

NOTICE OF TWENTY-THIRD (23rd) ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Twenty-Third (“23rd”) Annual General Meeting (“AGM”) of APB Resources Berhad (“the Company”) will be held at Ground Floor, Lobby 1, Crystal Plaza, No.4, Jalan 51A/223, 46100 Petaling Jaya, Selangor on Thursday, 25 September 2025 at 10.30 a.m. or at any adjournment thereof, to transact the following businesses:-

AGENDA

As Ordinary Business:

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| 1) To receive the Audited Financial Statements of the Company for the financial year ended 31 March 2025 together with the Reports of the Directors and Auditors thereon. | Please refer to
Explanatory Note 1 |
| 2) To approve the payment of Directors’ fees of an amount up to RM 280,000 to the Non-Executive Directors who had served the Company for the period commencing from 23rd AGM up to the conclusion of the Twenty-Fourth AGM of the Company. | Ordinary Resolution 1 |
| 3) To re-elect Dr. Dang Nguk Ling who is retiring pursuant to Clause 119 of the Company’s Constitution and who being eligible, has offered herself for re-election. | Ordinary Resolution 2 |
| 4) To re-elect the following Directors who are retiring in accordance with Clause 123 of the Company’s Constitution and being eligible, have offered themselves for re-election: | |
| (i) Cha Weay Chia | Ordinary Resolution 3 |
| (ii) Ke Tung Chen | Ordinary Resolution 4 |
| (iii) Yap Kow @ Yap Kim Fah | Ordinary Resolution 5 |
| (iv) Lee Chin Hui | Ordinary Resolution 6 |
| (v) Tan Pei Shiun | Ordinary Resolution 7 |
| (vi) Ooi Guan Hoe | Ordinary Resolution 8 |
| 5) To re-appoint Morison LC PLT as the Company’s Auditors to hold office until the conclusion of the next AGM and to authorise the Directors to fix their remuneration. | Ordinary Resolution 9 |

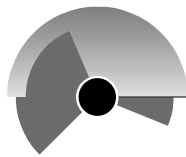
As Special Businesses:

To consider and, if thought fit, with or without modifications to pass the following Resolutions:

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|---|------------------------|
| 6) AUTHORITY TO ISSUE AND ALLOT SHARES PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT 2016 (“THE ACT”) AND WAIVER OF PRE-EMPTIVE RIGHTS PURSUANT TO SECTION 85 OF THE ACT | Ordinary Resolution 10 |
|---|------------------------|

“THAT pursuant to Sections 75 and 76 of the the Act and subject to the approvals of the relevant governmental/ regulatory authorities, the Directors be and are hereby empowered to issue shares in the capital of the Company from time to time and upon such terms and conditions and for such purposes as the Directors, 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 share of the Company for the time being and that the Directors be and are hereby also empowered to obtain approval from the Bursa Malaysia Securities Berhad (“Bursa Securities”) for the listing and quotation of the additional shares so issued and that such authority shall continue to be in force until the conclusion of the next AGM of the Company.

AND THAT in connection with the above, pursuant to Section 85 of the Act read together with Clause 55 of the Company’s Constitution, the shareholders of the Company by approving this resolution are deemed to have waived their pre-emptive rights over all new shares, options over or grants of new shares or any other convertible securities in the Company and/or any new shares to be issued pursuant to such options, grants or other convertible securities, such new shares when issued, to rank pari passu with the existing shares in the Company.”



Notice Of Twenty-Third (23rd) Annual General Meeting (cont'd)

7) **PROPOSED NEW SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE ("PROPOSED SHAREHOLDERS' MANDATE")**

Ordinary Resolution 11

"THAT, subject to compliance with all applicable laws, regulations and guidelines, approval be and is hereby given to the Company and/or its subsidiaries (collectively, "APB Group" or "Group") to enter into Recurrent Related Party Transactions of a revenue or trading nature with related parties as set out in Section 2.5 of the Circular to Shareholders dated 31 July 2025 for the purposes of Paragraph 10.09, Chapter 10 of the Main Market Listing Requirements of Bursa Securities ("MMLR"), subject to the following:

- (i) the transactions are necessary for the day-to-day operations of the Group in its ordinary course of business, and are at arm's length, on normal commercial terms which are not more favourable to the related party than those generally available to the public and not detrimental to minority shareholders of the Company;
- (ii) the mandate is subject to annual renewal. In this respect, any authority conferred by a mandate shall only continue to be in force until: -
 - (a) the conclusion of the next AGM of the Company, at which time it will lapse, unless by a resolution passed at the meeting, the authority is renewed;
 - (b) the expiration of the period within which the next AGM of the Company after the date is required to be held pursuant to Section 340 of the Act (but shall not extend to such extension as may be allowed pursuant to Section 340(4) of the Act); or
 - (c) revoked or varied by resolution passed by the shareholders in a general meeting,

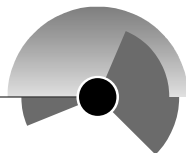
whichever is the earlier;

AND THAT the Directors of the Company be and are hereby authorised to complete and do all such acts and things to give effect to the transactions contemplated and/or authorised by this Ordinary Resolution."

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

BY ORDER OF THE BOARD

TAN TONG LANG (MAICSA 7045482) (SSM PC No. 202208000250)
 LIM SWEE FOON (MAICSA 7064875) (SSM PC No. 202408000881)
 Company Secretaries
 Kuala Lumpur
 31 July 2025



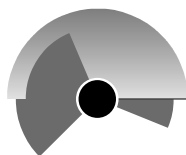
Notice Of Twenty-Third (23rd) Annual General Meeting (cont'd)

Notes

1. This is a physical AGM. Shareholders and/or proxies are invited to attend in-person only.
2. A member of the Company entitled to attend and vote at this meeting is entitled to appoint not more than two (2) proxies to attend and vote instead of him/her.
3. A proxy may but need not be a member of the Company. There shall be no restriction as the qualification of the proxy. A proxy appointed to attend and vote at a meeting of the Company shall have the same rights as the member to speak at the meeting.
4. Where a member appoints two proxies, he/she shall specify the proportion of his/her shareholding to be represented by each proxy. Where a member of the Company is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one securities account ("omnibus account"), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds.
5. The instrument appointing a proxy shall be in writing under the hand of the appointor or of his/her attorney duly authorised in writing or, if the appointor is a corporation, under the corporation's common seal or under the hand of an officer or attorney duly authorised.
6. The instrument appointing of a proxy, together with the power of attorney or other authority, if any, under which it signed or a notarially certified copy of that power of authority, shall be deposited in the following manner and must be received by the Company not less than 48 hours before the time appointed for holding the AGM or at any adjournment thereof:
 - (a) In hard copy form
In the case of an appointment made in hard copy form, the original Form of Proxy must be deposited at the Share Registrar's office, 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.
 - (b) By electronic means
The Form of Proxy can be electronically lodged via online website at <https://apb-agm.digerati.com.my> or email to admin@aldpro.com.my.
7. For the purpose of determining a member who shall be entitled to attend and vote at the forthcoming 23rd AGM, the Company shall be requesting Bursa Malaysia Depository Sdn. Bhd. to issue a General Meeting Record of Depositors as at 12 September 2025. Only a depositor whose name appears on the Record of Depositors as at 12 September 2025 shall be entitled to attend and vote at the said meeting or appoint proxies to attend and/or vote on his/her behalf.
8. Pursuant to Paragraph 8.29A(1) of the MMLR of Bursa Securities, all resolutions set out in this Notice will be put to vote by way of a poll. Share Registrar and Independent Scrutineer will be appointed respectively to conduct polling voting process and to verify the results of the poll.

Personal data privacy: -

By submitting an instrument appointing a proxy(ies) and/ or representative(s) to attend, participate, speak and vote at this meeting, a member of the Company (i) consents to the collection, use and disclosure of the member's personal data by the Company (or its agents) for the purpose of the processing and administration by the Company (or its agents) of proxies and representatives appointed for this meeting and the preparation and compilation of the attendance lists, minutes and other documents relating to this meeting, and in order for the Company (or its agents) to comply with any applicable laws, listing rules, regulations and/ or guidelines (collectively, the "Purposes"), (ii) warrants that where the member discloses the personal data of the member's proxy(ies) and/ or representative(s) to the Company (or its agents), the member has obtained the prior consent of such proxy(ies) and/ or representative(s) for the collection, use and disclosure by the Company (or its agents) of the personal data of such proxy(ies) and/ or representative(s) for the Purposes, and (iii) agrees that the member will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member's breach of warranty.



Notice Of Twenty-Third (23rd) Annual General Meeting (cont'd)

Explanatory Notes to Ordinary Resolutions and Special Businesses:

1. Item 1 of the Agenda – Audited Financial Statements for the Financial Year Ended 31 March 2025

This Agenda item no. 1 is meant for discussion only as Sections 248(2) and 340(1)(a) of the Act do not require a formal approval of the shareholders for the Audited Financial Statements. Hence, this Agenda item is not put forward to the shareholders for voting.

2. Ordinary Resolution 1 – Payment of Directors' fees

Pursuant to Section 230(1) of the Act, fees payable to the Directors of a listed company and its subsidiaries shall be approved by shareholders at a general meeting.

3. Ordinary Resolution 2 – Re-election of retiring Director

Clause 119 of the Company's Constitution states that an election of Directors shall take place each year at the annual general meeting of the Company where one-third of the Directors for the time being, or, if their number is not three (3) or a multiple of three (3), then the number nearest to one-third shall retire from office and be eligible for re-election PROVIDED ALWAYS that Directors shall retire from office once at least in each three (3) years but shall be eligible for re-election. A retiring Director shall retain office until the close of the meeting at which he retires.

The Board, through Nomination Committee, carried out the necessary assessment of Dr. Dang Nguk Ling and concluded that she met the criteria as prescribed under Paragraph 2.20A of the MMLR on character, experience, integrity, competence and time commitment to effectively discharge her role as Director. The Board then recommended Dr. Dang Nguk Ling for re-election to be tabled for shareholders' approval at the 23rd AGM. The information on her profiles is provided in the Company's Annual Report 2025.

4. Ordinary Resolutions 3 to 8 – Re-election of retiring Directors

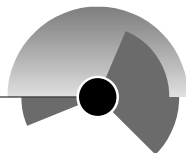
Clause 123 of the Company's Constitution states that an election of Directors shall take place if the Company, at the meeting at which a Director retires by rotation, does not fill the vacancy, the retiring Director shall, if willing to act, be deemed to have been reappointed unless at the meeting, it is resolved not to fill the vacancy or unless a resolution for the reappointment of the Director is put to the meeting and lost. All Directors who retire from office shall be eligible for re-election.

Mr. Cha Weay Chia, Mr. Ke Tung Chen, Mr. Yap Kow @ Yap Kim Fah, Ms. Lee Chin Hui, Ms. Tan Pei Shiun, and Mr. Ooi Guan Hoe ("Retiring Directors") are standing for re-election as Directors of the Company and being eligible, have offered themselves for re-election.

The Board, through Nomination Committee, carried out the necessary assessment and concluded that they met the criteria as prescribed under Paragraph 2.20A of the MMLR on character, experience, integrity, competence and time commitment to effectively discharge their role as Director. The Board then recommended these Retiring Directors for re-election to be tabled for shareholders' approval at the 23rd AGM. The information on their profiles is provided in the Company's Annual Report 2025.

5. Ordinary Resolution 9 – Re-appointment of Auditors

The Board, through the Audit Committee, conducted an assessment of the suitability, objectivity, and independence of Morison LC PLT for the financial year ended 31 March 2025. The Board was satisfied with the performance of Morison LC PLT and recommended their reappointment as the external auditors of the Company to hold office until the conclusion of the next AGM, in accordance with Section 271 of the Act.



Notice Of Twenty-Third (23rd) Annual General Meeting (cont'd)

Explanatory Notes to Ordinary Resolutions and Special Businesses (Cont'd):

6. Ordinary Resolution 10 – Authority to issue and allot shares pursuant to Sections 75 and 76 of the Act and waiver of Pre-emptive Rights pursuant to Section 85 of the Act

The proposed Ordinary Resolution 10, if passed, will empower the Directors of the Company to issue and allot shares up to an amount not exceeding 10% of the total number of issued share of the Company for the time being for such purposes as the Directors consider would be in the best interest of the Company. This authority, unless revoked or varied by the Company at a general meeting, will expire at the conclusion of the next AGM of the Company ("General Mandate").

This General Mandate is a renewal of the mandate that was approved by the shareholders at the Company's Twenty-Second AGM held on 23 September 2024.

As at the date of this Notice, a total of 11,286,000 ordinary shares was issued at an issue price of RM0.2906 per ordinary shares and raised total gross proceeds of RM3,280,000. The proceeds have been fully utilised. The summary of the utilisation are set out in the Additional Compliance Information Disclosure in the Company's Annual Report 2025.

The General Mandate will provide flexibility to the Company for any possible fund raising activities, including but not limited to further placing of shares, for the purpose of funding future investment project(s) workings capital and/or acquisitions.

The Board, having considered the current and prospective financial position, needs and capacity of the Company, is of the opinion that the General Mandate is in the best interest of the Company and its subsidiaries.

7. Ordinary Resolution 11 – Proposed New Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature

The proposed Ordinary Resolution 11 is intended to enable the Group to enter into the recurrent related party transactions of a revenue or trading nature which are necessary for the Group's day-to-day operations, subject to the transactions being in the ordinary course of business and on terms which are not more favourable to the related party involved than those generally available to the public and are not detrimental to the minority shareholders of the Company.

Please refer to the Circular to Shareholders dated 31 July 2025 for further information.

STATEMENT ACCOMPANYING NOTICE OF AGM

1. Details of persons who are standing for election as Directors

No individual is seeking election as a Director at the 23rd AGM of the Company.

2. Statement relating to General Mandate for issue of securities

Please refer to Explanatory Note 6 of the Notice of 23rd AGM for information relating to General Mandate for issue of securities.