SBC CORPORATION BERHAD
Registration No. 199001007740 (199310-P)
(Incorporated in Malaysia)

Dear Valued Shareholders,

It is our pleasure to invite you to the Thirty-fifth Annual General Meeting (AGM) of the Company, which will be held as follows -

Date & Time : 25 September 2025 (Thursday) at 10.00 a.m.

Venue : Unit No. C-01, Concourse Level, PJX-HM Shah Tower,
No. 16A, Persiaran Barat, 46050 Petaling Jaya, Selangor Darul Ehsan.

The following documents of the Company are available at our website www.sbcgroup.com.my under the Investor Relations Section –

1. Annual Report 2025
2. Statement to Shareholders in relation to the Proposed renewal of authority for the Company to undertake a share buy-back of up to 10% of its total number of issued shares
3. Corporate Governance Report 2025
4. Notice of the Thirty-fifth AGM and Proxy Form
5. Request Form

You may request for printed copies of documents (Nos. 1 and 2 above) by completing the Request Form enclosed.

Should you require any assistance, kindly contact our Share Registrar, Tacs Corporate Services Sdn Bhd at 03-7118 2688.

We thank you for your continued support to the Company.

Yours faithfully,

Datuk Roselan Johar bin Johar Mohamed
Non- Independent Non-Executive Chairman
Petaling Jaya, Selangor Darul Ehsan
Date : 31 July 2025

Go Green. Print Responsibly.

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Thirty-fifth Annual General Meeting of SBC Corporation Berhad will be held at Unit No. C-01, Concourse Level, PJX-HM Shah Tower, No. 16A, Persiaran Barat, 46050 Petaling Jaya, Selangor Darul Ehsan on Thursday, 25 September 2025 at 10.00 a.m. to transact the following business -

AGENDA

As Ordinary Business

1. To receive the Directors' Report and the Audited Financial Statements for the financial year ended 31 March 2025 together with the Auditors' Report thereon.

2. To approve the following payment to Directors –
   (a) Fees totalling RM148,000 payable for the financial year ending 31 March 2026. **(Ordinary Resolution 1)**
   (b) Benefits of up to RM100,000 from this Annual General Meeting until the next annual general meeting of the Company. **(Ordinary Resolution 2)**

3. To re-elect the following Directors retiring in accordance with Clause 88 of the Constitution of the Company –
   (a) Mr. Sia Teong Leng **(Ordinary Resolution 3)**
   (b) YBhg. Datuk Roselan Johar bin Johar Mohamed **(Ordinary Resolution 4)**

4. To re-appoint Crowe Malaysia PLT as Auditors of the Company and to authorise the Directors to fix their remuneration. **(Ordinary Resolution 5)**

As Special Business, to consider and, if thought fit, to pass the following resolutions –

5. **AUTHORITY TO DIRECTORS TO ALLOT AND ISSUE SHARES** **(Ordinary Resolution 6)**

   "THAT subject always to the Companies Act, 2016 ("the Act"), the Constitution of the Company and the approval from Bursa Malaysia Securities Berhad ("Bursa Securities") and other governmental/regulatory bodies, where such approval shall be necessary, the Directors be and are hereby authorised pursuant to Sections 75 and 76 of the Act, to allot and issue shares in the Company at any time and upon such terms and conditions and for such purposes as they may in their absolute discretion deem fit and that the Directors be and are hereby empowered to obtain the approval for the listing of and quotation for the additional shares so issued on Bursa Securities provided always that the aggregate number of shares issued pursuant to this resolution does not exceed ten percent (10%) of the total number of issued shares (excluding treasury shares) of the Company for the time being and that such authority shall continue in force until the conclusion of the next annual general meeting of the Company; AND THAT the shareholders of the Company do hereby waive their pre-emptive rights pursuant to Section 85 of the Act to be read with the Constitution of the Company to be first offered new shares of the Company ranking equally to the existing issued shares arising from any issue of new shares in the Company pursuant to Sections 75 and 76 of the Act."

6. **PROPOSED RENEWAL OF AUTHORITY FOR SHARE BUY-BACK** **(Ordinary Resolution 7)**

   "THAT subject to compliance with all applicable rules, regulations and orders made pursuant to the Act, the provisions of the Company's Constitution and the Main Market Listing Requirements of Bursa Securities and any other relevant authority, approval be and is hereby given to renew the authority for the Company to purchase its own shares through Bursa Securities, subject to the following –

   (a) the maximum number of shares which may be purchased by the Company (which includes the shares already purchased and held as treasury shares) shall be 25,812,905 representing 10% of the total number of issued shares of the Company as at 24 June 2025;

   (b) the maximum fund to be allocated by the Company for the purpose of purchasing the shares shall not exceed the audited retained profits of the Company as at 31 March 2025 of RM10.16 million;

   (c) the authority conferred by this Ordinary Resolution will be effective immediately upon the passing of this Ordinary Resolution and will expire at the conclusion of the next annual general meeting or the expiry of the period within which the next annual general meeting is required by law to be held, whichever occurs first (unless earlier revoked or varied by ordinary resolution of the shareholders of the Company in a general meeting) but not so as to prejudice the completion of purchase(s) by the Company or any person before the aforesaid expiry date and in any event, in accordance with the provisions of the requirements issued by Bursa Securities or any other relevant authorities;

NOTICE OF ANNUAL GENERAL MEETING

(d) upon completion of the purchase by the Company of its own shares, the shares shall be dealt with in the following manner –

(i) to cancel the shares so purchased; or

(ii) to retain the shares so purchased in treasury for distribution as dividend to the shareholders of the Company and/or resell through Bursa Securities and/or subsequently cancel the treasury shares and/or transfer the treasury shares for the purposes of or under an employees' share scheme or as purchase consideration; or

(iii) to retain part of the shares so purchased as treasury shares and cancel the remainder,

and in any other manner as prescribed by Section 127 of 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 the Directors of the Company be and are hereby authorised to take all steps as are necessary or expedient to implement or to effect the purchase(s) of the shares with full powers to assent to any conditions, modifications, revaluations, variations and/or amendments as may be imposed by the relevant authorities from time to time and to do all such acts and things as the Directors may deem fit and expedient in the best interest of the Company."

7. **RETENTION OF INDEPENDENT NON-EXECUTIVE DIRECTOR** **(Ordinary Resolution 8)**

"THAT YBhg. Dato' Lim Cheang Nyok, who has served as an Independent Non-Executive Director of the Company for a cumulative term of more than 9 years, be retained as an Independent Non-Executive Director of the Company in accordance with the Malaysian Code on Corporate Governance 2021."

8. To consider any other business for which due notice shall have been given.

By Order of the Board

CHONG FOOK SIN (CCM PC No. 202008000484) (MACS 00681)
KAN CHEE JING (CCM PC No. 202008000596) (MAICSA 7019764)
Company Secretaries

Petaling Jaya
31 July 2025

NOTES -

(1) A member whose name appear in the Record of Depositors as at 18 September 2025 shall be regarded as a member entitled to attend, speak and vote at the meeting.

(2) Proxy -

A member entitled to attend and vote at the meeting is entitled to appoint any person as his proxy to attend, speak and vote instead of him. Where a member appoints more than one (1) proxy, the appointment shall be invalid unless he specifies the proportions of his holdings to be represented by each proxy. To be valid, the Form of Proxy duly completed must be deposited at the Registered Office of the Company not less than twenty-four (24) hours before the time set for holding the meeting or any adjournment thereof. If the appointor is a corporation, this Form must be executed under its common seal or under the hand of its attorney.

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 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 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.

(3) Audited Financial Statements for the financial year ended 31 March 2025 -

The Audited Financial Statements are laid in accordance with Section 340(1)(a) of the Companies Act, 2016 for discussion only under Agenda 1. They do not require shareholders' approval and hence, will not be put for voting.

(4) Ordinary Resolution 2 -

The Directors' benefits comprise the following –

(a) Meeting allowance of RM300 per meeting; and
(b) Training benefits and directors & officers liability insurance coverage.

NOTICE OF ANNUAL GENERAL MEETING

(5) Ordinary Resolution 6 -

This resolution, if passed, will give the Directors authority to allot and issue new ordinary shares up to an amount not exceeding 10% of the total number of issued shares (excluding treasury shares) of the Company for such purposes as they may in their absolute discretion deem fit and in the best interest of the Company. This authority will commence from the date of this Annual General Meeting and unless revoked or varied by the Company at a general meeting, expire at the next annual general meeting.

The approval is a renewed general mandate and is sought to provide flexibility and to avoid delay and cost in convening a general meeting for such issuance of shares.

As at the date of this Notice, no new shares in the Company were issued pursuant to the authority granted to the Directors at the last Annual General Meeting held on 25 September 2024 and which will lapse at the conclusion of the Thirty-fifth Annual General Meeting.

Should there be a decision to issue new shares after the authority is sought, the Company will make an announcement of the actual purpose and utilisation of proceeds arising from such issuance of shares.

By passing this resolution, the shareholders of the Company have waived their pre-emptive rights to be first offered new shares of the Company which will result in a dilution of their shareholding percentage in the Company.

(6) Ordinary Resolution 7 -

The detailed text on this resolution on the Proposed Renewal of Authority for Share Buy-Back is included in the Statement to Shareholders dated 31 July 2025 which is enclosed together with the Annual Report 2025.

(7) Ordinary Resolution 8 -

Both the Nominating Committee and the Board have assessed the independence of YBhg. Dato' Lim Cheang Nyok who has served as an Independent Non-Executive Director of the Company for a cumulative term of more than 9 years, and recommended him to be retained as an Independent Non-Executive Director of the Company based on the following justifications:–

(a) He has fulfilled the criteria under the definition of an Independent Director as stated in the Main Market Listing Requirements of Bursa Securities, and thus, he would be able to provide independent judgement, objectivity and check and balance to the Board.

(b) He perform his duties and responsibilities diligently and in the best interests of the Company without being subject to influence of the management.

(c) His in-depth knowledge of the Group's businesses and his extensive knowledge, commitment and expertise continue to provide invaluable contributions to the Board.

(d) He, having been with the Company for more than 9 years, is familiar with the Group's business operations and has devoted sufficient time and attention to his professional obligations and attended the Board and Committee meetings for an informed and balanced decision making.

(e) He is independent as he has shown great integrity and he has not entered into any related party transaction with the Group.

(f) He is currently not sitting on the board of any other public and/or private companies having the same nature of business as that of the Group.

Shareholders' approval for Ordinary Resolution 8 will be sought on a single tier voting basis.

STATEMENT ACCOMPANYING NOTICE OF ANNUAL GENERAL MEETING

PURSUANT TO PARAGRAPH 8.27(2) OF THE MAIN MARKET LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES BERHAD

(1) The following are the Directors standing for re-election pursuant to Clause 88 of the Constitution of the Company at the Thirty-fifth Annual General Meeting –

(a) Mr. Sia Teong Leng

(b) YBhg. Datuk Roselan Johar bin Johar Mohamed

The profiles of the Directors as mentioned in the above paragraph are set out in the Annual Report 2025 under the section named Directors' Profile.

(2) The statement relating to the general mandate for authority to Directors to allot and issue shares is set out in Note 5 to the Notice of the Thirty-fifth Annual General Meeting.

CDS Account No.	
Contact No.	

FORM OF PROXY

SBC CORPORATION BERHAD

Registration No. 199001007740 (199310-P)
(Incorporated in Malaysia)

I/We, ____

Company No./NRIC No. (new) ____________________ (old) ____________________

of ____

being (a) member(s) of SBC Corporation Berhad do hereby appoint: ____________________

NRIC No. (new) ____________________ (old) ____________________

of ____

and/or failing whom ____________________ NRIC No. (new) ____________________

(old) ____________________ of ____________________

or failing whom, the Chairman of the Meeting as my/our proxy to attend and vote for me/us and on my/our behalf at the Thirty- fifth Annual General Meeting of the Company to be held at Unit No. C-01, Concourse Level, PJX-HM Shah Tower, No. 16A, Persiaran Barat, 46050 Petaling Jaya, Selangor Darul Ehsan on Thursday, 25 September 2025 at 10.00 a.m. and at any adjournment thereof in the manner indicated below –

No.	Ordinary Resolution	For	Against
1.	Payment of Directors' fees		
2.	Payment of Directors' benefits		
3.	Re-election of Director: Mr. Sia Teong Leng		
4.	Re-election of Director: YBhg. Datuk Roselan Johar bin Johar Mohamed		
5.	Re-appointment of Auditors		
6.	Authority to Directors to allot and issue shares		
7.	Proposed Renewal of Authority for Share Buy-Back		
8.	Retention of Independent Non-Executive Director: YBhg. Dato' Lim Cheang Nyok		

(Please indicate with an 'X' in the appropriate box against each resolution how you wish your proxy to vote. If no instruction is given, this form will be taken to authorise the proxy to vote at his/her discretion.)

Number of Shares held	

Dated this ____________ day of ________________ , 2025

For appointment of two proxies, percentage of shareholdings to be represented by proxies:		
	No. of shares	**Percentage**
Proxy 1		
Proxy 2		
Total		**100%**

____
Signature(s)/Common Seal of Member(s)

NOTES -

A member whose name appear in the Record of Depositors as at 18 September 2025 shall be regarded as a member entitled to attend, speak and vote at the meeting.

A member entitled to attend and vote at the meeting is entitled to appoint any person as his proxy to attend, speak and vote instead of him. Where a member appoints more than one (1) proxy, the appointment shall be invalid unless he specifies the proportions of his holdings to be represented by each proxy. To be valid, the Form of Proxy duly completed must be deposited at the Registered Office of the Company not less than twenty-four (24) hours before the time set for holding the meeting or any adjournment thereof. If the appointor is a corporation, this Form must be executed under its common seal or under the hand of its attorney. 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 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 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.

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The Company Secretaries
SBC CORPORATION BERHAD
Unit No. C-01, Concourse Level,
PJX-HM Shah Tower,
No. 16A, Persiaran Barat,
46050 Petaling Jaya,
Selangor Darul Ehsan.

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REQUEST FORM

SBC CORPORATION BERHAD

Registration No. 199001007740 (199310-P)

(Incorporated in Malaysia)

The following documents of the Company are available at our website www.sbcgroup.com.my under the Investor Relations Section –

1. Annual Report 2025
2. Statement to Shareholders in relation to the Proposed renewal of authority for the Company to undertake a share buy-back of up to 10% of its total number of issued shares

Should you require printed copies of the above documents, please complete the Request Form provided below and send it by post or fax to the following address or fax no. accordingly –

Address : The Share Registrar
SBC Corporation Berhad
Unit No. 203, 2nd Floor, Block C,
Damansara Intan, No. 1, Jalan SS 20/27,
47400 Petaling Jaya,
Selangor Darul Ehsan.

Fax No. : 03-7118 2693

Alternatively, you may contact Ms. Chong Yi Peng at 03-7118 2688 (email : ypchong@tacsco.com.my) for the request.

The printed copies of the above documents will be sent to you by ordinary post as soon as reasonably practicable from the date of receipt of your written or verbal request.

To be completed by shareholder

CONTACT DETAILS OF SHAREHOLDER

Name of Shareholder : ____________________

Correspondence Address : ____________________

____

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NRIC/Passport No./Company No. : ____________________

CDS Account No. : ____________________

Telephone No. : ____________________

Email Address : ____________________

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Signature
Date :

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The Share Registrar
SBC CORPORATION BERHAD
Unit No. 203, 2nd Floor, Block C,
Damansara Intan,
No. 1, Jalan SS 20/27,
47400 Petaling Jaya,
Selangor Darul Ehsan.

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