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

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RESOURCES

APB RESOURCES BERHAD

Registration No. 200101029080 (564838-V)
(Incorporated in Malaysia)

**STATEMENT TO SHAREHOLDERS IN RELATION TO THE PROPOSED RENEWAL OF
AUTHORITY FOR THE COMPANY TO PURCHASE ITS OWN ORDINARY SHARES
("PROPOSED RENEWAL OF SHARE BUY-BACK AUTHORITY")**

The above proposal will be tabled as Special Business at the Twenty-Second Annual General Meeting (“**22nd AGM**”) of APB Resources Berhad (“APB” or “the Company”) will be conducted on a virtual basis through live streaming and online remote voting via Remote Participation and Voting (“RPV”) facilities at <https://apb-agm.digerati.com.my> (Domain registration number D1A119533) provided by Digerati Technologies Sdn. Bhd. at the broadcast venue at B-21-1, Tower B, Northpoint Mid Valley City, No.1, Medan Syed Putra Utara, 59200 Kuala Lumpur, W.P. Kuala Lumpur, Malaysia on Monday, 23 September 2024 at 10.30 a.m. or any adjournment thereof, together with a Form of Proxy, are enclosed together with the Annual Report of the Company for the financial period ended 31 March 2024.

The Form of Proxy should be completed and returned in accordance with the instructions therein as soon as possible and should be deposited at the Share Registrar of the Company at B-21-1, Level 21, Tower B, Northpoint Mid Valley City, No. 1, Medan Syed Putra Utara, 59200 Kuala Lumpur, W.P. Kuala Lumpur, not less than 48 hours before the time stipulated for holding the meeting or any adjournment thereof. The completion and return of the Form of Proxy 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 : Saturday, 21 September 2024 at 10.30 a.m.
Date and time of AGM..... : Monday, 23 September 2024 at 10.30 a.m.

This Circular is dated 31 July 2024

DEFINITIONS

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

“Act”	:	The Companies Act, 2016 as amended from time to time and includes every statutory modification or any re-enactment thereof for the time being in force
“AGM”	:	Annual General Meeting
“Annual Report 2024”	:	Annual Report of APB issued for the financial period ended 31 March 2024
“APB” or the “Company”	:	APB Resources Berhad [Registration No. 200101029080 (564838-V)]
“APB Group” or the “Group”	:	Collectively, APB and its subsidiary companies
“APB Share(s)” or “Share(s)”	:	Ordinary share(s) in APB
“Board”	:	The Board of Directors of APB
“Bursa Securities”	:	Bursa Malaysia Securities Berhad
“Bursa Depository”	:	Bursa Malaysia Depository Sdn Bhd
“CDS”	:	Central Depository System
“Code”	:	The Malaysian Code on Take-Overs and Mergers 2016, including any amendments thereto that may be made from time to time
“Constitution”	:	Constitution of APB, as amended from time to time
“Director(s)”	:	Shall have the same meaning given in Section 2(1) of the Capital Markets and Services Act 2007 and includes any person who is or was within the preceding six (6) months of the date on which the terms of the transaction were agreed upon, a director or a chief executive of APB n or any other company which is a subsidiary of APB or a holding of APB
“EPS”	:	Earnings per share
“FYE”	:	Financial year ended
“FPE”	:	Financial period ended/ending, as the case may be
“Listing Requirements”	:	Main Market Listing Requirements of Bursa Securities
“LPD”	:	1 July 2024, being the latest practicable date prior to the despatch of this Circular
“Market Day(s)”	:	Means a day on which the stock market of the Exchange is open for trading in securities, which may include a Surprise Holiday

DEFINITIONS (CONT')

“Major Shareholder”	A person who has an interest(s) in voting share(s) in the Company and the number or aggregate number of those shares is: (a) 10% or more of the total number of voting shares in the Company; or (b) 5% or more of the total number of voting shares in the Company where such person is the largest shareholder of the Company; and shall include any person who is or was within the preceding six (6) months of the date on which the terms of the transaction was agreed upon, a major shareholder of APB, its subsidiary or holding company. “Interest” shall have the meaning of “interest in shares” given in Section 8 of the Act
“NA”	: Net assets
“Persons Connected”	: Shall have the same meaning given in Paragraph 1.01 of the Listing Requirements
“Proposal”	: The Proposed Renewal of Share Buy-Back Authority
“Proposed Renewal of Share Buy-Back Authority”	: Proposed renewal of authority to purchase of the Company's own shares representing up to 10% of the total number of issued shares of the Company
“Purchased Share(s)”	: APB Share(s) purchased pursuant to the Proposed Renewal of Share Buy-Back Authority
“RM” and “sen”	: Ringgit Malaysia and sen, respectively
“Shareholders”	: Shareholders of APB
“SC”	: Securities Commission Malaysia
“Statement”	: Share Buy-Back Statement to Shareholders dated 31 July 2024 in relation to Proposed Renewal of Share Buy-Back Authority
“Substantial Shareholder(s)”	: A person who has an interest or interests in one or more voting shares in the Company and the number or the aggregate number of such shares is not less than 5% of the total number of all the voting shares in the Company
“Surprise Holiday”	: A day that is declared as a public holiday in the Federal Territory of Kuala Lumpur that has not been gazetted as a public holiday at the beginning of the calendar year.
“VWAP”	: Volume weighted average market price

Any reference in this Statement to any enactment is a reference to that enactment as for the time being amended or re-enacted. Any reference to a time of day in this Statement shall be a reference to Malaysian time, unless otherwise specified.

Words incorporating the singular shall, where applicable, include the plural and vice versa. Words incorporating the masculine gender shall, where applicable, include the feminine and neuter genders and vice versa. Reference to persons shall include a corporation, unless otherwise specified.

TABLE OF CONTENT

	PAGE
STATEMENT TO SHAREHOLDERS IN RELATION TO THE PROPOSED RENEWAL OF SHARE BUY-BACK AUTHORITY	
1. INTRODUCTION	2
2. DETAILS OF THE PROPOSED RENEWAL OF SHARE BUY-BACK AUTHORITY	3
3. RATIONALE FOR THE PROPOSED RENEWAL OF SHARE BUY-BACK AUTHORITY	6
4. FINANCIAL EFFECTS OF THE PROPOSED RENEWAL OF SHARE BUY-BACK AUTHORITY	7
5. HISTORICAL SHARE PRICES	10
6. APPROVAL REQUIRED	10
7. INTERESTS OF DIRECTORS, MAJOR SHAREHOLDERS AND/OR PERSONS CONNECTED TO THEM	10
8. DIRECTORS' RECOMMENDATION	10
9. AGM	11
10. FURTHER INFORMATION	11



RESOURCES

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Registration No. 200101029080 (564838-V)
(Incorporated in Malaysia)

Registered office:

B-21-1, Level 21, Tower B
Northpoint Mid Valley City
No. 1, Medan Syed Putra Utara
59200 Kuala Lumpur
Wilayah Persekutuan

31 July 2024

Board of Directors:

Dato' Sri Abd Rahim Bin Jaafar	<i>(Independent Non-Executive Chairman)</i>
Liaw Way Gian	<i>(Executive Director)</i>
Kang Wei Luen	<i>(Executive Director)</i>
Ku Chong Hong	<i>(Independent Non-Executive Director)</i>
Dr Dang Nguk Ling	<i>(Independent Non-Executive Director)</i>
Tan Teik Hsiung	<i>(Independent Non-Executive Director)</i>
Chuah Seong Eng	<i>(Independent Non-Executive Director)</i>

To: The shareholders of APB Resources Berhad

Dear Sir/Madam,

PROPOSED RENEWAL OF SHARE BUY-BACK AUTHORITY

1. INTRODUCTION

At the Twenty-First (21st) AGM of the Company held on 28 February 2023, the Company had obtained its shareholders' approval for the authority to purchase its own shares of up to ten percent (10%) of the total number of issued shares of our Company. The aforesaid shareholders' approval shall in accordance with the Listing Requirements, lapse at the conclusion of the forthcoming 22nd AGM unless such authority is renewed by an ordinary resolution to be passed by the shareholders at the forthcoming 22nd AGM.

On 31 July 2024, the Board had announced that the Company is proposing to seek approval from its shareholders for the Proposed Renewal of Share Buy-Back Authority at the 22nd AGM of the Company.

The purpose of this Statement is to provide you with the relevant information on the Proposed Renewal of Share Buy-Back Authority and to seek your approval for the ordinary resolution pertaining to the Proposed Renewal of Share Buy-Back Authority to be tabled at the forthcoming AGM of the Company. The Notice of the AGM and the Proxy Form are enclosed in the Annual Report 2024.

YOU ARE ADVISED TO READ AND CONSIDER CAREFULLY THE CONTENTS OF THIS STATEMENT BEFORE VOTING ON THE RESOLUTION PERTAINING TO THE PROPOSED RENEWAL OF SHARE BUY-BACK AUTHORITY AT THE FORTHCOMING AGM OF THE COMPANY.

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

In accordance with Section 127 of the Act, the Company's Constitution, the Listing Requirements and any prevailing laws, rules, regulations, orders guidelines and requirements issued by the relevant authorities at the time of the purchase, the Company is allowed to purchase its own Shares on Bursa Securities through its appointed stockbroker(s) as approved by Bursa Securities.

Accordingly, the Board proposes to seek the authority from the shareholders of APB to purchase and/or hold from time to time and at any time up to ten percent (10%) of the total number of issued Shares for the time being quoted on Bursa Securities through stockbroker(s) to be appointed at a later date.

2.1 Quantum

For illustrative purposes, as at LPD, the total number of issued share of the Company stood at 112,875,002 Shares (including of 12,042 Shares are held as treasury shares). Assuming no further APB Shares are issued, the maximum number of shares that can be purchased pursuant to the Proposed Renewal of Share Buy-Back Authority is 11,287,500 Shares, which would include the 12,042 Shares already held as treasury shares.

2.2 Duration and funding

The shareholders' mandate for the Proposed Renewal of Share Buy-Back Authority will be effective upon the passing of the ordinary resolution for the Proposed Renewal of Share Buy-Back Authority at the forthcoming AGM until:

- (a) the conclusion of the next AGM of the Company following the general meeting at which such resolution was passed at which time it will 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 is required by law to be held; or
- (c) revoked or varied by an ordinary resolution of the shareholders of the Company in general meeting,

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

Paragraph 12.10 of the Listing Requirements stipulates that a listed issuer must ensure that the proposed purchase of its own shares is made wholly out of retained profits of the listed company.

The maximum amount of funds to be utilised by the Company for the Proposed Renewal of Share Buy-Back Authority will not exceed the Company's retained profits. Based on the Company's latest available audited financial statements as at 31 March 2024, the accumulated loss of the Company was at RM32,865,136.

Any APB Shares to be bought by APB pursuant to the Proposed Renewal of Share Buy-Back Authority will be first funded from internally generated funds and/or funded by external borrowings, if so required. At the moment, the Company does not have any external borrowings for such purpose. In the event that the Company intends to purchase its own shares using external borrowings, the Board shall ensure that the Company shall have sufficient funds to repay the external borrowings and interest expense and that the repayment would not have any material effect on the cash flow of the Company.

The actual amount of internal funds and/or external borrowings to be utilised will depend on, among others, the available internally generated funds, actual number of APB Shares to be purchased and other relevant cost factors at the time of purchase(s).

2.3 Ranking and treatment of the Purchased Shares

Pursuant to Section 127 of the Act, the Directors may deal with the Purchased Shares in either of the following manner:

- (a) cancel the Purchased Shares;
- (b) retain the Purchased Shares as treasury shares held by the Company; or
- (c) retain part of the Purchased Shares as treasury shares and cancel the remainder.

The Purchased Shares held as treasury shares may be dealt with in the following manner:-

- (a) distributed to the shareholders of APB as share dividends;
- (b) resold on Bursa Securities in accordance with the relevant rules of Bursa Securities;
- (c) transferred for the purposes of or under an employees' share scheme or as purchase consideration;
- (d) subsequently cancelled; or
- (e) sold, transferred or otherwise used for such other purposes as the minister charged with the responsibility for companies may by order prescribe.

The Company may have the opportunity to realise capital gains if these shares, held as treasury shares, are resold on Bursa Securities at a price higher than the purchase price. The decision whether to retain the Purchased Shares as treasury shares, or to cancel the APB Shares purchased or a combination of both, will be made by the Board at the appropriate time.

In the event that the Purchased Shares are held as treasury shares, the rights attached to these shares in relation to voting, dividends and participation in any other distribution or otherwise are suspended. The treasury shares shall not be taken into account in calculating the number or percentage of shares or of a class of shares in the Company for any purposes including substantial shareholding, takeovers, notices, the requisitioning of meetings, the quorum for a meeting and the result of a vote on a resolution at a meeting.

2.4 Pricing

Pursuant to Paragraph 12.17 of the Listing Requirements, APB may only purchase its own shares at a price which is not more than 15% above the VWAP of the APB Shares for the 5 Market Days immediately preceding the date of the purchase(s).

In the case of a resale of treasury shares, if any, the Company may resell the treasury shares on Bursa Securities at:

- (a) a price which is not less than the VWAP for the APB Shares for the 5 Market Days immediately prior to the resale; or
- (b) a discounted price of not more than 5% to the VWAP for the APB Shares for the 5 Market Days immediately prior to the resale provided that:
 - (i) the resale takes place no earlier than 30 days from the date of purchase; and
 - (ii) the resale price is not less than the cost of purchase of the APB Shares being resold.

In accordance with Paragraph 12.26 of the Listing Requirements, the Company may purchase its own shares in odd lots, i.e. any number of its own shares which is less than the number of shares prescribed by Bursa Securities as a board lot through direct business transaction or in any other manner as may be approved by Bursa Securities in accordance with such requirements as may be prescribed or imposed by Bursa Securities.

Pursuant to Paragraph 12.14 of the Listing Requirements, APB must not purchase its own shares on Bursa Securities if that purchase(s) will result in the Company being in breach of the 25% public shareholding spread.

In view of the above, APB will take necessary measures to ensure that the aforesaid public shareholding spread is met and maintained at all times (including, among others, only purchasing such number of APB Shares under the Proposed Renewal of Share Buy-Back Authority to maintain at least 25% public shareholding spread).

2.5 Potential advantages and disadvantages of the Proposed Renewal of Share Buy-Back Authority

The potential advantages of the Proposed Renewal of Share Buy-Back Authority to the Company and its shareholders are:

- (a) if the purchased APB Shares are cancelled, the EPS of APB Group will be enhanced and shareholders are likely to enjoy an increase in the value of their investment in the Company;
- (b) the Company's share capital base will be reduced pursuant to the Proposed Renewal of Share Buy-Back Authority, which may increase the likelihood of a higher dividend rate being declared in the future;
- (c) if the purchased APB Shares are retained as treasury shares, it will provide the Board with an option to sell the purchased APB Shares at a higher price and therefore make an exceptional gain for the Company. Alternatively, the purchased APB Shares can be distributed as share dividends to shareholders as a reward; and
- (d) the Proposed Renewal of Share Buy-Back Authority may also stabilise the supply and demand of APB Shares traded on Bursa Securities and reduce the volatility of the share prices. The stability of APB Shares price is important to

maintain investors' confidence and may also assist in facilitating future fund raising via the equity market.

The potential disadvantages of the Proposed Renewal of Share Buy-Back Authority to the Company and its shareholders are:

- (a) the Proposed Renewal of Share Buy-Back Authority if implemented, is expected to temporarily reduce the immediate financial resources of APB Group;
- (b) may also result in opportunity costs for the Company as better investment opportunities may be foregone in the future with the reduction in financial resources of APB Group available upon implementation of the Proposed Renewal of Share Buy-Back Authority; and
- (c) deprive the Group of interest income that can be derived from the funds utilised for the Proposed Renewal of Share Buy-Back Authority. Further, if the Proposed Renewal of Share Buy-Back Authority is financed via bank borrowings, the Group shall have to service interest obligations.

The Proposed Renewal of Share Buy-Back Authority, however, is not expected to have any potential material disadvantages to the Company and its shareholders, as it will be exercised only after in-depth consideration of the financial resources of APB which need to be balanced against investment opportunities and other proposals that can enhance value for its shareholders. The Board in exercising any decision on the Proposed Renewal of Share Buy-Back Authority will be mindful of the interest of the Company and of its shareholders.

2.6 Purchase of APB Shares and resale of treasury shares made in the previous 12 months

As at the LPD, the Company holds 12,042 APB Shares as treasury shares. The Company has not purchased any APB Shares over the past 12 months preceding the LPD. The Company had distributed 1,978,158 treasury shares as share dividends to the Shareholders of the Company in the past 12 months.

3. RATIONALE FOR THE PROPOSED RENEWAL OF SHARE BUY-BACK AUTHORITY

The Proposed Renewal of Share Buy-Back Authority would enable the Company to purchase its own shares from the open market to capitalise on market inefficiencies and to act in the best interest of the Company. The Proposed Renewal of Share Buy-Back Authority, if implemented, may stabilise the supply and demand of APB Shares, which may subsequently have a favourable effect on the market price for APB Shares.

Any shares purchased under the Proposed Renewal of Share Buy-Back Authority, whether to be held as treasury shares or subsequently cancelled, will effectively reduce the number of APB Shares carrying voting and participation rights. Therefore, the shareholders of the Company may enjoy an increase in the value of their investment in APB due to the increase in its EPS.

The purchased APB Shares could be held as treasury shares and resold on Bursa Securities at a higher price with the intention of realising potential gain without affecting the total number of issued shares of the Company. Should any treasury shares be distributed as share dividends, this would serve to reward the shareholders of the Company.

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

The financial effects of the Proposed Renewal of Share Buy-Back Authority shown below are based on the assumption that APB will have adequate retained earnings to undertake the Proposed Renewal of Share Buy-Back Authority up to the maximum of 10% of its total number of issued shares. The actual quantum of shares purchased under the Proposed Renewal of Share Buy-Back Authority may be limited to the availability of the above-mentioned reserves.

The proforma effects of the Proposed Renewal of Share Buy-Back Authority (assuming no resale or distribution of 12,042 treasury share) are set out below:

4.1 Share capital

The effect of the Proposed Renewal of Share Buy-Back Authority on the issued share capital of the Company will depend on whether the Purchased APB Shares are cancelled or retained as treasury shares.

The Proposed Renewal of Share Buy-Back Authority will have no effect on the total number of issued shares of APB if the purchased APB Shares are retained in full as treasury shares, resold or distributed as dividends to shareholders.

However, in the event the purchased APB Shares are cancelled, the total number of issued shares will decrease by the number of shares cancelled. For illustrative purposes only, assuming that the maximum number of APB Shares are purchased and cancelled under the Proposed Renewal of Share Buy-Back Authority, the effect on the total number of issued shares of the Company is set out below.

Scenario	No. of APB Shares
Issued share capital as at LPD	112,875,002
Less : Maximum number of shares able to be purchased pursuant to the Proposed Renewal of Share Buy-Back Authority (10%) ⁽¹⁾	(11,287,500) ⁽²⁾
Resultant total number of issued shares	101,587,502

Notes:

(1) Assuming cancellation of all the APB Shares purchased and treasury shares held by the Company.

(2) Including treasury shares of 12,042 held by the Company as at LPD.

4.2 NA

The effect of the Proposed Renewal of Share Buy-Back Authority on the NA per Share of the Group will depend on the number of APB Shares purchased, the purchase price(s) of the APB Shares, the effective cost of funding and the treatment of the APB Shares purchased.

If all the Purchased Shares are cancelled, the Proposed Renewal of Share Buy-Back Authority will reduce the NA per Share if the purchase price per Purchased Share exceeds the NA per Share at the relevant point in time, and vice versa.

4.3 Gearing

The effects of the Proposed Renewal of Share Buy-Back Authority on the gearing of the Group will depend on the proportion of borrowing utilised to fund the purchase of APB Shares, if any. Assuming that the treasury shares are retained by the Company and no borrowing is utilised to fund the purchase of APB Shares, the Proposed Renewal of Share Buy-Back Authority may increase the gearing of the Group as the equity will be reduced by the cost of shares acquired and held as treasury shares.

4.4 Working capital

The Proposed Renewal of Share Buy-Back Authority will reduce funds available for working capital purposes of the Company, the quantum of which depends on the purchase price(s) of the APB Shares, the actual number of purchased APB Shares and any associated costs incurred in making the purchase.

4.5 Earnings and EPS

The effects of the Proposed Renewal of Share Buy-Back Authority on the earnings and EPS of the APB Group will depend on the purchase price(s) of the APB Shares, the number of APB Shares purchased and the effective funding cost of APB Group. The effective reduction in the total number of issued shares of the Company pursuant to the Proposed Renewal of Share Buy-Back Authority will, generally, all else being equal, have a positive impact on the consolidated EPS of the Company.

4.6 Dividends

Barring any unforeseen circumstances, the Proposed Renewal of Share Buy-Back Authority is not expected to have any effect on the Group's dividend policy. The decision to declare and pay dividends in the future would depend on the performance, cash flow position and financing requirements of the APB Group. The Board may also have the option to distribute future dividends in the form of the treasury shares purchased pursuant to the Proposed Renewal of Share Buy-Back Authority.

4.7 Directors' and substantial shareholders' shareholding

The effect of the Proposed Share Buy-Back Authority on the Directors' and substantial shareholders' shareholding based on the Company's Register of Directors and Register of Substantial Shareholders as at the LPD assuming the Proposed Renewal of Share Buy-Back Authority is undertaken in full by APB are as follows:

	As at the LPD ⁽¹⁾				After the Proposed Renewal of Share Buy-Back Authority ⁽²⁾			
	Direct		Indirect		Direct		Indirect	
	No. of Shares	%	No. of Shares	%	No. of Shares	%	No. of Shares	%
<u>Directors</u>								
Dato' Sri Abd Rahim Bin Jaafar	-	-	-	-	-	-	-	-
Liaw Way Gian	1,926,599	1.71	-	-	1,926,599	1.90	-	-
Kang Wei Luen	56,179	0.05	-	-	56,179	0.06	-	-
Ku Chong Hong	-	-	-	-	-	-	-	-
Dr Dang Nguk Ling	-	-	-	-	-	-	-	-
Tan Teik Hsiung	-	-	-	-	-	-	-	-
Chuah Seong Eng	380,678	0.34	-	-	380,678	0.37	-	-
<u>Substantial shareholders</u>								
Nil	-	-	-	-	-	-	-	-

Notes:

- (1) Calculated based on the existing issued share capital of 112,875,002 Shares and excluding a total of 12,042 APB Shares bought back by the Company and retained as treasury shares as at LPD.
- (2) Calculated based on the issued share capital of 101,575,460 Shares and excluding a total of 12,042 APB Shares bought back by the Company and retained as treasury shares as at LPD.

5. HISTORICAL SHARE PRICES

The monthly highest and lowest prices of APB Shares as traded on the Main Market of Bursa Securities for the last 12 months from July 2023 to June 2024 are as follows:

	High RM	Low RM
2023		
July	2.505	2.191
August	2.495	2.309
September	2.427	2.024
October	2.191	2.063
November	2.436	2.122
December	2.761	2.338
2024		
January	2.692	1.719
February	2.014	1.818
March	1.916	1.768
April	1.900	1.810
May	1.870	1.700
June	1.810	1.710

The last transacted price of APB Shares as at the LPD was RM1.640.

Source: <https://www.investing.com/equities/apb-resources-bhd-historical-data>

6. APPROVAL REQUIRED

The Proposed Renewal of Share Buy-Back Authority is conditional upon the approval of the shareholders of APB being obtained at the forthcoming AGM.

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

None of the Directors and major shareholders of APB or Persons Connected have any interest, direct or indirect, in the Proposed Renewal of Share Buy-Back Authority or resale of the treasury shares (if any in the future).

8. 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 in the best interest of the Company. Accordingly, the Board recommends that you vote in favour of the resolution pertaining to the Proposed Renewal of Share Buy-Back Authority to be tabled at the forthcoming AGM.

9. AGM

The ordinary resolution to vote on the Proposed Renewal of Share Buy-Back Authority is set out in the Notice of AGM contained in the Annual Report 2024. The 22nd AGM will be conducted on a virtual basis through live streaming and online remote voting via Remote Participation and Voting (“RPV”) facilities at <https://apb-agm.digerati.com.my> (Domain registration number D1A119533) provided by Digerati Technologies Sdn. Bhd. at the broadcast venue at B-21-1, Tower B, Northpoint Mid Valley City, No.1, Medan Syed Putra Utara, 59200 Kuala Lumpur, W.P. Kuala Lumpur, Malaysia on Monday, 23 September 2024 at 10.30 a.m. or any adjournment (as the case may be) thereof for the purpose of considering and if thought fit, passing the resolution to give effect to the Proposed Renewal of Share Buy-Back Authority contained herein. If you are unable to attend and vote at the virtual AGM, you should complete and return the Proxy Form in accordance with the instructions therein to Aldpro Corporate Services Sdn. Bhd. at B-21-1, Level 21, Tower B, Northpoint Mid Valley City, No. 1, Medan Syed Putra Utara, 59200 Kuala Lumpur, Wilayah Persekutuan, as soon as possible, and in any event not later than 48 hours before the time fixed for the AGM.

10. FURTHER INFORMATION

Shareholders are requested to refer to the attached **Appendix I** for further information.

Yours faithfully,
For and on behalf of
APB RESOURCES BERHAD

Dato’ Sri Abd Rahim Bin Jaafar
Independent Non-Executive Chairman

FURTHER INFORMATION

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 having made all reasonable enquiries, to the best of their knowledge and belief, there are no other facts the omission of which would make any statement in this Statement misleading.

2. MATERIAL CONTRACTS

There are no material contracts (not being contracts entered into in the ordinary course of business) that has been entered by APB and/or its subsidiaries during the past two years immediately preceding the LPD.

3. MATERIAL LITIGATION

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

4. DOCUMENTS AVAILABLE FOR INSPECTION

Copies of the following documents will be available for inspection at the registered office of the Company at B-21-1, Level 21, Tower B, Northpoint Mid Valley City, No. 1, Medan Syed Putra Utara, 59200 Kuala Lumpur, Wilayah Persekutuan, during normal business hours from Mondays to Fridays but excluding public holidays for the period commencing from the date of this Statement to the date of the forthcoming AGM:

- (a) Constitution of APB;
- (b) The audited consolidated financial statements of the APB Group for the financial year ended 30 September 2022 and the financial period ended 31 March 2024; and
- (c) the latest unaudited financial results for the quarter ended 31 March 2024.