THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.

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

PANTECH GLOBAL BERHAD
Registration No. 202401009555 (1555405-U)
(Incorporated in Malaysia)

PART A

CIRCULAR TO SHAREHOLDERS IN RELATION TO THE PROPOSED RENEWAL OF EXISTING SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE ("PROPOSED RENEWAL OF EXISTING SHAREHOLDERS' MANDATE");

AND

PART B

STATEMENT TO THE SHAREHOLDERS IN RELATION TO THE PROPOSED RENEWAL OF SHARE BUY-BACK AUTHORITY OF UP TO 10% OF THE TOTAL NUMBER OF ISSUED SHARES OF THE COMPANY ("PROPOSED RENEWAL OF SHARE BUY-BACK AUTHORITY")

The Ordinary Resolutions in respect of the above proposals will be tabled as Special Business at Pantech Global Berhad's ("the Company") Second Annual General Meeting ("2nd AGM") to be held at Junior Ballroom, Level 11, DoubleTree by Hilton Johor Bahru, 01-02 Menara Landmark, No. 12, Jalan Ngee Heng, Ibrahim International Business District, Bandar Johor Bahru, 80888 Johor Bahru, Johor Darul Ta'zim on Tuesday, 28 July 2026 at 11:00a.m. The Notice of 2nd AGM together with the Proxy Form are set out in the Annual Report 2026 of the Company.

You are requested to complete the Proxy Form and deposit the hard copy to the Share Registrar's Office, Boardroom Share Registrars Sdn Bhd at 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor, Malaysia, before the time and date indicated below should you be unable to attend the meeting. The lodging of the Proxy Form will not preclude you from attending and voting in person at the meeting should you subsequently wish to do so.

Last date and time for lodging the Proxy Form	:	26 July 2026 at 11:00a.m.
Date and time of the 2nd AGM	:	28 July 2026 at 11:00a.m.

This Circular is dated 30 June 2026

DEFINITIONS FOR PART A OF THIS CIRCULAR/STATEMENT

In this Circular and the accompanying appendices, the following abbreviations shall have the following meanings unless otherwise stated:

"Act"	:	The Companies Act 2016 and any amendment that may be made from time to time
"AGM"	:	Annual General Meeting
"ARMC"	:	The Audit and Risk Management Committee of Pantech Global Berhad
"Board"	:	Board of Directors of Pantech Global Berhad
"BMSB"	:	Bursa Malaysia Securities Berhad (Registration No.: 200301033577 (635998-W))
"Circular"	:	This Circular to Shareholders dated 30 June 2026
"Constitution"	:	The Constitution of the Company
"Director(s)"	:	Directors of Pantech Global Berhad
"FYE"	:	Financial year ended/ending, as the case may be
"Klang Factory 2"	:	On 23 December 2024, PSI had entered into an SPA to acquire a parcel of land held under Geran 45734, Lot 6078 in the Mukim of Kapar, District of Klang, State of Selangor Darul Ehsan for a cash consideration of RM28,126,800.
"Listing Date"	:	3 March 2025, the date Pantech Global Berhad was admitted to the Main Market and Official List of Bursa Securities
"LPD"	:	30 May 2026, being the latest practicable date prior to the printing and despatch of this Circular
"MMLR"	:	Main Market Listing Requirements of Bursa Securities

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"Major Shareholder(s)"	:	A person who has an interest or interests in one (1) or more voting shares in the Company and the number or aggregate number of those shares, is:- (a) equal to or more than 10% of the total number of voting shares in the Company; or (b) equal to or more than 5% of the total number of voting shares in Company where such person is the largest shareholder of the Company. This includes any person who is or was within the preceding six (6) months of the date on which the terms of the transactions were agreed upon, a major shareholder of Pantech Global Berhad as defined above or any other company which is a subsidiary or holding company of Pantech Global Berhad. For the purpose of this definition, "interest in shares" shall have the meaning given in Section 8(4) of the Act.
"Mandate Period"	:	The period during which the RRPTs are to be entered into for which the Proposed Renewal of Existing Shareholders' Mandate are being sought. This period shall commence immediately upon passing of the ordinary resolution for the Proposed Renewal of Existing Shareholders' Mandate during the forthcoming AGM or any adjournment thereof until: (a) the conclusion of the next AGM, unless the authority is renewed by a resolution passed at the next AGM; (b) the expiration of the period within which the next AGM after that date it is required to be held pursuant to Section 340(2) of the Act (but will not extend to such extension as may be allowed pursuant to Section 340(4) of the Act); or (c) revoked or varied by an ordinary resolution passed by the shareholders in a general meeting, whichever is earlier.
"New Land"	:	On 15 August 2025, PSI had entered into an SPA to acquire a parcel of freehold land situated at HS(D) 169727, PT 87823 in the Mukim of Kapar, District of Klang, State of Selangor Darul Ehsan for a cash consideration of RM29,000,000.
"Pantech Global" or "Company"	:	Pantech Global Berhad (Registration No. 202401009555 (1555405-U))
"Pantech Global Group" or "the Group"	:	Pantech Global Berhad and its subsidiaries (including all future subsidiaries which are acquired/incorporated by Pantech Global Group before the next AGM of the Company), collectively
"Pantech Global Share(s)"	:	Ordinary share(s) in Pantech Global Berhad
"PGHB"	:	Pantech Group Holdings Berhad (Registration No. 200601013856 (733607-W))
"Pantech Group"	:	Pantech Group Holdings Berhad and its subsidiaries (including all future subsidiaries which are acquired/incorporated by Pantech Group before the next AGM of the Company), collectively.

"Persons Connected"	:	In relation to any person (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; (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.
"Proposal"	:	Collectively, the Proposed Renewal of Existing Shareholders' Mandate
"Proposed Renewal of Existing Shareholders' Mandate"	:	Proposed Renewal of Existing Shareholders' Mandate for RRPTs to be entered into by the Group during the Mandate Period
"PSA"	:	Pantech Stainless & Alloy Industries Sdn Bhd (Registration No. 200601013677 (733428-W))
"PSI"	:	Pantech Steel Industries Sdn Bhd (Registration No. 200001007126 (509731-A))

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"Related Party(ies)"	:	Director(s), Major Shareholder(s) and/or Person(s) Connected with such Director(s) or Major Shareholder(s)
"Related Party Transactions"	:	A transaction entered into by the Pantech Global Group, which involves the direct or indirect interests of the Related Party
"RM" and "sen"	:	Ringgit Malaysia and sen, respectively
"RRPTs"	:	Related party transaction(s) which is/are recurrent, of a revenue or trading nature and which is/are necessary for the day-to-day operations of the Pantech Global Group
"SPA"	:	Sale and Purchase Agreement
"SPA I"	:	Conditional sale and purchase agreement dated 23 August 2024 entered into by Pantech Corporation Sdn Bhd and PSA in relation to the acquisition of a parcel of land held under HS(D) 501116, PTD 209335, Mukim Plentong, District of Johor Bahru, Johor Darul Takzim bearing the postal address of PLO 641, Jalan Platinum 1, Kawasan Perindustrian Pasir Gudang, Zon 12B, 81700 Pasir Gudang, Johor Darul Takzim, on which the operations of PSA are situated on. The purchase consideration was RM12,500,000. The transaction was completed on 2 April 2025.
"SPA II"	:	Conditional sale and purchase agreement dated 23 August 2024 entered into by Pantech Corporation Sdn Bhd and PSI in relation to the acquisition of two parcels of lands and buildings held under Geran 95059 and 95060 Lot No. 23191 and 23192, Mukim Kapar, District of Klang, Selangor Darul Ehsan bearing the postal address of Lot 13258 and Lot 13259, Jalan Haji Abdul Manan, Off Jalan Meru, 42200 Klang, Selangor Darul Ehsan, on which the operations of PSI are situated on. The purchase consideration was RM40,000,000. The transaction was completed on 7 March 2025.
"SSA"	:	Conditional share sale agreement dated 23 August 2024 entered into by Pantech Group and our Company in relation to the Acquisition of PSA and Acquisition of PSI.
"Substantial Shareholder(s)"	:	Shall have the meaning given in Section 136 of the Act
"Underwriting Agreement"	:	The underwriting agreement dated 8 January 2025 entered into between our Company and our Underwriter, Alliance Islamic Bank Berhad to underwrite 86,000,000 of the Company's shares made available for application by the Malaysian Public, Eligible Persons and the Entitled Shareholders pursuant to our initial public offering

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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 gender, neuter gender and vice versa. Reference to persons shall include corporations, unless otherwise specified.
Any reference to a time and date in this Circular shall be a reference to Malaysian time, unless otherwise stated.

Any reference to any statute or guideline is a reference to that statute or guideline as for the time being amended or re-enacted and any subsequent amendment thereof.

All references to "you" and "your" in this Circular are to the shareholders of the Company.
Any discrepancy in the figures included in this Circular between the amounts stated, actual figures and the totals thereof are, unless otherwise explained, due to rounding. "RM" and "sen" refer to Ringgit Malaysia and sen respectively.

Certain statements in this Circular may be forward-looking in nature, which are subject to uncertainties and contingencies. Forward-looking statements may contain estimates and assumptions made by the Board after due enquiry, which are nevertheless subject to known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements to differ materially from the anticipated results, performance or achievements expressed or implied in such forward-looking statements. In light of these and other uncertainties, the inclusion of a forward-looking statement in this Circular should not be regarded as a representation or warranty that the Company's plans and objectives will be achieved.

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DEFINITIONS FOR PART B OF THIS CIRCULAR/STATEMENT

Except where the context otherwise requires, the following definitions shall apply throughout this Statement:

"Act"	:	The Companies Act, 2016 and any amendment that may be made from time to time
"AGM"	:	Annual General Meeting
"BMSB"	:	Bursa Malaysia Securities Berhad
"Board"	:	Board of Directors of Pantech Global
"Code"	:	Malaysian Code on Take-Overs and Mergers, 2016 as amended from time to time and any re-enactment thereof.
"Directors"	:	Directors of Pantech Global
"EPS"	:	Earnings per share
"Klang Factory 2"	:	On 23 December 2024, PSI had entered into an SPA to acquire a parcel of land held under Geran 45734, Lot 6078 in the Mukim of Kapar, District of Klang, State of Selangor Darul Ehsan for a cash consideration of RM28,126,800
"LPD"	:	30 May 2026, being the latest practicable date prior to the printing of this Statement, which shall not be more than 1 month prior to the date of this Statement
"MMLR"	:	Listing Requirements of Main Market of BMSB
"New Land"	:	On 15 August 2025, PSI had entered into an SPA to acquire a parcel of freehold land situated at HS(D) 169727, PT 87823 in the Mukim of Kapar, District of Klang, State of Selangor Darul Ehsan for a cash consideration of RM29,000,000.
"Pantech Global" or "the Company"	:	Pantech Global Berhad (Registration No. 202401009555 (1555405-U))
"Pantech Global Group"	:	Pantech Global Berhad and its subsidiaries (including all future subsidiaries which are acquired/incorporated by Pantech Global Group before the next AGM of the Company), collectively
"Pantech Global Share(s)" or "Share(s)"	:	Ordinary shares in Pantech Global
"Proposed Renewal of Share Buy-Back Authority"	:	Proposed renewal authority to enable Pantech Global to purchase its own shares up to a maximum of ten per centum (10%) of the issued shares of Pantech Global
"RM" and "sen"	:	Ringgit Malaysia and sen, respectively
"SPA"	:	Sale and Purchase Agreement

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"SPA I"	:	Conditional sale and purchase agreement dated 23 August 2024 entered into by Pantech Corporation Sdn Bhd and PSA in relation to the acquisition of a parcel of land held under HS(D) 501116, PTD 209335, Mukim Plentong, District of Johor Bahru, Johor Darul Takzim bearing the postal address of PLO 641, Jalan Platinum 1, Kawasan Perindustrian Pasir Gudang, Zon 12B, 81700 Pasir Gudang, Johor Darul Takzim, on which the operations of PSA are situated on. The purchase consideration was RM12,500,000. The transaction was completed on 2 April 2025.
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"SSA"	:	Conditional share sale agreement dated 23 August 2024 entered into by Pantech Group and our Company in relation to the Acquisition of PSA and Acquisition of PSI
"Underwriting Agreement"	:	The underwriting agreement dated 8 January 2025 entered into between our Company and our Underwriter, Alliance Islamic Bank Berhad to underwrite 86,000,000 of the Company's shares made available for application by the Malaysian Public, Eligible Persons and the Entitled Shareholders pursuant to our initial public offering

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PART A - CIRCULAR TO SHAREHOLDERS IN RELATION TO THE PROPOSED RENEWAL OF EXISTING SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE

PANTECH GLOBAL BERHAD
Registration No. 202401009555 (1555405-U)
(Incorporated in Malaysia)

Registered office

Unit 11.07, Amcorp Tower,
Amcorp Trade Centre,
18, Persiaran Barat,
46050 Petaling Jaya, Selangor,
Malaysia

30 June 2026

The Board of Directors:

Dato' Chew Ting Leng	*(Non-Independent Non-Executive Chairman)*
Mr. Tan Ang Ang	*(Group Managing Director)*
Mr. Kong Chiong Lee	*(Deputy Group Managing Director)*
Mr. Lim Soon Beng	*(Group Executive Director)*
Mr. Jairus Tan Vern Hsien	*(Group Executive Director)*
Ms. Tea Sor Hua	*(Senior Independent Non-Executive Director)*
Puan Karina Binti Idris Ahmad Shah	*(Independent Non-Executive Director)*
Mr. Mark Wong Kah Kit	*(Independent Non-Executive Director)*
Mr. Ong Ken Wai	*(Independent Non-Executive Director)*
Ms. Lau Ming Choo	*(Independent Non-Executive Director)*

Dear Shareholders,

PROPOSED RENEWAL OF EXISTING SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE

---

1. INTRODUCTION

1.1 At the first (1st) AGM held on 28 July 2025, the Company had obtained a shareholders' mandate for the Company and its subsidiaries to enter into any of the categories of RRPTs as set out in the circular to shareholders dated 30 June 2025 with the Related Parties. The shareholders' mandate for RRPTs shall, in accordance with the MMLR, expire at the conclusion of the forthcoming 2nd AGM of the Company which will be held on 28 July 2026, unless it is renewed.

1.2 On 9 June 2026, the Board announced that the Company proposed to seek shareholders' approval on the following:

(i) proposed renewal of existing shareholders' mandate for RRPTs of a revenue or trading nature.

THE PURPOSE OF THIS CIRCULAR IS TO PROVIDE YOU WITH THE RELEVANT INFORMATION ON THE PROPOSAL AND TO SEEK YOUR APPROVAL FOR THE ORDINARY RESOLUTION PERTAINING TO THE PROPOSAL TO BE TABLED AT THE FORTHCOMING 2ND AGM OF THE COMPANY. THE NOTICE OF AGM TOGETHER WITH THE PROXY FORM ARE ENCLOSED IN THE ANNUAL REPORT 2026.

SHAREHOLDERS ARE ADVISED TO READ AND CAREFULLY CONSIDER THE CONTENTS OF THIS CIRCULAR TOGETHER WITH THE APPENDICES CONTAINED HEREIN BEFORE VOTING ON THE RESOLUTION PERTAINING TO THE PROPOSAL AT THE FORTHCOMING 2ND AGM.

2. DETAILS OF THE PROPOSAL

2.1 Provisions under the Listing Requirements

Pursuant to Rule 10.09(2) of the MMLR, a listed issuer may seek a mandate from its shareholders in respect of RRPTs which are necessary for its day-to-day operations subject to, amongst others, 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:

"in relation to a listed issuer with a share capital of RM60 million and above: -

(i) the consideration, value of the assets, capital outlay or costs of the RRPTs is RM1 million or more; or

(ii) the percentage ratio of such RRPTs is 1% or more,

whichever is the higher";

(c) the Company's circular to shareholders for the shareholders' mandate includes the information as may be prescribed by Bursa Securities;

(d) in a meeting to obtain shareholders' mandate, the interested Director, interested Major Shareholder 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 Director or Major Shareholder, must not vote on the resolution to approve the transactions. An interested Director or interested Major Shareholder must ensure that Persons Connected with him abstain from voting on the resolution approving the transactions; and

(e) the Company 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 under Section 2.6 of the circular by 10% or more and must include the information as may be prescribed by Bursa Securities in its announcement.

2.2 The Pantech Global Group has, in the ordinary course of its business, entered into certain RRPTs and it is anticipated that the companies within the Pantech Global Group would, in the ordinary course of business, continue to enter into such transactions with the Related Parties, details of which are set out in Section 2.6. It is likely that such transactions will occur with some degree of frequency and could arise at any time.

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

2.4 Validity Period of the Proposed Renewal of Existing Shareholders' Mandate

The Proposed Renewal of Existing Shareholders' Mandate, if approved by the shareholders of the Company at the forthcoming 2nd AGM, will take effect from the date of the passing of the ordinary resolution at the forthcoming 2nd AGM and shall continue to be in force until:

(a) the conclusion of the next AGM, unless the authority is renewed by a resolution passed at the next AGM;

(b) the expiration of the period within which the next AGM after that date it is required to be held pursuant to Section 340(2) of the Act (but will not extend to such extension as may be allowed pursuant to Section 340(4) of the Act); or

(c) revoked or varied by an ordinary resolution passed by the shareholders in a general meeting,

whichever is the earlier.

Thereafter, the approval of the shareholders of the Company will be sought for the renewal and/or new shareholders' mandate at each subsequent AGM of the Company.

2.5 Principal activities of the Group

The principal activity of Pantech Global is investment holding while the principal activities of its subsidiaries are as follows:

Name of Subsidiary	Principal activities	Effective Equity Interest (%)
PSI	Manufacture of butt weld pipe fittings and provision of related products and services.	100.0
PSA	Manufacture of welded pipes and butt weld pipe fittings and provision of related products.	100.0

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2.6 Class of Related Parties and Nature of the RRPTs

(**i)** The nature and details of the RRPTs entered and/or to be entered into by the Group and the class of Related Parties under the Proposal are as follows:-

No.	Transacting company in the Group	Related Party	Interested Director, Major Shareholders and/or Person Connected	Nature of relationship	Nature of transaction	Estimated value of RRPTs disclosed in the Circular dated 30 June 2025	Actual value of transactions from the date of the 1st AGM up to LPD	Estimated value from the forthcoming 2nd AGM up to the next AGM
						(RM'000)	**(RM'000)**	**(RM'000)**
1.	PSA	Pantech Corporation Sdn Bhd ("PCSB")	Pantech Group, Dato' Chew Ting Leng ("Dato' Chew") and Mr. Tan Ang Ang ("Mr. Tan")	PCSB is a subsidiary of Pantech Group. Dato' Chew and Mr Tan are common directors of both Pantech Group and Pantech Global.	Sale of stainless-steel welded pipes, butt weld pipe fittings and other products to PCSB.	36,000	34,986	80,000
2.	PSI				Sale of carbon steel seamless pipes, butt weld pipe fittings and other related products (include service charges which are mainly testing and transportation charges) to PCSB.	4,000	2,111	5,000

No.	Transacting company in the Group	Related Party	Interested Director, Major Shareholders and/or Person Connected	Nature of relationship	Nature of transaction	Estimated value of RRPTs disclosed in the Circular dated 30 June 2025	Actual value of transactions from the date of the 1st AGM up to LPD	Estimated value from the forthcoming 2nd AGM up to the next AGM
						(RM'000)	(RM'000)	(RM'000)
3.	PSA	Pantech (Kuantan) Sdn Bhd ("PKSB")	Pantech Group, Dato Chew, Mr. Tan	PKSB is a subsidiary of Pantech Group. Dato' Chew and Mr Tan are common directors of both Pantech Group and Pantech Global.	Sale of stainless-steel welded pipes, butt weld pipe fittings and other products to PKSB.	800	259	3,000
4.	PSI				Sale of carbon steel seamless pipes, butt weld pipe fittings and other related products (include service charges which are mainly testing and transportation charges) to PKSB.	400	662	1,000
5.	PSA	Unity Precision Engineering Sdn Bhd ("Unity")		Unity is a subsidiary of Pantech Group. Dato' Chew and Mr Tan are common directors of both Pantech Group and Pantech Global.	Sale of stainless-steel welded pipes to Unity.	100	41	300

No.	Transacting company in the Group	Related Party	Interested Director, Major Shareholders and/or Person Connected	Nature of relationship	Nature of transaction	Estimated value of RRPTs disclosed in the Circular dated 30 June 2025	Actual value of transactions from the date of the 1st AGM up to LPD	Estimated value from the forthcoming 2nd AGM up to the next AGM
						(RM'000)	(RM'000)	(RM'000)
6.	PSI	PCSB	Pantech Group, Dato Chew, Mr. Tan	PCSB is a subsidiary of Pantech Group. Dato' Chew and Mr Tan are common directors of both Pantech Group and Pantech Global.	Purchase of various pipes and general hardware from PCSB.	200	144	1,000
7.	PSA				PCSB has rented a parcel of land held under HS(D) 484896, PTD 204334, Mukim Plentong, District of Johor Bahru, Johor Darul Takzim bearing the postal address of PTD 204334, Jalan Platinum Utama, Kawasan Perindustrian Pasir Gudang, Zon 12B, 81700 Pasir Gudang, Johor Darul Takzim to PSA for use as office, factory and warehouse.	1,236	1,030	1,236

No.	Transacting company in the Group	Related Party	Interested Director, Major Shareholders and/or Person Connected	Nature of relationship	Nature of transaction	Estimated value of RRPTs disclosed in the Circular dated 30 June 2025	Actual value of transactions from the date of the 1st AGM up to LPD	Estimated value from the forthcoming 2nd AGM up to the next AGM
						(RM'000)	(RM'000)	(RM'000)
8.	PSA	PCSB	Pantech Group, Dato Chew, Mr. Tan	PCSB is a subsidiary of Pantech Group. Dato' Chew and Mr Tan are common directors of both Pantech Group and Pantech Global.	PSA has rented 3 apartment units bearing the following postal addresses to PCSB: (a) No. 20, Block 12, Jalan Tanjong Puteri, Tanjong Puteri Resort, 81700 Pasir Gudang, Johor Darul Takzim; (b) No. 21, Block 12, Jalan Tanjong Puteri, Tanjong Puteri Resort, 81700 Pasir Gudang, Johor Darul Takzim; (c) No. 22, Block 12, Jalan Tanjong Puteri Resort, 81700 Pasir Gudang, Johor Darul Takzim.	30	13	0
					Total	**42,766**	**39,246**	**91,800**

The details of the properties to be rented for transaction 7 and 8 are as follows:-

Transaction 7

Postal Address	Landlord / Tenant	Description / Existing Use	Built-up area (sq ft)	Rental per annum / Period of tenancy	Frequency of Payment of Rent
PTD 204334, Jalan Platinum Utama, Kawasan Perindustrian Pasir Gudang, Zon 12B, 81700 Pasir Gudang, Johor Darul Takzim	PCSB / PSA	**Description:** A parcel of land held under HS(D) 484896, PTD 204334, Mukim Plentong, District of Johor Bahru, Johor Darul Takzim **Existing Use:** Office, factory and warehouse	517,319	RM1,236,000 / 3-year term	Monthly

Transaction 8

Postal Address	Landlord / Tenant	Description / Existing Use	Built-up area (sq ft)	Rental per annum / Period of tenancy	Frequency of Payment of Rent
(a) No. 20, Block 12, Jalan Tanjong Puteri, Tanjong Puteri Resort, 81700 Pasir Gudang, Johor Darul Takzim; (b) No. 21, Block 12, Jalan Tanjong Puteri, Tanjong Puteri Resort, 81700 Pasir Gudang, Johor Darul Takzim; (c) No. 22, Block 12, Jalan Tanjong Puteri Resort, 81700 Pasir Gudang, Johor Darul Takzim	PSA / PCSB	**Description:** 3 apartment units **Existing Use:** Workers' hostel	3,541	RM10,200 for each unit / 1-year term	Monthly

2.7 Amount due from and owing by Related Parties pursuant to the RRPTs

As at the LPD, the amount due from the Related Parties to Pantech Global Group was RM17,246,730, while the amount due to the Related Parties by Pantech Global Group was RM133,208.

Since the amount due to and from the Related Parties were settled within the credit term, no late payment charge was imposed.

The Board is confident that the Group's current payment pattern will continue in the ordinary course of business, and that the outstanding balances do not give rise to any financial risk to the Group.

2.8 Review procedures for the RRPTs

Pantech Global Group has established the following review procedures to be carried out to ensure that the RRPTs are undertaken on arm's length basis, on transaction prices and at normal commercial terms, which 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 Company who are not part of the transactions:-

(a) The definition of Related Party, list of Related Parties and the review procedures will be circulated and/or updated within the Group;

(b) The review of RRPTs falls within the scope of the ARMC;

(c) Records will be maintained to record all RRPTs which are/will be entered into, which will be available for review by, amongst others, the auditors and ARMC, on a quarterly basis. Any member of the ARMC may as he deems fit, request additional information pertaining to RRPTs from independent sources or advisers;

    Where applicable, the terms of the pricing of the RRPTs shall be consistent with the Group's usual business practices and policies and will take into consideration, amongst others, the demand and supply of the products, quality, level of service, credit terms and reliability of supply, where relevant, practical and feasible.

(d) The ARMC shall continue to review the above established guidelines and procedures, from time to time and as and when required, with the authority to sub-delegate to individuals or committees within the Company as they deem appropriate;

(e) Where any Directors or persons connected to him/her has an interest (direct and indirect) in any RPT or RRPT, he/she will abstain from voting on any matter relating to any decision making by the Board or the ARMC in respect of such transactions;

(f) The said interested Director shall undertake that he/she will ensure that persons connected with him/her abstain from voting on the resolution deliberating or approving the RRPTs at a general meeting;

(g) All RRPTs will be reported to and deliberated by the ARMC on a quarterly basis. The ARMC may, as it deems fit, request for additional information pertaining to the RRPTs from independent sources or advisers to ensure that the transactions are conducted at arm's length basis. The ARMC will review and approve the RRPTs as required under the MMLR of Bursa Securities;

(h) All new transactions which are above RM1.0 million in aggregate identified as RPTs or RRPTs and subsequent modifications thereof, shall be approved and reviewed by the ARMC and the Board before the transaction is entered into.

(i) The RPT or RRPT, which is below RM1.0 million in value for each transaction, is subject to the approval of the Group Managing Director or the Group Executive Director(s).

(j) At least 2 other contemporaneous transactions with unrelated third parties for similar products/services and/or quantities will be used as a comparison, wherever practicable, 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 substantially similar type of products/services and/or quantities. In the event that quotation or comparative pricing from unrelated third parties could not be obtained, the transaction prices will be determined by Pantech Global Group based on usual business practice and on terms which are generally in line with industry norms to ensure that the RRPTs are not detrimental to the interest of Pantech Global Group;

(k) The Internal Auditor shall conduct periodic reviews of RRPTs in accordance with the Group's RPT Policy and the approved internal audit plan, and report its findings to the ARMC.

2.9 Disclosure in Annual Report

Disclosure will be made in the Company's Annual Report on the breakdown of the aggregate value of the RRPTs made during the financial year, amongst others, based on the following information:

(a) the type of RRPTs made; and

(b) the names of the Related Parties involved in each type of the RRPTs and their relationship with the Group.

2.10 Statement by ARMC

The ARMC has seen and reviewed the guidelines and procedures mentioned in Section 2.8 above and is satisfied that the Group has in place adequate procedures and processes to monitor, track and identify RRPTs in a timely and orderly manner as well as to ensure that the RRPTs are carried out:

(a) on terms not more favourable to the Related Parties than those generally available to the public;

(b) at arm's length basis and on the Group's normal commercial terms; and

(c) not detrimental to the minority shareholders of the Company.

The ARMC is of the view that the procedures above are sufficient to ensure that the RRPTs 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.

The ARMC shall review these procedures and processes once a year. This is to ensure that the RRPTs are not detrimental or prejudicial to the minority shareholders of the Company.

3. RATIONALE FOR AND BENEFITS OF THE PROPOSAL

The RRPTs entered into by the Pantech Global Group with the Related Parties are all in the ordinary course of business. The RRPTs are recurring transactions of a revenue or trading nature which will occur with some degree of frequency and could arise at any time and from time to time. These transactions may be constrained by the time-sensitive nature and confidentiality of such transactions, and it may be impractical to seek shareholders' approval on a case-to-case basis before entering into such RRPTs. By obtaining the Proposed Renewal of Existing Shareholders' Mandate on an annual basis, the necessity to make regular announcements to Bursa Securities and to convene separate general meetings to seek shareholders' approval from time to time is eliminated. This would substantially avoid incoming substantial expenses associated with the convening of general meetings on an ad hoc basis, thereby improving administrative efficiency.

The Group and the Related Parties are familiar with each other and have a good understanding of each other's business needs, thus providing a platform where informed commercial decisions can be made so that all parties can benefit from the RRPTs.

4. EFFECTS OF THE PROPOSAL

The Proposal will not have any material effect on the earnings per share, net assets per share and gearing of Pantech Global Group for the financial year ending FYE 2026 and FYE 2027. The Proposal will not have any effect on the issued share capital and substantial shareholders' shareholdings of Pantech Global for the FYE 2026 and FYE 2027.

5. APPROVAL REQUIRED

The Proposal is subject to the approval being obtained from the shareholders of the Company at the forthcoming 2nd AGM.

6. INTERESTS OF DIRECTORS, MAJOR SHAREHOLDERS AND/OR PERSONS CONNECTED TO THEM

The direct and indirect interest of the Interested Directors, Interested Major Shareholder and person connected to the Director of the Company as at the LPD are as follows:-

	Direct Shareholding		Indirect Shareholding	
Interested Major Shareholder	**No. of Shares**	**%**	**No. of Shares**	**%**
PGHB	597,636,800	70.31	-	-
Interested Directors				
Dato' Chew Ting Leng [(a)]	1,499,947	0.176	11,753,643	1.383
Tan Ang Ang [(b)]	4,607,500	0.542	1,244,712	0.146
Jairus Tan Vern Hsien [(c)]	1,163,212	0.137	4,689,000	0.552

Notes:

(a) Deemed interested by virtue of his interest in CTL Capital Holding Sdn Bhd pursuant to Section 8 of the Act and by virtue of his daughter Ms Chew Zhiyin's direct shareholding in the Company pursuant to Section 59(11) of the Act.

(b) Deemed interested by virtue of his spouse, Yong Yui Kiew and his son, Jairus Tan Vern Hsien pursuant to Section 59(11) of the Act.

(c) Deemed interested by virtue of his father, Tan Ang Ang and his mother, Yong Yui Kiew pursuant to Section 59(11) of the Act.

The Interested Directors, namely Dato' Chew Ting Leng, Mr. Tan Ang Ang and Mr. Jairus Tan Vern Hsien ("Interested Directors") had abstained and will continue to abstain from all Board deliberations and voting, at the Board Meetings, in relation to the RRPTs set out in Section 2.6 of this Circular.

The aforementioned Interested Directors and Interested Major Shareholder of the Company will abstain and have also undertaken to ensure that the persons connected to them will abstain from voting in respect of their direct and/or indirect shareholdings on the resolution, deliberating or approving the Proposal at the forthcoming 2nd AGM.

Save as disclosed above, none of the other Directors, Major Shareholders and/or persons connected to them has any interest, direct or indirect, in the Proposal.

7. DIRECTORS' STATEMENT AND RECOMMENDATION

The Board (save for the Interested Directors), having considered all aspects of the Proposal, is of the opinion that the Proposal is in the best interest of the Company and accordingly, the Board (save for the Interested Directors) recommends that you vote in favour of the ordinary resolution on Proposal to be tabled at the forthcoming 2nd AGM.

8. AGM

The 2nd AGM (an extract of the Notice of AGM is also enclosed in this Circular) will be held physically at Junior Ballroom, Level 11, DoubleTree by Hilton Johor Bahru, 01-02 Menara Landmark, No. 12 Jalan Ngee Heng, Ibrahim International Business District, Bandar Johor Bahru, 80888 Johor Bahru on Tuesday, 28 July 2026 at 11:00a.m., for the purpose of considering, and if thought fit, passing the resolution to give effect to the Proposal.

If you are unable to attend or vote in person at the AGM, you may complete and return the Proxy Form in the notice of AGM accordance with the instructions therein as soon as possible and in any event so as to arrive at the Share Registrar's office, Boardroom Share Registrars Sdn Bhd at 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor, Malaysia at least forty-eight (48) hours before the time set for the 2nd AGM. The lodging of a Proxy Form does not preclude you from attending and voting in person at the AGM should you subsequently wish to do so.

Please refer to the Notice of the 2nd AGM for further information on the meeting.

9. FURTHER INFORMATION

You are advised to refer to the attached appendices of this Circular for further information.

Yours faithfully,
for and on behalf of the Board of
PANTECH GLOBAL BERHAD

Ong Ken Wai
Chairperson of Audit and Risk Management Committee /
Independent Non-Executive Director

1. DIRECTORS' RESPONSIBILITY STATEMENT

This Circular has been seen and approved by the Board and its members who collectively and individually accept full responsibility for the accuracy of the information given 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 in this Circular misleading.

2. MATERIAL CONTRACTS

Save as disclosed below, we have not entered into any contracts which are material (not being contracts entered into in the ordinary course of business) in the past two years immediately preceding the date of the Circular:

(i) the SSA which comprises:

(a) the acquisition of the entire issued share capital of PSA of RM100,000,000 comprising 200,000,000 ordinary shares from Pantech Group for a total purchase consideration of RM180,081,850. The purchase consideration was entirely satisfied by the issuance of 360,163,700 new Company shares at an issue price of RM0.50 per share; and

(b) the acquisition of the entire issued share capital of PSI of RM10,000,000 comprising 10,000,000 ordinary shares from Pantech Group for a total purchase consideration of RM113,804,100. The purchase consideration was entirely satisfied by the issuance of 227,608,200 new Company shares at an issue price of RM1.00 per share.

The acquisitions were completed on 10 January 2025;

(ii) the SPA dated 29 April 2024 between PSA and Dynaciate Engineering Sdn Bhd in respect of the acquisition of two parcels of 60-year leasehold land held under:

(a) HS(D) 552587 PTD 222429, Mukim Plentong, District of Johor Bahru, State of Johor, bearing the postal address of PLO 784, Jalan Platinum 3, Kawasan Perindustrian Pasir Gudang (Zon 12B), 81700 Pasir Gudang, Johor together with a single storey detached factory erected thereon; and

(b) HS(D) 564921 PTD 222445, Mukim Plentong, District of Johor Bahru, State of Johor, bearing the postal address of PLO 792, Jalan Platinum 3, Kawasan Perindustrian Pasir Gudang (Zon 12B), 81700 Pasir Gudang, Johor

for a total cash consideration of RM18,800,000. The acquisition of the property was completed on 14 August 2024;

(iii) SPA I and SPA II;

(iv) the SPA for Klang Factory 2 dated 23 December 2024 between PSI and Ng Soon Hing dan Anak-Anak Sdn Bhd in respect of the acquisition of a parcel of vacant land held under Geran 45734, Lot 6078 in the Mukim of Kapar, District of Klang, State of Selangor Darul Ehsan for a cash consideration of RM28,126,800. The transaction was completed on 2 April 2025;

(v) the Underwriting Agreement dated 8 January 2025 between our Company and Alliance Islamic Bank Berhad pursuant to our initial public offering; and

(vi) the SPA for New Land dated 15 August 2025 between PSI and Uptown Promenade Sdn Bhd in respect of the acquisition of a parcel of freehold situated at HS(D) 169727, PT 87823 in the Mukim of Kapar, District of Klang, State of Selangor Darul Ehsan for a cash consideration of RM29,000,000. The transaction was completed on 5 November 2025.

3. MATERIAL LITIGATION, CLAIMS AND ARBITRATION

As at the LPD, Pantech Global Group is not engaged in any material litigation, claims or arbitration, either as plaintiff or defendant and the Board is not aware of any proceedings, pending or threatened, against the Group or any facts likely to give rise to any proceedings which may materially affect the financial position and/or business of the Group.

4. DOCUMENTS AVAILABLE FOR INSPECTION

Copies of the following documents are available for inspection at the Company's registered office located at Unit 11.07, Amcorp Tower, Amcorp Trade Centre, 18, Persiaran Barat, 46050 Petaling Jaya, Selangor, Malaysia during office hours from Monday to Friday (except on public holidays) from the date of this Circular up to and including the date of the AGM:

(a) Constitution of Pantech Global;

(b) Consolidated audited financial statements of Pantech Global for FYE 2025 and FYE 2026;

(c) Prospectus dated 10 February 2025 which includes the Group's audited combined financial statements ended 31 August 2024, 29 February 2024, 28 February 2023 and 28 February 2022 in the Accountants' Report;

(d) Unaudited Quarter Report for the financial period ended 28 February 2026; and

(e) The material contracts referred to in Section 2 of the Appendix I.

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ORDINARY RESOLUTION 8

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

"**THAT** approval be and is hereby given to the Company and its subsidiary(ies) ("Group") to enter into and give effect to the recurrent related party transactions of a revenue or trading nature ("RRPT") with the specified classes of related parties as specified in Section 2.6 of the Circular to Shareholders dated 30 June 2026, provided that:

(a) such arrangements and/or transactions are necessary for the Group's day-to-day operations;

(b) such arrangements and/or transactions undertaken are 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 third party;

(c) such arrangements and/or transactions are not detrimental to the minority shareholders of the Company; and

(d) the disclosure is made in the annual report on the aggregate value of transactions conducted pursuant to the shareholders' mandate during the financial year in relation to:

 (i) the related transacting parties and their respective relationship with the Company; and

 (ii) the nature of the recurrent transactions.

THAT such authority shall continue to be in force until:

(a) the conclusion of the next Annual General Meeting ("AGM") unless the authority is renewed by a resolution passed at the next AGM; or

(b) the expiration of the period within which the next AGM after the date it is required to be held pursuant to Section 340(2) of the Companies Act 2016 (but will not extend to such extension as may be allowed pursuant to Section 340(4) of the Companies Act 2016); or

(c) revoked or varied by an ordinary resolution passed by the shareholders in 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."

PART B - STATEMENT TO THE SHAREHOLDERS IN RELATION TO THE PROPOSED RENEWAL OF SHARE BUY-BACK AUTHORITY OF UP TO 10% OF THE TOTAL NUMBER OF ISSUED SHARES OF THE COMPANY

SHARE BUY-BACK STATEMENT IN RELATION TO THE PROPOSED RENEWAL OF SHARE BUY-BACK AUTHORITY

1. INTRODUCTION

The Company had at the 1st AGM held on 28 July 2025, obtained its shareholders' approval on the proposed of share buy-back exercise to purchase up to 10% of the total number of issued shares in the ordinary share capital of the Company at any point of time through Bursa Securities.

In accordance with the MMLR governing the purchase of a listed issuer's own shares by the listed issuer itself, the aforesaid approval will continue to be in force until the conclusion of the forthcoming 2nd AGM of the Company at Junior Ballroom, Level 11, DoubleTree by Hilton Johor Bahru, 01-02 Menara Landmark, No. 12 Jalan Ngee Heng, Ibrahim International Business District, Bandar Johor Bahru, 80888 Johor Bahru, Johor Darul Ta'zim on Tuesday, 28 July 2026 at 11:00a.m., or any adjournment thereof.

The Company had also on 9 June 2026, announced that the Board proposes to seek the shareholders' approval for the Proposed Renewal of Share Buy-Back Authority.

SHAREHOLDERS OF PANTECH GLOBAL ARE ADVISED TO READ THE CONTENTS OF THIS STATEMENT CAREFULLY BEFORE VOTING ON THE RESOLUTION TO GIVE EFFECT TO THE PROPOSED RENEWAL OF SHARE BUY-BACK AUTHORITY.

2. DETAILS OF THE PROPOSED RENEWAL OF SHARE BUY-BACK AUTHORITY

2.1 The Board proposes to seek approval from the shareholders for the Mandate at the forthcoming 2nd AGM of the Company.

2.2 The Proposed Renewal of Share Buy-Back Authority will allow the Board to exercise the power of the Company to purchase its own shares not exceeding 10% of the issued shares of the Company at any time and it would be effective immediately upon the passing of the Ordinary Resolution for the Proposed Renewal of Share Buy-Back Authority at the forthcoming 2nd AGM and shall be valid until:

(a) the conclusion of the next AGM of the Company following the general meeting in which the authorisation is obtained, at which time it shall lapse unless by ordinary resolution passed at the meeting, the authority is renewed either unconditionally or subject to conditions; or

(b) the expiration of the period within which the next AGM of the Company is required by law to be held; or

(c) revoked or varied by ordinary resolution passed by the shareholders in a general meeting; whichever occurs first.

2.3 As of 30 May 2026, being the latest practicable date, the total number of issued shares of the Company is 850,000,000 ordinary shares. As an illustration, the maximum number of Shares which may be purchased by the Company will be no more than 85,000,000 Shares based on the total number of issued shares of Pantech Global as of 30 May 2026.

2.4 Pursuant to the provisions of Paragraph 12.17 of the MMLR, the Company may only purchase its own Shares at a price which is not more than fifteen per centum (15%) above the weighted average market price of Pantech Global Shares for the five (5) market days immediately preceding the date of the purchase.

2.5 Pursuant to the provisions of Paragraph 12.18 of the MMLR, the Company may only resell the purchased Shares held as treasury shares on the BMSB at:

(a) a price which is not less than the weighted average market price of Pantech Global Shares for the five (5) market days immediately prior to the date of resale; or

(b) a discounted price of not more than five per centum (5%) to the weighted average market price of Pantech Global Shares for the five (5) market days immediately prior to the resale provided that:

(i) the resale takes place not earlier than thirty (30) days from the date of purchase; and

(ii) the resale price is not less than the cost of purchase of the shares being resold.

3. RATIONALE, POTENTIAL ADVANTAGES AND DISADVANTAGES

The Proposed Renewal of Share Buy-Back Authority will enable the Company to utilise any of its surplus financial resources to purchase its own Shares from the market.

3.1 Potential advantages of the Proposed Renewal of Share Buy-Back Authority are:

(a) The Company may be able to stabilise the supply and demand, as well as the price of the Shares, thereby support the fundamental value of Pantech Global Shares.

(b) The purchased Shares could be retained as treasury shares or resold on BMSB at a higher price with the intention of realising potential capital gain for the Company without affecting the total issued and paid-up share capital of the Company. In the event that the treasury shares are distributed as share dividends, it will serve to reward the shareholders of the Company.

(c) The Proposed Renewal of Share Buy-Back Authority would effectively reduce the number of Shares carrying voting and participation rights and such, the EPS of the Company would be increased.

If the Shares so purchased are subsequently cancelled, the Company expects to strengthen the EPS of the Company and benefit the shareholders of the Company. Shareholders may enjoy an increase in the value of their investment in the Company arising from the consequent increase in EPS; and

3.2 Potential disadvantages of the Proposed Renewal of Share Buy-Back Authority are:

(a) It will reduce the financial resources of the Pantech Global Group, and thereby may result in the Company foregoing future investment opportunities that may emerge in the future or deprive the Company of interest income that can be derived from funds utilised for the Proposed Renewal of Share Buy-Back Authority; and

(b) If implemented the Proposed Renewal of Share Buy-Back Authority may result in a lower amount of cash reserves available for distribution in the form of cash dividends to shareholders.

Nevertheless, the Board will be mindful of the interest of the Company and its shareholders in undertaking the Proposed Renewal of Share Buy-Back Authority and the subsequent resale of treasury shares on BMSB.

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4. FUNDING

4.1 Paragraph 12.10(1) of the MMLR stipulates that purchase by the Company of its own Shares is restricted to the amount of its retained profits.

The retained profits of the Company were RM9,006,554 based on the latest audited financial statements as of 28 February 2026 and RM2,362,937 based on the Company's latest management account made up to 30 May 2026. The Board will ensure that the retained profits of the Company will be sufficient to effect the Proposed Renewal of Share Buy-Back Authority.

4.2 The Proposed Renewal of Share Buy-Back Authority will be funded from internally generated funds and/or external borrowings, the proportion of which will depend on the quantum of Pantech Global Shares to be purchased, the purchase consideration as well as the availability of funds of Pantech Global Group at the time of purchase(s).

In the event that the Proposed Renewal of Share Buy-Back Authority is to be financed by external borrowings, the Company shall ensure that it has sufficient financial capability to repay the bank borrowings and that the bank borrowings will not have any material impact on the cash flow of Pantech Global Group.

4.3 The actual number of Shares to be purchased, the aggregate funds to be utilised, impact on cash flow and the timing of the purchase(s) will depend on amongst others, the prevailing equity market conditions, sentiments of the stock market, the available financial resources of the Company and other relevant cost factors at the time of the purchase(s).

5. FINANCIAL EFFECTS OF THE PROPOSED RENEWAL OF SHARE BUY-BACK AUTHORITY

Based on the assumption that the Proposed Renewal of Share Buy-Back Authority is carried out in full, the effect of the Proposed Renewal of Share Buy-Back Authority on the share capital, net assets per share, working capital, earnings and dividends are set out below:

5.1 Share Capital

The Proposed Renewal of Share Buy-Back Authority will not have any effect on the total number of issued shares of the Company if all the Shares purchased are retained as treasury shares.

In the event that the maximum number of shares authorised under the Proposed Renewal of Share Buy-Back Authority are purchased and cancelled, the effects on the share capital are illustrated as follows:

	No. of Shares
Issued share capital [1]	850,000,000
Less: Assuming cancellation of Pantech Global Shares purchased pursuant to the Proposed Renewal of Share Buy-Back	(85,000,000)
Resultant issued share capital	**765,000,000**

Note:-

[1] The issued and paid-up share capital stated above is held by the Company based on the Record of Depositors as at 29 May 2026.

However, if all the Pantech Global Shares so purchased are retained as treasury shares, issued shares of Pantech Global will not be reduced but the rights attached to the treasury shares as to voting, dividends, and participation in other distributions or otherwise will be suspended.

The said treasury shares shall not be considered in calculating the number or percentage of shares in the Company for any purpose nor for substantial shareholdings or takeovers, notice of general meeting and the right to requisite meetings, to be counted for quorum purposes and the result of a vote on a resolution at a general meeting.

5.2 Net Assets ("NA")

The effects of Proposed Renewal of Share Buy-Back Authority on the consolidated NA per share of the Group will depend on the purchase price in comparison to the NA per share of the Group at the time that the purchase is made.

If the Pantech Global Shares purchased under the Proposed Renewal of Share Buy-Back Authority are cancelled by the Company, the consolidated NA per share of Pantech Global would improve if the purchase price of such Pantech Global Shares is below the NA per share of the Company and vice- versa.

If the treasury shares are resold in the open market, the consolidated NA per Share of Pantech Global may increase if the Company realises a gain from the resale, and vice versa. If the treasury shares are distributed as share dividends, the NA of Pantech Global Group would be accordingly decreased by the cost of acquisition of the treasury shares.

5.3 Working Capital

The Proposed Renewal of Share Buy-Back Authority, if exercised, will result in an outflow of cash and thereby reduce the working capital of Pantech Global Group, the quantum of which is dependent on the purchase price of Pantech Global Shares and the number of Pantech Global Shares to be purchased and the funding cost, if any. However, the working capital and cash flow of the Company will increase upon reselling the Purchased Shares which are retained as treasury shares. Again, the quantum of the increase in the working capital and cash flow will depend on the actual selling price of the treasury shares and the number of treasury shares resold.

5.4 Earnings

The effect of the Proposed Renewal of Share Buy-Back Authority on the earnings of the Pantech Global Group will depend on the purchase price and the number of Shares purchased. If the Shares so purchased are treated as treasury shares, the extent of the effect on the earnings of the Pantech Global Group will depend on the actual selling price, the number of treasury shares resold and the effective gain or interest savings arising therefrom.

5.5 Dividends

The Proposed Renewal of Share Buy-Back Authority is not expected to have any effect on the policy for the Board in recommending dividends for the year ending 28 February 2027. The decision to declare and pay dividends in the future would depend on, amongst others, the profitability and cash flow position of the Company.

6. SHAREHOLDINGS OF DIRECTORS AND SUBSTANTIAL SHAREHOLDERS

Based on the Records of Depositors as at 29 May 2026 and assuming that the Company acquires the full amount of Pantech Global Shares authorised under the Proposed Renewal of Share Buy-Back Authority and there is no change in the number of shares held by the Directors and/or major shareholders of Pantech Global as at 30 May 2026 and with the assumption that the Company does not purchase the Directors' and/or major shareholders' shares, for the purpose of illustration only, the effect will be as follows:

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	Existing Shareholdings as of 30 May 2026				After Renewal of Share Buy-Back Authority			
	Direct		Indirect		Direct		Indirect	
	No. of Pantech Global Shares	%	No. of Pantech Global Shares	%	No. of Pantech Global Shares	%	No. of Pantech Global Shares	%
Directors								
Dato' Chew Ting Leng	1,499,947	0.176	11,753,643 (i)	1.383	1,499,947	0.196	11,753,643 (i)	1.536
Tan Ang Ang	4,607,500	0.542	1,244,712 (ii)	0.146	4,607,500	0.602	1,244,712 (ii)	0.163
Kong Chiong Lee	1,571,822	0.185	-	-	1,571,822	0.205	-	-
Lim Soon Beng	1,077,110	0.127	25,000 (iii)	0.003	1,077,110	0.141	25,000 (iii)	0.003
Jairus Tan Vern Hsien	1,163,212	0.137	4,689,000 (iv)	0.552	1,163,212	0.152	4,689,000 (iv)	0.613
Tea Sor Hua	80,000	0.009	-	-	80,000	0.011	-	-
Lau Ming Choo	80,000	0.009	-	-	80,000	0.011	-	-
Karina Binti Idris Ahmad Shah	80,000	0.009	-	-	80,000	0.011	-	-
Mark Wong Kah Kit	80,000	0.009	-	-	80,000	0.011	-	-
Ong Ken Wai	80,000	0.009	-	-	80,000	0.011	-	-
Substantial Shareholders								
Pantech Group	597,636,800	70.31	-	-	597,636,800	78.12	-	-

Notes:
(i) Deemed interested by virtue of his and his spouse, Datin Shum Kah Lin's interests in CTL Capital Holding Sdn Bhd pursuant to Section 8 of the Act, and his daughter, Chew Zhiyin's direct shareholdings in the Company pursuant to Section 59(11) of the Act.
(ii) Deemed interested by virtue of his spouse, Yong Yui Kiew's and his son, Jairus Tan Vern Hsien's direct shareholdings in the Company pursuant to Section 59(11) of the Act.
(iii) Deemed interested via his son, Mr Lim Jing Xuan pursuant to Section 59(11) of the Companies Act 2016.
(iv) Deemed interested via his father, Tan Ang Ang and his mother, Yong Yui Kiew's pursuant to Section 59(11) of the Companies Act 2016.

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7. PUBLIC SHAREHOLDINGS SPREAD

As of 30 May 2026, the public shareholdings spread of the Company was 27.08% in the hand of 3,764 public shareholders. Assuming that the Proposed Renewal of Share Buy-Back Authority is carried out in full, and Pantech Shares purchased were all cancelled, the public shareholdings of the Company would be 18.98%. The Board is mindful and will endeavour to ensure that it will not purchase its own Shares which will result in Pantech Global's public shareholdings spread falling below the minimum requirement of twenty-five per centum (25%) of its total listed Shares.

8. SHARES BUY-BACK

There were no details of the share buy-back by the Company for the last twelve (12) months preceding to the LPD.

9. SHARE PRICES

The monthly high and low prices of Pantech Global shares as traded on Bursa Securities for the last twelve (12) months from June 2025 to May 2026 are as follows (Source: Yahoo Finance):

	High (RM)	**Low (RM)**
June 2025	0.5650	0.5150
July 2025	0.5750	0.5450
August 2025	0.5500	0.5050
September 2025	0.5400	0.4950
October 2025	0.5150	0.4500
November 2025	0.5100	0.4500
December 2025	0.4700	0.4300
January 2026	0.4500	0.3800
February 2026	0.4650	0.3900
March 2026	0.4000	0.4700
April 2026	0.4500	0.4900
May 2026	0.4450	0.4800

The last transacted price of Pantech Global Shares on LPD was RM0.465.

10. PURCHASE OR RESALE OR CANCELLATION OF TREASURY SHARES DURING THE FINANCIAL YEAR ENDED 28 FEBRUARY 2026

There is no purchase, re-sale or cancellation of shares in the previous twelve (12) months up to LPD.

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11. IMPLICATION OF THE CODE

The Board does not anticipate any implications relating to the Code arising from the Proposed Renewal of Share Buy-Back. It is the intention of the Company to implement the Proposed Renewal of Share Buy-Back in a manner that will not result in any of the shareholders of the Company having to undertake a mandatory offer pursuant to the Code.

12. APPROVALS REQUIRED FOR THE PROPOSED RENEWAL OF SHARE BUY-BACK AUTHORITY

The Proposed Renewal of Share Buy-Back Authority is subject to the approval of the shareholders of Pantech Global at the forthcoming 2nd AGM.

13. DIRECTORS' AND SUBSTANTIAL SHAREHOLDERS' INTERESTS

Save for the inadvertent increase in percentage of shareholdings and/or voting rights of shareholders of the Company as a result of the Proposed Renewal of Share Buy-Back Authority, none of the Directors, substantial shareholders of Pantech Global and/or persons connected to them have any interest, direct or indirect, in the Proposed Renewal of Share Buy-Back Authority or the resale of treasury shares, if any.

14. DIRECTORS' RECOMMENDATION

The Board, having considered all aspects of the Proposed Renewal of Share Buy-Back Authority, is of the opinion that the Proposed Renewal of Share Buy-Back Authority is fair, reasonable and in the best interest of the Company and its shareholders. Therefore, the Board recommends that you vote **IN FAVOUR** of the Ordinary Resolution pertaining to the Proposed Renewal of Share Buy-Back Authority at the forthcoming 2nd AGM of the Company.

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1. DIRECTORS' RESPONSIBILITY STATEMENT

This Statement has been seen and approved by the Board and they collectively and individually accept full responsibility for the accuracy of the information given and confirm that after making all reasonable inquiries and to the best of their knowledge and belief, there are no other facts the omission of which would make any statement herein misleading.

2. MATERIAL CONTRACTS

Save as disclosed below, we have not entered into any contracts which are material (not being contracts entered into in the ordinary course of business) in the past two years immediately preceding the date of the Circular:

(i) the SSA which comprises:

(a) the acquisition of the entire issued share capital of PSA of RM100,000,000 comprising 200,000,000 ordinary shares from Pantech Group for a total purchase consideration of RM180,081,850. The purchase consideration was entirely satisfied by the issuance of 360,163,700 new Company shares at an issue price of RM0.50 per share; and

(b) the acquisition of the entire issued share capital of PSI of RM10,000,000 comprising 10,000,000 ordinary shares from Pantech Group for a total purchase consideration of RM113,804,100. The purchase consideration was entirely satisfied by the issuance of 227,608,200 new Company shares at an issue price of RM1.00 per share.

The acquisitions were completed on 10 January 2025;

(ii) the SPA dated 29 April 2024 between PSA and Dynaciate Engineering Sdn Bhd in respect of the acquisition of two parcels of 60-year leasehold land held under:

(a) HS(D) 552587 PTD 222429, Mukim Plentong, District of Johor Bahru, State of Johor, bearing the postal address of PLO 784, Jalan Platinum 3, Kawasan Perindustrian Pasir Gudang (Zon 12B), 81700 Pasir Gudang, Johor together with a single storey detached factory erected thereon; and

(b) HS(D) 564921 PTD 222445, Mukim Plentong, District of Johor Bahru, State of Johor, bearing the postal address of PLO 792, Jalan Platinum 3, Kawasan Perindustrian Pasir Gudang (Zon 12B), 81700 Pasir Gudang, Johor

for a total cash consideration of RM18,800,000. The acquisition of the property was completed on 14 August 2024;

(iii) SPA I and SPA II;

(iv) the SPA for Klang Factory 2 dated 23 December 2024 between PSI and Ng Soon Hing dan Anak-Anak Sdn Bhd in respect of the acquisition of a parcel of vacant land held under Geran 45734, Lot 6078 in the Mukim of Kapar, District of Klang, State of Selangor Darul Ehsan for a cash consideration of RM28,126,800. The transaction was completed on 2 April 2025;

(v) the Underwriting Agreement dated 8 January 2025 between our Company and Alliance Islamic Bank Berhad pursuant to our initial public offering; and

(vi) the SPA for New Land dated 15 August 2025 between PSI and Uptown Promenade Sdn Bhd in respect of the acquisition of a parcel of freehold situated at HS(D) 169727, PT 87823 in the Mukim of Kapar, District of Klang, State of Selangor Darul Ehsan for a cash consideration of RM29,000,000. The transaction was completed on 5 November 2025.

3. MATERIAL LITIGATION

As at the LPD, neither the Company nor any of its subsidiaries is engaged in any material claims, litigation and/or arbitration either as plaintiff or defendant, which has a material effect on the financial position of Pantech Global Group and the Directors are not aware of any proceedings pending or threatened, against Pantech Global Group or of any fact likely to give rise to any proceedings which might materially and adversely affect the position or business of Pantech Global Group immediately preceding the date of this Statement.

4. DOCUMENTS AVAILABLE FOR INSPECTION

Copies of the following documents are available for inspection at the Registered Office of the Company at Unit No. 11-07, Amcorp Tower, Pusat Perdagangan Amcorp, No. 18, Jalan Persiaran Barat, 46050, Petaling Jaya, Selangor during normal office hours on any weekday (except public holidays) from the date of this Statement up to and including the date of the 2nd AGM:

(a) Constitution of Pantech Global;

(b) Consolidated audited financial statements of Pantech Global for FYE 2025 and FYE 2026;

(c) Prospectus dated 10 February 2025 which includes the Group's audited combined financial statements ended 31 August 2024, 29 February 2024, 28 February 2023 and 28 February 2022 in the Accountants' Report;

(d) Unaudited Quarter Report for the financial period ended 28 February 2026; and

(e) The material contracts referred to in Section 2 of the Appendix A.

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ORDINARY RESOLUTION 9

Proposed Renewal of Share Buy-Back Authority

"**THAT** subject to compliance with all applicable rules, regulations and orders made pursuant to the Act, provisions in the Company's Constitution, the Main Market Listing Requirements ("MMLR") of Bursa Securities and any other relevant authorities, the Company be and is hereby authorised to purchase such number of ordinary shares of the Company ("Proposed Renewal of Share Buy-Back") 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:

(1) the aggregate number of shares purchased or held 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;

(2) the maximum fund to be allocated by the Company for the purpose of purchasing such number of ordinary shares shall not exceed the retained profit account of the Company.

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

   (a) at the conclusion of the next AGM of the Company following the general meeting in which the authorisation is obtained, at which time it shall lapse unless by ordinary resolution passed at that meeting, the authority is renewed either unconditionally or subject to conditions; or

   (b) the expiration of the period within which the next AGM of the Company is required by law to be held; or

   (c) revoked or varied by ordinary resolution passed by the shareholders of the Company in a general meeting.

whichever occurs first;

AND THAT upon completion of the purchase(s) of the ordinary shares of the Company, the Directors of the Company be and are hereby authorised to deal with the ordinary shares so purchased in the following manner:

(a) to cancel the ordinary shares so purchased; or

(b) to retain the ordinary shares so purchased as treasury shares for distribution as dividend to shareholders and/or resell on Bursa Securities or subsequently cancelled; or

(c) to retain part of the ordinary shares so purchased as treasury shares and cancel the remainder; or

(d) in any other manner prescribed by the Act, rules, regulations and orders made pursuant to the Act, the MMLR of Bursa Securities and any other relevant authorities for the time being in force.

AND THAT the Board of the Company be and are hereby authorised to take all such steps as are necessary or expedient to implement, finalise or to effect the aforesaid share buy-back with full powers to assent to any conditions, modifications, variations, and/or amendments as may be required or imposed by the relevant authorities and to do all such acts and things (including executing all documents) as the Board may deem fit and expedient in the best interest of the Company."