



“HATCHING FOR THE FUTURE”

ADMINISTRATIVE GUIDE FOR THE NINETEENTH ANNUAL GENERAL MEETING (“19TH AGM”)

Date and Time: Wednesday, 28 May 2025 at 11.30 a.m.

Venue : Teo Seng Capital Berhad
Conference Room, First Floor, Lot PTD 25740,
Batu 4, Jalan Air Hitam, 83700 Yong Peng, Johor

Dear Valued Shareholders of Teo Seng Capital Berhad (“Teo Seng” or the “Company”),

1. CORPORATE MEMBERS

1. Corporate members who wish to appoint corporate representatives instead of a proxy, must deposit their original or duly certified certificate of appointment of corporate representative to the Share Registrar, Tricor Investor & Issuing House Services Sdn. Bhd. on or before the AGM.
2. Attorneys appointed by power of attorney are required to deposit their power of attorney with the Share Registrar, Tricor Investor & Issuing House Services Sdn. Bhd. not later than **Monday, 26 May 2025 at 11.30 a.m.** to attend and vote at the 19th AGM.

2. GENERAL MEETING RECORD OF DEPOSITORS (“ROD”)

1. Only a depositor whose name appears on the ROD as at **21 May 2025** shall be entitled to attend, participate, speak and vote at the 19th AGM or appoint proxies to attend and/or vote on his/her behalf.

3. PROXY

1. You may submit your proxy form to Tricor Investor & Issuing House Services Sdn. Bhd. at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur or deposit in the designated drop box at Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, not less than forty-eight (48) hours before the time appointed for holding the 19th AGM i.e. by 11.30 a.m. on Monday, 26 May 2025 or any adjournment thereof, otherwise the proxy form shall not be treated as valid.
2. Alternatively, you may also submit the proxy form electronically via TIIH Online website at <https://tiih.online>, not later than Monday, 26 May 2025 at 11.30 a.m. Please do read and follow the procedures below to submit proxy form electronically.



“HATCHING FOR THE FUTURE”

Procedure	Action
i. Steps for Individual Shareholders	
Register as a user with TIIH Online	<ul style="list-style-type: none">Using your computer, please access the website at https://tiih.online. Register as a user under the “eServices Login”. Please refer to the tutorial guide posted on the homepage for assistance.If you are already a user with TIIH Online, you are not required to register again.
Proceed with submission of Proxy Form	<ul style="list-style-type: none">After the release of the Notice of Meeting by the Company, login with your user name (i.e. email address) and password.Select the corporate event: “TEO SENG CAPITAL BERHAD 19TH AGM - SUBMISSION OF PROXY FORM”.Read and agree to the Terms and Conditions and confirm the Declaration.Insert your CDS account number and indicate the number of shares for your proxy(ies) to vote on your behalf.Appoint your proxy(ies) and insert the required details of your proxy(ies) or appoint Chairman as your proxy.Indicate your voting instructions – FOR or AGAINST, otherwise your proxy will decide your vote.Review and confirm your proxy(ies) appointment.
ii. Steps for corporation or institutional shareholders	
Login to TIIH Online	<ul style="list-style-type: none">Access TIIH Online at https://tiih.onlineUnder eServices Login, the authorised or nominated representative of the corporation or institutional shareholder selects “Create Account by Representative of Corporate Holder”.Complete the registration form and upload the required documents.Registration will be verified, and you will be notified by email within one (1) to two (2) working days.Proceed to activate your account with the temporary password given in the email and re-set your own password. <p>Note: The representative of a corporation or institutional shareholder must register as a user in accordance with the above steps before he/she can subscribe to this corporate holder electronic proxy submission. Please contact the persons stated under “ENQUIRY” section below if you need clarifications on the user registration.</p>



“HATCHING FOR THE FUTURE”

Proceed with submission of form of proxy

- Login to TIIH Online at <https://tiih.online>.
- Select the corporate event: **“TEO SENG CAPITAL BERHAD 19TH AGM - SUBMISSION OF PROXY FORM”**.
- Read and agree to the Terms & Conditions and confirm the Declaration.
- Proceed to download the file format for **“SUBMISSION OF PROXY FORM”** in accordance with the Guidance Note set therein.
- Prepare the file for the appointment of proxy(ies) by inserting the required data.
- Submit the proxy appointment file.
- Login to TIIH Online, select corporate event: **“TEO SENG CAPITAL BERHAD 19TH AGM – SUBMISSION OF PROXY FORM”**.
- Proceed to upload the duly completed proxy appointment file.
- Select **“Submit”** to complete your submission.
- Print the confirmation report of your submission for your record.

REFRESHMENT

There will be no refreshment provided.

ENQUIRY

If you have any enquiry on the above, you may contact the Share Registrar at:

Tricor Investor & Issuing House Services Sdn. Bhd.

Registration No. 197101000970 (11324-H)

General Line: +603-2783 9299

Fax Number: +603-2783 9222

Email: is.enquiry@vistra.com

Contact Person:

Zulhafri Abdul Rahman

+603-2783 9289 (zulhafri@vistra.com)

Zaqwan Syahmi Sarman

+603-2783 9283 (zaqwan.syahmi@vistra.com)

**Teo Seng Capital Berhad**

Registration No. 200601013011 (732762-T)
(Incorporated in Malaysia)

PROXY FORM**CDS Account No. of Authorised Nominee***

#applicable to shares held through nominee account

CDS Account No.**No. of shares held**

I/We _____ Tel: _____
[Full name in block, NRIC/Passport/Company No.]

of _____

being member(s) of **Teo Seng Capital Berhad**, hereby appoint:

Full Name (in Block)	NRIC/Passport No.	Proportion of Shareholdings	
		No. of Shares	%
Address			

and/or* (*delete as appropriate)

Full Name (in Block)	NRIC/Passport No.	Proportion of Shareholdings	
		No. of Shares	%
Address			

or failing him/her, the Chairman of the Meeting, as my/our proxy to vote for me/us and on my/our behalf at the Nineteenth Annual General Meeting of the Company to be held at Teo Seng Capital Berhad Conference Room, First Floor, Lot PTD 25740, Batu 4, Jalan Air Hitam, 83700 Yong Peng, Johor on Wednesday, 28 May 2025, at 11.30 a.m. or any adjournment thereof, and to vote as indicated below:

Item	Agenda			
		Ordinary Resolution ("OR")	FOR	AGAINST
1.	To receive the Audited Financial Statements of the Company and of the Group and the Reports of the Directors and the Auditors thereon for the financial year ended 31 December 2024.			
	Resolutions			
2.	To approve the payment of Directors' fees up to an amount of RM240,000 for the period from 29 May 2025 until the next Annual General Meeting of the Company to be held in 2026.	OR 1		
3.	To approve the payment of Directors' Benefits up to an amount of RM92,000 for the period from 29 May 2025 until the next Annual General Meeting of the Company to be held in 2026.	OR 2		
4.1.	To re-elect Lim Huey Hean who retires pursuant to Clause 76(3) of the Constitution of the Company.	OR 3		
4.2.	To re-elect Lim Ying Khoo who retires pursuant to Clause 76(3) of the Constitution of the Company.	OR 4		
5.	To re-appoint PricewaterhouseCoopers PLT as Auditors of the Company for the financial year ending 31 December 2025 and to authorise the Directors to fix their remuneration.	OR 5		
6.	Authority to issue and allot shares pursuant to Sections 75 and 76 of the Companies Act 2016.	OR 6		
7.	Proposed renewal of existing shareholders' mandate for recurrent related party transactions of a revenue or trading nature.	OR 7		
8.	Proposed renewal of authorisation to enable the Company to purchase up to 10% of the total number of issued shares of the Company.	OR 8		

Please indicate with an "X" in the space provided whether you wish your votes to be cast for or against the resolutions. In the absence of specific direction, your proxy will vote or abstain as he/she thinks fit.

Signed this : _____ day of _____

Signature*

Member

* Manner of execution:

- (a) If you are an individual member, please sign where indicated.
- (b) If you are a corporate member which has a common seal, this proxy form should be executed under seal in accordance with the constitution of your corporation.
- (c) If you are a corporate member which does not have a common seal, this proxy form should be affixed with the rubber stamp of your company (if any) and executed by:
 - (i) at least two (2) authorised officers, of whom one shall be a director; or
 - (ii) any director and/or authorised officers in accordance with the laws of the country under which your corporation is incorporated.

(i) For the purpose of determining a member who shall be entitled to attend and vote at the Nineteenth Annual General Meeting ("19th AGM"), the Company shall be requesting Bursa Malaysia Depository Sdn. Bhd. to make available to the Company, a Record of Depositors as at 21 May 2025. Only a member whose name appears on the Record of Depositors as at 21 May 2025 shall be entitled to attend this AGM or appoint a proxy to attend, speak and vote on his/her/its behalf.

(ii) A member entitled to attend and vote at the 19th AGM is entitled to appoint a proxy or attorney or in the case of a corporation, to appoint a duly authorised representative to attend, participate, speak and vote in his place. A proxy may but need not be a member of the Company.

(iii) A member of the Company who is entitled to attend and vote at the 19th AGM of the Company may appoint not more than two (2) proxies to attend, participate, speak and vote instead of the member at this AGM.

(iv) If two (2) proxies are appointed, the entitlement of those proxies to vote on a show of hands shall be in accordance with the listing requirements of the stock exchange.

(v) Where a member of the Company is an authorised nominee as defined in the Securities Industry (Central Depositories) Act 1991 ("Central Depositories Act"), it may appoint not more than two (2) proxies in respect of each securities account it holds in ordinary shares of the Company standing to the credit of the said securities account.

(vi) 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. An exempt authorised nominee refers to an authorised nominee defined under the Central Depositories Act which is exempted from compliance with the provisions of Section 25A(1) of Central Depositories Act.

(vii) Where a member or the authorised nominee appoints two (2) proxies, or where an exempt authorised nominee appoints two (2) or more proxies, the proportion of shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies.

(viii) The appointment of a proxy may be made in a hard copy form or by electronic means in the following manner and must be received by the Company not less than forty-eight (48) hours before the time appointed for holding the 19th AGM, i.e. by 11.30 a.m. on Monday, 26 May 2025 or adjourned 19th AGM at which the person named in the appointment proposes to vote:

(i) In Hard Copy Form
In the case of an appointment made in hard copy form, the proxy form or any authority pursuant to which such an appointment is made by a power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority, must be deposited at the Company's Share Registrar, Tricor Investor & Issuing House Services Sdn. Bhd. at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or alternatively, it can be deposited in the designated drop box at Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia.

(ii) By Electronic Means
In the case of an appointment made via electronic mean, the proxy form can be electronically submitted to the Share Registrar of the Company, Tricor Investor & Issuing House Services Sdn. Bhd. via TIIH Online website at <https://tiih.online>. Kindly refer to the Administrative Guide for the 19th AGM on the procedures for electronic lodgement of proxy form.

(ix) Please ensure ALL the particulars as required in the proxy form are completed, signed and dated accordingly.

(x) Last date and time for lodging the proxy form is 11.30 a.m., on Monday, 26 May 2025.

(xi) Please bring an **ORIGINAL** of the following identification papers (where applicable) and present it to the registration staff for verification:

- Identity card (NRIC) (Malaysian), or
- Police report (for loss of NRIC) / Temporary NRIC (Malaysian), or
- Passport (Foreigner).

(xii) For a corporate member who has appointed a representative instead of a proxy to attend the 19th AGM, please bring the **ORIGINAL** certificate of appointment executed in the manner as stated in the proxy form if this has not been lodged at the Company's Share Registrar earlier.

First fold here

POSTAGE

TEO SENG CAPITAL BERHAD
The Share Registrar
c/o Tricor Investor & Issuing House Services Sdn. Bhd.

Unit 32-01, Level 32, Tower A,
Vertical Business Suite,
Avenue 3, Bangsar South,
No. 8, Jalan Kerinchi,
59200 Kuala Lumpur.

Then fold here