sup> AGM</b>”</li> <li>• Navigate to the icon “&gt;” at the end of the corporate event.</li> <li>• Read and agree to the Terms &amp; Conditions and Declaration.</li> <li>• Select the corporate holder’s name.</li> <li>• Proceed to download the submission file.</li> <li>• Prepare the file for the appointment of proxy(ies) by inserting the required data.</li> <li>• Proceed to upload the duly completed proxy appointment file.</li> <li>• Select “<b>Confirm</b>” to complete your submission.</li> <li>• Print the confirmation report of your submission for your record.</li> </ul>

## DOOR GIFT

There will be **NO** door gifts for shareholders/proxies/authorised representatives who participate in the 37<sup>th</sup> AGM.

## NO RECORDING OR PHOTOGRAPHY

Unauthorised recording and photography are strictly prohibited at the 37<sup>th</sup> AGM.

## ENQUIRY

If you have any enquiries on the above, please contact the following persons during office hours on Mondays to Fridays from 9.00 a.m. to 5.30 p.m. (except on public holidays):

### **Tricor Investor & Issuing House Services Sdn. Bhd.**

Registration No.: 197101000970 (11324-H)

Unit 32-01, Level 32, Tower A

Vertical Business Suite, Avenue 3

Bangsar South, No. 8, Jalan Kerinchi

59200 Kuala Lumpur

W.P. Kuala Lumpur, Malaysia

General Line : +603-2783 9299

E-mail : [is.enquiry@vistra.com](mailto:is.enquiry@vistra.com)