THIS STATEMENT 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, banker, solicitor, accountant or other professional advisers immediately.

Bursa Malaysia Securities Berhad ("**Bursa Securities**") has not perused this Statement prior to its issuance as it is an exempt statement pursuant to Guidance Note 22 of the ACE Market Listing Requirements of Bursa Securities. Bursa Securities takes no responsibility for the contents of this Statement, makes no representation as to its accuracy or completeness and expressly disclaims any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this Statement.

BETAMEK

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

STATEMENT TO SHAREHOLDERS

IN RELATION TO THE

PROPOSED SHARE BUY-BACK AUTHORITY
OF UP TO 10% OF THE COMPANY'S TOTAL NUMBER OF ISSUED SHARES

The above proposal will be tabled as special business at the Fifth Annual General Meeting ("**5th AGM**") of Betamek Berhad ("**Betamek**" or "**Company**") to be held at the 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.

Shareholders are advised to refer to the Notice of the 5th AGM and the Form of Proxy which are included in the Company's Annual Report 2026. If you are unable to attend and vote in person at the 5th AGM, you may appoint a proxy or proxies to attend and vote on your behalf. If you wish to do so, you must complete the Form of Proxy in accordance with the instructions contained therein and lodge the same with the Share Registrar, Mega Corporate Services Sdn. Bhd. at Level 15-2, Bangunan Faber Imperial Court, Jalan Sultan Ismail, 50250 Kuala Lumpur, Malaysia 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 5th AGM or any adjournment thereof. The lodging of the Form of Proxy does not preclude you from attending and voting in person at the 5th AGM should you subsequently decide to do so.

Last date and time for lodging the Form of Proxy	:	Tuesday, 25 August 2026 at 10:00 a.m.
Date and time of the 5th AGM	:	Thursday, 27 August 2026 at 10:00 a.m.

This Statement is dated 29 July 2026

DEFINITIONS

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

Act	:	Companies Act 2016, as amended from time to time and any re-enactment hereof
AGM	:	Annual General Meeting
Betamek or Company	:	Betamek Berhad (Registration No. 202101041577 (1441877-P))
Betamek Group	:	Collectively, Betamek and its subsidiary companies
Betamek Shares or Shares	:	Ordinary shares in Betamek
Board	:	Board of Directors of Betamek
Bursa Securities	:	Bursa Malaysia Securities Berhad (Registration No. 200301033577 (635998-W))
Code	:	Malaysian Code on Take-Overs and Mergers 2016 read together with the Rules on Take-Overs, Mergers and Compulsory Acquisitions, as amended from time to time and any re-enactment thereof
EPS	:	Earnings per share
Listing Requirements	:	ACE Market Listing Requirements of Bursa Securities, as amended from time to time and re-enactment thereof
LPD	:	30 June 2026, being the latest practicable date prior to the printing of this Statement
NA	:	Net assets
Proposed Share Buy-Back		Proposal to enable the Company to purchase its own shares up to ten percent (10%) of the Company's total number of issued Shares pursuant to Section 127 of the Act.
Proposed Share Buy-Back Authority	:	Proposed authority for the Company to carry out the Proposed Share Buy-Back
Purchased Shares	:	Shares purchased pursuant to the Proposed Share Buy-Back Authority
ROD	:	Record of Depositors
RM and sen	:	Ringgit Malaysia and sen respectively

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. Any reference to persons shall include a corporation, unless otherwise specified.

Any reference in this Statement to any statutes, rules, regulations or rules of the stock exchange is a reference to such statutes, rules, regulations or rules of the stock exchange currently in force and as may be amended from time to time and any re-enactment thereof.

Any reference to a time or date in this Statement shall be a reference to Malaysian time, unless otherwise stated.

Any discrepancies in the tables included in this Statement between the amounts listed, actual figures and the totals thereof are due to rounding.

All references to “you” in this Statement are to the shareholders of Bertamek.

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

Registered Office:

Level 15-2
Bangunan Faber Imperial Court
Jalan Sultan Ismail
50250 Kuala Lumpur
Wilayah Persekutuan
Malaysia

29 July 2026

Board of Directors:

Ahmad Subri bin Abdullah	*(Chairman/Independent Non-Executive Director)*
Mirzan bin Mahathir	*(Managing Director)*
Muhammad Fauzi bin Abd Ghani	*(Executive Director)*
Azlina binti Abdul Aziz	*(Independent Non-Executive Director)*
Yap Suan See	*(Independent Non-Executive Director)*
Mohd Shahriman bin Mohd Sidek	*(Independent Non-Executive Director)*

To: The shareholders of Betamek

Dear Sir / Madam,

PROPOSED SHARE BUY-BACK AUTHORITY

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1. INTRODUCTION

The Company had on 12 June 2026 announced to Bursa Securities that the Company proposed to seek its shareholders' approval for the Proposed Share Buy-Back Authority at the forthcoming 5th AGM.

The purpose of this Statement is to provide you with the details of the Proposed Share Buy-Back Authority and to seek your approval for the ordinary resolution pertaining to the Proposed Share Buy-Back Authority to be tabled at the forthcoming 5th AGM. The Notice of AGM and the Form of Proxy are enclosed in the Annual Report 2026.

Further details of the Proposed Share Buy-Back Authority are set out in this Statement.

YOU ARE ADVISED TO READ AND CAREFULLY CONSIDER THE CONTENTS OF THIS STATEMENT BEFORE VOTING ON THE RESOLUTION PERTAINING TO THE PROPOSED SHARE BUY-BACK AUTHORITY TO BE TABLED AT THE FORTHCOMING 5TH AGM.

2. DETAILS OF THE PROPOSED SHARE BUY-BACK AUTHORITY

2.1 Introduction

The Board proposes to seek approval from the shareholders the authority for the Company to purchase and/or hold its own Shares of up to 10% of the total number of issued shares of Betamek at the forthcoming 5th AGM of the Company in accordance with, and in the manner prescribed by, the Act and regulations thereunder, the Listing Requirements and such other prevailing laws, regulations, rules and guidelines of any relevant authorities as may be amended, modified or re−enacted from time to time.

The approval from the shareholders of the Company for the Proposed Share Buy-Back Authority shall be effective immediately after the passing of the ordinary resolution to be tabled at the forthcoming 5th AGM. It will continue to be in force until:

(a) 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

(b) 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

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

whichever occurs first.

2.2 Maximum Number or Percentage of Betamek Shares may be purchased

Based on the Company's total number of issued Shares of 456,613,400 as per the ROD as at LPD, the maximum number of Betamek Shares which may be purchased by the Company pursuant to the Proposed Share Buy-Back Authority of up to 10% of the total number of issued Shares shall not exceed 45,661,340 of Betamek Shares in aggregate. However, the actual number of Betamek Shares to be purchased and the timing of any purchase will depend on the market conditions and sentiments of Bursa Securities, the availability of financial resources and retained profits of the Company. In addition, the Board will ensure that the purchase of Betamek Shares will not result in the Company's public shareholding spread falling below the minimum public shareholding spread of twenty-five percent (25%) of the issued and paid-up share capital.

2.3 Treatment of Purchased Shares

In accordance with Section 127(4) of the Act, the Purchased Shares may be dealt with by the Board of Directors in the following manners:

(i) to cancel the Purchased Shares;
(ii) to retain the Purchased Shares as treasury shares; or
(iii) to retain part of the Purchased Shares as treasury shares and cancel the remainder; or
(iv) in any other manner as may be prescribed by the Act, the Listing Requirements and any other relevant authorities for the time being in force.

Accordingly, based on Section 127(7) of the Act, where such Purchased Shares are held as treasury shares, the Board may, at its discretion:

(i) distribute the Purchased Shares as dividends to the shareholders, such dividends to be known as "share dividends";

the relevant rules of Bursa Securities;

(iii) transfer the Purchased Shares or any of the Purchased Shares for the purposes of or under an employees' share scheme;

(iv) transfer the Purchased Shares or any of the Purchased Shares as purchase consideration;

(v) cancel the Purchased Shares or any of the said shares;

(vi) 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

(vii) 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.

Under Section 127(8) of the Act, if the Purchased Shares are held as treasury shares, the rights attached to them in relation to voting, dividends, and participation in any other distribution in cash or otherwise are suspended. In accordance with Section 127(9) of the Act, the treasury shares shall not be taken into account in calculating the number of percentage of Shares or of a class of shares in the Company for any purposes including substantial shareholding, takeovers, notices, the requisitioning of meetings, quorum for a meeting and result of a vote on resolution(s) at meetings.

The decision on whether to retain the Purchased Shares as treasury shares, or to cancel the Purchased Shares or a combination of both, will be made by the Board at the appropriate time. The Company will make an immediate announcement to Bursa Securities of any purchase or resale of Shares and whether the Purchased Shares will be cancelled or retained as treasury shares or a combination of both.

3. RATIONALE

The Proposed Share Buy-Back will provide the Company with flexibility in managing its capital resources and enable the utilisation of its surplus financial resources to purchase its own shares when the Board considers such purchases to be in the best interests of the Company.

The Proposed Share Buy-Back may also enable the Company to take advantage of opportunities to acquire its shares at prices which the Board considers to be below their underlying value. The shares purchased may be retained as treasury shares, distributed as dividends, resold on the market or otherwise dealt with in such manner as may be permitted under the applicable laws and regulations from time to time.

4. POTENTIAL ADVANTAGES AND DISADVANTAGES OF THE PROPOSED SHARE BUY-BACK AUTHORITY

4.1 Potential Advantages

The potential advantages of the Proposed Share Buy-Back include the following:

(i) it provides the Company with flexibility in managing its capital resources and surplus cash balances;

(ii) it may enhance shareholders' value where shares are repurchased at prices below their underlying value, as the remaining shareholders may benefit from an increased proportionate interest in the Company's assets and future earnings;

(iii) it may improve the earnings per share and, where applicable, the net assets per share of the Company through a reduction in the number of shares in issue; and

(iv) it may contribute to greater stability in the market price of the Company's shares during periods of market volatility.

4.2 Potential Disadvantages

The potential disadvantages of the Proposed Share Buy-Back include the following:

(i) it may reduce the financial resources of the Company, which could otherwise be utilised for working capital requirements, business expansion, investments or other corporate purposes;

(ii) depending on the purchase price and number of shares purchased, it may reduce the Company's cash reserves and affect its liquidity position; and

(iii) the Company may forego alternative investment opportunities that could potentially generate higher returns than the share buy-back.

Nevertheless, the Proposed Share Buy-Back Authority is not expected to have any potential material disadvantage to the Company and the shareholders, as it will be implemented only after careful consideration of the financial resources of the Group and its resultant impact.

5. SOURCES OF FUNDS

Pursuant to the Listing Requirements, the Proposed Share Buy-Back must be made wholly out of retained profits of the Company. Therefore, the maximum amount of funds to be allocated for the Proposed Share Buy-Back shall not exceed the aggregate amount of the retained profits of the Company. Based on the audited financial statements of the Company for the financial year ended 31 March 2026, the retained profits of the Company amounted to RM15,691,563.

The Proposed Share Buy-Back will be funded through internally generated funds and/or bank borrowings or a combination of both. The actual amount of borrowings will depend on the financial resources available at the time of purchase(s). The actual number of Betamek Shares to be purchased will depend on, amongst others, the prevailing market conditions and sentiments of the stock market as well as the retained profits and the financial resources available to the Betamek Group at the time of the purchase(s).

The Board shall ensure that the Company has sufficient funds to repay the bank borrowings and interest expense if the Company intends to purchase its own shares using bank borrowings and that the repayment would have no material effect on the cash flow of the Company. In addition, the Board will ensure that the Company satisfies the solvency test as stated in Section 112(2) of the Act before execution of the Proposed Share Buy-Back Authority.

6. FINANCIAL EFFECTS OF THE PROPOSED SHARE BUY-BACK AUTHORITY

6.1 Share Capital

The effect of the Proposed Share Buy-Back Authority on the Company’s total number of issued shares will depend on whether the Purchased Shares are cancelled or retained as treasury shares.

Based on the total number of issued shares of the Company as per the ROD as at LPD and assuming that the maximum number of Betamek Shares (of up to ten percent (10%) of the total number of issued shares) authorised under the Proposed Share Buy-Back Authority are purchased and cancelled, it will result in the total number of issued shares of the Company being reduced as follows:

	Minimum Scenario (1) Number of Shares	Maximum Scenario (2) Number of Shares
Issued and paid-up share capital	456,613,400	456,613,400
Assuming full exercise of all outstanding options granted under the Employees' Share Option Scheme ("ESOS"), after taking into account the options that have lapsed or been forfeited	-	32,999,600
Enlarged total number of issued shares	456,613,400	489,613,000
Less: Maximum number of Shares that may be purchased pursuant to the Proposed Share Buy-Back Authority	(45,661,340)	(48,961,300)
Total number of issued shares after the cancellation of shares purchased	410,952,060	440,651,700

However, the Proposed Share Buy-Back Authority will not have any effect on the total number of issued shares of Betamek if all of the Purchased Shares are to be retained as treasury shares.

Notes:
(1) Assuming none of the outstanding options granted under the ESOS is exercised.
(2) Assuming all outstanding options granted under the ESOS are exercised.

6.2 Dividends

The Proposed Share Buy-Back Authority is not expected to have any material adverse effect on the Company's ability to pay dividends, as the Board will take into consideration, amongst others, the Company's profitability, cash flow position, working capital requirements and capital commitments before recommending any dividend payment.

In addition, the Board may, where deemed appropriate, distribute the treasury shares purchased pursuant to the Proposed Share Buy-Back Authority as share dividends to the shareholders of Betamek.

6.3 NA per Share and EPS

The Proposed Share Buy-Back Authority, if exercised, may increase or decrease the NA per Share of Betamek depending on the purchase price of the Shares at the time of purchase. The NA per Share is expected to increase if the purchase price is below the NA per Share attributable to the owners of Betamek at the time of purchase, and vice versa.

Where the Purchased Shares are retained as treasury shares, the effect of any subsequent resale of such treasury shares on the NA per Share will depend on, amongst others, the resale price of the treasury shares and the number of treasury shares resold.

The resale of treasury shares at prices higher than their cost of acquisition may have a positive effect on the NA per Share, while a resale at prices below their cost of acquisition may have an adverse effect on the NA per Share.

The Proposed Share Buy-Back Authority may also enhance the EPS of Betamek as a result of the reduction in the number of Shares in issue, assuming that the earnings of Betamek remain unchanged.

6.4 Working Capital

The Proposed Share Buy-Back Authority, if exercised, is expected to reduce the working capital and cash resources of the Betamek Group, the quantum of which will depend on, amongst others, the number of Betamek Shares purchased, the purchase price(s) of the Betamek Shares and any associated costs incurred in relation to the purchase of the Betamek Shares.

In the event that the Purchased Shares are retained as treasury shares and subsequently resold on Bursa Securities, the working capital and cash resources of the Group may increase upon receipt of the proceeds from such resale.

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7. SHAREHOLDINGS OF DIRECTORS AND SUBSTANTIAL SHAREHOLDERS

The shareholdings of the Directors and substantial shareholders before and after the Proposed Share Buy-Back are set out below, assuming that the Proposed Share Buy-Back is implemented in full and the Purchased Shares are either retained as treasury shares or cancelled.

For the illustration below, it is assumed that the Purchased Shares are acquired from shareholders other than the Directors and substantial shareholders of the Company and persons connected with them. Save for the exercise of outstanding ESOS options by the relevant Directors under Scenario 2, it is assumed that there is no change in the shareholdings of the Directors and substantial shareholders from the LPD up to the completion of the Proposed Share Buy-Back.

	As per the ROD as at LPD				After the Proposed Share Buy-Back							
					Scenario 1 (Assuming none of the outstanding ESOS options is exercised)				Scenario 2 (Assuming all the outstanding ESOS options are exercised, including those held by the Directors)			
	Direct		Indirect		Direct		Indirect		Direct		Indirect	
	No. of Shares Held	%	No. of Shares Held	%	No. of Shares Held	%	No. of Shares Held	%	No. of Shares Held	%	No. of Shares Held	%
DIRECTORS												
Mirzan bin Mahathir	900,000	0.20	315,868,900[1]	69.18	900,000	0.22	315,868,900[1]	76.86	4,500,000	1.02	315,868,900[1]	71.68
Ahmad Subri bin Abdullah	33,000	0.01	-	-	33,000	0.01	-	-	833,000	0.19		
Muhammad Fauzi bin Abd Ghani	6,579,000	1.44	-	-	6,579,000	1.60	-	-	8,179,000	1.86		
Azlina binti Abdul Aziz	69,000	0.02	-	-	69,000	0.02	-	-	869,000	0.20		
Yap Suan See	400,000	0.09	-	-	400,000	0.10	-	-	1,200,000	0.27		
Mohd Shahriman bin Sidek	760,000	0.17	-	-	760,000	0.18	-	-	1,560,000	0.35		
SUBSTANTIAL SHAREHOLDERS												
Iskandar Holdings Sdn. Bhd. ("IHSB")	315,868,900	69.18	-	-	315,868,900	76.86	-	-	315,868,900	71.68		
Mirzan bin Mahathir	900,000	0.20	315,868,900[1]	69.18	900,000	0.22	315,868,900[1]	76.86	4,500,000	1.02	315,868,900[1]	71.68

Note:
[1] Deemed interested by virtue of his direct shareholding in IHSB pursuant to Section 8 of the Act.

8. PUBLIC SHAREHOLDING SPREAD

Based on the ROD as at LPD, the public shareholding spread of the Company was 28.91%. The Board will ensure that the Company complies with the minimum public spread of 25% when implementing the Proposed Share Buy-Back Authority.

9. APPROVALS REQUIRED FOR THE PROPOSED SHARE BUY-BACK AUTHORITY

The Proposed Share Buy-Back Authority is subject to approvals being obtained from the following:

(i) the shareholders of our Company at an AGM to be convened for the Proposed Share Buy-Back Authority;
(ii) any other relevant regulatory authorities and/or parties, if required.

The Proposed Share Buy-Back Authority is not conditional upon any other proposal undertaken or to be undertaken by the Company.

10. IMPLICATIONS OF THE CODE

The implementation of the Proposed Share Buy-Back Authority would not give rise to any implication under the Code. In the event that the number of the Betamek Shares bought-back subsequent to the date of this Statement were to result in any major shareholder and/or parties acting in concert holding more than 33% of the voting shares of the Company pursuant to the Code, the affected major shareholder and/or parties acting in concert will be obliged to make a mandatory offer for the remaining Betamek shares not held by them collectively.

The Company shall endeavour to carry out the Proposed Share Buy-Back in such a manner as to ensure that it does not trigger any mandatory offer obligation under the Code for its major shareholder and/or parties acting in concert. However, in the event that the obligation to undertake a mandatory offer should arise with respect to any parties from the share buy-back exercise, the relevant parties shall make a necessary application to the Securities Commission Malaysia for an exemption from undertaking the mandatory offer under the Code.

11. PURCHASE, RESALE OR CANCELLATION OF TREASURY SHARES MADE IN THE PRECEDING TWELVE (12) MONTHS

There has been no purchase or resale of the Company's Shares and/or cancellation of treasury shares by the Company in the preceding twelve (12) months. As at LPD, the Company has no treasury shares.

12. HISTORICAL SHARE PRICES

The monthly highest and lowest prices of Betamek Shares traded on Bursa Securities for the past 12 months from July 2025 to June 2026 are as follows:-

	Highest RM	**Lowest RM**
2025		
July	0.4500	0.3850
August	0.4500	0.4100
September	0.4300	0.3950
October	0.4650	0.4200
November	0.4900	0.4350
December	0.5400	0.4450

2026		
January	0.5350	0.4800
February	0.5800	0.4950
March	0.5900	0.5000
April	0.6150	0.5400
May	0.6400	0.5700
June	0.6400	0.6350

(Source: Yahoo Finance)

The last transacted price of Betamek on LPD was RM0.62.

13. INTERESTS OF DIRECTORS, MAJOR SHAREHOLDERS AND PERSONS CONNECTED WITH THEM

None of the Directors and major shareholders of Betamek and persons connected with them has any interest, direct or indirect, in the Proposed Share Buy-Back Authority or the resale of treasury shares, if any.

14. DIRECTORS' STATEMENT AND RECOMMENDATION

The Board having considered all aspects of the Proposed Share Buy-Back Authority, is of the opinion that the Proposed Share Buy-Back Authority is in the best interest of the Company and its shareholders.

Accordingly, the Board recommends that the shareholders vote **IN FAVOUR** of the resolution pertaining to the Proposed Share Buy-Back Authority to be tabled at the forthcoming 5th AGM.

15. AGM

The Proposed Share Buy-Back Authority will be tabled at the 5th AGM of Betamek to be held at the 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. or at any adjournment thereof, for the purpose of considering and if thought fit, passing with or without modifications, the resolution to give effect to the Proposed Share Buy-Back Authority.

A shareholder entitled to attend and vote at the AGM is entitled to appoint up to two (2) proxies to attend and vote in his/her stead. If you wish to do so, kindly complete the Form of Proxy in accordance with the instructions contained therein and lodge the same with the Share Registrar, Mega Corporate Services Sdn. Bhd. at Level 15-2, Bangunan Faber Imperial Court, Jalan Sultan Ismail, 50250 Kuala Lumpur, Malaysia 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 5th AGM or any adjournment thereof.

16. FURTHER INFORMATION

You are advised to refer to the enclosed Appendix I for further information.

Yours faithfully
For and on behalf of the Board of Directors of
BETAMEK BERHAD

AHMAD SUBRI BIN ABDULLAH
Independent Non-Executive Chairman

1. DIRECTORS' RESPONSIBILITY STATEMENT

This Statement has been seen and approved by the Board, whose members individually and collectively accept full responsibility for the accuracy of the information contained in this Statement and confirm that, after having made all reasonable enquiries and to the best of their knowledge and belief, there are no false or misleading statements, or other facts the omission of which would make any statement herein false or misleading.

2. DOCUMENTS FOR INSPECTION

The following documents are available for inspection at the Company's registered office at Level 15-2, Bangunan Faber Imperial Court, Jalan Sultan Ismail, 50250 Kuala Lumpur during normal business hours from Mondays to Fridays (except on public holidays) from the date of this Statement up to and including the date of the forthcoming AGM:

(i) the Constitution of Betamek; and

(ii) the audited consolidated financial statements of Betamek for the past two (2) financial years ended 31 March 2025 and 31 March 2026 as well as the latest unaudited quarterly results of Betamek for the financial period ended 30 June 2026.

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