

NOTICE OF FIRST (1ST) ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the First (1st) Annual General Meeting (“1st AGM” or “Meeting”) of Pantech Global Berhad (“Pantech Global” or the “Company”) will be held on Monday, 28 July 2025 at 11:00 a.m., or any adjournment thereof 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 for the following purposes:

AGENDA

AS ORDINARY BUSINESS

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| 1. To receive the Audited Financial Statements for the financial year ended 28 February 2025 together with the Directors’ and Auditors’ Reports thereon. | (Please refer to
Explanatory Notes 8) |
| 2. To approve the payment of Directors’ fees of and benefits of RM430,000.00 for the Non-Executive Directors for the financial year ended 28 February 2025. | Resolution 1
(Please refer to
Explanatory Notes 9) |
| 3. To approve the payment of Directors’ fees and benefits up to the amount of RM800,000.00 from 1 March 2025 until the conclusion of the next Annual General Meeting. | Resolution 2
(Please refer to
Explanatory Notes 9) |
| 4. To re-elect the following Directors retiring pursuant to Section 205(3)(a) of the Companies Act 2016 and being eligible, offered themselves for re-election: | |
| 4.1 Dato’ Chew Ting Leng | Resolution 3 |
| 4.2 Mr. Tan Ang Ang | Resolution 4 |
| 4.3 Mr. Kong Chiong Lee | Resolution 5 |
| 4.4 Mr. Lim Soon Beng | Resolution 6 |
| 4.5 Ms. Tea Sor Hua | Resolution 7 |
| 4.6 Puan Karina Binti Idris Ahmad Shah | Resolution 8 |
| 4.7 Mr. Mark Wong Kah Kit | Resolution 9 |
| 4.8 Mr. Ong Ken Wai | Resolution 10 |
| 4.9 Ms. Lau Ming Choo | Resolution 11 |
| 5. To re-appoint Grant Thornton Malaysia PLT as Auditors of the Company and to authorise the Directors to fix their remuneration. | Resolution 12 |

AS SPECIAL BUSINESS

To consider, and if thought fit, to pass the following Ordinary Resolutions:

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| 6. AUTHORITY TO ISSUE SHARES BY THE COMPANY PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT 2016 | Resolution 13 |
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“THAT subject always to the Companies Act 2016 (“the Act”), and approvals from any other governmental/regulatory authorities, the Directors of the Company be and are hereby empowered, pursuant to Sections 75 and 76 of the Act, to issue shares in the Company at any time and upon such terms and conditions and for such purposes as the Directors of the Company may, in their absolute discretion, deem fit provided that the aggregate number of shares to be issued pursuant to this resolution does not exceed 10% of the total number of issued shares of the Company at the time of submission to the authority AND the Directors of the Company be and are hereby empowered to obtain the approval for the listing of and quotation for the additional shares so issued on Bursa Malaysia Securities Berhad (“Bursa Securities”) AND THAT such authority shall continue to be in force until the conclusion of the next Annual General Meeting of the Company.

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AND FURTHER THAT the new shares to be issued shall, upon allotment and issuance, rank equally in all respects with the existing shares of the Company, save and except that they shall not be entitled to any dividends, rights, allotments and/or any other forms of distribution that which may be declared, made or paid before the date of allotment of such new shares.”

7. PROPOSED SHAREHOLDERS’ RATIFICATION AND NEW SHAREHOLDERS’ MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE

Resolution 14

“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 (“RRPTs”) nature particulars with the specified classes of related parties as specified in Section 2.6 of the Circular to Shareholders dated 30 June 2025, 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 from the 1st AGM until:

- (a) the conclusion of the next 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 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.

THAT all RRPTs entered into by the Related Parties, from 3 March 2025, being the date of listing of the Company on the Main Market of Bursa Securities, up to the date of this Ordinary Resolution, particulars which are set out in Section 2.6 of the Circular to Shareholders dated 30 June 2025 be and are hereby approved, confirmed and ratified;

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.”

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8. PROPOSED SHARE BUY-BACK AUTHORITY

Resolution 15

“THAT subject to compliance with all applicable rules, regulations and orders made pursuant to the Act, provisions in the Company’s Constitution, the Listing Requirements 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 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 ordinary 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 under the Act, the Listing Requirements of Bursa Securities and any other relevant authorities for the time being in force.

AND FURTHER THAT the Board of the Company be and is hereby authorised to take all such steps as are necessary or expedient to implement, finalise or to effect the Proposed 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.”

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(Cont'd)

9. To transact any other business for which due notice shall have been given.

By order of the Board,

WONG YOUN KIM (MAICSA 7018778)

SSM Practicing Certificate No. 201908000410

Company Secretary

Petaling Jaya, Selangor Darul Ehsan

Dated : 30 June 2025

Notes:

1. For the purpose of determining a member who shall be entitled to attend, speak and vote at the 1st AGM, the Company shall be requesting the Record of Depositors as at 22 July 2025. Only a depositor whose name appears on the Record of Depositors as at 22 July 2025 shall be entitled to attend the said meeting or appoint proxies to attend, speak and vote on his/her behalf.
2. A member entitled to attend and vote at this 1st AGM is entitled to appoint a proxy or attorney or in the case of a corporation, to appoint a duly authorised representative to attend, speak and vote in his place. A proxy may but need not be a member of the Company.
3. Where a member is an authorised nominee as defined under the Securities Industry (Central Depositories) Act, 1991, it may appoint at least one (1) proxy but not more than two (2) proxies in respect of each Securities account it holds with ordinary shares of the Company standing to the credit of the said securities account.
4. Where a member is an exempt authorised nominee, it may appoint multiple proxies for each omnibus account it holds.
5. The instrument appointing a proxy shall be in writing under the hand of the appointer or his/her attorney duly authorised in writing or, if the appointer is a corporation, either under the Corporation's Common Seal or under the hand of an officer or attorney so authorised.
6. The Proxy Form must be deposited 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 or may also submit the proxy form electronically via Boardroom Smart Investor Portal at <https://investor.boardroomlimited.com> not less than forty-eight (48) hours before the time set for holding the Meeting or any adjournment thereof.
7. The lodging of the Proxy Form will not preclude you from attending and participating in person at the 1st AGM should you subsequently wish to do so, but if you do, your proxy(ies) shall be precluded from attending the 1st AGM.

EXPLANATORY NOTES

8. Audited Financial Statements for the financial year ended 28 February 2025

This Agenda item is meant for discussion only as under the provisions of Section 340(1)(a) of the Act, the audited financial statements do not require the approval of the shareholders. As such, this matter will not be put forward for voting.

9. Ordinary Resolutions No. 1 and No. 2 : Payments of Directors' Fees and Benefits

Pursuant to Section 230(1) of the Act, the Directors' fees and any benefits payable to the Non-Executive Directors of the Company shall be approved by the shareholders at a general meeting. Ordinary Resolution 1 is to facilitate payment of Directors' fees and benefits for the financial year ended 28 February 2025. Ordinary Resolution 2 is for the payment of Directors' fees and any benefits from 1 March 2025 until the next AGM of the Company. In the event the proposed amount is insufficient due to more meetings or an enlarged Board size, approval will be sought at the next AGM for the shortfall.

NOTICE OF FIRST (1ST) ANNUAL GENERAL MEETING (Cont'd)

EXPLANATORY NOTES (CONT'D)

10. Ordinary Resolutions No. 3 to 11: Re-election of Directors

Section 205(3)(a) of the Act provides that all the Directors shall retire from office at the First AGM of a public company. The Retiring Directors, being eligible, have offered themselves for re-election at the First AGM.

The profiles of the Directors standing for re-election are set out in the Directors' Profile of the Annual Report 2025.

11. Ordinary Resolution No. 12: Re-appointment of Auditors

The Board and Audit and Risk Management Committee had at their respective meetings on 10 June 2025 recommended the re-appointment of Grant Thornton Malaysia PLT for the financial year ending 28 February 2026. Grant Thornton Malaysia PLT has met the criteria prescribed under Paragraph 15.21 of the Main Market Listing Requirements and indicated its willingness to continue its services for the next financial year.

12. Ordinary Resolution No. 13: Authority under Sections 75 And 76 of the Act

The Ordinary Resolution 13 proposed under Item 6 above, if passed, is to give the Directors of the Company flexibility to issue and allot ordinary shares up to an amount not exceeding ten per centum (10%) of the Company's total number of issued share capital for the time being upon such terms and conditions and for such purposes and to such person or persons as Directors of the Company in their absolute discretion consider to be in the interest of the Company, without having to convene a separate general meeting so as to avoid incurring additional cost and time. The purpose of this general mandate is for possible fund-raising exercises, including but not limited to further placement of shares for purposes of funding current and/or future investment projects, working capital and/or acquisitions.

The Board is of the opinion that the issue and allot shares up to an amount not exceeding ten per centum (10%) is in the best interest of the Company.

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. This mandate would provide the Company the flexibility to raise fund, including but not limited to placing of shares to finance future investment(s), project(s), acquisition(s), and/or for issuance of shares as a form of settlement of purchase consideration, working capital or such other applications as the Directors may deem fit and expedient in the best interest of the Company without having to convene a general meeting.

13. Ordinary Resolution No. 14: Proposed Shareholders' Ratification and New Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature

The proposed Ordinary Resolution 14, if passed, will enable the Company and/or its subsidiary companies to enter into recurrent transactions involving the interest of Related Parties, which are necessary for the Group's day-to-day operations and undertaken at arm's length, subject to the transactions being carried out in the ordinary course of business and on terms not to the detriment of the minority shareholders of the Company. For more information, please refer to the Circular to Shareholders dated 30 June 2025.

14. Ordinary Resolution No. 15: Proposed Share Buy-Back Authority

This resolution will empower the Directors of the Company to purchase the Company's shares up to ten per centum (10%) of the total number of issued shares of the Company by utilising the funds allocated, which shall not exceed the total retained profits of the Company. This authority, unless revoked or varied at a general meeting, will expire at the conclusion of the next AGM of the Company.

Further information on the Proposed Share Buy-Back Authority is set out in the Share Buy-Back Statement dated 30 June 2025 which has been despatched together with the Company's Annual Report 2025.

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STATEMENT ACCOMPANYING NOTICE OF 1ST ANNUAL GENERAL MEETING

(Pursuant to Paragraph 8.27(2) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad)

1. The Directors who are standing for re-election at the First AGM of the Company pursuant to Section 205(3) (a) of the Act are:-

- i. Dato' Chew Ting Leng
- ii. Mr. Tan Ang Ang
- iii. Mr. Kong Chiong Lee
- iv. Mr. Lim Soon Beng
- v. Ms. Tea Sor Hua
- vi. Puan Karina Binti Idris Ahmad Shah
- vii. Mr. Mark Wong Kah Kit
- viii. Mr. Ong Ken Wai
- ix. Ms. Lau Ming Choo

The details of the above Directors seeking re-election are set out in the Directors' Profile as disclosed on page 54 of this Annual Report.

2. General mandate for issue of securities in accordance with Paragraph 6.03 of the Listing Requirements of Bursa Securities

The Company will seek shareholders' approval on the general meeting for the issue of securities in accordance with Paragraph 6.03(3) of the Main Market Listing Requirements of Bursa Securities. Please refer to the Proposed Ordinary Resolution 13 as stated in the Notice of the 1st AGM of the Company for details.