

Circular/Notice to Shareholders

ADVANCECON HOLDINGS BERHAD

Subject CIRCULAR TO SHAREHOLDERS IN RELATION TO (I) PROPOSED SHAREHOLDERS' RATIFICATION FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE; AND (II) PROPOSED SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE

Please refer attachment below.

Attachments

[Advancecon - Circular to Shareholders RRPTs.pdf](#)
708.2 kB

Announcement Info	
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Stock Name	ADVCON
Date Announced	07 Nov 2025
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THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

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

Bursa Malaysia Securities Berhad ("Bursa Securities") has only perused the content of the Circular on a limited review basis pursuant to Practice Note 18 of the Main Market Listing Requirements ("MMLR") of Bursa Securities.

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ADVANCECON

ADVANCECON HOLDINGS BERHAD

[Registration No. 199701011469 (426965-M)]

(Incorporated in Malaysia)

CIRCULAR TO SHAREHOLDERS IN RELATION TO

- I. PROPOSED SHAREHOLDERS' RATIFICATION FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE ("PROPOSED SHAREHOLDERS' RATIFICATION")**
- II. PROPOSED SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE ("PROPOSED SHAREHOLDERS' MANDATE")**

AND

NOTICE OF EXTRAORDINARY GENERAL MEETING

Notice of the Extraordinary General Meeting ("EGM") will be held at Ballroom V, Main Wing, Tropicana Golf & Country Resort, Jalan Kelab Tropicana, 47410 Petaling Jaya, Selangor Darul Ehsan on Tuesday, 25 November 2025 at 10.00 a.m. together with the Proxy Form are enclosed in the Circular.

A member entitled to attend, participate, speak and vote at the EGM is entitled to appoint a proxy or proxies (not more than 2) to attend, participate, speak and vote on his/ her behalf. In such event, the completed and signed Proxy Form must be deposited at the Poll Administrator's office, 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 or its Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, or alternatively to lodge the proxy appointment electronically via Vistra Share Registry and IPO (MY) portal at <https://srmy.vistra.com> not less than 48 hours before the time appointed for holding the EGM or at any adjournment thereof. The lodging of the Proxy Form shall not preclude you from attending, participating, speaking and voting at the EGM should you subsequently wish to do so.

Last day and time for lodging the : Sunday, 23 November 2025 at 10.00 a.m.
Proxy Form

Date and time of EGM : Tuesday, 25 November 2025 at 10.00 a.m.

This Circular is dated 7 November 2025

DEFINITIONS

For the purposes of this Circular, except where the context otherwise requires, the following definitions shall apply:

“AASB”	: Astana Armada Sdn Bhd [Registration No. 201401010519 (1086598-T)]
“AC”	: Audit Committee of Advancecon
“Act”	: Companies Act 2016, as may be amended from time to time and any re-enactment thereof
“Advancecon” or “the Company”	: Advancecon Holdings Berhad [Registration No. 199701011469 (426965-M)]
“Advancecon Group” or “the Group”	: Advancecon and its subsidiary companies, collectively
“Advancecon Share(s)” or “Share(s)”	: Ordinary share(s) in Advancecon
“AGM”	: Annual General Meeting
“Board”	: Board of Directors of Advancecon
“Bursa Securities”	: Bursa Malaysia Securities Berhad [Registration No. 200301033577 (635998-W)]
“Circular”	: Circular dated 7 November 2025 in relation to the Proposed Shareholders’ Ratification and Proposed Shareholders’ Mandate
“Director”	: Shall have the same meaning given in Section 2(1) of the Capital Markets and Services Act 2007 and includes any person who is or was within the preceding six (6) months of the date on which the terms of the transaction were agreed upon, a director or a chief executive of Advancecon or any other company which is a subsidiary of Advancecon or a holding company of Advancecon
“EGM”	: Extraordinary General Meeting
“FHHSB”	: Fook Hua Holdings Sdn Bhd [Registration No. 199601017339 (389690-P)]
“FYE”	: Financial year ended/ending 31 December, as the case may be
“Interested Director”	: Director who is deemed to be a Related Party and is interested in the Proposed Shareholders’ Ratification and/or Proposed Shareholders’ Mandate
“Interested Major Shareholder”	: Major Shareholder who is deemed to be a Related Party and is interested in the Proposed Shareholders’ Ratification and/or Proposed Shareholders’ Mandate

DEFINITIONS (CONT'D)

- “Interested Person(s) Connected” : In relation to a Director or a Major Shareholder, shall have the meaning given in Paragraph 1.01, Chapter 1 of the Listing Requirements
- “Listing Requirements” : Main Market Listing Requirements of Bursa Securities, including any amendments thereto that may be made from time to time
- “LPD” : 15 October 2025, being the latest practicable date prior to the printing of this Circular
- “Major Shareholder” : A person who has an interest(s) in voting share(s) in the Company and the number or aggregate number of those shares is:
- (a) 10.0% or more of the total number of voting shares in the Company; or
 - (b) 5.0% or more of the total number of voting shares in the Company where such person is the largest shareholder of the Company;
- and shall include any person who is or was within the preceding six (6) months of the date on which the terms of the transaction was agreed upon, a major shareholder of Advancecon, its subsidiary or holding company.
- For the purpose of this definition, “interest in shares” shall have the same meaning given in Section 8 of the Act
- “Persons Connected” : A person connected in relation to a Director or Major Shareholder (referred to as “said Person”) means such person who falls under any one of the following categories:
- a) a family member of the said Person which shall include the spouse, parent, child (including adopted child and stepchild), brother, sister, and the spouse of the child (including adopted child and stepchild), brother or sister;
 - b) a trustee of a trust (other than a trustee for a share scheme for employees or pension scheme) under which the said Person, or a family member of the said Person, is the sole beneficiary;
 - c) a partner of the said Person;
 - d) a person, or where the person is a body corporate, the body corporate or its directors, who is/are accustomed or under an obligation, whether formal or informal, to act in accordance with the directions, instructions or wishes of the said Person;
 - e) a person, or where the person is a body corporate, the body corporate or its directors, in accordance with whose directions, instructions or wishes the said Person is accustomed or is under an obligation, whether formal or informal, to act;
 - f) a body corporate in which the said Person, or persons connected with the said Person are entitled to exercise, or control the exercise of, not less than 20% of the votes attached to voting shares in the body corporate; or
 - g) a body corporate which is a related corporation of the said Person.

DEFINITIONS (CONT'D)

“Proposed Shareholders’ Ratification”	: Proposed shareholders’ ratification from the shareholders of the Company for the RRPTs entered into by the Group during the Ratification Period
“Proposed Shareholders’ Mandate”	: Proposed shareholders’ mandate for RRPT to be entered into by the Group from the date of the forthcoming EGM until the next AGM
“Ratification Period”	: Period during which the RRPTs were entered into for which the Proposed Shareholders’ Ratification is sought. This period commenced from first exceeded transaction to item 1 of footnote of Section 2.5 of the Circular, being the date on which SERB was consolidated and the transactions entered into were deemed to be recurrent related party transactions, to the date of the forthcoming EGM
“Related Party(ies)”	: Means a Director, Major Shareholder of Advancecon or a person connected with such Director or Major Shareholder
“Related Party Transaction(s)” or “RPT(s)”	: A transaction entered into by the Company or its subsidiaries which involves the interest, direct or indirect, of a Related Party
“Recurrent Related Party Transaction(s)” or “RRPT(s)”	: Related Party Transaction(s) involving recurrent transaction(s) of a revenue or trading nature which is necessary for Advancecon Group’s day-to-day operations and within the ordinary course of business entered into by the Group, which involves the interest, direct or indirect, of Related Party(ies)
“RM” and “sen”	: Ringgit Malaysia and sen, respectively
“SERB”	: Spring Energy Resources Berhad [Registration No. 201401017649 (1093736-V)]
“SESB”	: Spring Energy Sdn Bhd [Registration No. 199701030845 (446344-H)]
“SSSB”	: SE Satu Sdn Bhd [Registration No. 201301028742 (1058572-M)]
“Substantial Shareholder(s)”	: Shall have the meaning given in Section 136 of the Act
“SSPSB”	: SE Satu Pelangi Sdn Bhd [Registration No. 201401023896 (1099982-T)]

All references to “our Company” in this Circular are to Advancecon, references to “our Group” are to our Company and our subsidiaries. All references to “we”, “us”, “our” and “ourselves” are to our Company, or where the context requires, our Group. All references to “you” in this Circular are references to the shareholders of our Company.

Words denoting the singular shall, where applicable, include the plural and vice versa, and words denoting the masculine gender shall, where applicable, include the feminine and/or neuter genders, and vice versa. References to persons shall include corporations.

Any reference to any enactment in this Circular is a reference to that enactment as for the time being amended or re-enacted. Any reference to a time or date in this Circular is a reference to Malaysian time or date, unless otherwise stated. Any discrepancies in the tables between the amounts, actual figures and the totals listed in this Circular are due to rounding.

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ADVANCECON

ADVANCECON HOLDINGS BERHAD

[Registration No. 199701011469 (426965-M)]
(Incorporated in Malaysia)

Registered Office

B-21-1, Level 21, Tower B
Northpoint Mid Valley City
No. 1 Medan Syed Putra Utara
59200 Kuala Lumpur
W.P. Kuala Lumpur
Malaysia

7 November 2025

Board of Directors

Yeoh Chong Keat (*Independent Non-Executive Chairman*)
Dato' Phum Ang Kia (*Executive Director and Group Chief Executive Officer*)
Tung Kai Hung (*Executive Director*)
Mohd Zaky Bin Othman (*Independent Non-Executive Director*)
Jananee Priya A/P Gopal (*Independent Non-Executive Director*)

To: Shareholders of our Company

Dear Sir/ Madam,

PROPOSED SHAREHOLDERS' RATIFICATION AND PROPOSED SHAREHOLDERS' MANDATE

1. INTRODUCTION

On 28 August 2025, the Board announced the Company's intention to seek shareholders' approval for the Proposed Shareholders' Ratification and Proposed Shareholders' Mandate at the forthcoming EGM.

The purpose of this Circular is to provide you with the relevant information of the Proposed Shareholders' Ratification and Proposed Shareholders' Mandate and to seek your approval on the resolutions pertaining to the Proposed Shareholders' Ratification and Proposed Shareholders' Mandate to be tabled at the forthcoming EGM or any adjournment thereof. The notice of EGM and the Proxy Form are enclosed in this Circular.

SHAREHOLDERS ARE ADVISED TO READ AND CONSIDER THE CONTENTS OF THIS CIRCULAR CAREFULLY BEFORE VOTING ON THE RESOLUTIONS PERTAINING TO THE PROPOSED SHAREHOLDERS' RATIFICATION AND PROPOSED SHAREHOLDERS' MANDATE AT THE FORTHCOMING EGM.

2. DETAILS OF THE PROPOSED SHAREHOLDERS' RATIFICATION AND PROPOSED SHAREHOLDERS' MANDATE

2.1 Provision under the Listing Requirements

Pursuant to Paragraph 10.09(2) of the Listing Requirements, a listed corporation may seek a mandate from its shareholders in respect of RRPTs subject to the following:

- (a) the transactions are in the ordinary course of business and are on terms not more favourable to the Related Party(ies) than those generally available to the public;
- (b) the shareholders' mandate is subject to annual renewal and disclosure is made in the annual report of the aggregate value of transactions conducted pursuant to the shareholders' mandate during the financial year where the aggregate value is equal to or more than the prescribed threshold in relation to a listed issuer with a share capital which is more than RM60.0 million::
 - (i) the consideration, value of the assets, capital outlay or costs of the RRPT is RM1.0 million or more; or
 - (ii) the percentage ratio of such RRPT is 1% or more,whichever is the higher.
- (c) the listed corporation's circular to shareholders for the shareholder mandate includes the information as may be prescribed by Bursa Securities. The draft circular must be submitted to Bursa Securities together with a checklist showing compliance with such information;
- (d) in a meeting to obtain shareholders' mandate, the Interested Directors, Interested Major Shareholders or Interested Person Connected with a Director or Major Shareholder; and where it involves the interest of an Interested Person Connected with a director or major shareholder, such Directors or Major Shareholder, must not vote on the resolution to approve the RRPT. An Interested Director or Interested Major Shareholder must ensure that Persons Connected with him abstain from voting on the resolutions approving the RRPT; and
- (e) the listed corporation immediately announces to Bursa Securities when the actual value of a RRPT entered into by the listed issuer, exceeds the estimated value of the RRPT disclosed in the circular by 10% or more and must include the information as may be prescribed by Bursa Securities in its announcement.

Where a shareholder mandate pursuant to Paragraph 10.09(2) of the Listing Requirements has been procured, the provisions of Paragraph 10.08 of the Listing Requirements shall not apply.

The Group has, in the ordinary course of its business, entered into certain RRPTs and is anticipated to continue to enter into such transactions with the Related Parties, the details of which as set out in Section 2.3 below.

These RRPTs which are necessary for the day-to-day operations of Advancecon Group, will be based on normal commercial terms, at arm's length and will be transacted on terms that are not more favourable to the Related Parties than those generally available to the public.

2.2 Validity Periods of the Proposed Shareholders' Ratification and Proposed Shareholders' Mandate

The Proposed Shareholders' Ratification, if approved by the shareholders of the Company at the EGM, will take effect from the first exceeded transaction, being the date on which SERB was consolidated and the transactions entered into were deemed to be recurrent related party transactions, to the date of the forthcoming EGM.

The Proposed Shareholders' Mandate, if approved by the shareholders of the Company at the EGM, will take effect from the date of the forthcoming EGM and shall continue to be in force until:-

- (a) the conclusion of the next AGM of the Company, unless the mandate is renewed by a resolution passed at a general meeting;
- (b) the expiration of the period within which the next AGM of the Company is required to be held pursuant to Section 340(2) of the Act (but must not extend to such extension as may be allowed pursuant to Section 340(4) of the Act); or
- (c) revoked or varied by a resolution passed by the shareholders at a general meeting,

whichever is the earlier.

2.3 Principal activities of Advancecon Group

Advancecon Group is principally involved in provider of earthworks and civil engineering services primarily for infrastructure projects and township developments in Malaysia. Advancecon is primarily engaged in the business of providing management services. The core activities of the subsidiary companies within Advancecon Group are as follows:

Name	Effective equity interest (%)	Principal Activities
Subsidiary companies of Advancecon		
Advancecon Infra Sdn Bhd	100	Providing earthworks and civil engineering services and sales of construction materials.
Advancecon Solar Sdn Bhd	100	Carry on development and/or operation of power generation from renewable energy, solar and other renewable energy projects.
Advancecon Machinery Sdn Bhd	100	Providing earth-moving machineries for hire and transportation agent.
Advancecon Properties Sdn Bhd	100	Property investment.
Advancecon Ventures Sdn Bhd	100	To carry out business of an investment holding company and business related contracting in all types of construction works and other related business.
SERB	51	Investment holding and in contract quarry operation, marketing and selling of quarry products as well as quarry management.

Name	Effective equity interest (%)	Principal Activities
Associate company of Advancecon		
Advancecon (Sarawak) Sdn Bhd	30	Providing earthworks, civil engineering services and other related services.
Subsidiary company of Advancecon Solar Sdn Bhd		
LSS TPG Sdn Bhd	100	To carry on development and/or operation of power generation from renewable energy, solar and other renewable energy projects.
Associate company of Advancecon Solar Sdn Bhd		
Bumi Hebat Sdn Bhd	49	To carry out business of construction and other site preparation services.
Subsidiary company of Advancecon Ventures Sdn Bhd		
CLQ Silvervalley Sdn Bhd	100	To carry out business related to owner of workers' dormitory and/or provision of business related to dormitory accommodation services and other related business.
Advancecon Development Sdn Bhd	100	To carry out business related to property investment, development and construction related business.
Subsidiary companies of SERB		
SESB	100	Quarry operator and contractor in civil engineering works.
SE Premix Sdn Bhd	100	Supply of labour and premix plants for the production and premix products on contract basis.
Semenyih Quarry Sdn Bhd	100	Quarry operator.
SSSB	100	Bauxite mining operations and activities and of a contractor in civil engineering works.
SE Quarry Sdn Bhd	55	Quarry Operator.
Spring Energy Construction Sdn Bhd	100	Business of construction operations and activities.
Spring Energy Mining Sdn Bhd	100	Mining operations and activities.
Bukit Tinggi Infra Sdn Bhd	51	Quarry extraction and trading.
Semenyih Rock Sdn Bhd	60	To carry on business in quarry and trading of products.

Name	Effective equity interest (%)	Principal Activities
Subsidiary company of SSSB		
SE Sinaran Sdn Bhd	80	Provision of port services including forwarding and stevedoring of cargo onto vessels.
Associate company of SPRING ENERGY MINING SDN. BHD.		
SE Endau Sdn Bhd	50	Investment holding

Details of the transactions to be entered into with the Related Parties are set out in Section 2.5 below. Such transactions are entered into on terms which are not more favourable to Related Parties other than those generally available to the public.

2.4 Background of the Proposed Ratification and Details of Related Parties

For shareholders' information, at the EGM held on 26 October 2021, the shareholders of Advancecon approved the acquisition of 260,100,006 ordinary shares in SERB, representing a 51% equity interest, from FHHSB for a total purchase consideration of RM30.40 million ("Acquisition") and diversification of the existing principal activities to include quarry operation and related activities. The purchase consideration was satisfied through a combination of a cash payment of RM15.22 million and the issuance and allotment of 33,000,000 new ordinary shares in Advancecon, valued at RM15.18 million, and the acquisition was completed on 13 December 2021.

SERB is principally engaged in the investment holding and through its subsidiaries, SERB Group is involved in contract quarry operation, marketing and selling of quarry products as well as quarry management. SERB Group commenced operations in 1997 pursuant to the incorporation of SESB in September 1997. SESB was established as a quarry operator specialising in rock crushing operation. At the point of the Acquisition, the Board opined that the Acquisition would allow Advancecon Group to enjoy synergistic benefits within the enlarged Group through the utilisation of quarry products sourced internally from SERB Group for the Group's earthworks and road-based infrastructure construction activities, thereby improving its cost control and thus profit margins for its earthworks and civil engineering services.

The Company proposes to seek a general mandate from shareholders to enter into arrangement or transactions with the below said companies which are necessary for the day-to-day operations of the Group and are based on normal commercial terms not more favourable for the below said company than those available to the public. List of companies are as follows:

a) FHHSB

FHHSB was incorporated on 7 June 1996 in Malaysia under the Companies Act, 1965 as private company limited by shares. FHHSB is principally an investment holding company.

As at the LPD, FHHSB has an issued share capital of RM1,000,040 comprising 1,000,040 shares. The directors of FHHSB are as follows:

No.	Name
1.	Dato' Yap Soon Huat
2.	Yap Yee Huat
3.	Yap Chai Huat
4.	Yap Ho Huat

The shareholders and shareholdings of FHHSB as at the LPD are as follows:

No.	Name	Interest in Ordinary Shares	%
1.	Dato' Yap Soon Huat	225,009	22.5
2.	Yap Yee Huat	225,009	22.5
3.	Yap Chai Huat	225,009	22.5
4.	Yap Ho Huat	225,009	22.5
5.	Oh Ah Ban	100,004	10.0
	Total	1,000,040	100.0

Oh Ah Ban is the mother of Dato' Yap Soon Huat, Yap Yee Huat, Yap Chai Huat and Yap Ho Huat.

b) AASB

AASB was incorporated on 28 March 2014 in Malaysia under the Companies Act, 1965 as private company limited by shares. AASB is principally in contractor for mining works to carry on business of an investment holding company and to carry out trading and wholesale petrol, diesel lubricants and related products.

As at the LPD, AASB has an issued share capital of RM100,000.00 comprising 100,000 shares. The directors of AASB are as follows:

No.	Name
1.	Chan Yew Loong
2.	Yap Wei Fong

The shareholder and shareholding of AASB as at the LPD are as follows:

No.	Name	Interest in Ordinary Shares	%
1.	Yap Wei Fong	100,000	100.0
	Total	100,000	100.0

Yap Wei Fong is the daughter of Dato' Yap Soon Huat.

c) SSPSB

SSPSB was incorporated on 2 July 2014 in Malaysia as a private limited company by shares and principally involved in mining and trading of bauxite ore investment holding real property.

As at LPD, SSPSB's issued share capital is RM10.00 comprising of 10 ordinary shares.

The directors of SSPSB are as follows:

No.	Name
1.	Dato' Yap Soon Huat
2.	Ikhlas bin Kamarudin

The shareholders and shareholdings of SSPSB as at the LPD are as follows:

No.	Name	Interest in Ordinary Shares	%
1.	Fook Hua Holdings Berhad	2	30.0
2.	Citaglobal Berhad	2	30.0
3.	Tengku Ahmad Faisal bin Tg Ibrahim	2	20.0
4.	Al-Sultan Abdullah Ibni Sultan Haji Ahmad Shah	2	20.0
	Total	10	100.0

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2.5 Nature of Recurrent Transactions contemplated under the Proposed Shareholders' Ratification and Proposed Shareholders' Mandate

The Proposed Shareholders' Ratification and Proposed Shareholders' Mandate will apply to the transactions with the following Related Parties:

Transacting Party under Advancecon Group	Related Party	Nature of Transactions [#]	Interested Person Connected	Proposed Shareholders' Ratification		Proposed Shareholders' Mandate
				Actual value transacted from first exceeded transaction ⁽¹⁾ up to the LPD	Estimated value of transactions from LPD up to the forthcoming EGM	Estimate value of transactions from the forthcoming EGM to the next AGM ⁽²⁾
				(RM'000)	(RM'000)	(RM'000)
SESB (Tenant)	FHHSB (Landlord)	Rent building office for office use [^]	Dato' Yap Soon Huat, Yap Yee Huat, Yap Chai Huat and Yap Ho Huat ⁽³⁾	-	-	200
SESB (Purchaser)	AASB (Seller)	Purchase of Bitumen, Grease and Lubricant ⁽⁷⁾	Dato' Yap Soon Huat ⁽⁴⁾	20,204 ⁽⁶⁾	-	19,000
SSSB	SSPSB	Bauxite Mining ⁽⁸⁾	Dato' Yap Soon Huat ⁽⁵⁾	12,416 ⁽⁶⁾	-	-

Notes:

(1) Being the date on which the the aggregate value of transactions between SSSB and SSPSB is computed from the date FHHSB became a shareholder of SSPSB, which resulted in SSPSB being deemed a related party from 28 April 2023.

In respect of transactions between SESB and AASB, the actual value transacted is computed from the date Yap Wei Fong, daughter of Dato' Yap Soon Huat, became a director of AASB, which resulted in AASB being deemed a related party from 26 April 2024.

- (2) The estimated values are calculated based on the historical data and best estimates by the management. Accordingly, the actual value of the transaction may vary from the estimated value disclosed above and subject to changes.
- (3) Dato' Yap Soon Huat, Yap Yee Huat, Yap Chai Huat and Yap Ho Huat are directors of SERB. They are also deemed interested by virtue of their direct interests in FHHSB, which collectively represent 49.0%, as well as shareholdings held by their mother. Accordingly, they are deemed interested in transactions involving SERB and FHHSB pursuant to Section 8 of the Companies Act 2016.
- (4) Yap Wei Fong, the daughter of Dato' Yap Soon Huat, is the Director and sole shareholder of AASB. She was appointed as a Director of AASB on 26 April 2024 and became the sole shareholder on 4 July 2025. By virtue of this relationship, Dato' Yap Soon Huat is deemed interested in the transactions between SESB and AASB.
- (5) Dato' Yap Soon Huat is a director of SSSB and SSPSB, and also a major shareholder of FHHSB. FHHSB in turn holds 30% direct equity interest in SSPSB, making Dato' Yap Soon Huat deemed interested in transactions between SSSB and SSPSB.
- (6) The percentage ratios of the RRPTs for which shareholders' ratification is being sought, computed in accordance with Paragraph 10.02(g) of the Listing Requirements based on the latest audited consolidated financial statements of the Company for FYE 2024, are 12.63% for RRPTs between SESB and AASB, and 7.76% for RRPTs between SSSB and SSPSB.

For shareholders' information, the percentage ratios 7.76% for RRPTs between SSSB and SSPSB, based on a 12-month rolling period for each financial year, are as follows:

Financial Year	Value of Transactions (RM'000)	Percentage Ratio (%)
FYE 2023	3,997	2.50
FYE 2024	245	0.15
FPE September 2025	8,176	5.11

- (7) The intended use of the products is as follows: bitumen, which will be utilised in asphalt plants for road construction; grease, which will be utilised in heavy machinery and crusher plants; and lubricants, which will be utilised in heavy equipment components, including engines, transmissions, hydraulic pumps, and motors.
- (8) SSSB entered into a bauxite mining works agreement with SSPSB in year 2015, allowing the SSSB to carry out and manage post-production works. Following the ban on bauxite mining in Pahang imposed by the Ministry of Natural Resources and Environment in year 2016, SERB Group has since suspended and terminated all its bauxite mining operations. The Group is then only involved in work which is limited only to selling existing bauxite supply. The Company seeks shareholders' ratification for the past bauxite mining RRPT. No mandate is sought as the mining project has been completed and no further transactions are expected.

#The above transactions are contemplated to comply with Paragraph 10.09(2) of the Listing Requirements, as well as the relevant provisions under Paragraphs 3.1 and 3.2 of Practice Note 12 of the Listing Requirements.

^Description of the Property:

Description	Postal address	Commencement Date of Tenancy	Total areas (square meter)	Built Up areas (square meter)	Rental value (Monthly)	Period of Tenancy	Ownership	Term of Tenancy/ Frequency of rental payment made
Office building	66 Jalan SS22/25, Damansara Jaya, 47400 Petaling Jaya, Selangor Darul Ehsan	1 January 2014	153,285	574,300	RM 13,000	2 years + 1 year option	From 1 January 2022 Fook Hua Holdings Sdn Bhd From 01 March 2024 onwards: 1) Tan Ah Kow @ Tan Chee Lin 2) Tan Wei Meann Magdalene	Monthly
Office building	76 Jalan SS22/25, Damansara Jaya, 47400 Petaling Jaya, Selangor Darul Ehsan	1 July 2008	153,285	500,840	RM 13,000	3 years + 3 years option	From 1 January 2022 Fook Hua Holdings Sdn Bhd From 1 January 2024 onwards: 1) Tan Kim Leng 2) Yap Suen Cheng 3) Yap Suen Sheng 4) Yap Suan Siong	Monthly
Office building	No. B-112 (Ground 1st, 2nd & 3rd Floors) and No. B-114 (2nd & 3rd Floors) Lorong IM 8/33, Bandar Indera Mahkota, 25200, Kuantan, Pahang	1 January 2016	345,000	1,120,000	RM 5,000	3 years + 3 years option	Fook Hua Holdings Sdn Bhd	Monthly

2.6 Amount due and owing by the Related Parties pursuant to the RRPTs

As at LDP, there is no amount due or owing to the Group by the Mandated Related Party which exceeds the credit terms. As such, the disclosures as required under Paragraphs 16A and 16B in Annexure PN12-A of the Listing Requirements are not applicable.

2.7 Review Methods or Procedures for the RRPTs

The Group had established the procedures to track and ensure that RRPTs are undertaken on an arm's length basis, at transaction prices and on normal commercial terms that are not more favourable to the Related Party(ies) than those generally available to the public, and are not to the detriment of the Company's minority shareholders.

The review and disclosure procedures are as follows:

(a) Identification

- (i) A list of the Related Parties will be circulated to all heads of department within the Group to notify that all transactions with the Related Parties are required to be undertaken on an arm's length basis, under normal commercial terms consistent with the Group's business practices and policies and on terms not more favourable to the Related Party(ies) than those generally available to the public and, are not to the detriment of the minority shareholders of the Group.
- (ii) All companies within the Group are required to inform the General Manager – Finance and Corporate Service Department before entering into any RRPTs other than those entered into pursuant to the Proposed Shareholders' Ratification and Proposed Shareholders' Mandate. In addition, all heads of department are advised to report to the General Manager – Finance and Corporate Service Department all transactions involving Related Parties who will monitor and report to the AC for review on a quarterly basis.

(b) Authorisation

- (i) The pricing methods and procedures of the transactions are to be determined by market forces, under similar commercial terms for transactions with third parties, that depend on the demand and supply, quality and the availability of the products.
- (ii) All types of RRPTs are carried out at arm's length and under the Group's normal commercial terms and are not more favourable to the Related Parties than those generally available to the public and are not to the detriment of the minority shareholders of the Group.
- (iii) The Related Parties and Directors who are deemed interested have been advised of their responsibilities and obligations under the relevant Listing Requirements of Bursa Securities, the Group's policy and procedures for RRPTs.
- (iv) Any Director within the Group has any interest (direct or indirect), in the RRPT, he/she shall:
 - a) declare his/her interest in the RRPT and abstain from any deliberation an decision making by the AC or the Board within the Group in respect of such RRPT and continue to abstain from voting on the resolution approving the transactions; and
 - b) Undertake that he/she will ensure that persons connected with him/her abstain from voting on the resolution deliberating or approving the proposal at the general meeting

- (v) Where a transaction is valued at RM500,000 or less, it will be reviewed and approved by two Executive Directors from the Company who have been identified for this purpose and who shall have no interest in the transaction. Where a transaction is valued at more than RM500,000, it will be reviewed and subject to approval by the Board. The RRPT which is RM1.0 million and above or 1.0% of any percentage ratios shall be reviewed and approved by the AC and the Board before the transaction is entered into. Any member of the AC may, as he/she deems fit, request for additional information pertaining to the transaction from independent sources or advisers, including obtaining of valuation from professional valuers or advisers.
- (vi) Wherever practicable and/or feasible, at least two (2) other contemporaneous transactions with unrelated third parties for similar products/services and/or quantities will be used as comparison wherever possible, to determine whether the price and terms offered to/by the Related Parties are fair and reasonable and comparable to those offered to/by other unrelated third parties for the same or substantial similar type of products/services and/or quantities. In the event that quotations or comparative pricing from unrelated third parties cannot be obtained for the proposed transactions, the Management will rely on the usual business norms and practices taking into account the efficiency, quality and type of support services to be provided to ensure that the RRPTs are not detrimental to the Group.
- (vii) The Company may seek a mandate from its shareholders for the RRPTs subject to the following: -
- the transactions are entered into in the ordinary course of business and are on terms not more favorable to the Related Party than those generally available to the public;
 - the shareholders' mandate is subject to annual renewal and disclosure is made in the annual report of the aggregate value of transactions conducted pursuant to the shareholders' mandate during the financial year where the aggregate value is equal to or more than prescribed threshold;
 - the Company's circular to shareholders for the shareholders' mandate includes such information as may be prescribed by Bursa Securities. The draft circular must be submitted to Bursa Securities together with a compliance checklist;
 - at the general meeting to obtain the shareholders' mandate, the interested related party must abstain from voting on the resolution approving the RRPT. An interested related party must ensure that the persons connected with him abstain from voting on the resolution in respect of RRPT;
 - The Company must immediately announce to Bursa Securities when the actual value of a RRPT, exceeds the estimated value of the RRPT as disclosed in the circular by 10.0% or more and must include such information as may be prescribed by Bursa Securities in its announcement; and
 - Where the Company has procured the shareholders' mandate, the provisions of Paragraph 10.08 of the Listing Requirements on the RPT shall not apply.

(c) Monitoring and Reporting

- (i) A register shall be maintained by the respective companies within the Group to record all RRPTs, which are entered into pursuant to the Proposed Shareholders' Ratification and Proposed Shareholders' Mandate, and update with Corporate Service Department under the Company in every month end. All RRPTs shall be reported to the AC on a quarterly basis together with the quarterly financial reports.
- (ii) The AC will review the RRPTs to ascertain that the guidelines and procedures established to monitor all RRPTs have been complied with.
- (iii) The AC and the Board reserve the right to modify or amend this Policy at any time as it may deem necessary in order to align the policy with Listing Requirements, the Act, the latest Malaysian Code on Corporate Governance and any other applicable laws enforced at the time being.

(d) Identification and Escalation Process upon Identification of RRPTs

- (i) During the review of Advancecon Group's customer list and payment process, the management discovered potential related party transactions and subsequently identified changes in the directors and/or shareholding structures of certain counterparties. Further due diligence confirmed that these counterparties were related to Dato' Yap Soon Huat, a director and major shareholder of SERB, a 51% owned subsidiary of Advancecon.
- (ii) Upon identification, the matter was immediately escalated to the AC and subsequently to the Board for their deliberation. The AC reviewed the findings, verified the related party relationships, and recommended that the transactions be tabled to the Board for ratification and inclusion under the Proposed Shareholders' Mandate. The Board, after due consideration, approved the proposal for shareholders' ratification of the past transactions and to seek shareholders' mandate for future RRPTs at the forthcoming EGM.

3. RATIONALE FOR THE PROPOSED SHAREHOLDERS' RATIFICATION AND PROPOSED SHAREHOLDERS' MANDATE

The Proposed Shareholders' Ratification is being sought to obtain shareholders' approval to ratify RRPTs which have been entered into by the Group in the ordinary course of business during the Ratification Period. The Proposed Shareholders' Ratification will regularise these transactions, ensure compliance with the Listing Requirements, and uphold transparency and accountability to shareholders.

The Proposed Shareholders' Mandate is intended to facilitate the Group's continuing ability to enter into RRPTs which are essential for its day-to-day operations, without the need to make separate announcements to Bursa Securities or convene ad hoc general meetings to seek shareholders' mandate for such RRPTs (where applicable) each time such transactions arise. This will provide flexibility, reduce administrative burden and costs, and allow the Group to focus its resources on its core business activities.

The RRPTs are undertaken in the ordinary course of business and are intended to meet the operational needs of the Group in an efficient manner, allowing the Group to leverage the established expertise, resources and business relationships of the Related Parties.

4. DIRECTORS' AND/OR MAJOR SHAREHOLDERS' INTERESTS AND/OR PERSON CONNECTED WITH THEM

Save as disclosed below, none of the Directors or Major Shareholders of the Company, nor persons connected with them, have any interest, direct or indirect, in the Proposed Shareholders' Ratification and Proposed Shareholders' Mandate.

SERB, a 51% owned subsidiary of the Company, SESB, FHHSB, SSSB and SSPSB are deemed connected to Dato' Yap Soon Huat, Yap Yee Huat, Yap Chai Huat and Yap Ho Huat (collectively referred to as the "Interested Parties") by virtue of their directorships and their direct and indirect shareholdings in the said companies. Accordingly, the Interested Parties are deemed interested in the Proposed Shareholders' Ratification and Proposed Shareholders' Mandate.

In addition, AASB is deemed connected to Dato' Yap Soon Huat by virtue of his daughter's directorship and shareholdings in AASB.

As at the date of this Circular, Dato' Yap Soon Huat holds 10,000 ordinary shares in the Company, while Yap Wei Fong (daughter of Dato' Yap Soon Huat) does not hold any shares, and Yap Yee Huat, Yap Chai Huat and Yap Ho Huat likewise do not have any direct or indirect shareholdings in the Company. None of the aforementioned individuals are Directors of the Company.

The Interested Parties will abstain from voting on the resolutions pertaining to the Proposed Shareholders' Ratification and Proposed Shareholders' Mandate at the forthcoming EGM, in respect of their direct and indirect shareholdings in the Company (if any). They have also undertaken to ensure that persons connected with them will similarly abstain from voting on the said resolutions.

5. EFFECTS OF THE PROPOSED SHAREHOLDERS' RATIFICATION AND PROPOSED SHAREHOLDERS' MANDATE

The Proposed Shareholders' Ratification and Proposed Shareholders' Mandate will not have any adverse material impact on the share capital, shareholdings of the substantial shareholders, net assets or earnings of the Group.

6. DIRECTORS' STATEMENT AND RECOMMENDATION

Having considered all aspects of the Proposed Shareholders' Ratification and Proposed Shareholders' Mandate, our Directors are of the opinion that the RRPTs stated in Section 2.5 of this Circular are in the best interest of the Company and its shareholders and are not to the detriment of the minority shareholders of the Company. Accordingly, they recommend that you vote in favour of the ordinary resolutions pertaining to the Proposed Shareholders' Ratification and Proposed Shareholders' Mandate to be tabled at the forthcoming EGM.

7. STATEMENT OF AC

The AC has seen and reviewed the procedures mentioned in Section 2.7 above and is of the view that the procedures are sufficient to monitor, track and identify RRPTs in a timely and orderly manner, in addition to ensuring that the RRPTs are not more favourable to the Related Party(ies) than those generally available to the public, and are not to the detriment of the Company's minority shareholders. Such procedures are reviewed by the AC on an annual basis, or as and when required.

8. APPROVAL REQUIRED

The Proposed Shareholders' Ratification and Proposed Shareholders' Mandate are subject to the approval of the shareholders of the Company at the forthcoming EGM.

9. EGM

The EGM, the notice of which is enclosed in this Circular, will be held at Ballroom V, Main Wing, Tropicana Golf & Country Resort, Jalan Kelab Tropicana, 47410 Petaling Jaya, Selangor Darul Ehsan on Tuesday, 25 November 2025 at 10.00 a.m. or at any adjournment thereof, for the purpose of considering and if thought fit, passing with or without modification, the resolutions to give effect to the Proposed Shareholders' Ratification and Proposed Shareholders' Mandate.

If you are unable to attend, participate, speak and vote at the EGM, you are entitled to appoint a proxy or proxies (not more than 2) to attend, participate, speak and vote on your behalf. As such, you are requested to complete, sign and return the enclosed Proxy Form in accordance with the instructions contained therein, to be deposited at the Poll Administrator's office, 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 or its Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, or alternatively to lodge the proxy appointment electronically via Vistra Share Registry and IPO (MY) portal at <https://srmy.vistra.com> not less than 48 hours before the time appointed for holding the EGM. The lodging of the Proxy Form shall not preclude you from attending, participating, speaking and voting at the EGM should you subsequently wish to do so.

10. FURTHER INFORMATION

Shareholders are advised to refer to the attached Appendix I of this Circular for further information.

Yours faithfully
For and on behalf of the Board
ADVANCECON HOLDINGS BERHAD

Yeoh Chong Keat
Independent Non-Executive Chairman

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APPENDIX I – FURTHER INFORMATION

1. DIRECTORS' RESPONSIBILITY STATEMENT

This Circular has been reviewed and approved by the Directors of Advancecon who individually and collectively accept full responsibility for the accuracy of the information contained in this Circular 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 or incorrect.

2. MATERIAL CONTRACTS

There are no material contracts (not being contracts entered into in the ordinary course of business) that have been entered into by the Company during the two (2) years immediately preceding the date of this Circular.

3. MATERIAL COMMITMENTS AND CONTINGENT LIABILITIES

Save as disclosed below, as at LPD, the Board is not aware of any material commitments and contingent liabilities incurred or known to be incurred which may have a material impact on the financial position of the Group:

	RM'000
Purchase of property, plant and equipment	<u>25,934</u>

4. MATERIAL LITIGATION, CLAIMS AND ARBITRATION

Save as disclosed below, the Company is not engaged in any material litigation, claims or arbitration either as a plaintiff or defendant, and the Board of Directors is not aware of any proceedings, pending or threatened, against the Company or of any fact likely to give rise to any proceedings which might materially or adversely affect the position or business of the Company:

Zeti Ismrizan Binti Isa & 5 Ors vs. Spring Energy Sdn Bhd

Spring Energy Sdn. Bhd. ("SESB"), a wholly owned subsidiary of Spring Energy Resources Berhad, was served with a Writ of Summons and Statement of Claim on 19 April 2021 by Zeti Ismrizan Binti Isa and five others ("Plaintiffs") under Shah Alam High Court Civil Suit No. BA-23NCVC-24/04/2021. The Plaintiffs allege that SESB carried out road and earthwork construction at Lot 281 & 282, Kampung Bukit Damar without consent, causing damage and decrease in the value to their land, and are claiming RM3.97 million in damages.

SESB filed a Third Party Claim against Persatuan Penduduk Bukit Damar Dengkil and others for indemnity, alleging breach of agreement and misrepresentation of landowners' consent. SESB pursued further applications and subsequently initiated a new suit (BA-22NCVC-99-03/2022) against the Third Parties for breach of contract, deceit, and misrepresentation. Both suits were later consolidated.

After various case managements, appeals, and trials, the Court has rescheduled the oral clarification to 5 January 2026.

Advancecon Infra Sdn Bhd vs China Communications Construction (ECRL) Sdn Bhd

On 19 June 2025, Advancecon Infra Sdn Bhd (AISB), a wholly-owned subsidiary of Advancecon Holdings Berhad, served a Notice of Adjudication ("NOA") pursuant to Sections 7 and 8 of the Construction Industry Payment and Adjudication Act 2012 ("CIPAA") on China Communications Construction (ECRL) Sdn Bhd ("CCC").

AISB commenced adjudication proceedings under CIPAA against CCC in respect of unpaid works under the ECRL1 and ECRL2 contracts, amounting to RM5.05 million and RM10.17 million, respectively. On 7 August 2025, AISB formally issued and served the Adjudication Claim on CCC ("the Respondent") pursuant to Section 9 of CIPAA.

On 6 October 2025, the Adjudicator delivered his decision in favour of AISB for ECRL2, awarding RM7.37 million. The Adjudicator is scheduled to render a decision for ECRL1 on 2 December 2025.

5. DOCUMENTS AVAILABLE FOR INSPECTION

Copies of the following documents are available for inspection by the shareholders of Advancecon at the Registered Office of Advancecon at B-21-1, Level 21, Tower B, Northpoint Mid Valley City, No. 1 Medan Syed Putra Utara, 59200 Kuala Lumpur, W.P. Kuala Lumpur during normal office hours between Monday and Friday (except public holidays) from the date of this Circular up to and including the date of the forthcoming EGM:

- (i) The Constitution of Advancecon; and
- (ii) The audited financial statements of Advancecon Group for the pass two (2) financial year ended 31 December 2023 and 31 December 2024 and the latest unaudited quarterly results for the financial period ended 30 June 2025 since the last audited financial statements.



ADVANCECON HOLDINGS BERHAD

[Registration No. 199701011469 (426965-M)]

(Incorporated in Malaysia)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Extraordinary General Meeting (“**EGM**”) of **ADVANCECON HOLDINGS BERHAD** (“**ADVANCECON**” or the “**Company**”) will be held at Ballroom V, Main Wing, Tropicana Golf & Country Resort, Jalan Kelab Tropicana, 47410 Petaling Jaya, Selangor Darul Ehsan on Tuesday, 25 November 2025 at 10.00 a.m., for the purpose of considering and if thought fit, passing with or without modifications the following resolutions: -

ORDINARY RESOLUTION 1

PROPOSED SHAREHOLDERS’ RATIFICATION FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE (“PROPOSED SHAREHOLDERS’ RATIFICATION”)

“THAT all the recurrent related party transactions of a revenue or trading nature (“**RRPTs**”) entered into by the Company and/or its subsidiaries (“**the Group**”) with the related parties as set out in Section 2.5 of the Circular to Shareholders dated 7 November 2025, from 28 April 2023 up to the date of the forthcoming EGM, which were necessary for the Group’s day-to-day operations, undertaken in the ordinary course of business at arm’s length basis and on normal commercial terms and are not detrimental to the interest of the Company’s minority shareholders, be and are hereby approved, confirmed and ratified.”

ORDINARY RESOLUTION 2

PROPOSED SHAREHOLDERS’ MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE (“PROPOSED SHAREHOLDERS’ MANDATE”)

“THAT pursuant to Paragraph 10.09 of the Main Market Listing Requirements (“**Listing Requirements**”) of Bursa Malaysia Securities Berhad (“**Bursa Securities**”), the Group be and are hereby authorised to enter into any of the RRPTs as set out in Section 2.5 of the Circular to Shareholders dated 7 November 2025, provided that such transactions are:-

- (a) undertaken in the ordinary course of business at arm’s length basis and on normal commercial terms which are not more favourable to the related parties than those generally available to the public;
- (b) necessary for the Group’s day-to-day operations; and
- (c) not to the detriment of the Company’s minority shareholders.

THAT such approval shall continue to be in force until :-

- (a) the conclusion of the next AGM of the Company, unless the mandate is renewed by a resolution passed at a general meeting;
- (b) the expiration of the period within which the next AGM of the Company is required to be held pursuant to Section 340(2) of the Companies Act 2016 (the “**Act**”) (but must not extend to such extension as may be allowed pursuant to Section 340(4) of the Act); or
- (c) revoked or varied by a resolution passed by the shareholders at a general meeting,

whichever is the earlier.

AND THAT the Directors be and are hereby authorised to complete and do all such acts and things (including executing such documents as may be required) to give effect to the transactions contemplated and/or authorised by this Ordinary Resolution.”

By Order of The Board

TAN TONG LANG (MAICSA 7045482/ SSM PC NO. 202208000250)
LOW VEN SIN (MAICSA 7076080/ SSM PC NO. 202208000340)
Company Secretaries

W.P. Kuala Lumpur

Dated: 7 November 2025

Notes:

1. In respect of deposited securities, only member whose names appear in the Company's Record of Depositors as at 17 November 2025 shall be eligible to attend, participate, speak and vote at this meeting or appoint proxy(ies) to attend, participate, speak and vote on his/ her behalf.
2. A member shall not be entitled to appoint more than (2) proxies. Where a member appoints more than one (1) proxy, he shall specify the proportions of his shareholdings to be represented by each proxy, failing which the appointment shall be invalid.
3. A proxy may but need not be a shareholder of the Company. There shall be no restriction as to the qualification of the proxy. A proxy appointed to attend and vote at the meeting shall have the same rights as the shareholder to speak at the meeting.
4. Where a member of the Company is an authorised nominee as defined under the Securities Industry (Central Depositories) Act, 1991 ("Central Depositories Act"), it may appoint at least one proxy in respect of each securities account it holds with ordinary shares 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.
6. The instrument appointing a proxy shall be in writing under the hand of the appointer or his/her attorney duly authorised in writing, or if the appointer is a corporation, either under seal or under the hand of an officer or attorney duly authorized.
7. The original instrument appointing a proxy be deposited at the Poll Administrator's office, 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 or the drop box located at Unit G-3, Ground Floor, Vertical Podium, Avenue, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, or alternatively to lodge the proxy appointment electronically via Vistra Share Registry and IPO (MY) portal at <https://srmy.vistra.com> not less than 48 hours before the time set for holding this meeting. Kindly refer to the Administrative Guide for the EGM for further information on electronic lodgement of Proxy Form.
8. Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in this Notice will be put to vote by way of poll.

Personal data privacy:-

By submitting an instrument appointing a proxy(ies) and/ or representative(s) to attend, participate, speak and vote at this meeting, a member of the Company (i) consents to the collection, use and disclosure of the member's personal data by the Company (or its agents) for the purpose of the processing and administration by the Company (or its agents) of proxies and representatives appointed for this meeting and the preparation and compilation of the attendance lists, minutes and other documents relating to this meeting, and in order for the Company (or its agents) to comply with any applicable laws, listing rules, regulations and/ or guidelines (collectively, the "Purposes"), (ii) warrants that where the member discloses the personal data of the member's proxy(ies) and/ or representative(s) to the Company (or its agents), the member has obtained the prior consent of such proxy(ies) and/ or representative(s) for the collection, use and disclosure by the Company (or its agents) of the personal data of such proxy(ies) and/ or representative(s) for the Purposes, and (iii) agrees that the member will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member's breach of warranty.



ADVANCECON HOLDINGS BERHAD
Registration No. 199701011469 (426965-M)
(Incorporated in Malaysia)

ADMINISTRATIVE GUIDE FOR THE EXTRAORDINARY GENERAL MEETING ("EGM")

- Day, Date and Time** : Tuesday, 25 November 2025 at 10:00 a.m., or at any adjournment thereof
- Venue** : Ballroom V, Main Wing, Tropicana Golf & Country Resort, Jalan Kelab Tropicana, 47410 Petaling Jaya, Selangor Darul Ehsan

REGISTRATION

1. The registration will commence at 09.00 a.m. on Tuesday, 25 November 2025 and will remain open until the conclusion of the EGM or such time as may be determined by the Chairman of the EGM.
2. Please present your original MyKAD or Passport (for non-Malaysians) to the registration staff for verification purposes. 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.
3. Upon verification, shareholders (or "members") 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 the wristband for voting purposes.

ENTITLEMENT TO PARTICIPATE AND APPOINTMENT OF PROXY

Only members whose names appear on the Company's Record of Depositors as at 17 November 2025 shall be eligible to participate at the EGM or appoint a proxy(ies) and/or the Chairman to participate at the EGM on his/her behalf.

The instrument for appointment of proxy may be made in hard copy form or by electronic means in the following manner not less than forty-eight (48) hours before the time appointed for holding the meeting or adjourned meeting as the case may be:

i. In hard copy form

By hand or post to the registered office of the Poll Administrator's at 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

ii. By electronic form

All members have the option to submit proxy form(s) electronically via Vistra Share Registry and IPO (MY) portal at <https://srmy.vistra.com>. Please refer to the procedures below for submission of the proxy appointment electronically.

ELECTRONIC LODGMENT OF PROXY FORM

The procedures to lodge your proxy form electronically via Vistra Share Registry and IPO (MY) portal ("The Portal") are summarised below:

Procedure	Action
i. <u>Steps for Individual Shareholders</u>	
Register as a User at SRMY Portal	1. Visit the website at https://srmy.vistra.com. 2. Click "Register" and select "Individual Holder" and complete the New User Registration Form. 3. For guidance, you may refer to the tutorial guide available on the homepage. 4. Once registration is completed, you will receive an email notification to verify your registered email address. 5. After verification, your registration will be reviewed and approved within one (1) working day. A confirmation email will be sent once approved. 6. Once you receive the confirmation, activate your account by creating your password. <i>If you are an existing user with The Portal or our TIIH Online portal previously, you are not required to register again.</i>
Proceed with Submission of Proxy Form	1. After the release of the Notice of Meeting by the Company, login with your email address and password. 2. Select the corporate event: "ADVANCECON HOLDINGS BERHAD EGM 2025". 3. Navigate to the 3 dots at the end of the corporate event and choose "SUBMISSION OF PROXY FORM". 4. Read and agree to the Terms and Conditions and confirm the Declaration. 5. Indicate the total number of shares assigned to your proxy(s) to vote on your behalf. 6. Appoint your proxy(ies) and insert the required details of your proxy(ies) or appoint the Chairman as your proxy. 7. Indicate your voting instructions – FOR or AGAINST or ABSTAIN. 8. Print the proxy form for your record.
ii. <u>Steps for Corporation or Institutional Shareholders</u>	
Register as a User at SRMY Portal	1. Visit the website at https://srmy.vistra.com. 2. Click "Register" and select "Representative of Corporate Holder" and complete the New User Registration Form. 3. Complete the registration form with your personal details. 4. Once registration is completed, you will receive an email notification to verify your registered email address. 5. After verification, your registration will be reviewed and approval within two (2) working days. A confirmation email will be sent once approved. 6. Once you receive the confirmation, activate your account by creating your password.

	<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 Tricor if you need clarifications on the user registration.)</i>
Proceed with the submission of proxy form	1. Login to https://srmy.vistra.com with your email address and password. 2. Select the corporate event: “ADVANCECON HOLDINGS BERHAD EGM 2025”. 3. Navigate to the icon “>” at the end of the corporate event. 4. Read and agree to the Terms and Conditions and confirm the Declaration. 5. Select the corporate holder’s name. 6. Proceed to download the submission file. 7. Prepare the file for the appointment of proxy(ies) by inserting the required data. 8. Proceed to upload the duly completed proxy appointment file. 9. Select “Confirm” to complete your submission. 10. Print the confirmation report of your submission for your record.

POLL VOTING

The voting at the EGM will be conducted by poll in accordance with Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad. The Company has appointed Tricor Investor & Issuing House Services Sdn Bhd as Poll Administrator to conduct the poll voting electronically (e-voting) via Vistra Share Registry and IPO (MY) portal at <https://srmy.vistra.com> and Independent Scrutineers will be appointed to verify the results of the poll.

NO DOOR GIFT/ FOOD VOUCHER

There will be no distribution of door gift or food voucher for the EGM.

We thank you for your continuous support to the Company.

ENQUIRY

If you have any enquiry prior to the EGM, you may 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 <i>Registration No. 197101000970 (11324-H)</i> Unit 32-01, Level 32, Tower A Vertical Business Suite, Avenue 3, Bangsar South No. 8, Jalan Kerinchi 59200 Kuala Lumpur Wilayah Persekutuan Kuala Lumpur		Telephone Number
	General Line	603-2783 9299
	Mr Mohammad Amirul	603-2783 9274 mohammad.amirul@vistra.com
	Mr Syafiquel Hafidz	603-2783 9024 syafiquel.hafidz@vistra.com
	Email	is.enquiry@vistra.com

FORM OF PROXY

No. of Shares Held	
CDS Account No.	

I/We, _____

*NRIC No. /Passport No. /Company No. _____

of _____

and telephone no./ email address _____

being a *member/members of Advancecon Holdings Berhad (the “**Company**”), hereby appoint

Proxy 1			
Full Name and Address (in Block Letters)	NRIC/Passport No.	No. of Shares	% of Shareholding
Email Address/ Contact No.			

and (if more than 1 proxy)

Proxy 2			
Full Name and Address (in Block Letters)	NRIC/Passport No.	No. of Shares	% of Shareholding
Email Address/ Contact No.			

or failing *him/ her, the CHAIRMAN OF THE MEETING as *my/ our *proxy/ proxies, to vote for *me/ us and on *my/ our behalf at the Extraordinary General Meeting (“EGM”) of the Company to be held at Ballroom V, Main Wing, Tropicana Golf & Country Resort, Jalan Kelab Tropicana, 47410 Petaling Jaya, Selangor Darul Ehsan on Tuesday, 25 November 2025 at 10.00 a.m. or at any adjournment thereof.

Please indicate with an “X” in the appropriate space(s) provided below on how you wish your vote to be cast. If no specific direction as to voting is given, the proxy will vote or abstain from voting at *his/ her discretion.

NO.	RESOLUTIONS	FOR	AGAINST
Ordinary Resolution 1	Proposed Shareholders’ Ratification		
Ordinary Resolution 2	Proposed Shareholders’ Mandate		

Please indicate with an “X” in the spaces provided how you wish your vote to be cast. If no specific instruction is given on the voting, the proxy/ proxies will vote or abstain from voting on the resolution at his/her discretion.

Dated this _____ day of _____, 2025.

No. of Shares held	
CDS Account No.	
Tel No. (during office hours)	

* Strike out whichever not applicable

*Signature/Common Seal of Shareholder

Contact no.:

Notes:

1. In respect of deposited securities, only member whose names appear in the Company's Record of Depositors as at 17 November 2025 shall be eligible to attend, participate, speak and vote at this meeting or appoint proxy(ies) to attend, participate, speak and vote on his/ her behalf.
2. A member shall not be entitled to appoint more than (2) proxies. Where a member appoints more than one (1) proxy, he shall specify the proportions of his shareholdings to be represented by each proxy, failing which the appointment shall be invalid.
3. A proxy may but need not be a shareholder of the Company. There shall be no restriction as to the qualification of the proxy. A proxy appointed to attend and vote at the meeting shall have the same rights as the shareholder to speak at the meeting.
4. Where a member of the Company is an authorised nominee as defined under the Securities Industry (Central Depositories) Act, 1991 ("Central Depositories Act"), it may appoint at least one proxy in respect of each securities account it holds with ordinary shares 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.
6. The instrument appointing a proxy shall be in writing under the hand of the appointer or his/her attorney duly authorised in writing, or if the appointer is a corporation, either under seal or under the hand of an officer or attorney duly authorized.
7. The original instrument appointing a proxy be deposited at the Poll Administrator's office, 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 or the drop box located at Unit G-3, Ground Floor, Vertical Podium, Avenue, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, or alternatively to lodge the proxy appointment electronically via Vistra Share Registry and IPO (MY) portal at <https://srmy.vistra.com> not less than 48 hours before the time set for holding this meeting. Kindly refer to the Administrative Guide for the EGM for further information on electronic lodgement of Proxy Form.
8. Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in this Notice will be put to vote by way of poll.

Personal Data Privacy:-

By submitting an instrument appointing a proxy(ies) and /or representative(s), the member accepts and agrees to the personal data privacy terms set out in the Notice of EGM dated 7 November 2025.

Please fold here

Place Stamp Here

The Poll Administrator of the meeting for
ADVANCECON HOLDINGS BERHAD
(Registration No. 199701011469 (426965-M))

Tricor Investor & Issuing House Services Sdn Bhd
Unit 32-01, Level 32, Tower A, Vertical Business Suite
Avenue 3, Bangsar South, No. 8, Jalan Kerinchi
59200 Kuala Lumpur