



NOTICE OF THE TWENTY-THIRD ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the Twenty-Third ("23rd") Annual General Meeting ("AGM") of Salcon Berhad ("Company") will be held at Hilton Shah Alam Glenmarie, Ballroom A, No. 1, Jalan Usahawan U1/8, Seksyen U1, 40250 Shah Alam, Selangor Darul Ehsan on Thursday, 11 June 2026 at 10.30 a.m. or at any adjournment thereof, to transact the following businesses:

AGENDA

ORDINARY BUSINESS

- To receive the Audited Financial Statements for the financial year ended 31 December 2025 together with the Reports of the Directors and Auditors thereon. *[Please refer to Explanatory Note 1 on Ordinary Business]*
- To approve the payment of Directors' fees of up to RM455,000 for the period from 1 March 2026 until the next AGM of the Company to be held in 2027. *[Ordinary Resolution 1]
[Please refer to Explanatory Note 2 on Ordinary Business]*
- To approve the payment of Directors' benefits of up to RM240,000 for the period immediately after the 23rd AGM until the next AGM of the Company to be held in 2027. *[Ordinary Resolution 2]
[Please refer to Explanatory Note 2 on Ordinary Business]*
- To re-elect the following Directors who retire pursuant to Clause 76(3) of the Company's Constitution: *[Please refer to Explanatory Note 3 on Ordinary Business]*
 - Tan Sri Dato' Tee Tiam Lee *[Ordinary Resolution 3]*
 - Datin Goh Phaik Lynn *[Ordinary Resolution 4]*
- To re-elect Mr Low Han Kee, who retire pursuant to Clause 78 of the Company's Constitution. *[Ordinary Resolution 5]
[Please refer to Explanatory Note 4 on Ordinary Business]*
- To re-appoint Messrs KPMG PLT as Auditors of the Company and to authorise the Directors to fix their remuneration. *[Ordinary Resolution 6]
[Please refer to Explanatory Note 5 on Ordinary Business]*

SPECIAL BUSINESS

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

- AUTHORITY TO ALLOT AND ISSUE SHARES PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT 2016** *[Please refer to Explanatory Note 1 on Special Business]* *[Ordinary Resolution 7]*
"THAT pursuant to Sections 75 and 76 of the Companies Act 2016, ("Act"), Bursa Malaysia Securities Berhad ("Bursa Securities") Main Market Listing Requirements ("Listing Requirements") and the approvals of the relevant governmental/regulatory authorities, where such approval is required, the Directors of the Company be and are hereby authorised to allot and issue shares in the capital of the Company, grant rights to subscribe for shares in the Company, convert any securities into shares in the Company, or allot shares under an agreement or option or offer ("New Shares") from time to time, at such price, to such persons and for such purposes and upon such terms and conditions as the Directors may in their absolute discretion deem fit, provided that the aggregate number of such New Shares to be issued, to be subscribed under any rights granted, to be issued from conversion of any security, or to be allotted and issued under an agreement or option or offer, pursuant to this resolution, when aggregated with the total number of any such New Shares issued during the preceding 12 months does not exceed ten per centum (10%) of the total number of issued shares (excluding any treasury shares) of the Company for the time being ("Proposed General Mandate").
THAT such approval on the Proposed General Mandate shall continue to be in force until:
 - the conclusion of the next Annual General Meeting of the Company held after the approval was given;
 - the expiration of the period within which the next Annual General Meeting of the Company is required to be held after the approval was given; or
 - revoked or varied by resolution passed by the shareholders of the Company in a general meeting,
 whichever is the earlier.
THAT the Directors of the Company be and are hereby also empowered to obtain the approval from Bursa Securities for the listing of and quotation for such New Shares on the Main Market of Bursa Securities.
THAT authority be and is hereby given to the Directors of the Company, to give effect to the Proposed General Mandate with full powers to assent to any conditions, modifications, variations and/or amendments as they may deem fit in the best interest of the Company and/or as may be imposed by the relevant authorities.
AND THAT the Directors of the Company, be and are hereby authorised to implement, finalise, complete and take all necessary steps and to do all acts (including execute such documents as may be required), deeds and things in relation to the Proposed General Mandate."

THAT the Directors of the Company be and are hereby also empowered to obtain the approval from Bursa Securities for the listing of and quotation for such New Shares on the Main Market of Bursa Securities.

THAT authority be and is hereby given to the Directors of the Company, to give effect to the Proposed General Mandate with full powers to assent to any conditions, modifications, variations and/or amendments as they may deem fit in the best interest of the Company and/or as may be imposed by the relevant authorities.

AND THAT the Directors of the Company, be and are hereby authorised to implement, finalise, complete and take all necessary steps and to do all acts (including execute such documents as may be required), deeds and things in relation to the Proposed General Mandate."

- PROPOSED RENEWAL OF AUTHORITY FOR SHARE BUY-BACK** *[Please refer to Explanatory Note 2 on Special Business]* *[Ordinary Resolution 8]*
"THAT subject always to the Companies Act 2016 ("Act"), the Constitution of the Company, Bursa Malaysia Securities Berhad ("Bursa Securities") Main Market Listing Requirements ("Listing Requirements") and all other applicable laws, guidelines, rules and regulations, the Company be and is hereby authorised, to the fullest extent permitted by law, to purchase such 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 aggregate number of issued shares in the Company ("Shares") purchased ("Purchased Shares") and/or held as treasury shares pursuant to this ordinary resolution does not exceed ten per centum (10%) of the total number of issued shares of the Company as quoted on Bursa Securities as at the point of purchase; and
 - the maximum fund to be allocated by the Company for the purpose of purchasing the shares shall not exceed the aggregate of the retained profits of the Company based on the latest audited financial statements and/or the latest management accounts (where applicable) available at the time of the purchase,
 ("Proposed Share Buy-Back").
AND THAT the authority to facilitate the Proposed Share Buy-Back will commence immediately upon passing of this Ordinary Resolution and will continue to be in force until:
 - the conclusion of the next Annual General Meeting of the Company following at which time the authority shall lapse unless by ordinary resolution passed at the meeting, the authority is renewed, either unconditionally or subject to conditions;
 - the expiration of the period within which the next annual general meeting of the Company is required by law to be held; or
 - revoked or varied by ordinary resolution passed by the shareholders of the Company at a general meeting,
 whichever occurs first but shall not prejudice the completion of purchase(s) by the Company of its own Shares before the aforesaid expiry date and, in any event, in accordance with the Listing Requirements and any applicable laws, rules, regulations, orders, guidelines and requirements issued by any relevant authorities.
AND THAT the Directors of the Company be and are hereby authorised, at their discretion, to deal with the Purchased Shares until all the Purchased Shares have been dealt with by the Directors in the following manner as may be permitted by the Act, Listing Requirements, applicable laws, rules, regulations, guidelines, requirements and/or orders of any relevant authorities for the time being in force:
 - To cancel all or part of the Purchased Shares;
 - To retain all or part of the Purchased Shares as treasury shares as defined in Section 127 of the Act;
 - To distribute all or part of the treasury shares as dividends to the shareholders of the Company;
 - To resell all or part of the treasury shares;
 - To transfer all or part of the treasury shares for the purposes of or under the employees' share scheme established by the Company and/or its subsidiaries;
 - To transfer all or part of the treasury shares as purchase consideration;
 - To sell, transfer or otherwise use the shares for such other purposes as the Minister charged with the responsibility for companies may by order prescribe; and/or
 - To deal with the treasury shares in the manners as allowed by the Act, Listing Requirements, applicable laws, rules, regulations, guidelines, requirements and/or orders of any relevant authorities for the time being in force.

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

- To consider any other business of which due notice shall have been given.

BY ORDER OF THE BOARD

WONG SIEW YEEN (MAICSA 7018749) (SSM PC No. 202008001471)
TAN LAI HONG (MAICSA 7057707) (SSM PC No. 202008002309)
Company Secretaries

Kuala Lumpur
30 April 2026

NOTES:-

- For the purpose of determining who shall be entitled to participate in this AGM, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd to make available to the Company, a Record of Depositors as at 3 June 2026. Only a member whose name appears on this Record of Depositors shall be entitled to participate in this AGM or appoint a proxy or proxies to participate on his/her/its behalf.
- A member who is entitled to participate in this AGM is entitled to appoint a proxy or attorney or in the case of a corporation, to appoint a duly authorised representative to participate in his place. A proxy may but need not be a member of the Company.

- A member of the Company who is entitled to attend and vote at a general meeting of the Company may appoint not more than two (2) proxies to participate instead of the member at this AGM.
- Where a member of the Company is an authorised nominee as defined in the Securities Industry (Central Depositories) Act 1991 ("Central Depositories Act"), it may appoint not more than two (2) proxies in respect of each securities account it holds in ordinary shares of the Company standing to the credit of the said securities account.
- Where a member of the Company is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one securities account ("omnibus account"), there 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 Central Depositories Act which is exempted from compliance with the provisions of Section 25A(1) of the Central Depositories Act.
- Where a member appoints more than one (1) proxy, the proportion of shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies.
- The appointment of a proxy may be made in the following manner and must be received by the Company not less than forty-eight (48) hours before the time appointed for holding the AGM or adjourned general meeting at which the person named in the appointment proposes to vote:
 - In hard copy form
In the case of an appointment made in hard copy form, the proxy form must be deposited with the Company's Share Registrar at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur or drop box located at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur.
 - By electronic form
In the case of an appointment made in electronic form, the proxy form can be electronically submitted to the Company's Share Registrar via Vistra Share Registry and IPO (MY) Portal at <https://srmv.vistra.com>.
- Any authority pursuant to which such an appointment is made by a power of attorney must be deposited at the Company's Share Registrar at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur or drop box located at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur not less than forty-eight (48) hours before the time appointed for holding the AGM or adjourned general meeting at which the person named in the appointment proposes to vote. A copy of the power of attorney may be accepted provided that it is certified notorally and/or in accordance with the applicable legal requirements in the relevant jurisdiction in which it is executed.
- Please ensure ALL the particulars as required in this proxy form are completed, signed and dated accordingly.
- Last date and time for lodging this proxy form is on **Tuesday, 9 June 2026 at 10.30 a.m.**
- For a corporate member who has appointed an authorised representative, please deposit the ORIGINAL certificate of appointment of authorised representative with the Company's Share Registrar at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur or drop box located at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur. The certificate of appointment of authorised representative should be executed in the following manner:
 - If the corporate member has a common seal, the certificate of appointment of authorised representative should be executed under seal in accordance with the constitution of the corporate member.
 - If the corporate member does not have a common seal, the certificate of appointment of authorised representative should be affixed with the rubber stamp of the corporate member (if any) and executed by:
 - at least two (2) authorised officers, of whom one shall be a director; or
 - any director and/or authorised officers in accordance with the laws of the country under which the corporate member is incorporated.

EXPLANATORY NOTES ON ORDINARY BUSINESS

- Item 1 of the Agenda – Audited Financial Statements for the financial year ended 31 December 2025**
The Audited Financial Statements is meant for discussion only as an approval from shareholders is not required pursuant to the provision of Section 340(1)(a) of the Companies Act 2016. Hence, this item on the Agenda is not being put forward for voting by shareholders of the Company.
- Ordinary Resolutions 1 and 2 – Payment of Directors' Fees and Benefits**
Pursuant to Section 230(1) of the Companies Act 2016, the fees of the directors and any benefits payable to the directors shall be approved at a general meeting.
The proposed Ordinary Resolution 1 is to facilitate the payment of Directors' fees for the period from 1 March 2026 up to the next AGM to be held in 2027, which have been estimated by taking into account the Director's fee for Mr Low Han Kee for the period from 1 March 2026 until the next AGM and changes on Board of Directors' composition from 23rd AGM until the next AGM to be held in 2027. In the event the proposed amount of the Directors' fees is insufficient, approval will be sought at the next AGM for additional fees to meet the shortfall.
The Directors' benefits under proposed Ordinary Resolution 2 comprises of a fixed meeting allowance payable to Non-Executive Directors for attendance at the Board and/or Board Committee meetings and other benefits for Non-Executive Directors and Executive Directors. The proposed amount is calculated based on the current Board size and the number of scheduled and/or special Board and Board Committees meetings for the period from the 23rd AGM up to the next AGM to be held in 2027.
In the event the proposed amount of Directors' benefits is insufficient (eg. due to more meetings or enlarged Board size), approval will be sought at the next AGM for the shortfall.
- Ordinary Resolutions 3 and 4 – Re-election of Directors pursuant to Clause 76(3) of the Company's Constitution**
Tan Sri Dato' Tee Tiam Lee and Datin Goh Phaik Lynn are standing for re-election as Directors of the Company ("Retiring Directors") and being eligible, have offered themselves for re-election at the 23rd AGM.
Pursuant to Practice 5.7 of the Malaysian Code on Corporate Governance ("MCCG"), the profiles of both the Retiring Directors are set out in the Directors' profile of the Company's Integrated Annual Report 2025.
The Board has through the Nomination Committee ("NC"), considered the assessment of the said Retiring Directors on their performance, contribution and competencies based on the criteria as prescribed by Paragraph 2.20A of Bursa Securities Listing Requirements on character, experience, integrity, competence and time commitment to effectively discharge their roles as Directors. The NC recommended for the Retiring Directors to be re-elected based on the following justification:
 - the performance and contribution of the Retiring Directors were found satisfactory and they are competent and able to discharge their duties and responsibilities as Directors of the Company;
 - met the fit and proper criteria as set out in the Company's Fit and Proper Policy; and
 Based on the above, the Board collectively endorsed the recommendation of the NC on the above re-election of the Retiring Directors.
- Ordinary Resolution 5 – Re-election of Director pursuant to Clause 78 of the Company's Constitution**
Clause 78 of the Company's Constitution provides that a newly appointed Director shall hold office only until the next AGM, and shall then be eligible for re-election but shall not be taken into account in determining the Directors who are to retire by rotation at the AGM pursuant to Clause 76 of the Constitution.
Mr Low Han Kee was appointed to the Board on 1 March 2026. Hence, he shall retire at this AGM pursuant to Clause 78 of the Constitution, and being eligible, he has offered himself to stand for re-election. The Board through the NC had assessed his suitability and fitness and propriety during the appointment process.
The profile of Mr Low Han Kee is set out in the Directors' profile of the Company's Integrated Annual Report 2025.
- Ordinary Resolution 6 – Re-appointment of Auditors**
The Board has through the Audit and Risk Management Committee, considered the re-appointment of Messrs KPMG PLT as Auditors of the Company. The factors considered by the Audit and Risk Management Committee in making the recommendation to the Board to table the re-appointment of Messrs KPMG PLT at the forthcoming AGM, included an assessment of the Auditors' independence and objectivity, calibre and quality process/performance.

EXPLANATORY NOTES ON SPECIAL BUSINESS

- Ordinary Resolution 7 – Authority to allot and issue shares pursuant to Sections 75 and 76 of the Companies Act 2016**
The proposed Ordinary Resolution 7, if passed, would renew the mandate granted to the Directors at the 22nd AGM held on 12 June 2025 and provide flexibility to the Directors to undertake fundraising activities including but not limited to placement of shares for the purpose of funding the Company's future investment project(s), business expansion, working capital and/or acquisition(s) at any time as the Directors may deem fit provided that the aggregate number of shares issued pursuant to the mandate does not exceed ten per centum (10%) of the total number of issued shares (excluding treasury shares) of the Company for the time being, without having to convene a general meeting. This authority, unless revoked or varied by the Company in a general meeting, will expire at the conclusion of the next AGM of the Company or at the expiry of the period within which the next AGM is required to be held after the approval was given, whichever is earlier.
As at the date of this Notice, the Company did not allot any shares pursuant to the shareholders' mandate granted to the Directors at the 22nd AGM as there were no requirements for such fundraising activities, including but not limited to placing of shares, for purpose of funding future investment project(s), working capital, repayment of bank borrowings and/or acquisitions.
- Ordinary Resolution 8 – Proposed Renewal of Authority for Share Buy-Back**
The proposed Resolution 8, if passed, will allow the Company to purchase its own shares through Bursa Securities up to ten per centum (10%) of the total number of issued shares of the Company. Please refer to the Statement to Shareholders dated 30 April 2026 in relation to the Proposed Renewal of Authority for Share Buy-Back for further details.

STATEMENT ACCOMPANYING NOTICE OF ANNUAL GENERAL MEETING

Pursuant to Paragraph 8.27(2) of the Listing Requirements

Directors standing for election

As at date of this notice, there are no individuals who are standing for election or appointment as Directors at the 23rd AGM.

General mandate for issue of shares

Details of the Ordinary Resolution 7 on the Proposed General Mandate pursuant to Sections 75 and 76 of the Companies Act 2016 are set out in Explanatory Note 1 on Special Business of this Notice.