

NOTICE OF SIXTH ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the Sixth Annual General Meeting (“**Sixth AGM**”) of Sinaran Advance Group Berhad (“**SAG**” or the “**Company**”) will be held at Lot 4.1, 4th Floor, Menara Lien Hoe, No. 8, Persiaran Tropicana, Tropicana Golf & Country Resort, 47410 Petaling Jaya, Selangor Darul Ehsan on **Wednesday, 3 June 2026 at 3.30 p.m.**, or immediately upon the conclusion or adjournment (as the case may be) of the Extraordinary General Meeting of the Company, whichever is earlier, if thought fit, 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 the Auditors thereon.
- To approve the Directors’ Fees payable to the Directors of the Company of up to RM288,000.00 for the financial year ending 31 December 2026 and to be made payable on monthly basis.
- To approve an amount of up to RM20,000.00 as benefits payable to the Non-Executive Directors of the Company with effect from 4 June 2026, a day after the Sixth AGM until the next Annual General Meeting of the Company pursuant to Section 230(1)(b) of the Companies Act 2016.
- To re-elect the following Directors, who retire pursuant to Clause 21.7 of the Constitution of the Company and being eligible, offered themselves for re-election:
 - Encik Ahmad Nasiruddin bin Harun
 - Ms. Charissa Lim Zhu Ai
- To re-elect Dato’ Nik Ismail bin Dato’ Nik Yusoff, who is retiring pursuant to Clause 21.11 of the Constitution of the Company and being eligible, offered himself for re-election.
- To re-appoint Messrs. SBY Partners PLT as Auditors of the Company for the financial year ending 31 December 2026 and to authorise the Directors to fix their remuneration.

(Please refer to
Explanatory Note 1)

(Ordinary Resolution 1)
(Please refer to
Explanatory Note 2)

(Ordinary Resolution 2)
(Please refer to
Explanatory Note 3)

(Ordinary Resolution 3)
(Ordinary Resolution 4)
(Please refer to
Explanatory Note 4)

(Ordinary Resolution 5)
(Please refer to
Explanatory Note 5)

(Ordinary Resolution 6)
(Please refer to
Explanatory Note 6)

As Special Business:

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

- Authority to Allot and Issue Shares pursuant to Sections 75 and 76 the Companies Act 2016 (“CA 2016”) (“Proposed General Mandate”)**

“**THAT** pursuant to Sections 75 and 76 of the CA 2016, Main Market Explanatory Note (7) Listing Requirements (“**Main LR**”) of Bursa Malaysia Securities Berhad (“**Bursa Securities**”), the Constitution of the Company, and subject to the approvals of the relevant governmental/regulatory authorities, the Directors be and are hereby empowered 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 issued pursuant to this resolution does not exceed ten per centum (10%) of the total number of issued shares of the Company for the time being.

THAT pursuant to Section 85 of the CA 2016 to be read together with Clause 7.2 of the Constitution of the Company, approval be and is hereby given to waive the statutory pre-emptive rights of the shareholders of the Company to be offered new shares of the Company ranking equally to the existing issued shares arising from any issuance of new shares in the Company pursuant to Sections 75 and 76 of the CA 2016.

AND THAT the Directors be and are empowered to obtain approval for the listing of and quotation for the additional shares so issued on Bursa Securities.

AND FURTHER THAT such authority shall commence immediately upon the passing of this Resolution and continue to be in force until the conclusion of the next annual general meeting of the Company.”
- To transact any other business that may be transacted at an annual general meeting, due notice of which shall have been given in accordance with the Companies Act 2016 and the Constitution of the Company.

(Ordinary Resolution 7)
(Please refer to
Explanatory Note 7)

BY ORDER OF THE BOARD
SINARAN ADVANCE GROUP BERHAD

WONG YUET CHYN (MAICSA 7047163)
(SSM PC No. 202008002451)
ADELINE TANG KOON LING (LS0009611)
(SSM PC No. 202008002271)
Company Secretaries

Selangor Darul Ehsan
Date: 30 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 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 instrument appointing a proxy shall be in writing, and the power of attorney or other authority (if any) under which it is signed or a notarially certified copy thereof, must be deposited at the registered office of the Company situated at DF2-09-02, Level 9, Persoft Tower, 6B, Persiaran Tropicana, Tropicana Golf & Country Resort, 47410 Petaling Jaya, Selangor Darul Ehsan or email to sharereg@prosec.com.my or fax to 03-3008 1124 not less than forty-eight (48) hours before the time appointed for holding this meeting or adjourned meeting at which the person named in such instrument proposes to vote, or, in the case of a poll, not less than twenty-four (24) hours before the time appointed for the taking of the poll, and in default the instrument of proxy shall not be treated as valid.
- 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 22 May 2026, shall be eligible to attend the meeting or appoint proxy(ies) to attend and/or vote on his behalf.
- Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, the resolution set out in this Notice will be put to vote by way of poll.
- The members are encouraged to refer the Administrative Guide on registration and voting process for the general meeting.

Explanatory Notes on Ordinary Business

1. Audited Financial Statements for financial year ended 31 December 2025

This Agenda item is meant for discussion only, as the provision of Section 340(1)(a) of the Companies Act 2016 does not require a formal approval for the Audited Financial Statements from the shareholders. Therefore, this Agenda is not put forward for voting.

2. Ordinary Resolution 1 – Payment of Directors’ Fees

The Remuneration Committee (“**RC**”) and the Board have reviewed the Directors’ fees payable to the Non-Executive Directors amounting to RM288,000.00 for the financial year ending 31 December 2026. The payment of Directors’ fees for the financial year ending 31 December 2026, if approved by the shareholders, shall be payable on a monthly basis.

3. Ordinary Resolution 2 – Benefits payable to the Directors

The RC and the Board have reviewed the benefits payable to the Non-Executive Directors of the Company with effect from a day after the Sixth AGM until the next annual general meeting of the Company pursuant to Section 230(1)(b) of the Companies Act 2016.

The estimated total amount of the Directors’ benefits is mainly on meeting allowance at RM500.00 per meeting day and it is calculated based on the estimated number of scheduled meetings to be held a day after the Sixth AGM until the next Annual General Meeting of the Company and assuming that all Non-Executive Directors will hold office until the next Seventh Annual General Meeting of the Company.

4. Ordinary Resolutions 3 and 4 – Re-election of Directors

Clause 21.7 of the Company’s Constitution states that an election of Directors shall take place each year at the annual general meeting of the Company where one-third (1/3) of the Directors for the time being, or, if their number is not three (3) or a multiple of three (3), then the number nearest to one-third (1/3) shall retire from office and be eligible for re-election PROVIDED ALWAYS that all Directors shall retire from office once at least in each three (3) years and shall be eligible for re-election. A retiring Director shall retain office until the close of the meeting at which he retires.

In determining the eligibility of the Directors stand for re-election at the forthcoming Sixth AGM, the Nomination Committee (“**NC**”) has considered the following:

- the requirements under Paragraph 2.20A of the Main LR;
- evaluation on the effectiveness of the Individual Directors, the Board as a whole and all Board Committees;
- for independent Non-Executive Director (“**INED**”) only, the level of independence demonstrated by the INED and their ability to act in the best interest of the Company; and
- Directors’ fitness and propriety with reference to the Directors’ Fit and Proper Policy.

The Board has conducted separate assessments and is satisfied with the independence of Encik Ahmad Nasiruddin bin Harun and Ms. Charissa Lim Zhu Ai, the INEDs, therefore, the Board had recommended the same be tabled to the shareholders for approval at the forthcoming Sixth AGM of the Company under Ordinary Resolutions 3 and 4.

The Board approved the NC’s recommendation for the retiring Directors pursuant to Clause 21.7 of the Company’s Constitution. All the retiring Directors have consented to their re-election, and abstained from deliberation as well as decision on their own eligibility to stand for re-election at the relevant NC and Board meetings, where applicable.

5. Ordinary Resolution 5 – Re-election of Director

Clause 21.11 of the Company’s Constitution states that the Directors shall have power at any time, and from time to time, to appoint any person to be a Director either to fill a casual vacancy or as an addition to the existing Directors, but so that the total number of Directors shall not at any time exceed the maximum number fixed by or in accordance with the Constitution. Any Director so appointed shall hold office only until the next following annual general meeting and shall then be eligible for re-election but shall not be taken into account in determining the retirement of Directors by rotation at such meeting.

In determining the eligibility of the Director stand for re-election at the forthcoming Sixth AGM, the NC has considered the following:

- the requirements under Paragraph 2.20A of the Main LR;
- evaluation on the effectiveness of the Individual Directors, the Board as a whole and all Board Committees;
- for INED only, the level of independence demonstrated by the INED and their ability to act in the best interest of the Company; and
- Directors’ fitness and propriety with reference to the Directors’ Fit and Proper Policy.

The Board has conducted separate assessments and is satisfied with the independence of Dato’ Nik Ismail bin Dato’ Nik Yusoff, the INED, therefore, the Board had recommended the same be tabled to the shareholders for approval at the forthcoming Sixth AGM of the Company under Ordinary Resolution 5.

The Board approved the NC’s recommendation for the retiring Director pursuant to Clause 21.11 of the Company’s Constitution. The retiring Director have consented to his re-election, and abstained from deliberation as well as decision on his own eligibility to stand for re-election at the relevant NC and Board meetings, where applicable.

6. Ordinary Resolution 6 – Re-appointment of Auditors

The Audit Committee (“**AC**”) had recommended the re-appointment of SBY Partners PLT as the Auditors of the Company for the financial year ending 31 December 2026. The Board has in turn reviewed the recommendation of the AC and recommended the same be tabled to the shareholders for approval at the forthcoming Sixth AGM of the Company under Ordinary Resolution 6. The evaluation criteria adopted as well as the process of assessment by the AC and Board, respectively, have been duly elaborated in the Corporate Governance Overview Statement of the Annual Report 2025 of the Company.

Explanatory Note on Special Business

7. Ordinary Resolution 7 - Authority to Allot and Issue Shares pursuant to the CA 2016

The Company had been granted a general mandate by its shareholders at the Fifth annual general meeting of the Company held on 3 June 2025 to issue and allot shares not exceed ten per centum (10%) of the total number of issued shares of the Company (hereinafter referred to as the “**Previous Mandate**”).

The Previous Mandate granted by the shareholders had not been utilised hence no proceed was raised therefrom.

The Company wishes to obtain the mandate on the authority to issue shares pursuant to the Companies Act 2016 at the forthcoming Sixth AGM of the Company (hereinafter referred to as the “**General Mandate**”).

The proposed adoption of Ordinary Resolution 7 is for the purpose of waiving the statutory pre-emptive rights of shareholders of the Company (“**Waiver of Pre-Emptive Rights**”) and granting a new General Mandate and empowering the Directors of the Company, pursuant to the Companies Act 2016, to issue and allot new shares in the Company from time to time provided that the aggregate number of shares issued pursuant to the General Mandate does not exceed ten per centum (10%) of the total number of issued shares of the Company for the time being. 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 waiver of Pre-Emptive Rights 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.

The purpose to seek the General Mandate is to enable the Directors of the Company to issue and allot shares at any time to such persons in their absolute discretion without convening a general meeting as it would be both time and cost-consuming to organise a general meeting solely for such issuance and allotment of shares. This authority unless revoked or varied by the Company in a general meeting, will expire at the next annual general meeting. The proceeds raised from the General Mandate will provide flexibility to the Company for any possible fund-raising activities, including but not limited to further placing of shares, for purpose of funding future investment project(s), working capital and/or acquisitions.

The Board, having considered the current and prospective financial position, needs and capacity of the Group, is of the opinion that the Proposed General Mandate is in the best interests of the Company and its shareholders.

8. Personal Data Privacy

By registering for the meeting and/or submitting an instrument appointing proxy(ies) and/or representatives to attend, speak and vote at the meeting and/or any adjournment thereof, a member of the Company: (i) consents to the processing of the member’s personal data by the Company (or its agents): (a) for processing and administration of proxies and representatives appointed for the meeting; (b) for preparation and compilation of the attendance lists, minutes and other documents relating to the meeting (which includes any adjournments thereof); and (c) for the Company’s (or its agents) compliance with any applicable laws, listing rules, regulations and/or guidelines (collectively the Purpose); (ii) warrants that he/she has obtained such proxy(ies)’ and/or representative(s)’ prior consent for the Company’s (or its agents)’ processing of such proxy(ies)’ and/or representative(s)’ personal data for the Purposes; and (iii) agrees that the member will indemnify the Company for any penalties, liabilities, claims, demands, losses and damages as a result of the member’s breach of warranty.

Note: The term “processing” and “personal data” shall have the meaning as defined in the Personal Data Protection Act, 2010.