WTK

W T K HOLDINGS BERHAD

[197001000863 (10141-M)]
(Incorporated in Malaysia)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the Fifty-Fourth Annual General Meeting ("54th AGM") of W T K Holdings Berhad ("the Company") will be held at Rafflesia Room, Level 1, RH Hotel, Jalan Kampung Nyabor, 96000 Sibu, Sarawak on Wednesday, 24 June 2026 at 10.00 a.m. or at any adjournment thereof, for the following business:-

AGENDA

As Ordinary Business

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.
   Refer to Explanatory Note 1
2. To approve the declaration of a final single-tier dividend of 1.50 sen net per share in respect of the financial year ended 31 December 2025. **Resolution 1**
3. To approve the payment of Directors' fees amounting to RM572,000 for the financial year ended 31 December 2025. **Resolution 2**
   Refer to Explanatory Note 2
4. To approve the payment of Directors' benefits up to RM100,000 for the financial period from 1 July 2026 to 30 June 2027. **Resolution 3**
   Refer to Explanatory Note 3
5. To re-elect Dato' Sri Patrick Wong Haw Yeong who retires by rotation in accordance with Clause 76(3) of the Company's Constitution. **Resolution 4**
   Refer to Explanatory Note 4
6. To re-elect Mr. Lai Soon Ong who retires in accordance with Clause 78 of the Company's Constitution. **Resolution 5**
   Refer to Explanatory Note 4
7. To re-elect Madam Tan Yen Lin who retires in accordance with Clause 78 of the Company's Constitution. **Resolution 6**
   Refer to Explanatory Note 4
8. To re-appoint Deloitte Malaysia PLT (formerly known as Deloitte PLT) as Auditors of the Company and to authorise the Directors to fix their remuneration. **Resolution 7**

As Special Business

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

9. **Ordinary Resolution** **Resolution 8**

   Authority to issue shares pursuant to Sections 75 and 76 of the Companies Act 2016

   "**THAT** pursuant to Sections 75 and 76 of the Companies Act 2016, authority be and is hereby given to the Directors to issue shares in the capital of the Company from time to time at such price upon such terms and conditions for such purposes and to such person or persons whomsoever as the Directors may in their absolute discretion deem fit provided that the aggregate number of shares to be 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, subject to the Companies Act 2016, the Constitution of the Company and the approval from Bursa Malaysia Securities Berhad and other relevant authorities where such approval is necessary **AND THAT** such authority shall continue to be in force until:-

   (i) the conclusion of the next Annual General Meeting of the Company; or

   (ii) at the expiry of the period within which the next Annual General Meeting is required by law to be held,

   whichever is the earlier,"

10. **Ordinary Resolution** **Resolution 9**

    Proposed Renewal of Share Buy-Back Mandate

    "**THAT** subject to the Companies Act 2016, the Company's Constitution and all applicable laws, regulations and guidelines, and the approval of the relevant authorities, a renewal of mandate be and is hereby granted to the Company to purchase and hold such amount of ordinary shares ("Shares") in the Company as may be determined by the Directors of the Company from time to time through Bursa Malaysia Securities Berhad upon such terms and conditions as the Directors may deem fit in the interest of the Company provided that the aggregate number of Shares purchased and held as treasury shares does not exceed ten per centum (10%) of the total number of issued shares of the Company at any given point in time ("Proposed Purchases") and that the amount to be utilised for the Proposed Purchases, which will be financed via internally-generated funds of the Group will not exceed the retained earnings of the Company. The audited retained earnings of the Company as of 31 December 2025 was RM327,655,000;

    AND THAT the Shares of the Company to be purchased will not be cancelled and are proposed to be retained as treasury shares or distributed as dividends or re-sold on the Bursa Malaysia Securities Berhad **AND THAT** the Directors of the Company be and are hereby empowered generally to do all acts and things to give effect to the Proposed Purchases **AND FURTHER THAT** such authority shall commence immediately upon the passing of this ordinary resolution until:-

    (i) the conclusion of the next Annual General Meeting of the Company, at which time the authority shall lapse unless by resolution passed at the general meeting, the authority is renewed, either unconditionally or subject to conditions; or

    (ii) the expiration of the period within which the next Annual General Meeting of the Company is required by law to be held; or

    (iii) revoked or varied by resolution passed by the shareholders of the Company in a general meeting,

    whichever is the earlier and, in any event, in accordance with the provisions of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad or any other relevant authorities."

11. **Ordinary Resolution** **Resolution 10**

    Proposed Renewal of Shareholders' Mandate and New Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature

    "**THAT** subject to the provisions of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, approval be and is hereby given for the Company and its subsidiary companies, to enter into recurrent related party transactions of a revenue or trading nature with the related parties as specified in Section 2.4 of Part B of the Circular to Shareholders dated 28 April 2026 which are necessary for the day-to-day operations and/or in the ordinary course of business of the Company and its subsidiary companies on terms not more favourable to the related parties than those generally available to the public and are not detrimental to the minority shareholders of the Company **AND THAT** such approval shall continue to be in force until:-

    (i) the conclusion of the next Annual General Meeting of the Company, at which time it will lapse, unless by a resolution passed at the general meeting, the authority is renewed; or

    (ii) the expiration of the period within which the next Annual General Meeting of the Company after that date is required to be held pursuant to Section 340(2) of the Companies Act 2016 (but shall not extend to such extension as may be allowed pursuant to Section 340(4) of the Companies Act 2016); or

    (iii) revoked or varied by a resolution passed by the shareholders of the Company in a general meeting,

    whichever is the earlier;

    AND FURTHER THAT authority be and is hereby given to the Directors of the Company to complete and do all such acts and things (including executing such documents as may be required) to give effect to such transactions as authorised by this Ordinary Resolution."

12. To transact any other business of which due notice shall have been given in accordance with the Companies Act of 2016 and the Company's Constitution.

BY ORDER OF THE BOARD

JOCELYN LAU KEE KEE
SSM PC No. 202508000449
MIA 43578
Company Secretary

Sibu
28 April 2026

Notes:

1. The 54th AGM of the Company will be held at Rafflesia Room, Level 1, Jalan Kampung Nyabor, 96000 Sibu, Sarawak on Wednesday, 24 June 2026 at 10.00 a.m. or at any adjournment thereat.
2. Only depositors whose names appear in the Record of Depositors as at 16 June 2026 shall be regarded as members and entitled to participate and vote at the 54th AGM.
3. A member entitled to participate and vote at the 54th AGM is entitled to appoint proxy(ies) to participate and vote in his stead. Where a member appoints more than one (1) proxy, the appointment shall be invalid unless he specifies the proportion of his shareholding to be represented by each proxy. A proxy may but need not be a member of the Company. A proxy appointed to participate and vote at the 54th AGM shall have the same right as the member to speak at the 54th AGM.
4. Where a member of the Company is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991 ("SICDA"), 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.
5. 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 is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds. An exempt authorised nominee refers to an authorised nominee defined under the SICDA which is exempted from compliance with the provisions of subsection 25A(1) of the SICDA.
6. The instrument appointing a proxy shall be in writing under the hand of the appointer or of his attorney duly authorised in writing or if such appointer is a corporation under its common seal or the hand of its attorney.
7. The instrument appointing a proxy must be deposited in a hard copy form at the office of Tricor Investor & Issuing House Services Sdn. Bhd. at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia not less than 48 hours before the time appointed for holding the 54th AGM or at any adjournment thereat.
8. Completed instrument appointing a proxy sent through facsimile transmission shall not be accepted.

Explanatory Notes on Ordinary Business

1. The audited financial statements for the financial year ended 31 December 2025 together with the Reports of the Directors and Auditors thereon, are laid in accordance with Section 340(1)(a) of the Companies Act 2016 for discussion only and do not require shareholders' approval. Hence, this item will not be put forward to the shareholders for voting.
2. The proposed Ordinary Resolution 2 is to seek shareholders' approval on payment of Directors' fees amounting to RM572,000 for the financial year ended 31 December 2025, details as follows:-

Directors	Amount (RM)
Tan Sri Datuk Seri Panglima Sulong Bin Matjeraie	132,000
Y.A.M. Tengku Sulaiman Shah Al-Haj Ibni Almarhum Sultan Salahuddin Abdul Aziz Shah Al-Haj	96,000
Dr. Loh Leong Hua	108,000
Ms. Law Ngi Ping	108,000
Datin Sri Annie Wong Haw Bing *	68,000
Madam Tan Yen Lin	36,000
Mr. Lim Hong Hin *	24,000

* The Directors' fees include fees payable to the directors who serves on the board of subsidiary companies within the Group.

3. The proposed Ordinary Resolution 3 is to seek shareholders' approval on payment of Directors' benefits for the financial period from 1 July 2026 to 30 June 2027. The Directors' benefits comprise meeting allowance payable by W T K Holdings Berhad to its members of the Board of Directors.
4. In accordance with Clause 76(3) of the Company's Constitution, Dato' Sri Patrick Wong Haw Yeong and Mr. Lim Hong Hin are due to retire by rotation at the forthcoming 54th AGM. Dato' Sri Patrick Wong Haw Yeong, being eligible, has offered himself for re-election at the 54th AGM.

   Mr. Lim Hong Hin, being eligible, has expressed his intention not to seek re-election at the 54th AGM of the Company. Hence, he will retain office until the conclusion of the 54th AGM.

   In accordance with Clause 78 of the Company's Constitution, Mr. Lai Soon Ong and Madam Tan Yen Lin are due to retire at the forthcoming 54th AGM. Mr. Lai Soon Ong and Madam Tan Yen Lin, being eligible, have offered themselves for re-election at the 54th AGM.

   Pursuant to Malaysian Code on Corporate Governance 2021, the profiles of the Directors who are standing for re-election as per Agenda items are as set out in the Directors' Profile of the Annual Report 2025.

   The Board of Directors based on the Board and individual Director assessment, and the recommendation of Nomination Committee, supports the re-election of Dato' Sri Patrick Wong Haw Yeong, Mr. Lai Soon Ong and Madam Tan Yen Lin as directors of the Company based on the following justifications:-

   (i) They have the relevant experiences, skills, industry knowledge, expertise and competence to effectively discharge their roles and responsibilities.

   (ii) They have devoted sufficient time, commitment and attention to the Company.

   (iii) They have exercised their due care and effectively carried out their duties proficiently and independently during their tenure as Directors of the Company.

   All the retiring Directors have abstained from deliberation and voting in relation to their respective re-election at the Nomination Committee and Board of Directors' meetings.

Explanatory Notes on Special Business

(a) The proposed Ordinary Resolution 8, if passed, will give authority to the Directors of the Company to issue shares in the Company up to an amount not exceeding 10% of the total number of issued shares of the Company for such purposes as the Directors consider would be in the interest of the Company. This authority will expire at the conclusion of the next Annual General Meeting of the Company.

As at the date of this Notice, no new shares in the Company were issued pursuant to the mandate granted to the Directors at the 53rd Annual General Meeting.

The renewal of mandate pursuant to Sections 75 and 76 of the Companies Act 2016 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, which the Directors deem necessary and feasible.

As at the date of the Notice, there is no decision to issue new shares. Should there be a decision to issue new shares after the general mandate is sought, the Company will make an announcement in respect thereof.

(b) The proposed Ordinary Resolution 9, if passed, will give the Directors of the Company the continuing authority to purchase the Company's own shares up to an amount not exceeding 10% of the total number of issued shares of the Company at any point in time upon such terms and conditions as the Directors may deem fit in the interest of the Company. This authority, unless revoked or varied at a general meeting, will expire at the next Annual General Meeting of the Company.

The details of the proposed Ordinary Resolution 9 are contained in Part A of the Statement/Circular to Shareholders dated 28 April 2026.

(c) The proposed Ordinary Resolution 10, if passed, will allow the Company and its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature in compliance with Paragraph 10.09, Part E of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad. The mandate, unless revoked or varied at a general meeting, will expire at the conclusion of the next Annual General Meeting of the Company.

The details of the proposed Ordinary Resolution 10 are contained in Part B of the Statement/Circular to Shareholders dated 28 April 2026.