

THIS STATEMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.

If you are in any doubt as to the course of action to take, you should consult your stockbroker, solicitor, accountant, banker or other professional adviser immediately.

Bursa Malaysia Securities Berhad (“**Bursa Securities**”) has not perused the contents of this Statement in relation to the Proposed Renewal of Authority for Purchase of Own Shares by the Company prior to its issuance and takes no responsibility for the contents of this Statement, makes no representation as to its accuracy or completeness and expressly disclaims any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this Statement.



SUNZEN GROUP BERHAD
(FORMERLY KNOWN AS SUNZEN BIOTECH BERHAD)

[Registration No. 200501003843 (680889-W)]
(Incorporated in Malaysia)

**SHARE BUY-BACK STATEMENT IN RELATION TO THE
PROPOSED RENEWAL OF AUTHORITY FOR PURCHASE OF OWN SHARES BY THE
COMPANY**

(“THE PROPOSAL”)

The ordinary resolution in respect of the above Proposal will be tabled as Special Business at the Twentieth Annual General Meeting (“**20th AGM**”) of the Company to be held at Kota Permai Golf & Country Club, Permai 2, No.1, Jalan 31/100A, Kota Kemuning, Section 31, 40460 Shah Alam, Selangor Darul Ehsan on Tuesday, 2 December 2025 at 10:30 a.m. or at any adjournment thereof.

The Notice of the 20th AGM and the Proxy Form are enclosed in the Annual Report 2025 of the Company which can be downloaded together with this Statement at <https://www.sunzengroup.com/investor-relations/>

If you are unable to attend and vote at the 20th AGM, you are urged to complete and lodge the Form of Proxy to the Company’s Registered Office at Level 13, Menara 1 Sentrum, 201, Jalan Tun Sambanthan, Brickfields, 50470 Kuala Lumpur, Malaysia or via electronic means at info@sunzengroup.com, not less than 48 hours before the time appointed for the AGM or any adjournment thereof. The lodging of the Form of Proxy will not preclude you from attending and voting in person at the meeting should you subsequently wish to do so.

Last day and time for lodging the Form of Proxy : Sunday, 30 November 2025 at 10:30 a.m.
Date and Time of the 20th AGM : Tuesday, 2 December 2025 at 10:30 a.m.

This Statement is dated 30 October 2025.

DEFINITIONS

In this Statement, the following abbreviations shall have the following meanings unless otherwise stated:

“Act”	: The Companies Act 2016 as amended from time to time and any re-enactment thereof
“AGM”	: Annual General Meeting
“Board” or “Board of Directors”	: Board of Directors of Sunzen
“Bursa Securities”	: Bursa Malaysia Securities Berhad [Registration No. 200301033577 (635998-W)]
“Director”	: Director(s) of Sunzen Group
“EPS”	: Earnings Per Share
“LPD”	: 23 October 2025, being the latest practicable date prior to the printing of this Statement
“Listing Requirements”	: The ACE Market Listing Requirements of Bursa Securities and any amendments made thereto from time to time
“Proposed Renewal of Share Buy-Back Authority”	: Proposed Renewal of Authority for Purchase of Own Shares by the Company
“Share(s)” or “Sunzen Share(s)”	: Ordinary Share(s) in Sunzen
“Statement”	: This Share Buy-Back Statement dated 30 October 2025
“Sunzen” or “Company”	: Sunzen Group Berhad (<i>formerly known as Sunzen Biotech Berhad</i>) [Registration No. 200501003843 (680889-W)]
“Sunzen Group” or “Group”	: Sunzen and its Subsidiaries

Words importing the singular shall, where applicable, include the plural and vice versa and words importing the masculine gender shall, where applicable, include the feminine and neuter genders and vice versa. Reference to persons shall include corporations.

Any reference in this Statement to any enactment is a reference to that enactment for the time being amended or re-enacted. Any reference to a time of day in this Statement shall be a reference to Malaysian time, unless otherwise stated.

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SHARE BUY-BACK STATEMENT IN RELATION TO THE PROPOSED RENEWAL OF AUTHORITY FOR PURCHASE OF OWN SHARES BY THE COMPANY

1. INTRODUCTION

The Board had, during the 19th AGM held on 19 December 2024 obtained its shareholders' approval to purchase up to 10% of the total number of issued shares of the Company as quoted on Bursa Securities at the point of purchase. In accordance with the Listing Requirements governing the purchase of own shares by a listed company, the aforesaid approval will continue in force until the conclusion of the forthcoming 20th AGM of the Company

On 23 October 2025, the Company announced that it proposes to seek shareholders' approval for the Proposed Renewal of Share Buy-Back Authority at the forthcoming 20th AGM to be convened.

The purpose of this Statement is to provide you with the relevant details of the Proposed Renewal of Share Buy-Back Authority and to seek your approval for the ordinary resolution to be tabled at the forthcoming 20th AGM, which will be held on **Tuesday, 2 December 2025 at 10:30 a.m.**. The Notice of the forthcoming 20th AGM together with the Form of Proxy are enclosed in the Annual Report 2025 of the Company.

2. DETAILS OF THE PROPOSED RENEWAL OF SHARE BUY-BACK AUTHORITY

The Board proposes to seek approval from the shareholders for a renewal of authorisation to enable Sunzen to purchase up to 10% of the total number of issued shares of the Company at any point in time through Bursa Securities in accordance with Section 127 of the Act and Listing Requirements.

The Proposed Renewal of Share Buy-Back Authority shall be effective upon the passing of the resolution at the forthcoming 20th AGM of Sunzen and shall continue to remain in force until:

- (i) the conclusion of the next AGM of the Company following the general meeting at which such resolution was passed at which time it shall lapse unless by ordinary resolution passed at that meeting, the authority is renewed, either unconditionally or subject to conditions;
- (ii) the expiration of the period within which the next AGM after that date is required by law to be held; or
- (iii) revoked or varied by an ordinary resolution passed by the shareholders in a general meeting, whichever occurs first.

2.1 Maximum Number or Percentage of Shares to be Purchased

The maximum aggregate number of Shares which may be purchased by the Company shall not exceed 10% of the total number of issued shares of the Company at any point of time.

As at LPD, the total number of ordinary shares issued by Sunzen is 813,925,103 Shares (including 45,766,800 Sunzen Shares held as treasury shares).

Assuming no further Sunzen Shares are issued, a total of up to 81,392,510 Sunzen Shares may be purchased pursuant to the Proposed Renewal of Share Buy-Back Authority inclusive of 45,766,800 Sunzen Shares already purchased and retained as treasury shares as at the LPD. As such, the balance Shares that can be purchased by the Company taking into account the total cumulative treasury shares held up to LPD is 35,625,710 Shares.

2.2 Treatment of Sunzen Shares Purchased

In accordance with Section 127 of the Act, the Board may, at its discretion, deal with any of Sunzen Shares so purchased in the following manner:

- i) to cancel the purchased Sunzen Shares; or
- ii) to retain the purchased Sunzen Shares as treasury shares held by the Company; or
- iii) to retain part of the purchased Sunzen Shares as treasury shares and cancel the remainder; or
- iv) to distribute the treasury shares as dividends to shareholders; or
- v) to resell the treasury shares on Bursa Securities in accordance with the Listing Requirements; or
- vi) to transfer the treasury shares, or any of the treasury shares for the purposes of or under an employees' share scheme; or
- vii) to transfer the shares, or any of the treasury shares as purchase consideration; or
- viii) any combination of the above.

Where the Board intends to retain the purchased Sunzen Shares as treasury shares, cancel the purchased Sunzen Shares, or both, an appropriate announcement will be made to Bursa Securities as and when the Proposed Renewal of Share Buy-Back Authority is exercised. If the Board decides to retain the purchased Sunzen Shares as treasury shares, it may later distribute the treasury shares as share dividends to the shareholders depending on the availability of the profit of the Company, cancel the treasury shares and/or resell the purchased Sunzen Shares on Bursa Securities.

While the purchased Sunzen Shares are held as treasury shares, the rights attached to them as to attending or voting at meetings and any purported exercise of such rights is void and the rights to receive dividend or other distribution of the Company's assets including distribution of assets upon winding up of the Company shall be suspended and the treasury shares shall not be taken into account in calculating the number of percentage of Shares or of a class of Shares in the Company for any purpose including substantial shareholding, takeovers, notices, the requisitioning of meetings, the quorum for a meeting and the result of a vote on resolutions at meetings of shareholders. The Company would buy back the shares only after the Board has given due consideration to its potential impact on the Company's earnings and financial position and the Board is of the opinion that it would be in the best interest of the Company to do so.

The actual treatment of the purchased Sunzen Shares would depend on, inter-alia, the prevailing equity market conditions and the financial position of the Company

3. RATIONALE FOR THE PROPOSED RENEWAL OF SHARE BUY-BACK AUTHORITY

The procurement of the shareholders' approval for the Proposed Renewal of Share Buy-Back Authority would enable the Company to purchase Sunzen Shares when appropriate and at prices which the Board views favourable.

The Proposed Renewal of Share Buy-Back Authority may enable the Company to utilise any of its surplus financial resources to purchase its own shares from the market. It may stabilise the supply and demand of Sunzen Shares traded on the ACE Market and thereby support its fundamental value. The Proposed Renewal of Share Buy-Back Authority, if exercised, will enhance the EPS of Sunzen as a result of a lower number of Sunzen Shares being taken into account for the purpose of computing the EPS, if the purchased Sunzen Shares are held as treasury shares or cancelled, which in turn is expected to have a positive impact on the market price of Sunzen Shares.

The purchased Sunzen Shares may be held as treasury shares and resold on Bursa Securities at a higher price with the intention of realising a potential gain without affecting the total issued share capital of the Company. Should any treasury shares be distributed as share dividends, this would serve to reward the shareholders of the Company.

The Proposed Renewal of Share Buy-Back Authority is not expected to have any potential material disadvantage to the Company and its shareholders, and it will be implemented only after due consideration of the financial resources of Sunzen Group and the resultant impact on the shareholders of the Company. The Board, in exercising any decision to buy-back any Sunzen Shares, will be mindful of the interests of the Company and its shareholders.

4. POTENTIAL ADVANTAGES AND DISADVANTAGES OF THE PROPOSED RENEWAL OF SHARE BUY-BACK AUTHORITY

4.1 Potential Advantages

The potential advantages of the Proposed Renewal of Share Buy-Back Authority are as follows:

- (i) It allows the Company to take preventive measures against speculations, particularly when Sunzen Shares are undervalued which would in turn stabilise the market price of Sunzen Shares and hence, enhance investors' confidence;
- (ii) The Proposed Renewal of Share Buy-Back Authority, if implemented, will reduce the Company's share capital which will increase the EPS or the amount of dividend received (all things being equal);
- (iii) If the treasury shares are distributed as dividends by the Company, it may then serve to reward the shareholders of the Company; and
- (iv) If the purchased Sunzen Shares are retained as treasury shares, the Company may increase its financial resources from the resale of treasury shares at higher price than when they were purchased.

4.2 Potential Disadvantages

The potential disadvantages of the Proposed Renewal of Share Buy-Back Authority are as follows:

- (i) It will reduce the financial resources of the Group and may result in the Group foregoing better investment opportunities that may emerge in future; and
- (ii) As the Proposed Renewal of Share Buy-Back Authority can only be made out of retained profits of the Company, it may result in the reduction of distributable reserve available for distribution to shareholders.

Nevertheless, the Proposed Renewal of Share Buy-Back Authority is not expected to have any potential material disadvantage to the Company and the shareholders, as it will be implemented only after careful consideration of the financial resources of the Group and its resultant impact.

5. RETAINED PROFITS AND FUNDING

The maximum amount of funds to be allocated by the Company for the Proposed Renewal of Share Buy-Back Authority shall not exceed the retained profits of the Company based on the latest audited financial statements and/or unaudited financial statements of the Company (where applicable).

Based on the latest audited financial statements of Sunzen as at 30 June 2025, the Company's audited accumulated profit was RM9,405,866. Meanwhile, based on the unaudited financial statements as at 30 September 2025, the Company's unaudited accumulated profit was RM9,770,937.

The funding for the Proposed Renewal of Share Buy-Back Authority will be made from internally generated funds of the Company and/or borrowings. The actual amount of borrowings will depend on the financial resources available at the time of the purchase.

The Proposed Renewal of Share Buy-Back Authority will reduce the cash flow of the Company by an amount equivalent to the purchase price of Sunzen Shares and the actual number of Sunzen Shares bought-back. Therefore, the Company will ensure that sufficient funds are available to effect the Proposed Renewal of Share Buy-Back Authority. There is no restriction on the type of funds which may be utilised for the Proposed Renewal of Share Buy-Back Authority so long as it is backed by an equivalent amount of the retained earnings of the Company.

In the event that the Company decides to utilise bank borrowings to finance the purchase of its own Shares, there will be a decline in its net cash flow to the extent of the interest cost associated with such borrowing, but the Board will ensure that it has sufficient financial capability to repay the bank borrowings and that the bank borrowings will not have a material impact on the cash flow of the Company.

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6. SUBSTANTIAL SHAREHOLDERS' AND DIRECTORS' SHAREHOLDINGS

The table below illustrates the direct and indirect interests of the Directors and Substantial Shareholders of Sunzen as at LPD, assuming that the Proposed Renewal of Share Buy-Back Authority is implemented in full and all the shares so purchased are cancelled under the following scenarios:-

Minimum Scenario: Assuming that none of the 75,066,000 outstanding options are exercised pursuant to the Share Issuance Scheme (“**Outstanding SIS Options**”) and 335,037,259 outstanding warrants 2022/2027 (“**Outstanding Warrants**”) are exercised.

Maximum Scenario: Assuming that all the Outstanding SIS Options and Outstanding Warrants are exercised.

6.1 Minimum Scenario

(a) Directors' Shareholdings

Directors	Existing Shareholding as at LPD				After Proposed Renewal of Share Buy-Back Authority implemented in full			
	Direct		Indirect		Direct		Indirect	
	No. of Shares	%*	No. of Shares	%*	No. of Shares	%@	No. of Shares	%@
Teo Yek Ming	112,802,808	14.68	1,426,000 [^]	0.19 [^]	112,802,808	15.40	1,426,000 [^]	0.19 [^]
Ching Chee Pun	4,121,212	0.54	-	-	4,121,212	0.56	-	-
Aida Lim Binti Abdullah	-	-	-	-	-	-	-	-
Khoo Kien Hoe	-	-	-	-	-	-	-	-
Poo Long Yii	83,000	0.01	-	-	83,000	0.01	-	-
Lee Yew Weng	-	-	-	-	-	-	-	-

(b) Substantial Shareholders' Shareholdings

Substantial Shareholders	Existing Shareholding as at LPD				After Proposed Renewal of Share Buy-Back Authority implemented in full			
	Direct		Indirect		Direct		Indirect	
	No. of Shares	%*	No. of Shares	%*	No. of Shares	%@	No. of Shares	%@
Teo Yek Ming	112,802,808	14.68	1,426,000	0.19	112,802,808	15.40	1,426,000	0.19

Note:

* Based on 768,158,303 Shares (excluding 45,766,800 treasury shares) as at LPD.

@ Based on 732,532,593 Shares (excluding 81,392,510 Shares to be purchased pursuant to the Proposed Renewal of Share Buy-Back Authority).

[^] Deemed interested pursuant to Section 8 of the Act.

6.2 Maximum Scenario

(a) Directors' Shareholdings

Directors	Existing Shareholding as at LPD				(I) After full exercise of Outstanding SIS Options and Outstanding Warrants				(II) After (I) and Proposed Renewal of Share Buy- Back Authority Implemented in full			
	Direct		Indirect		Direct		Indirect		Direct		Indirect	
	No. of Shares	%*	No. of Shares	%*	No. of Shares	%**	No. of Shares	%**	No. of Shares	%@	No. of Shares	%@
Teo Yek Ming	112,802,808	14.68	1,426,000 [^]	0.19 [^]	228,182,561	19.37	1,839,000 [^]	0.16 [^]	228,182,561	20.71	1,839,000 [^]	0.17 [^]
Ching Chee Pun	4,121,212	0.54	-	-	14,181,818	1.20	-	0.00	14,181,818	1.29	-	0.00
Aida Lim Binti Abdullah	-	-	-	-	-	0.00	-	0.00	-	0.00	-	0.00
Khoo Kien Hoe	-	-	-	-	3,000,000	0.25	-	0.00	3,000,000	0.27	-	0.00
Poo Long Yui	83,000	0.01	-	-	83,000	0.01	-	0.00	83,000	0.01	-	0.00
Lee Yew Weng	-	-	-	-	2,000,000	0.17	-	0.00	2,000,000	0.18	-	0.00

(b) Substantial Shareholders' Shareholdings

Substantial Shareholders	Existing Shareholding as at LPD				(I) After full exercise of Outstanding SIS Options and Outstanding Warrants				(II) After (I) and Proposed Renewal of Share Buy- Back Authority Implemented in full			
	Direct		Indirect		Direct		Direct		Indirect		Direct	
	No. of Shares	%*	No. of Shares	%*	No. of Shares	%**	No. of Shares	%**	No. of Shares	%@	No. of Shares	%@
Teo Yek Ming	112,802,808	14.68	1,426,000 [^]	0.19 [^]	228,182,561	19.37	1,839,000 [^]	0.16 [^]	228,182,561	20.71	1,839,000 [^]	0.17 [^]

Note:

* Based on 768,158,303 Shares (excluding 45,766,800 treasury shares) as at LPD.

** Based on 1,178,261,562 Shares (excluding 45,766,800 treasury shares).

@ Based on 1,101,625,526 Shares (excluding 122,402,836 Shares to be purchased pursuant to the Proposed Renewal of Share Buy-Back Authority).

[^] Deemed interested pursuant to Section 8 of the Act.

7. PUBLIC SHAREHOLDING SPREAD

The Board is mindful of the requirement that the Proposed Renewal of Share Buy-back Authority must not result in the number of Sunzen Shares which are in the hands of the public falling below 25% of the total number of listed shares (excluding treasury shares) of Sunzen. The public shareholding spread of the Company as at LPD was 84.07%.

The public shareholding spread of the Company is expected to be reduced to 83.29% assuming the Proposed Renewal of Share Buy-back Authority is implemented in full and none of the Outstanding SIS Options and Outstanding Warrants are exercised into new Shares. The purchased Sunzen Shares are assumed to be purchased from the public shareholders and the number of Sunzen Shares held by the Directors and Substantial Shareholders of Sunzen and/or persons connected to them remain unchanged.

The Board will ensure that the share buy-back exercise of the Company be implemented in such a manner so as not to breach Rule 12.14 of the Listing Requirements, which states that a listed company must not purchase its own shares on Bursa Securities if the purchase(s) will result in the listed company being in breach of Rule 8.02(1) of Listing Requirements.

8. FINANCIAL EFFECTS OF THE PROPOSED RENEWAL OF SHARE BUY-BACK AUTHORITY

The effects of the Proposed Renewal of Share Buy-Back Authority are presented below based on the assumption that the Proposed Renewal of Share Buy-Back Authority is implemented in full.

8.1 Share Capital

The effects of the Proposed Renewal of Share Buy-Back Authority on the share capital of the Company will depend on whether the purchased Sunzen Shares are cancelled or retained as treasury shares. However, there will be no impact on the total number of issued shares of the Company if the purchased Sunzen Shares are retained as treasury shares, resold or distributed as share dividends to shareholders.

In the event that all the purchased Shares are cancelled and on the assumption that the Proposed Renewal of Share Buy-Back Authority is implemented in full, the effects of the Proposed Renewal of Share Buy-Back Authority on the number of issued shares of Sunzen as at the LPD are as below:-

Minimum Scenario: Assuming that none of the Outstanding SIS Options and Outstanding Warrants are exercised into new Shares.

Maximum Scenario: Assuming all the Outstanding SIS Options and Outstanding Warrants are exercised into new Shares.

	<u>Minimum Scenario</u>	<u>Maximum Scenario</u>
Total number of Issued shares as at LPD	813,925,103	813,925,103
Upon full exercise of all Outstanding SIS Options	-	75,066,000
Upon full exercise of all Outstanding Warrants	-	335,037,259
	813,925,103	1,224,028,362
Less: Shares purchased amounting to 10% of the total number of issued shares pursuant to the Proposed Renewal of Share Buy-Back Authority	(81,392,510)	(122,402,836)
Resultant share capital	732,532,593	1,101,625,526

8.2 Net Assets (“NA”)

The effect of the Proposed Renewal of Share Buy-Back Authority on the consolidated NA of Sunzen Group will depend on the purchase price of the Sunzen Shares, the number of Sunzen Shares purchased, the effective funding cost of Sunzen Group to finance the share buy-back, if any, or loss in interest income to the Company due to opportunity forgone, and whether the purchased Sunzen Shares are cancelled, retained as treasury shares, resold on Bursa Securities or distributed as share dividends to shareholders.

Assuming all the purchased Sunzen Shares are cancelled, the Proposed Renewal of Share Buy-Back Authority would reduce the NA per share of Sunzen Group if the purchase price of each purchased Sunzen Share exceeds the NA per share at the relevant point in time, and vice versa.

The NA of Sunzen Group would decrease if the purchased Sunzen Shares are retained as treasury shares due to the requirement for treasury shares to be carried at cost and to be offset against equity, resulting in a decrease in the NA of Sunzen Group.

If the treasury shares are resold through Bursa Securities, the NA of Sunzen would increase if the Company realises a gain from resale, and vice versa. If the treasury shares are distributed as share dividends, the NA of Sunzen Group would decrease by the cost of the treasury shares.

8.3 Earnings

The effect of the Proposed Renewal of Share Buy-Back Authority on the EPS of Sunzen Group will depend on the purchase price of the Sunzen Shares, the number of Sunzen Shares purchased and the effective funding cost, if any, or any loss in interest income to Sunzen Group due to opportunity forgone.

Assuming that the purchased Sunzen Shares are retained as treasury shares and subsequently resold, the effects on the EPS of the Sunzen Group will depend on the actual selling price, the number of the treasury shares resold, and the effective gain or interest savings arising from the exercise.

8.4 Working Capital

The Proposed Renewal of Share Buy-Back Authority is likely to reduce the working capital of Sunzen, the quantum of which depends on the purchase prices and the number of Sunzen Shares purchased. Nevertheless, the Board is mindful of the interest of Sunzen and its shareholders in undertaking the Proposed Renewal of Share Buy-Back Authority and will assess the working capital needs of Sunzen prior to any purchase of Shares

8.5 Gearing

The effect of the Proposed Renewal of Share Buy-Back Authority on the gearing of the Company will depend on the proportion of borrowings utilised to fund any purchase of shares. Any borrowing utilised to purchase Sunzen Shares may increase the gearing of the Company.

9. IMPLICATIONS OF THE MALAYSIAN CODE ON TAKE-OVERS AND MERGERS, 2016 (“THE CODE”)

As at LPD, the major shareholder, Teo Yek Ming holds approximately 14.68% of the voting shares of Sunzen. In the event that the Proposed Renewal of Share Buy-Back Authority is implemented in full and none of the Outstanding SIS Options and Outstanding Warrants are exercised into new Shares, the shareholding of the said major shareholder will increase to 15.40% assuming the total number of issued shares of Sunzen and that of held by the said major shareholder remain unchanged.

The Board does not anticipate any implication relating to the Code even if the allowed maximum number of Shares is purchased pursuant to the authority granted under the Proposed Renewal of Shares Buy-Back Authority.

In the event the number of Sunzen Shares bought back subsequent to the date of this Statement result in the major shareholder and/or person(s) acting in concert triggering the mandatory general offer for the remaining Sunzen Shares not held by him/them, such major shareholder and/or person(s) acting in concert may consider seeking an exemption from the obligation to undertake a mandatory general offer under the Rules on Take-Overs, Mergers and Compulsory Acquisitions 2016 before a mandatory general offer is triggered. It is the intention of Sunzen to implement the Proposed Renewal of Share Buy-Back Authority in a manner that will not result in any of the shareholders of Sunzen having to undertake a mandatory general offer pursuant to the Code

10. PURCHASE, RESALE, TRANSFER OR CANCELLATION OF SUNZEN SHARES MADE IN THE PREVIOUS TWELVE (12) MONTHS

The details of the purchase in the previous twelve months (12 months) up to the LPD are as follows:

Date	No. of Shares Purchased	Purchase Price (RM)		Average Price Paid (RM)	Total Consideration Paid (RM)
		Lowest	Highest		
28 November 2024	5,000,000	0.315	0.315	0.31500	1,581,197.50
20 January 2025	2,793,800	0.310	0.320	0.31617	887,114.70
22 January 2025	3,706,200	0.325	0.330	0.32567	1,211,981.24
2 April 2025	5,400,000	0.285	0.295	0.29056	1,575,201.78
10 April 2025	1,000,000	0.280	0.280	0.28000	281,204.00
4 August 2025	2,500,000	0.280	0.290	0.28620	718,577.15
29 August 2025	1,300,000	0.270	0.275	0.27004	352,562.48
19 September 2025	2,129,500	0.270	0.270	0.27000	577,437.39

As at LPD, the Company held a total of 45,766,800 treasury shares.

There were no resale, transfer and/or cancellation of treasury shares in the previous twelve (12) months up to LPD.

11. HISTORICAL SHARE PRICES

The monthly highest and lowest prices of Sunzen Shares as traded on Bursa Securities for the past 12 months from October 2024 to September 2025 are as follows:-

	High RM	Low RM
2024		
October	0.315	0.315
November	0.315	0.315
December	0.325	0.315
2025		
January	0.315	0.310
February	0.305	0.300
March	0.285	0.285
April	0.265	0.260
May	0.275	0.270
June	0.280	0.270
July	0.290	0.275
August	0.275	0.265
September	0.280	0.275
Last transacted market price of Sunzen Shares on the LPD prior to printing of this Statement.		0.285

(Source: Bursa Malaysia)

12. INTERESTS OF DIRECTORS, MAJOR SHAREHOLDER AND/OR PERSONS CONNECTED TO THEM

Save for the proportionate increase in the percentage shareholdings and/or voting rights of the shareholders of the Company as a consequence of the Proposed Renewal of Share Buy-Back Authority, none of the Directors and/or Major Shareholder of Sunzen and/or persons connected to them, has any interest, direct and indirect, in the Proposed Renewal of Share Buy-Back Authority.

13. DIRECTORS' RECOMMENDATION

The Directors, having considered all aspects of the Proposed Renewal of Share Buy-Back Authority, are of the opinion that the Proposed Renewal of Share Buy-Back Authority is in the best interest of the Company. Accordingly, the Directors recommend that the shareholders of Sunzen vote in favour of the ordinary resolution pertaining to the Proposed Renewal of Share Buy-Back Authority to be tabled at the forthcoming 20th AGM.

14. FURTHER INFORMATION

Shareholders are requested to refer to the APPENDIX I of this Statement for further information.

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FURTHER INFORMATION

1. DIRECTORS' RESPONSIBILITY STATEMENT

This Statement has been seen and approved by the Board of Sunzen who, individually and collectively, accept full responsibility for the accuracy of the information contained in this Statement and confirm that, after making all reasonable enquiries and to the best of their knowledge and belief, there are no other facts the omission of which would make any statement herein misleading.

2. 20TH AGM

The 20th AGM, the notice of which is enclosed in the Annual Report 2025 of the Company, will be held at Kota Permai Golf & Country Club, Permai 2, No.1, Jalan 31/100A, Kota Kemuning, Section 31, 40460 Shah Alam, Selangor Darul Ehsan on Tuesday, 2 December 2025 at 10:30 a.m., for the purpose of considering and, if thought fit, passing with or without modification, the resolution to give effect to the Proposed Renewal of Share Buy-Back Authority.

If you are unable to attend and vote in person at the 20th AGM, you may complete and lodge the Form of Proxy at the Company's registered office at Level 13, Menara 1 Sentrum, 201, Jalan Tun Sambanthan, Brickfields, 50470 Kuala Lumpur or via electronic means at info@sunzengroup.com, not less than 48 hours before the time appointed for the AGM or any adjournment thereof. The lodging of the Form of Proxy will not preclude you from attending the AGM and voting in person should you subsequently wish to do so.

3. DOCUMENTS FOR INSPECTION

Copies of the following documents will be available for inspection at the registered office of the Company at Level 13, Menara 1 Sentrum, 201, Jalan Tun Sambanthan, Brickfields, 50470 Kuala Lumpur, during normal business hours from the date of this Statement to the date of the 20th AGM:-

- (a) Constitution of the Company;
- (b) Audited financial statements of Sunzen for the financial period from 1 January 2023 to 30 June 2024; and
- (c) Audited financial statements of Sunzen for the financial year ended 30 June 2025.

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EXTRACT OF NOTICE OF 20TH AGM

ORDINARY RESOLUTION 6

PROPOSED RENEWAL OF AUTHORITY FOR PURCHASE OF OWN SHARES BY THE COMPANY

“THAT, subject always to the Companies Act 2016 (“the Act”), the Constitution of the Company, the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad (“Bursa Securities”) and all other applicable laws, guidelines, rules and regulations, the Company be and is hereby authorised, to the fullest extent permitted by law, to purchase such amount of ordinary shares in the Company as may be determined by the Directors of the Company from time to time through Bursa Securities upon such terms and conditions as the Directors may deem fit and expedient in the interest of the Company provided that:

- (i) the aggregate number of shares purchased does not exceed ten per centum (10%) of the total number of issued shares of the Company as quoted on Bursa Securities as at the point of purchase; and
- (ii) the maximum fund to be allocated by the Company for the purpose of purchasing the shares shall be backed by an equivalent amount of retained profits of the Company based on the latest audited financial statements and/or the latest management accounts of the Company (where applicable) available at the time of the purchase(s).

(“Proposed Renewal of Share-Buy-back Authority”)

THAT the Directors of the Company be and are hereby authorised, at their discretion, to deal with the shares purchased until all the purchased shares have been dealt with by the Directors in the following manner as may be permitted by the Act, ACE Market Listing Requirements, applicable laws, rules, regulations, guidelines, requirements and/or orders of any relevant authorities for the time being in force:

- (i) To cancel all or part of the shares so purchased;
- (ii) To retain all or part of the shares so purchased in treasury;
- (iii) To distribute all or part of the treasury shares as dividends to the shareholders of the Company;
- (iv) To resell all or part of the treasury shares;
- (v) To transfer the shares or any of shares for the purposed of or under an employees’ share scheme established by the Company; or
- (vi) To transfer all or part of the treasury shares as purchase consideration; or
- (vii) To deal with the treasury shares in the manners as allowed by the Act, Listing Requirements, applicable laws, rules, regulations, guidelines, requirements and/or orders of any relevant authorities for the time being in force.

THAT the authority conferred by this resolution will commence after the passing of this ordinary resolution and will continue to be in force until:

- (i) the conclusion of the next Annual General Meeting (“AGM”) at which time it shall lapse unless by ordinary resolution passed at the meeting, the authority is renewed, either unconditionally or subject to conditions; or
- (ii) the expiration of the period within which the next AGM after that date is required by law to be held; or
- (iii) revoked or varied by ordinary resolution passed by the shareholders of the Company in a general meeting;

whichever occurs first.

AND THAT authority be and are hereby given unconditionally and generally to the Directors of the Company to take all such steps as are necessary or expedient (including without limitation, the opening and maintaining of central depository account(s) under the Securities Industry (Central Depositories) Act 1991, and the entering into all other agreements, arrangements and guarantee with any party or parties) to implement, finalise and give full effect to the Proposed Renewal of Share-Buy-back Authority with full powers to assent to any conditions, modifications, revaluations, variations and/or amendments (if any) as may be imposed by the relevant authorities.”