

**NOTICE OF 16TH ANNUAL GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that the Sixteenth Annual General Meeting (“**16th AGM**”) of AwanBiru Technology Berhad (“**Company**”) will be held physically at Garden Ballroom, Level 1, Putrajaya Marriott Hotel, IOI Resort City, 62502 Sepang, Wilayah Persekutuan Putrajaya on Thursday, 21 May 2026 at 11:00 a.m., or immediately following the conclusion or adjournment (as the case may be) of the Fifteenth AGM (“**15th AGM**”) which will be held at 10:00 a.m. on the same day and at the same venue, whichever is later, for the following purposes:-

**AGENDA**

- To approve the payment of Directors’ fees up to an amount of RM663,600.00 for the period from the 16th AGM until the next Annual General Meeting of the Company to be held in year 2027.
- To approve the payment of Directors’ benefits up to an amount of RM278,400.00 from the 16th AGM until the next Annual General Meeting of the Company to be held in year 2027.
- To re-elect the following Directors who are retiring pursuant to Clause 119 of the Company’s Constitution and being eligible, have offered themselves for re-election:-
  - Tunku Abang Faisal Amir bin Abang Abu Bakar; and
  - Lim Saw Imm.
- To re-appoint Messrs. Crowe Malaysia PLT as Auditors of the Company until the conclusion of the next Annual General Meeting and to authorise the Directors to fix their remuneration.

*(Please refer to Explanatory Note No. (i))*

*(Resolution 1)*

*(Resolution 2)*

*(Resolution 3)*

*(Resolution 4)*

**As Special Business**

To consider and if thought fit, with or without any modification, to pass the following Ordinary Resolutions:-

**5. ORDINARY RESOLUTION NO. 1****– AUTHORITY TO ISSUE SHARES PURSUANT TO THE COMPANIES ACT 2016**

“**THAT** subject always to the Companies Act 2016 (“**Act**”), the Constitution of the Company and approvals from Bursa Malaysia Securities Berhad (“**Bursa Securities**”) and any other relevant governmental and/or regulatory authorities, the Directors be and are hereby empowered pursuant to the Act, to issue and allot shares in the capital of the Company from time to time at such price and upon such terms and conditions, for such purposes and to such person or persons whomsoever the Directors may in their absolute discretion deem fit, provided always that the aggregate number of shares to be issued pursuant to this resolution does not exceed ten per centum (10%) of the total number of issued shares of the Company for the time being.

**THAT** pursuant to Section 85 of the Act to be read together with Clause 15 of the Constitution of the Company, approval be and is hereby given to waive the statutory pre-emptive rights of the shareholders of the Company to be offered new shares of the Company ranking equally to the existing issued shares arising from any issuance of new shares in the Company pursuant to Sections 75 and 76 of the Act.

**AND THAT** the Directors be and are hereby empowered to obtain the approval for the listing of and quotation for the additional shares so issued on Bursa Securities;

**AND FURTHER THAT** such authority shall commence immediately upon the passing of this Resolution and continue to be in force until the conclusion of the next Annual General Meeting of the Company.”

*(Resolution 5)*

**6. ORDINARY RESOLUTION NO. 2****– PROPOSED RENEWAL OF AUTHORITY FOR THE COMPANY TO PURCHASE ITS OWN SHARES OF UP TO 10% OF THE TOTAL NUMBER OF ISSUED SHARES OF THE COMPANY (“PROPOSED RENEWAL OF SHARE BUY-BACK AUTHORITY”)**

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

- the aggregate number of shares purchased does not exceed ten percent (10%) of the total number of issued shares of the Company including the shares previously purchased and retained as Treasury Shares (if any);
- the maximum amount of funds to be allocated for the Proposed Renewal of Share Buy-Back Authority shall not exceed the aggregate of the retained profits of the Company, based on the latest audited financial statements and/or latest management accounts of the Company (where applicable); and
- the Directors of the Company may decide in their absolute discretion either to retain the shares purchased as treasury shares or cancel the shares or retain part of the shares so purchased as treasury shares and cancel the remainder or to resell the shares or distribute the shares as dividends;

**THAT** authority conferred by this Resolution shall commence immediately upon the passing of this Resolution and will only continue to be in force until:-

- the conclusion of the next Annual General Meeting of the Company, unless by ordinary resolution passed at that meeting, the authority is renewed, either unconditionally or subject to conditions; or
- the expiration of the period within which the next Annual General Meeting after that date is required by law to be held; or
- revoked or varied by resolution passed by shareholders of the Company in general meeting, whichever occurs first;

**AND THAT** authority be and is hereby given to the Directors of the Company to act and take all such steps and do all things as are necessary or expedient to implement, finalise and give full effect to the aforesaid purchase.”

*(Resolution 6)*

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

By Order of the Board  
**CHUA SIEW CHUAN (SSM PC NO. 201908002648) (MAICSA 0777689)**  
**LIM LIH CHAU (SSM PC NO. 201908001454) (LS 0010105)**  
Company Secretaries

Kuala Lumpur  
Dated: 22 April 2026

**NOTES:**

- Section 340(1) of the Companies Act 2016 provides that every public company shall hold an Annual General Meeting (“**AGM**”) in each calendar year. Accordingly, the Company’s 16th AGM will be held in respect of the calendar year 2026. No Audited Financial Statements will be tabled at the 16th AGM. Instead, the Audited Financial Statements for the eighteen (18)-month financial period from 1 July 2024 to 31 December 2025 will be tabled at the 15th AGM, which will be held on the same day.
- In respect of deposited securities, only members whose names appear in the Record of Depositors on 14 May 2026 shall be eligible to attend the Meeting.
- A member of the Company entitled to attend and vote at the Meeting is entitled to appoint one (1) or more proxies to attend, participate, speak and vote in his stead. A member may appoint more than one (1) proxy in relation to the Meeting, provided that the member specifies the proportion of the member’s shareholdings to be represented by each proxy.
- A proxy may but need not be a member 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 member to attend, participate, speak and vote at the Meeting.
- The instrument appointing a proxy shall be in writing under the hand of the appointer or of his attorney duly authorised in writing or, if the appointer is a corporation, either under Seal or under the hand of an officer or attorney duly authorised.
- Where a member of the Company is an exempt authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991 (SICDA) which holds ordinary shares in the Company for multiple beneficial owners in one (1) 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.
- The instrument appointing a proxy and the power of attorney or other authority (if any), under which it is signed or a duly notarised certified copy of that power or authority, shall be deposited at the office of the Company’s Share Registrar, Boardroom Share Registrars Sdn. Bhd., at Level 11, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan. Alternatively, the Form of Proxy may also be lodged electronically via the Boardroom Smart Investor Portal at <https://investor.boardroomlimited.com> or email to [BSR.Helpdesk@boardroomlimited.com](mailto:BSR.Helpdesk@boardroomlimited.com) not less than forty-eight (48) hours before the time appointed for holding the Meeting or any adjournment thereof, i.e., Tuesday, 19 May 2026 at 11:00 a.m. A member is not precluded from attending the meeting in person after lodging the instrument of appointing the proxy; however, such attendance shall automatically revoke the authority granted to that Member’s proxy. All resolutions set out in this notice of meeting are to be voted by poll.
- Explanatory Notes:-

**(i) Approval for the payment of Directors’ benefits**

The proposed Directors’ benefits payable comprises allowances and other benefits. The total estimated amount of Directors’ benefits payable is calculated based on the number of scheduled Board and Board Committees meetings for the period from the 16th AGM until the next AGM and other benefits. 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.

**(ii) Re-election of Directors who retire pursuant to Clause 119 of the Company’s Constitution**

Clause 119 of the Company’s Constitution expressly states that at the subsequent AGM after the first AGM held, at least one-third (1/3rd) or, if their number is not three (3) or a multiple of three (3), then the number nearest to one-third (1/3rd) of the Directors for the time being shall retire from office, provided always that all Directors including Managing Director shall retire from office at least once every three (3) years. A Director retiring at a meeting shall retain office until the conclusion of the meeting. A retiring Director shall be eligible for re-election.

YM Tunku Abang Faisal Amir bin Abang Abu Bakar and Lim Saw Imm (each referred to as “**retiring Director**”), being eligible, have offered themselves for re-election at the 16th AGM pursuant to Clause 119 of the Company’s Constitution.

For the purpose of determining the eligibility of the Directors to stand for re-election at the 16th AGM of the Company, the Board had through its Nomination and Remuneration Committee, undertaken a formal evaluation to determine the eligibility of each retiring Director in line with the Malaysian Code on Corporate Governance, which includes the following:

- Performance and effectiveness of the Board as a whole, Board Committees and individual Directors;
- Independence of the Independent Non-Executive Director; and
- Fit and proper assessment.

Based on the results of the above-mentioned evaluations, the Board considered the performance of the retiring Directors to be effective. The retiring Directors were able to meet the Board’s expectations in terms of experience, expertise, integrity, competency, participation and contribution. Each retiring Director demonstrates a commitment to the role and has sufficient time to meet his/her commitments to the Company. The retiring Directors had abstained from deliberations and decisions on their own eligibility to stand for re-election at the meetings of the Board.

The details of the retiring Directors are available in the Directors’ Profile of the Annual Report 2025.

**(iii) Authority to issue shares pursuant to the Companies Act 2016**

The Company wishes to renew the mandate on the authority to issue shares pursuant to the Companies Act 2016 at the 16th AGM of the Company (hereinafter referred to as the “**General Mandate**”).

The Company had been granted a general mandate by its shareholders at the 15th AGM of the Company held on 21 May 2026 (hereinafter referred to as the “**Previous Mandate**”).

The Previous Mandate granted by the shareholders had not been utilised and hence no proceed was raised therefrom.

The purpose to seek the General Mandate is to enable the Directors of the Company to issue and allot shares at any time to such persons in their absolute discretion without convening a general meeting provided that the aggregate number of the shares issued does not exceed 10% of the total number of issued shares of the Company for the time being. The General Mandate, unless revoked or varied by the Company in a general meeting, will expire at the conclusion of the next AGM of the Company.

The General Mandate will enable the Directors to take swift action for allotment of shares for any possible fundraising activities, including but not limited to further placing of shares, for the purpose of funding future investment project(s), working capital and/or acquisition(s) and to avoid delay and cost in convening general meetings to approve such issue of shares.

**(iv) Proposed Renewal of Share Buy-Back Authority**

The Proposed Renewal of Share Buy-back Authority is to renew the authority granted by the shareholders of the Company at the 15th AGM of the Company held on 21 May 2026. The proposed renewal will allow the Company to purchase its own shares up to 10% of the total number of issued shares of the Company at any time within the time period stipulated in Bursa Malaysia Securities Berhad Main Market Listing Requirements. Please refer to the Statement to Shareholders dated 22 April 2026 for further information.