

GENERAL MEETINGS: Notice of Meeting

ADVANCECON HOLDINGS BERHAD

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| Type of Meeting | General |
| Indicator | Notice of Meeting |
| Description | Notice of Twenty-Ninth Annual General Meeting ("29th AGM") |
| Date of Meeting | 18 Jun 2026 |
| Time | 10:00 AM |
| Venue(s) | Greens III (Sports Wing) Tropicana Golf & Country Resort, Jalan Kelab Tropicana 47410 Petaling Jaya Selangor Darul Ehsan Malaysia |
| Date of General Meeting Record of Depositors | 10 Jun 2026 |

Resolutions

1. For Information

| | |
|----------------------|---|
| Description | To receive the Audited Financial Statements for the financial year ended 31 December 2025 together with the Reports of the Directors and Auditors thereon |
| Shareholder's Action | For Information Only |

2. Ordinary Resolution 1

| | |
|----------------------|--|
| Description | To approve the payment of Directors' fees and other benefits of up to RM320,000 in respect of the period from 19 June 2026 until the conclusion of the next AGM of the Company |
| Shareholder's Action | For Voting |

3. Ordinary Resolution 2

| | |
|----------------------|---|
| Description | To approve and ratify the excess payment of Directors' fees amounting to RM11,562 from 28 May 2026 up to the conclusion of the 29th AGM |
| Shareholder's Action | For Voting |

4. Ordinary Resolution 3

| | |
|----------------------|--|
| Description | To re-elect Jananee Priya A/P Gopal as Director, who retires by rotation in accordance with Clause 125 of the Company's Constitution |
| Shareholder's Action | For Voting |

5. Ordinary Resolution 4

| | |
|-----------------------------|--|
| Description | To re-elect Phum Boon Eng as Director, who retires in accordance with Clause 130 of the Company's Constitution |
| Shareholder's Action | For Voting |

6. Ordinary Resolution 5

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|-----------------------------|---|
| Description | To re-elect Tan Sri Razarudin Bin Husain @ Abd Rasid as Director, who retires in accordance with Clause 130 of the Company's Constitution |
| Shareholder's Action | For Voting |

7. Ordinary Resolution 6

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|-----------------------------|--|
| Description | To re-elect Wee Chuen Lii as Director, who retires in accordance with Clause 130 of the Company's Constitution |
| Shareholder's Action | For Voting |

8. Ordinary Resolution 7

| | |
|-----------------------------|---|
| Description | To re-elect Datuk Loo Took Gee as Director, who retires in accordance with Clause 130 of the Company's Constitution |
| Shareholder's Action | For Voting |

9. Ordinary Resolution 8

| | |
|-----------------------------|--|
| Description | To re-appoint Messrs. UHY Malaysia PLT as auditors of the Company and to authorise the Directors to fix their remuneration |
| Shareholder's Action | For Voting |

10. Ordinary Resolution 9

| | |
|-----------------------------|--|
| Description | Authority to issue and allot shares pursuant to Sections 75 and 76 of the Companies Act 2016 |
| Shareholder's Action | For Voting |

11. Ordinary Resolution 10

| | |
|-----------------------------|---|
| Description | Proposed Renewal of Authority for the Company to purchase its Own Ordinary Shares |
| Shareholder's Action | For Voting |

12. Ordinary Resolution 11

| | |
|-----------------------------|--|
| Description | Proposed New and Renewal Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature |
| Shareholder's Action | For Voting |

Please refer attachment below.

Attachments

[Advancecon Holdings Berhad - Notice of 29th AGM.pdf](#)
51.8 kB

Announcement Info

| | |
|----------------------------|----------------------------|
| Company Name | ADVANCECON HOLDINGS BERHAD |
| Stock Name | ADVCON |
| Date Announced | 29 Apr 2026 |
| Category | General Meeting |
| Reference Number | GMA-28042026-00103 |
| Corporate Action ID | MY260428MEET0101 |

NOTICE OF 29th ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Twenty-Ninth Annual General Meeting ("29th AGM") of Advancecon Holdings Berhad ("the Company") will be held at Greens III (Sports Wing), Tropicana Golf & Country Resort, Jalan Kelab Tropicana, 47410 Petaling Jaya, Selangor Darul Ehsan on Thursday, 18 June 2026 at 10.00 a.m. for the following purposes:

AGENDA

AS ORDINARY BUSINESS

- | | |
|---|--|
| | (Please refer to Explanatory Note 1) |
| 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. | |
| 2. To approve the payment of Directors' fees and other benefits of up to RM320,000 in respect of the period from 19 June 2026 until the conclusion of the next AGM of the Company. | Ordinary Resolution 1 |
| 3. To approve and ratify the excess payment of Directors' fees amounting to RM11,562 from 28 May 2026 up to the conclusion of the 29 th AGM. | Ordinary Resolution 2 |
| 4. To re-elect Jananee Priya A/P Gopal who is retiring by rotation in accordance with Clause 125 of the Company's Constitution and being eligible, has offered herself for re-election. | Ordinary Resolution 3 |
| 5. To re-elect the following Directors who are retiring in accordance with Clause 130 of the Company's Constitution and being eligible, have offered themselves for re-election: | Ordinary Resolution 4 Ordinary Resolution 5 Ordinary Resolution 6 Ordinary Resolution 7 |
| (a) Phum Boon Eng | Ordinary Resolution 4 |
| (b) Tan Sri Razarudin Bin Husain @ Abd Rasid | Ordinary Resolution 5 |
| (c) Wee Chuen Li | Ordinary Resolution 6 |
| (d) Datuk Loo Took Gee | Ordinary Resolution 7 |
| 6. To re-appoint Messrs. UHY Malaysia PLT as auditors of the Company and to authorise the Directors to fix their remuneration. | Ordinary Resolution 8 |

AS SPECIAL BUSINESS

To consider and if thought fit, with or without modifications to pass the following resolutions:

7. **AUTHORITY TO ISSUE AND ALLOT SHARES PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT 2016 ("THE ACT")** Ordinary Resolution 9

"THAT pursuant to Section 85 of the Act, read in conjunction with Clause 15 and Clause 16 of the Company's Constitution, approval be and is hereby given to waive the statutory pre-emptive rights of the shareholders of the Company to be offered new shares ranking equally to the existing issued shares of the Company arising from the allotment and issuance of shares.

THAT pursuant to Sections 75 and 76 of the Act and subject to the approvals of the relevant governmental/regulatory authorities, the Directors be and are hereby empowered to issue and allot shares in the capital of the Company from time to time and upon such terms and conditions and for such purposes as the Directors, may in their absolute discretion deem fit, provided that the aggregate number of shares issued pursuant to this resolution does not exceed 10% of the total number of issued shares of the Company or such higher percentage as Bursa Malaysia Securities Berhad ("Bursa Securities") allowed for the time being and that the Directors be and are hereby also empowered to obtain approval from the Bursa Securities for the listing and quotation of the additional shares so issued and that such authority shall continue to be in force until the conclusion of the next Annual General Meeting of the Company.

AND THAT such authority shall continue to be in force until the conclusion of the next AGM of the Company."

8. **PROPOSED RENEWAL OF AUTHORITY FOR THE COMPANY TO PURCHASE ITS OWN ORDINARY SHARES ("PROPOSED RENEWAL OF SHARE BUY-BACK AUTHORITY")** Ordinary Resolution 10

"THAT, subject always to the Act, the provisions of the Constitution of the Company, the Main Market Listing Requirements ("Listing Requirements") and the approvals of all relevant authorities (if any), the Board of Directors of the Company be and is hereby unconditionally and generally authorised, to purchase such number of issued 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:

- the maximum aggregate number of shares which may be purchased and held by the Company must not exceed 10% of the total number of issued shares of the Company at any point in time ("Proposed Share Buy-Back");
- the maximum amount to be allocated for the Proposed Share Buy-Back shall not exceed the aggregate of the Company's retained profits based on the latest audited financial statements and/or the latest management accounts (where applicable) available at the time of purchase of the Proposed Share Buy-Back; and
- the shares of the Company so purchased may be cancelled, retained as treasury shares, distributed as dividends or sold on Bursa Securities, or a combination of any of the above, or be dealt with in such manner allowed by the Act and Listing Requirements from time to time.

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

- the conclusion of the next AGM of the Company following the general meeting at which such resolution is passed at which time the authority will lapse unless by ordinary resolution passed at that meeting, the authority is renewed either unconditionally or subject to conditions;
- the expiration of the period within which the next AGM of the Company is required by law to be held; or
- the authority is revoked or varied by an ordinary resolution passed by the shareholders of the Company in a general meeting;

whichever occurs first, but shall not prejudice the completion of the purchase by the Company before the aforesaid expiry date and, in any event, in accordance with the provisions of the Act, the rules and regulations made pursuant thereto and the guidelines issued by Bursa Securities and/or any other relevant authority.

AND THAT authority be and is hereby unconditionally and generally given to the Directors 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 agreements, arrangements and guarantees with any party or parties) to implement, finalise and give full effect to the Proposed Share Buy-Back with full powers to amend by any conditions, modifications, variations and/or amendments (if any) as may be imposed by the relevant authorities and with full power to do all such acts and things thereafter in accordance with the Act, the provisions of the Constitution of the Company, the Listing Requirements and all other relevant governmental and/or regulatory authorities."

9. **PROPOSED NEW AND RENEWAL SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE ("PROPOSED RRPTs MANDATE")** Ordinary Resolution 11

"THAT, subject to the provisions of the Listing Requirements of Bursa Securities, approval be and is hereby given for the Proposed New and Renewal Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature for the Company and/or its subsidiaries to enter into and to give effect to the category of the recurrent related party transactions of a revenue or trading nature from time to time with the Related Party as specified in the Circular to Shareholders dated 30 April 2026 provided that such transactions are:-

- 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;
- necessary for the day-to-day operations; and
- not to the detriment of the minority shareholders of the Company.

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

- the conclusion of the next AGM of the Company following this AGM at which such Shareholders' Mandate is passed, at which it will lapse, unless by an ordinary resolution passed at such AGM, the authority is renewed; or
- the expiration of the period within which the next AGM after that date 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
- revoked or varied by resolution passed by the shareholders in a general meeting,

whichever is earlier.

AND THAT the Directors of the Company be hereby authorised to complete and do all such acts and things (including executing all such documents as may be required) as they may consider expedient or necessary to give effect to the Proposed RRPTs Mandate"

10. To transact any other ordinary business for which due notice have been given.

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: 30 April 2026

Notes:

- In respect of deposited securities, only member whose names appear in the Company's Record of Depositors as at 10 June 2026 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.
- 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.
- 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.
- 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.
- 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 ("ombibus account"), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each ombibus account it holds.
- The instrument appointing a proxy shall be in writing under the hand of the appointor or his/her attorney duly authorised in writing, or if the appointor is a corporation, either under seal or under the hand of an officer or attorney duly authorised.
- 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 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://srmv.vistra.com> not less than 48 hours before the time set for holding this meeting. Kindly refer to the Administrative Guide for the 29th AGM for further information on electronic lodgement of Proxy Form.
- 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.

Explanatory Notes to Ordinary Resolutions and Special Business:

1. **Item 1 of the Agenda - Audited Financial Statements for the Financial Year Ended 31 December 2025**

This Agenda item is meant for discussion only as the provisions of Sections 248(2) and 340(1)(a) of the Act do not require a formal approval of the shareholders for the Audited Financial Statements. Hence, this Agenda item is not put forward to the shareholders for voting.

2. Item 2 of the Agenda - Payment of Directors' fees and other benefits payable

Pursuant to Section 230(1) of the Act, fees and benefits payable to the Directors of a listed company and its subsidiaries shall be approved by shareholders at a general meeting. The Company is requesting for the shareholders' approval for the payment of fees in accordance with the proposed remuneration structure set out below:

| | Directors' fee (RM) | Meeting allowance (RM) |
|-------------------------------------|---------------------|------------------------|
| Independent Non-Executive Chairman | 10,000 per month | 500 per day |
| Independent Non-Executive Directors | 5,000 per month | 500 per day |
| Independent Non-Executive Director | 4,600 per month | 500 per day |

3. Item 3 of the Agenda - Excess Payment of Directors' fee

At the 28th AGM held on 18 June 2025, shareholders approved Directors' fees and benefits of up to RM320,000 for the period from 19 June 2025 until the conclusion of the 29th AGM.

The excess incurred is mainly due to one-off and non-recurring payments, including ex-gratia payments arising from the resignation of certain Directors and appointment of new Directors during the financial period.

This resolution seeks shareholders' ratification and approval for the additional RM11,562 paid in excess of the approved limit.

4. Item 4 of the Agenda - Re-election of retiring Director who retires in accordance with Clause 125 of the Company's Constitution

Clause 125 of the Company's Constitution provides that one-third of the Directors of the Company for the time being shall retire by rotation at the AGM of the Company. All the Directors shall retire from office once at least in each three years but shall be eligible for re-election.

Jananee Priya A/P Gopal is standing for re-election as Director of the Company. Jananee Priya A/P Gopal, who is the Independent Non-Executive Director, has reaffirmed her independence based on independence criteria applied by the Company which is also used in the yearly assessment of Independent Non-Executive Director's independence and fulfilled the independence definitions as prescribed under the Listing Requirements.

For the purpose of determining the eligibility of the Directors to stand for re-election at this meeting and in line with Practice 5.1 of the Malaysian Code on Corporate Governance, the Nomination Committee has assessed the retiring Director under Ordinary Resolution 3, and considered the following:

- the Directors performance and contribution based on the results of the annual evaluation of board;
- the Director's level of contribution to the Board deliberations through his skills, experience and strength in qualities; and
- their abilities to act in the best interests of the Company in decision-making.

Based on the results of the annual evaluation of board, the individual Director met the performance criteria required by an effective Board. Hence, the Board has recommended the re-election of Jananee Priya A/P Gopal as Director of the Company.

5. Item 5 of the Agenda - Re-election of retiring Directors who retire in accordance with Clause 130 of the Company's Constitution

Clause 130 of the Company's Constitution states that an election of Directors shall take place if the Company, at the meeting at which a Director retires by rotation, does not fill the vacancy, the retiring Director shall, if willing to act, be deemed to have been reappointed unless at the meeting, it is resolved not to fill the vacancy or unless a resolution for the reappointment of the Director is put to the meeting and lost. All Directors who retire from office shall be eligible for re-election.

Phum Boon Eng, Tan Sri Razarudin Bin Husain @ Abd Rasid, Wee Chuen Li and Datuk Loo Took Gee are standing for re-election as Directors of the Company and being eligible, have offered themselves for re-election.

For the purpose of determining the eligibility of the Directors to stand for re-election at the 29th AGM, the Nomination Committee has considered and recommended Phum Boon Eng, Tan Sri Razarudin Bin Husain @ Abd Rasid, Wee Chuen Li and Datuk Loo Took Gee for re-election as Directors pursuant to Clause 130 of the Company's Constitution.

6. Item 6 of the Agenda - Re-appointment of Auditors

The Audit Committee and the Board have considered the re-appointment of Messrs. UHY Malaysia PLT as auditors of the Company and collectively agreed that they have met the relevant criteria prescribed by Paragraph 15.21 of Listing Requirements.

7. Item 7 of the Agenda - Authority to issue and allot shares pursuant to Sections 75 and 76 of the Act

The proposed Ordinary Resolution 9, allot new shares at any time to such persons, in their absolute discretion, deem fit ("General Mandate"), provided that the number of shares issued pursuant to this General Mandate, when aggregated with the nominal value of any such shares issued during the preceding twelve (12) months, does not exceed 10% of the total issued share capital of the Company at the time of issue. This renewed General Mandate, unless revoked or varied at a general meeting, will expire at the conclusion of the next AGM of the Company.

With this renewed General Mandate, the Company will be able to raise funds expeditiously for the purpose of funding current and/or future investment projects, working capital, repayment of bank borrowings, acquisitions and/or for issuance of shares as settlement of purchase consideration, at any time without convening a general meeting as it would be both costs and time consuming to organize a general meeting.

The Company is also seeking shareholders' approval to waive their statutory pre-emptive rights under Section 85 of the Act and to allow the Company's Directors to allot new shares without first offering them to existing shareholders in proportion to their holding pursuant to the general mandate.

As at the date of this Notice, no new shares in the Company were issued pursuant to the previous General Mandate granted to the Directors at the 28th AGM held on 18 June 2025.

8. Item 8 of the Agenda - Proposed Renewal of Share Buy-Back Authority

The proposed Ordinary Resolution 10, if passed, will provide the mandate for the Company to purchase up to 10% of the total number of issued ordinary shares of the Company. This authority, unless revoked or varied at a general meeting, will expire at the conclusion of the next AGM of the Company.

Please refer to the Share Buy-Back Statement dated 30 April 2026 for further details of the Proposed Renewal of Authority for the Company to purchase its own ordinary shares.

9. Item 9 of the Agenda - Proposed RRPTs Mandate

The proposed Ordinary Resolution 11, if passed, will provide a renewal mandate for the Company and/or its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature with Related Parties in the ordinary course of business based on commercial terms which are not more favourable to the Related Parties than those generally available to the public and which are necessary for the Group's day-to-day operations. This mandate shall lapse at the conclusion of the next AGM unless authority for the renewal is obtained from the shareholders of the Company at a general meeting.

Please refer to the Circular to Shareholder dated 30 April 2026 for information on the recurrent related party transactions.

STATEMENT ACCOMPANYING NOTICE OF ANNUAL GENERAL MEETING

1. Details of persons who are standing for election as Directors

No individual is seeking election as a Director at the 29th AGM of the Company.

2. Statement relating to general mandate for issue of securities

Please refer to Explanatory Note 7 of the Notice of 29th AGM for information relating to general mandate for issue of securities.