BETAMEK

BETAMEK BERHAD

(Registration No. 202101041577 (1441877-P)
(Incorporated in Malaysia)

NOTICE OF FIFTH ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the Fifth ("5th") Annual General Meeting ("AGM") of the Company will be held at Nice Banquet Hall, No 6, Jalan BJ 1, Taman Belmas Johan, 48000 Rawang, Selangor Darul Ehsan, Malaysia on Thursday, 27 August 2026 at 10:00 a.m. for the following purposes:-

AGENDA

AS ORDINARY BUSINESS

1. To receive the Audited Financial Statements for the financial year ended 31 March 2026 together with the Reports of the Directors and Auditors thereon. **Explanatory Note 1**
2. To approve the payment of a final single-tier dividend of 1.25 sen per ordinary share for the financial year ended 31 March 2026. **Ordinary Resolution 1**
3. To approve the fees up to an aggregate amount of RM300,000 and benefits of up to RM20,000 payable to the Non-Executive Directors of the Company for the period from 28 August 2026 until the next AGM of the Company and the payment thereof. **Ordinary Resolution 2**
4. To re-elect the Director, Encik Muhammad Fauzi bin Abd Ghani, who retires by rotation in accordance with Clause 102 of the Company's Constitution. **Ordinary Resolution 3**
5. To re-elect the Director, Encik Mirzan bin Mahathir, who retires by rotation in accordance with Clause 102 of the Company's Constitution. **Ordinary Resolution 4**
6. To re-appoint Grant Thornton Malaysia PLT as the Auditors of the Company to hold office until the conclusion of the next Annual General Meeting and to authorise the Directors to fix the Auditors' remuneration. **Ordinary Resolution 5**

As Special Business

To consider and, if thought fit, to pass the following resolution with or without modification:

7. **AUTHORITY TO ALLOT SHARES PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT 2016 AND WAIVER OF PRE-EMPTIVE RIGHTS** **Ordinary Resolution 6**

   "THAT pursuant to Sections 75 and 76 of the Companies Act 2016, and subject to the approval from other relevant governmental/regulatory authorities, the Directors be and are hereby empowered to allot shares in the Company from time to time and upon such terms and conditions and for such purposes as the Directors may deem fit provided that the aggregate number of shares allotted 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 that such authority shall continue in force until the conclusion of the next Annual General Meeting of the Company AND THAT the Directors be and are hereby also empowered to obtain the approval from Bursa Malaysia Securities Berhad ("Bursa Securities") for the listing of and quotation of the additional shares so allotted.

   AND THAT pursuant to Section 85 of the Companies Act 2016 to be read together with Clause 63 of the Company's Constitution, approval be and is hereby to waive the statutory pre-emptive rights of the shareholders of the Company to be offered with new Company shares ranking equally to the existing issued Company shares arising from any issuance of the new Company shares pursuant to Sections 75 and 76 of the Companies Act 2016."

8. **PROPOSED AUTHORITY FOR THE COMPANY TO PURCHASE ITS OWN SHARES OF UP TO 10% OF THE TOTAL NUMBER OF ISSUED SHARES OF THE COMPANY ("PROPOSED SHARE BUY-BACK AUTHORITY")** **Ordinary Resolution 7**

   THAT subject always to the provisions of the Companies Act 2016 ("Act"), the Constitution of the Company, the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities") and other relevant statutory and/or regulatory requirements, the Company be authorised, to the fullest extent permitted by law, to buy-back such number of ordinary shares in the Company 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 interests of the Company, provided that:

   (a) the aggregate number of ordinary shares which may be purchased by the Company ("Purchased Shares") or held as treasury shares shall not exceed 10% of the total number of issued shares of the Company at any point in time;

   (b) the maximum amount of funds to be allocated by the Company for the purpose of purchasing its ordinary shares shall not exceed the total amount of retained profits of the Company at the time of purchase; and

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

   (i) the conclusion of the next AGM of the Company following the forthcoming 5th AGM at which the authorisation is obtained, at which time the said authority will lapse unless, by ordinary resolution passed at that meeting, the authority is renewed, either unconditionally or subject to conditions; or

   (ii) the expiration of the period within which the next AGM is required to be held pursuant to Section 340(2) of the Act (but shall not extend to such extension as may be allowed pursuant to Section 340(4) of the Act); or

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

   whichever occurs first.

   THAT upon the completion of the Proposed Share Buy-Back Authority, the Directors be and are hereby empowered to deal with the shares so purchased in the following manner:

   (a) distribute the Purchased Shares as dividends to the shareholders, such dividends to be known as "share dividends";
   (b) resell the Purchased Shares or any of the Purchased Shares in accordance with the relevant rules of Bursa Securities;
   (c) transfer the Purchased Shares or any of the Purchased Shares for the purposes of or under an employees' share scheme;
   (d) transfer the Purchased Shares or any of the Purchased Shares as purchase consideration;
   (e) cancel the Purchased Shares or any of the said shares;
   (f) sell, transfer or otherwise use the Purchased Shares for such other purposes as the Minister charged with the responsibility for companies may by order prescribe; or
   (g) in any other manner permitted by the Act, rules, regulations and orders made pursuant to the Act and the requirements of Bursa Securities and any other relevant authority for the time being in force.

   AND THAT authority be and is hereby unconditionally and generally given to the Directors of the Company, to take all such steps as are necessary or expedient to implement, finalise and give full effect to the purchase of the Company's own shares, with full power to assent to any conditions, modifications, variations and/or amendments as may be imposed by the relevant authorities and with full power to do all such acts and things thereafter in accordance with the Act, the provisions of the Company's Constitution and the guidelines issued by Bursa Securities and any other relevant authorities."

9. To transact any other business which may properly be transacted at an Annual General Meeting for which due notice shall have been given.

NOTICE OF DIVIDEND ENTITLEMENT AND PAYMENT

NOTICE IS HEREBY GIVEN THAT a final single-tier dividend of 1.25 sen per ordinary share for the financial year ended 31 March 2026, if approved, will be paid on 12 October 2026. The entitlement date for the payment is 1 October 2026.

A depositor shall qualify for entitlement only in respect of:-

(a) Shares transferred into the Depositor's Securities Account before 4:30 p.m. on 1 October 2026 in respect of transfer; and

(b) Shares bought on Bursa Securities on a cum entitlement basis according to the Rules of Bursa Securities.

BY ORDER OF THE BOARD

LIM SECK WAH (MAICSA 0799845)
(SSM PRACTICING CERTIFICATE NO. 202008000054)
KONG MEI KEE (MAICSA 7039391)
(SSM PRACTICING CERTIFICATE NO. 202008002882)
Company Secretaries

Kuala Lumpur

Dated this 29th day of July 2026

Notes:-

(i) For the purpose of determining a member who shall be entitled to attend, speak and vote at the Annual General Meeting, the Company shall be requesting the Record of Depositors as at 20 August 2026. Only a depositor whose name appears on the Record of Depositors as at 20 August 2026 shall be entitled to attend the said meeting or appoint proxies to attend, speak and vote on his/her stead.

(ii) A member shall be entitled to appoint up to two (2) proxies to attend and vote in his place. Where a member appoints two (2) proxies, he shall specify the proportion of his holdings to be represented by each proxy. All voting will be conducted by way of poll.

(iii) (a) Where a member of the Company is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991, it may appoint at least one (1) proxy in respect of each securities account it holds with ordinary shares of the Company standing to the credit of the said securities account.

(b) 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.

(iv) If the appointer is a corporation, the proxy form must be executed under its Common Seal or under the hand of its attorney.

(v) The instrument appointing a proxy and the power of attorney, if any, under which it is signed or a certified copy thereof must be deposited at the Company's registered office at Level 15-2, Bangunan Faber Imperial Court, Jalan Sultan Ismail, 50250 Kuala Lumpur or email to mega-sharereg@megacorp.com.my or by electronic lodgement at https://www.equiti.my not less than forty-eight (48) hours before the time set for holding the meting or any adjournment thereof. For those who have emailed the proxy form, please submit the original at any time before the time appointed for the meeting or to the registration staff on the meeting day for the Company's record. For further information on the electronic lodgement of the Form of Proxy, kindly refer to the Administrative Notes.

(vi) **PERSONAL DATA NOTICE**

By submitting the duly executed Form of Proxy, a member and his/her proxy consent to the Company (and/or its agents/service providers) collecting, using and disclosing the personal data therein in accordance with the Personal Data Protection Act 2010 for this meeting and at any adjournment thereof.

EXPLANATORY NOTES ON ORDINARY BUSINESS AND SPECIAL BUSINESS

1. The Audited Financial Statements are meant for discussion only and do not require the approval of shareholders.

2. Ordinary Resolution 2 - Payment of Directors' Fees and Benefits Payable

   The Board of Directors ("Board") wishes to seek shareholders' approval on the fees up to an aggregate amount of RM300,000 and benefits of up to RM20,000 payable to the Non-Executive Directors of the Company for the period from 28 August 2026 until the next AGM of the Company to be held in 2027. The details are set out in the Nomination and Remuneration Committee ("NRC") Report on page 94 of the Annual Report 2026. The amount of Directors' fees consists of the fees payable to Non-Executive Directors as members of the Board and Board Committees. The amount of benefits payable to the Non-Executive Directors comprises meeting allowances only. The structure of annual and Board Committee fees payable to the Directors is set out below:-

	Director's fee per annum
Chairman of the Board of Directors	RM70,000
Chairman of the Board Committees	RM65,000
Board Committee Member	RM55,000

   The payment of Non-Executive Directors' fees as members of the Board and Board Committees as well as the benefits payable to Non-Executive Directors are recommended for shareholders' approval at this 5th AGM.

3. Ordinary Resolutions 3 and 4 - Re-election of Directors

   For the purpose of determining the eligibility of the Directors to stand for re-election at the 5th AGM of the Company, the Board through its NRC undertakes a formal evaluation to determine the eligibility of each retiring Director in line with the Malaysian Code on Corporate Governance and AMLR of Bursa Securities, which includes the following:-

   (i) Performance and effectiveness of the Board as a whole, Board Committees and individual Directors;
   (ii) Independence of the Independent Director; and
   (iii) Fit and proper assessment.

   The NRC and the Board are satisfied that the Directors, namely Encik Muhammad Fauzi bin Abd Ghani and Encik Mirzan bin Mahathir (collectively, the "retiring Directors") standing for re-election have performed their duties as per the Board Charter and they will continue to bring to bear their knowledge, experience and skills and contribute effectively to the Board's discussions, deliberations and decisions. In view thereof, the Board recommends that they be re-elected as Directors of the Company.

   The retiring Directors being eligible, have offered themselves for re-election at the 5th AGM.

   The retiring Directors have abstained from deliberations and decisions on their own eligibility and suitability to stand for re-election at the relevant Board meeting. The profiles of the Directors who are standing for re-election under Ordinary Resolutions 3 and 4 are set out in the Profiles of the Board on page 11 and 12 of the Annual Report 2026.

4. Ordinary Resolution 5 - Re-appointment of Auditors

   Grant Thornton Malaysia PLT, the auditors of the Company, have expressed their willingness to continue in office as auditors of the Company for the financial year ending 31 March 2027. The Board has approved the Audit and Risk Management Committee's recommendation that they be retained after taking into account relevant feedback on their experience, performance and independence following a formal assessment.

5. Ordinary Resolution 6 - Authority to Allot Shares

   The proposed Ordinary Resolution 6 is primarily to give flexibility to the Board of Directors to allot shares not more than 10% of the total number of issued shares at any time in their absolute discretion and for such purposes as they consider would be in the interest of the Company without convening a general meeting. This authority, unless revoked or varied at a general meeting, will expire at the conclusion of the next Annual General Meeting of the Company.

   The Company continues to consider opportunities to broaden its earnings potential. If any of the expansion/diversification proposals involve the allotment of new shares, the Directors, under certain circumstances when the opportunity arises, would have to convene a general meeting to approve the allotment of new shares even though the number involved may be less than 10% of the total number of issued shares of the Company.

   In order to avoid any delay and costs involved in convening a general meeting to approve such allotment of shares, it is thus considered appropriate that the Directors be empowered to allot shares in the Company, up to any amount not exceeding in total 10% of the total number of issued shares of the Company at the time of submission to the authority, for such purposes. The renewed authority for allotment of shares will provide flexibility to the Company for the allotment of shares for the purpose of funding future investment, working capital and/or acquisitions.

   As at the date of this Notice, no new shares in the Company were issued pursuant to this authority granted to the Directors at the 4th Annual General Meeting held on 28 August 2025.

6. Ordinary Resolution 7 – Proposed Share Buy-back Authority

   The proposed Ordinary Resolution 7, if passed, will authorise the Directors to purchase up to 10% of the total number of issued ordinary shares of the Company through Bursa Malaysia Securities Berhad ("Bursa Securities"), in accordance with the Companies Act 2016, the Constitution of the Company and the ACE Market Listing Requirements of Bursa Securities.

   Details of the Proposed Share Buy-Back Authority are set out in the Statement to Shareholders dated 29 July 2026.