



AUTORIS GROUP HOLDINGS BERHAD
(Registration No. 202301040192 (1534111-M))
(Incorporated in Malaysia)

NOTICE IS HEREBY GIVEN that the Second Annual General Meeting (“2nd AGM” or “Meeting”) of AUTORIS GROUP HOLDINGS BERHAD (“Autoris” or “the Company”) will be held at Lot 10-10, Level 10, Wisma Trax, No. 1, Jalan Lima, Off Jalan Chan Sow Lin, 55200 Kuala Lumpur, Wilayah Persekutuan, Malaysia on Wednesday, 10 June 2026 at 10:00 a.m. or at any adjournment thereof, to transact the following businesses:-

A G E N D A

AS ORDINARY BUSINESS:

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| 1. To receive the Audited Financial Statements for the financial year ended 31 December 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 and/or benefits of up to RM80,000 for the period from the date immediately after the 2 nd AGM until the next Annual General Meeting (“Meeting”) of the Company. | ORDINARY RESOLUTION 1 |
| 3. To re-elect Mr. Low Kai Sein who retires pursuant to Clause 110 of the Company’s Constitution. | ORDINARY RESOLUTION 2 |
| 4. To re-elect Ms. Low Kai Xin who retires pursuant to Clause 115 of the Company’s Constitution. | ORDINARY RESOLUTION 3 |
| 5. To re-appoint Messrs. Nexia SSY PLT as Auditors of the Company until the conclusion of the next AGM of the Company and to authorise the Directors to fix their remuneration. | ORDINARY RESOLUTION 4 |

AS SPECIAL BUSINESS:

To consider and if thought fit, pass with or without any modifications, the following resolution: -

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| 6. GENERAL AUTHORITY FOR THE DIRECTORS TO ISSUE AND ALLOT SHARES PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT 2016 (“THE ACT”) | ORDINARY RESOLUTION 5 |
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“THAT subject always to the Constitution of the Company, the Act, the LEAP Market Listing Requirements of Bursa Malaysia Securities Berhad (“Bursa Securities”), and the approvals of the relevant governmental and/or regulatory authorities, where required, the Directors of the Company be and are hereby authorised and empowered pursuant to Sections 75 and 76 of the Act, to issue and allot new

ordinary shares in the Company ("Shares") to such persons, at any time, 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 must be not more than 100% of the total number of issued Shares, of which the aggregate number of Shares issued other than on pro rata basis to existing shareholders must be not more than 50% of the total number of issued Shares for the time being AND THAT the Directors be and are also empowered to obtain approval from Bursa Securities for the listing of and quotation for the additional Shares so issued ("Mandate") AND THAT the Mandate shall continue in force until the conclusion of the AGM of the Company held next after the approval was given or at the expiry of the period within which the next AGM is required to be held after the approval was given, whichever is the earlier.

AND THAT the new Shares to be issued pursuant to the Mandate, shall, upon issuance and allotment, rank *pari passu* in all respects with the existing Shares, 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. To transact any other business of which due notice shall have been given.

By order of the Board

TEA SOR HUA (MACS 01324) (SSM PC NO.: 201908001272)
LEE SIEW FUN (MAICSA 7063623) (SSM PC NO.: 202008000735)
Company Secretaries

Petaling Jaya, Selangor Darul Ehsan
19 May 2026

Notes:

- a) A member of the Company who is entitled to attend, participate, speak and vote at the Meeting is entitled to appoint more than one (1) proxy to attend, participate, speak and vote at the Meeting in his/her stead. Where a member appoints more than one (1) proxy, he/she shall specify the proportion of his/her shareholdings to be represented by each proxy.
- b) A proxy may but need not be a member of the Company. A proxy appointed to attend and vote at the Meeting shall have the same rights as the member to speak at the Meeting.
- c) Where a member of the Company is an exempt authorised nominee which hold ordinary shares in the Company for multiple beneficial owners in 1 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. The appointment of multiple proxies shall not be valid unless the proportion of its shareholdings represented by each proxy is specified.
- d) 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.
- e) To be valid, the instrument appointing a proxy may be made in a hard copy form or by an electronic form in the following manner and must be received by the Company not less than forty-eight (48) hours before the time for holding the Meeting or adjourned meeting:-
 - (i) In hard copy form
In the case of an appointment made in hard copy form, the proxy form must be deposited at the Share Registrar of the Company situated at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur or at the drop-in box provided at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur.
 - (ii) By electronic form
In the case of an appointment made via an online lodgement facility, please log in to Vistra Share Registry and IPO (MY) ("The Portal") at <https://srmy.vistra.com> and follow the steps outlined in the Administrative Notes for registering on The Portal and submitting your proxy form electronically.
- f) The instrument appointing a proxy shall be in writing under the hand of the appointor or his attorney duly authorised in writing or, if the appointor is a corporation, either under the seal or under the hand of an officer or attorney duly authorised.
- g) For the purpose of determining a member who shall be entitled to attend the Meeting, the Company shall be requesting Bursa Malaysia Depository Sdn. Bhd. in accordance with Clause 74 of the Company's Constitution, to issue a General Meeting Record of Depositors ("ROD") as at 3 June 2026. Only members whose names appear on such ROD shall be entitled to attend, participate, speak and vote at the Meeting or appoint proxy(ies) to attend and/or speak and/or vote on his/her behalf.
- h) The members are advised to refer to the Administrative Notes on the registration process for the Meeting.
- i) Kindly check Bursa Malaysia Securities Berhad's and the Company's website at <https://www.autorisgroup.com/> for the latest updates on the status of the Meeting.

EXPLANATORY NOTES ON ORDINARY/SPECIAL BUSINESS

1. Item 1 of the Agenda – Audited Financial Statements for the financial year ended 31 December 2025

This Agenda is meant for discussion only as the provision of Section 340(1)(a) of the Companies Act 2016 does not require a formal approval from shareholders for the Audited Financial Statements. Hence, this Agenda is not put forward for voting.

2. Items 3 of the Agenda – Directors' Fees and/or Benefits

Pursuant to Section 230(1) of the Act, the directors' fees and any benefits payable to the directors of a listed company and its subsidiaries shall be approved by the shareholders at a general meeting. This resolution is to facilitate payment of Directors' fees and/or benefits for the period from the date immediately after the 2nd AGM until the next AGM of the Company. In the event the proposed amount is insufficient due to more meetings or enlarged Board size, approval will be sought at the next AGM for the shortfall.

3. Item 6 of the Agenda – General Authority for the Directors to issue and allot shares pursuant to Sections 75 and 76 of the Companies Act 2016

The Ordinary Resolution 5 proposed under item 6 of the Agenda is to seek a general mandate for the issuance and allotment of shares by the Company pursuant to Sections 75 and 76 of the Act and subject to Rule 5.04 of the LEAP Market Listing Requirements of Bursa Securities.

This general mandate will provide flexibility to the Company for issuance and allotment of shares for any possible fund raising activities, including but not limited to further placing of shares, for the purpose of funding current and/or future project(s), working capital, acquisitions, investments and/or for issuance of shares as a form of settlement of purchase consideration or such other applications as the Directors may deem fit and expedient in the best interest of the Company. This would avoid any delay and cost involved in convening a general meeting to approve such an issue of shares. This authority will, unless revoked or varied by the Company at a general meeting, expire at the conclusion of the next AGM or the expiration of the period within which the next AGM is required by law to be held, whichever is the earlier.

As at the date of this Notice, no new Shares in the Company were issued and allotted pursuant to the Mandate granted to the Directors at the First AGM of the Company held on 10 June 2025 which will lapse at the conclusion of the 2nd AGM.