SHH RESOURCES HOLDINGS BERHAD

Registration No: 199401018548 (304227-U)
(Incorporated in Malaysia)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Thirty-Second (32nd) Annual General Meeting ("AGM") of the Company will be held at Ground Floor, Lobby 1, Crystal Plaza, No.4, Jalan 51A/223, 46100 Petaling Jaya, Selangor Darul Ehsan on 2nd December 2026 at 10.30 a.m. or any adjournment thereof for the transaction of the following businesses:

As Ordinary Business

1. To receive the Audited Financial Statements for the financial year ended 30th June 2026 together with the Reports of the Directors and the Auditors thereon.

2. To approve the payment of Directors' fees and allowances up to RM300,000 for the financial period commencing from the date of the current annual general meeting to the conclusion of the next annual general meeting,payable monthly in arrears after each month of completed service of the Directors. **(Resolution 1)**

3. To re-elect the following Directors who retire in accordance with Clause 90 of the Company's Constitution:-

   (a) LEW KHIM KHIM **(Resolution 2)**
   (b) MARISSA LEE SHER MAY **(Resolution 3)**

4. To re-elect the following Directors who retire in accordance with Clause 98 of the Company's Constitution:-

   (a) AMINUDDIN BIN MOHD ARIF **(Resolution 4)**
   (b) CHONG SENG YAU **(Resolution 5)**
   (c) DR. NAZRY BIN YAHYA **(Resolution 6)**

5. To re-appoint Messrs PKF PLT as Auditors of the Company and to authorise the Directors to fix their remuneration. **(Resolution 7)**

As Special Business

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

6. **Authority to Issue Shares**
   THAT subject to the Companies Act, 2016 ("the Act"), the Constitution of the Company, the Main Market Listing Requirements ("Listing Requirements") of Bursa Malaysia Securities Berhad ("Bursa Securities") and subject to the approvals of the relevant governmental/ regulatory authorities, the Directors be hereby authorised and empowered pursuant to Sections 75 and 76 of the Act, to issue and allot shares in the Company, at any time to such persons and 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 does not exceed ten per centum (10%) of the total number of issued shares of the Company at any point in time ("10% General Mandate");

   AND THAT the Directors be hereby also empowered to obtain approval from Bursa Securities for the listing and quotation of the additional shares so issued pursuant to the 10% General Mandate on Bursa Securities; FURTHER THAT such authority shall continue to be in force until the conclusion of the next Annual General Meeting of the Company." **(Resolution 8)**

7. **Proposed Renewal of Share Buy-Back Mandate**
   "THAT subject always to the Companies Act, 2016 ("the Act"), the Constitution of the Company, the Main Market Listing Requirements ("Listing Requirements") of Bursa Malaysia Securities Berhad ("Bursa Securities") and all other applicable laws, regulations and guidelines, the Directors of the Company be hereby given full authority, to allocate an amount not exceeding the total available retained profits of the Company based on its latest audited financial statements available up to the date of the transaction for the purpose of and to purchase such amount of ordinary shares in the Company ("Shares") as may be determined by the Directors from time to time through Bursa Securities as the Directors may deem fit and in the best interest of the Company provided that the aggregate number of Shares to be purchased and/ or held as treasury shares pursuant to this resolution does not exceed ten percentum (10%) of the total number of issued shares of the Company (excluding treasury shares) at any point in time;

   THAT upon the purchase by the Company of its own Shares, the Directors of the Company be hereby authorised to retain such Shares so purchased as treasury shares and cancel the remainder;

   AND THAT the Directors of the Company be hereby authorised to distribute the treasury shares as dividends to the shareholders of the Company and/or resell the treasury shares on Bursa Securities in accordance with the relevant rules of Bursa Securities or subsequently cancel the treasury shares or any combination thereof;

   AND THAT such approval and authorisation shall be effective immediately upon the passing of this resolution and continue to be in force until:-

   a. the conclusion of the next Annual General Meeting of the Company, at which time it will lapse, unless by a resolution passed at the meeting, the authority is renewed;
   b. the expiration of the period within which the next Annual General Meeting 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 resolution passed by the shareholders in a general meeting; whichever occurs first, but not so as to prejudice the completion of purchase(s) by the Company before the aforesaid expiry date and, in any event, in accordance with the provisions of the guidelines issued by Bursa Securities and any prevailing laws, rules, regulations, orders, guidelines and requirements issued by any relevant authorities; and

   FURTHER THAT the Directors of the Company be hereby authorised to do all such acts and things (including, without limitation executing all such documents as may be required) as they may consider expedient or necessary to give effect to this mandate." **(Resolution 9)**

8. To transact any other ordinary business of the Company for which due notice shall have been given.

BY ORDER OF THE BOARD

Sow Xin Yee (LS0010691)
SSM Practicing Certificate No.:202308000541

Tiew Sze Hann (MAICSA 7058007)
SSM Practicing Certificate No.:201908000034

Company Secretaries
Kuala Lumpur
30th October 2026

Notes to the Notice of AGM

1. Proxy

1.1. A proxy may but need not be a member of the Company pursuant to Section 334 of the Act.

1.2. A member shall be entitled to appoint more than one (1) proxy to attend and vote at the same meeting. Where a member appoints more than one (1) proxy, the appointment shall be invalid unless the member specifies the proportion of his/her shareholdings to be represented by each proxy.

1.3. The Form of Proxy shall be executed under the hand of the appointer or his/her attorney duly authorised in writing or if such an appointer is a corporation, under its common seal or under the hand of its attorney. The Form of Proxy must be duly completed and deposited at the Registered Office of the Company at Lot 306, 3rd Floor, Tower 2, Faber Towers, Jalan Desa Bahagia, Taman Desa, 58100 Kuala Lumpur, Wilayah Persekutuan or submitted via email to agm2026@shh.com.my (or lodged electronically via "Boardroom Smart Investor Portal" at https://investor.boardroomlimited.com) not less than twenty-four (24) hours before the time set for holding of the 32nd AGM or any adjournment thereof as Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities") requires all resolutions set out in the Notice of the 32nd AGM to vote by poll.

1.4. In the event the member(s) duly executes the Form of Proxy but does not name any proxy, such member(s) shall be deemed to have appointed the Chairman of the 32nd AGM as his/their proxy, provided always that the rest of the Form of Proxy, other than the particulars of the proxy, have been duly completed by the member(s).

1.5. Only members registered in the Record of Depositors as at 25th November 2026 shall be eligible to attend the 32nd AGM or appoint a proxy to attend and vote on his/her behalf.

1.6. 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.

2. Audited Financial Statement for the year ended 30 June 2026

2.1. The tabling of the Audited Financial Statement is meant for discussion only as provision of Section 340(1)(a) of the Companies Act 2016 ("the Act") does not require a formal approval of the shareholders and hence, is not put forward for voting.

2.2. The Annual Report 2026 can be accessed from the website of Bursa Securities at www.bursamalaysia.com. It can also be downloaded from the Company's website at www.shh.com.my. Shareholders who wish to receive the printed Annual Report 2026, please contact Boardroom Share Registrars Sdn Bhd at Tel no. 03-7890 4700 or email to bsr.proxy@boardroomlimited.com.

3. Approval of Directors' fees and allowances for the financial year ending 30 June 2027

3.1. The proposed Ordinary Resolution 1 is to facilitate payment of Directors' fees and allowances from 3rd December 2026 until the date of next Annual General Meeting ("the said period").

3.2. The Directors' fees and allowances proposed for the said period are calculated based on the number of scheduled Board and Committee Meetings and assuming that all Directors will hold office until the conclusion of the next Annual General Meeting.

3.3. In the event the Directors' fees proposed are insufficient (e.g., due to more meetings), approval will be sought at the next Annual General Meeting for additional fees to meet the shortfall.

4. Re-election of Retiring Directors

4.1. Based on this annual assessment conducted, the Nominating Committee ("NC") was of the view that the existing Board and each of its members have the requisite competence and capability to contribute to the needs of the Company and they had sufficiently demonstrated their commitment to the Group in terms of time and participation at meetings during the year under review. Each of these retiring Directors has confirmed to the Board that they do not have any conflict of interest with any of the companies in the Group which may affect his/her ability to act in the best interest of the Company.

4.2. Accordingly, the NC recommended to the Board the re-election of the retiring Directors, namely, Lew Khim Khim, Marissa Lee Sher May, Aminuddin Bin Mohd Arif, Chong Seng Yau and Ts Dr Nazry Bin Yahya at the 32nd AGM. Based on the recommendation of the NC, the Board supports the re-election of the retiring Directors at the 32nd AGM.

4.3. The profile of the Directors standing for re-election is set out in the Information on Directors in the Annual Report 2026.

5. Authority to Issue Share

5.1. The Ordinary Resolution proposed under Item 6 (Resolution 8) is to seek the renewal a general mandate to empower the Directors of the Company pursuant to Sections 75 and 76 of the Act, to issue and allot ordinary shares at any time to such persons in their absolute discretion without convening a general meeting provided that the aggregate number of the shares issued does not exceed 10% of the total number of issued shares of the Company at any point of time ("10% General Mandate"). This 10% General Mandate, unless revoked or varied at a general meeting, will expire at the next AGM.

5.2. As at the date of this Notice, the Company did not issue any new shares pursuant to the mandate obtained at the previous AGM.

5.3. With this 10% General Mandate, the Company will be able to raise funds for the purpose of funding future investments, working capital and/or acquisitions. The Board, having considered the current and prospective financial position, needs and capacity of the Company, is of the opinion that the 10% General Mandate is in the best interest of the Company and its shareholders.

6. Share Buy-back Mandate

The Ordinary Resolution proposed under Item 7 (Resolution 9), if passed, will empower the Directors of the Company to purchase Shares in the Company up to an amount not exceeding ten percentum (10%) of the total issued shares of the Company (excluding treasury shares) as they consider would be in the interest of the Company. Further details of the Proposed Share Buy-Back are provided in the Statement to Shareholders dated 30th October 2026.