

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the Fourth Annual General Meeting (“4th AGM”) of Glostrex Berhad (“the Company”) will be held at No. 11A, Jalan Apollo U5/194, Bandar Pinggiran Subang, Seksyen U5, 40150 Shah Alam, Selangor Darul Ehsan, Malaysia (“Meeting Venue”) on Tuesday, 9 September 2025 at 10.00 a.m. to transact the following businesses:

AGENDA

Ordinary Business

- To receive the Audited Financial Statements for the financial year ended 31 March 2025 together with the Directors’ and the Auditors’ Reports thereon. [Please refer to Explanatory Note 1]
- To approve the payment of Directors’ fees of up to an aggregate amount of RM250,000.00 for the period from 10 September 2025 until the date of the next Annual General Meeting of the Company. **Resolution 1**
[Please refer to Explanatory Note 2]
- To approve the payment of Directors’ benefits of up to an aggregate amount of RM50,000.00 for the period from 10 September 2025 until the date of the next Annual General Meeting of the Company. **Resolution 2**
[Please refer to Explanatory Note 2]
- To re-elect Ding Lien Bing who is retiring pursuant to Clause 76(3) of the Constitution of the Company. **Resolution 3**
[Please refer to Explanatory Note 3]
- To re-elect Aniza Binti Md Din who is retiring pursuant to Clause 76(3) of the Constitution of the Company. **Resolution 4**
[Please refer to Explanatory Note 3]
- To re-appoint Messrs Crowe Malaysia PLT as Auditors of the Company and to authorise the Directors to fix their remuneration. **Resolution 5**
[Please refer to Explanatory Note 4]

Special Business

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

- ORDINARY RESOLUTION**
AUTHORITY FOR THE DIRECTORS TO ALLOT AND ISSUE SHARES PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT 2016 **Resolution 6**
[Please refer to Explanatory Note 5]

“THAT pursuant to Sections 75 and 76 of the Companies Act 2016, ACE Market Listing Requirements of Bursa Malaysia Securities Berhad (“Bursa Securities”) (“Listing Requirements”) and the approval of the relevant regulatory authorities, where such approval is required, the Directors of the Company be and are hereby authorised to issue and allot shares in the capital of the Company, grant rights to subscribe for shares in the Company, convert any securities into shares in the Company, or allot shares under an agreement or option or offer (“New Shares”) from time to time, at such price, to such persons and for such purposes and upon such terms and conditions as the Directors may in their absolute discretion deem fit, provided that the aggregate number of such New Shares to be issued, to be subscribed under any rights granted, to be issued from conversion of any security, or to be issued and allotted under an agreement or option or offer, pursuant to this resolution, when aggregated with the total number of any such shares issued during the preceding 12 months does not exceed 10% of the total number of issued shares (excluding any treasury shares) of the Company for the time being (“Proposed General Mandate”).

THAT such approval on the Proposed General Mandate shall continue to be in force until:

- the conclusion of the next Annual General Meeting of the Company (“AGM”) held after the approval was given;
- the expiration of the period within which the next AGM is required to be held pursuant to the relevant provision in the Companies Act 2016 after the approval was given; or
- revoked or varied by a resolution passed by the shareholders of the Company in a general meeting, whichever is the earlier;

THAT the Directors of the Company be and are hereby also empowered to obtain the approval from Bursa Securities for the listing of and quotation for such New Shares on the ACE Market of Bursa Securities.

THAT authority be and is hereby given to the Directors of the Company, to give effect to the Proposed General Mandate with full powers to assent to any conditions, modifications, variations and/or amendments as they may deem fit in the best interest of the Company and/or as may be imposed by the relevant authorities.

AND FURTHER THAT the Directors of the Company, be and are hereby authorised to implement, finalise, complete and take all necessary steps and to do all acts (including execute such documents as may be required), deeds and things in relation to the Proposed General Mandate.”

- To transact any other business of which due notice shall have been given in accordance with the Companies Act 2016 and the Constitution of the Company.

By Order of the Board

Cynthia Gloria Louis
MAICSA 7008306 (SSM PC No.: 201908003061)

Rebecca Kong Say Tsui
MAICSA 7039304 (SSM PC No.: 202008001003)

Company Secretaries

Kuala Lumpur

Dated: 31 July 2025

Notes:

- A member of the Company entitled to attend and vote is entitled to appoint another person as his proxy to exercise all or any of his rights to attend, participate, speak and vote in his stead.
- A member of the Company may appoint not more than two (2) proxies to attend the meeting, provided that the member specifies the proportion of the members’ shareholdings to be represented by each proxy, failing which, the appointments shall be invalid.
- A proxy may but need not be a member and there shall be no restriction as to the qualification of the proxy.

- Where a member 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. Where a member of the Company is an Exempt Authorised Nominee which holds ordinary shares in the Company for multiple Authorised Nominees in one securities account (“omnibus account”) there shall be 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 a proxy/attorney for the 4th AGM may be made in hard copy form or by electronic means. The duly executed instrument appointing a proxy/attorney must be deposited or submitted in the following manner, not less than forty-eight (48) hours before the time for holding the meeting or adjourned meeting at which the person named in such instrument proposes to vote, or, in the case of a poll, not less than twenty-four (24) hours before the time appointed for the taking of the poll, and in default the instrument of proxy shall not be treated as valid:

(i) In hard copy form (for Individual and/or Corporate Member)

In the case of an appointment made in hard copy form, the duly executed Form of Proxy must be deposited with the Share Registrar of the Company, AscendServ Capital Markets Services Sdn. Bhd.’s (“ACM”) office at Office Suite No. 603 Block C, Pusat Dagangan Phileo Damansara 1, No. 9, Jalan 16/11, Off Jalan Damansara, 46350 Petaling Jaya, Selangor Darul Ehsan;

Attorney(s) appointed by Power of Attorney **MUST** deposit their **ORIGINAL** Power of Attorney or a **NOTARIALLY CERTIFIED COPY** thereof with the Share Registrar of the Company at ACM’s office; OR

(ii) By electronic means (for Individual member only)

The Form of Proxy can be electronically lodged with the Share Registrar of the Company via Dvote Online website at <https://www.dvote.my>.

- An instrument appointing a proxy shall in the case of an individual, be signed by the appointor or by his attorney duly authorised in writing and in the case of a corporation, be either under its common seal or signed by its attorney or in accordance with the provision of its constitution or by an officer duly authorised on behalf of the corporation.
- In respect of deposited securities, only members whose names appear on the Record of Depositors on 28 August 2025, shall be eligible to attend the meeting or appoint proxy(ies) to attend and/or vote on his behalf.
- Last date and time for lodging the Proxy Form is Sunday, 7 September 2025 at 10.00 a.m.
- Shareholders are advised to check the Company’s website and announcements from time to time for any changes to the administration of the 4th AGM.

Explanatory Notes on Ordinary Business and Special Business

- Agenda Item No. 1 – Audited Financial Statements for the Financial Year Ended 31 March 2025**

The Audited Financial Statements is meant for discussion only as an approval from shareholders is not required pursuant to the provision of Section 340(1)(a) of the Companies Act 2016. Hence, this item on the Agenda is not put forward for voting by shareholders of the Company.

- Resolutions 1 and 2 – Ordinary Business**

Payment of Directors’ Fees and Benefits

Pursuant to Section 230(1) of the Companies Act 2016, the fees of the directors, and any benefits payable to the directors of a listed company and its subsidiaries shall be approved at the general meeting.

The proposed Resolution 1 is to facilitate the payment of Directors’ fees for the period from 10 September 2025 until the date of the next Annual General Meeting (“AGM”) of the Company, calculated based on the current Board size of the Company. In the event the proposed amount is insufficient (e.g. due to enlarged Board size), approval will be sought at the next AGM for the shortfall.

The proposed Resolution 2 for Directors’ Benefits (being meeting allowances) are calculated based on the current Board size of the Company and the number of scheduled Board, Board Committee and general meetings for the period from 10 September 2025 until the date of the next AGM of the Company. In the event the proposed amount is insufficient (e.g. due to enlarged Board size or additional meetings), approval will be sought at the next AGM for the shortfall.

- Resolutions 3 and 4 – Ordinary Business**

Re-election of Directors

Pursuant to Clause 76(3) of the Constitution of the Company, Ding Lien Bing and Aniza Binti Md Din (“Retiring Directors”) shall retire from office at the conclusion of the 4th AGM and, being eligible, have offered themselves for re-election as Directors at the 4th AGM.

The Board has through the Nomination Committee considered the assessments of the Retiring Directors and agreed that they met the criteria as prescribed by Rule 2.20A of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad on character, experience, integrity, competence and time to effectively discharge their roles as Directors. The NC was satisfied with the outcome of the fit and proper assessments conducted on the Retiring Directors. The NC and the Board had also conducted an annual assessment on the independence of Ding Lien Bing, who is an Independent Non-Executive Director of the Company.

Please refer to the Statement Accompanying the Notice of AGM for more information.

- Resolution 5 – Ordinary Business**

Re-appointment of Auditors

The Board has through the Audit and Risk Management Committee (“ARMC”), considered the re-appointment of Messrs Crowe Malaysia PLT as Auditors of the Company. The resolution considered by the ARMC in making the recommendation to the Board to resolve on re-appointment of Messrs Crowe Malaysia PLT at the 4th AGM are disclosed in the Corporate Governance Overview Statement of the Annual Report 2025.

- Resolution 6 – Special Business**

Authority to Issue and Allot Shares

The Ordinary Resolution proposed under Resolution 6, if passed, would empower the Directors to issue and allot up to a maximum of 10% of the total number of issued shares (excluding treasury shares) 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 will, unless revoked or varied by the Company in 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.

This Proposed General Mandate is to provide flexibility to the Company to issue new securities without the need to convene separate general meeting to obtain its shareholders’ approval so as to avoid incurring additional costs and time.

The purpose of the Proposed General Mandate, if passed, will enable the Directors to take swift action in case of a need to issue and allot new shares in the Company for any possible fund raising activities including but not limited to further placement of shares for purpose of funding current and/or future investment projects, working capital, repayment of bank borrowings, acquisitions and/or issuance of shares as settlement of purchase consideration, or other circumstances arise which involve grant of rights to subscribe for shares, conversion of any securities into shares, or allotment of shares under an agreement or option or offer, or such other application as the Directors may deem fit in the best interest of the Company.

As at the date of this notice, there is no decision to issue new shares. Should there be a decision to issue new shares after the general mandate is sought, the Company will make an announcement of the actual purpose and utilisation of proceeds arising from such issuance of shares.