

Notice of Fourth (4th) Annual General Meeting

NOTICE IS HEREBY GIVEN that the Fourth Annual General Meeting (“4th AGM” or the “Meeting”) of Evergreen Max Cash Capital Berhad (“EMCC” or the “Company”) will be held at Meeting Room, Lot 11-10, Level 11, Wisma Trax, No. 1 Jalan Lima, Off Jalan Chan Sow Lin, 55200 Kuala Lumpur on Friday, 26 June 2026 at 10.00 a.m. or at any adjournment thereof, to transact the following businesses, with or without any modifications:-

AGENDA

AS ORDINARY BUSINESS:-

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 RM400,000.00 for the period commencing from the date immediately after this 4th AGM until the next Annual General Meeting (“AGM”) of the Company. **Ordinary Resolution 1**
3. To re-elect the following Directors who retire by rotation pursuant to Clause 111 of the Company’s Constitution:-

(i) Datin Fadzlullaily Binti Yakob **Ordinary Resolution 2**
(ii) Kenneth Chai Chuan Teong **Ordinary Resolution 3**
4. To re-elect Tan Sri Dato’ Sri Dr Abdul Aziz Bin Abdul Rahman as a Director of the Company pursuant to Clause 116 of the Company’s Constitution. **Ordinary Resolution 4**
5. To re-appoint Messrs Crowe Malaysia 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 5**

AS SPECIAL BUSINESS:-

To consider and, if thought fit, pass the following resolutions:-

6. **GENERAL AUTHORITY FOR THE DIRECTORS TO ISSUE AND ALLOT SHARES OF THE COMPANY (“SHARE(S)”) PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT 2016 (“ACT”)** **Ordinary Resolution 6**

“**THAT** subject always to the Constitution of the Company, the Act, the Listing Requirements of Bursa Malaysia Securities Berhad (“**Bursa Securities**”) (“**Listing Requirements**”) and the approvals of the relevant governmental 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 Shares to such persons, at any time, and upon such terms and conditions, for such purposes and to such person(s) as the Directors may, in their absolute discretion deem fit and expedient in the interest of the Company, 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 (excluding treasury shares, if any) at any point of time (“**Mandate**”);

AND THAT the Directors be and are so empowered to obtain the approval from Bursa Securities for the listing of and quotation for the additional Shares to be issued and THAT such authority shall commence immediately upon the passing of this resolution and continue to be in force until the conclusion of the next AGM of the Company unless revoked or varied by ordinary resolution of the Company at a general meeting;

AND FURTHER 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 which may be declared, made or paid before the date of allotment of such new Shares.”

7. **PROPOSED RENEWAL OF THE EXISTING SHAREHOLDERS’ MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE AND/OR TRADING NATURE (“PROPOSED RENEWAL OF EXISTING SHAREHOLDERS’ MANDATE”)**

Ordinary Resolution 7

“**THAT**, subject to the provisions of the Listing Requirements, authority be and is hereby given to the Company and/or its subsidiaries (the “**Group**”) to enter into and to give effect to any of the recurrent related party transactions with the related party(ies) as set out in Section 2.3 of the circular to shareholders dated 30 April 2026 in relation to the Proposed Renewal of Existing Shareholders’ Mandate (“**Circular to Shareholders**”), which are necessary for the day-to-day operations of the Group within the ordinary course of business of the Group, made on an arm’s length basis and on normal commercial terms which are those generally available to the public and are not detrimental to the minority shareholders of the Company;

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

- (i) the conclusion of the next AGM of the Company following the general meeting at which the ordinary resolution for the Proposed Renewal of Existing Shareholders’ Mandate was passed, at which time it shall lapse, unless the authority is renewed by a resolution passed at the next AGM;
- (ii) the expiration of the period within which the next AGM after that date it is required by law 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
- (iii) revoked or varied by an ordinary resolution passed by the shareholders of the Company at a general meeting,

whichever is earlier;

AND FURTHER THAT the Directors of the Company be and are hereby authorised to do all acts, deeds and things as may be deemed fit, necessary, expedient and/or appropriate in order to implement the Proposed Renewal of Existing Shareholders’ Mandate with full power to assent to all or any conditions, variations, modifications and/or amendments in any manner as may be required by any relevant authorities or otherwise and to deal with all matters relating thereto and to take all such steps and to execute, sign and deliver for and on behalf of the Company all such documents, agreements, arrangements and/or undertakings, with any party or parties and to carry out any other matters as may be required to implement, finalise and complete, and give full effect to the Proposed Renewal of Existing Shareholders’ Mandate in the best interest of the Company.”

8. 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 XIANG YEE (MAICSA 7068124) (SSM PC No.: 202408000069)
LEE SIEW FUN (MAICSA 7063623) (SSM PC No.: 202008000735)
Company Secretaries

Petaling Jaya, Selangor Darul Ehsan
Date: 30 April 2026

Notes:-

1. *A member entitled to attend, speak and vote at the Meeting is entitled to appoint a proxy or attorney or in the case of a corporation, to appoint a duly authorised representative to attend, speak and vote in his/her stead. Where a member appoints more than one (1) proxy, the proportion of shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies.*
2. *A proxy may, but need not, be a Member of the Company. A proxy appointed to attend, speak and vote at the Meeting shall have the same rights as the member to attend, speak and vote at the Meeting.*
3. *The instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney duly authorised in writing or, if the appointor is a corporation, either under the corporation' seal or under the hand of an officer or attorney duly authorised.*
4. *Where a member of the Company is an authorised nominee as defined in 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.*
5. *Where a member of the Company is an exempt authorised nominee which holds ordinary Shares for multiple beneficial owners in one (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.*
6. *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 Meeting or any adjournment thereof 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 must be deposited at the office of the Share Registrar of the Company at 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 in the drop box located at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8 Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia.

(ii) *By electronic form*

*The proxy form can be electronically lodged via Vistra Share Registry and IPO (MY) portal ("**The Portal**") at <https://srmy.vistra.com>. Please refer to the Administrative Guide on the procedure for electronic lodgement of the proxy form via The Portal.*

7. *For the purpose of determining a member who shall be entitled to attend the Meeting, the Company will be requesting Bursa Malaysia Depository Sdn Bhd in accordance with Clause 75 of the Company's Constitution to issue a General Meeting Record of Depositors as at **19 June 2026** ("**Record of Depositors**"). Only members whose names appear in the Record of Depositors shall be regarded as members and entitled to attend, speak and vote at the said meeting or appoint proxy(ies) to attend and/or vote on his/her behalf.*
8. *All the resolutions as set out in this Notice of Meeting will be put to vote by poll.*
9. *The members are advised to refer to the Administrative Guide on the registration process for the Meeting.*
10. *Kindly check Bursa Securities' website and the Company's website at <https://emc.capital/> for the latest updates on the status of the Meeting.*

EXPLANATORY NOTES TO ORDINARY AND SPECIAL BUSINESS

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

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

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

Pursuant to Section 230(1) of the Act, the directors' fees and/or 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 the payment of Directors' fees and/or benefits for the period commencing from the date immediately after this 4th AGM until the date of the next AGM of the Company. If the proposed amount is insufficient due to more meetings or an enlarged Board size, approval will be sought at the next AGM for such shortfall.

3. Items 3 and 4 of the Agenda – Re-election of Directors

Clause 111 of the Company's Constitution provides that one-third (1/3) of the Directors of the Company for the time being or if their number is not three (3) or a multiple of three (3), then the number nearest to one-third (1/3) shall retire from office and be eligible for re-election PROVIDED ALWAYS that all Directors shall retire from office at least once every three (3) years but shall be eligible for re-election.

Clause 116 of the Company's Constitution provides that any Director so appointed either to fill up a casual vacancy or as an addition to the existing Directors shall hold office until the next AGM, and shall then be eligible for re-election

Following thereto, Datin Fadzlullaily Binti Yakob and Mr. Kenneth Chai Chuan Teong will retire by rotation pursuant to Clause 111 of the Company's Constitution whereas Tan Sri Dato' Sri Dr Abdul Aziz Bin Abdul Rahman will retire pursuant to Clause 116 of the Company's Constitution (collectively referred to as the "**Retiring Directors**"). The Retiring Directors, being eligible, have offered themselves for re-election at the Meeting.

The Board of Directors of the Company ("**Board**") has endorsed the Nomination and Remuneration Committee's recommendation to seek the shareholders' approval to re-elect the Retiring Directors as they possess the required skill sets to facilitate and contribute to the Board's effectiveness and value.

The Retiring Directors had abstained from all deliberations and decisions on their own eligibility to stand for re-election at the Board meeting.

The details and profile of the Retiring Directors are provided in this Annual Report 2025.

4. Item 6 of the Agenda – General Authority for the Directors to Issue and Allot Shares pursuant to Sections 75 and 76 of the Act

The Ordinary Resolution 6 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 (“**General Mandate**”). This General Mandate, if passed, will empower the Directors to issue and allot new Shares up to an amount not exceeding in total ten per centum (10%) of the total number of issued Shares of the Company (excluding treasury shares) for such purposes as the Directors consider would be in the interest of the Company.

The purpose to seek the General Mandate is to enable the Directors of the Company to have the flexibility to issue and allot new Shares at any time to such persons in their absolute discretion without convening a general meeting for shareholders’ approval, thereby saving time and avoid additional costs. The purpose of this General Mandate is for any possible fundraising 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 authority, unless revoked or varied by the Company at a general meeting, will 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 earlier.

The Company has at its Third (3rd) AGM, obtained general mandate pursuant to Sections 75 and 76 of the Act from its shareholders, to empower the Directors to issue and allot Shares in the Company to such persons, at any time, 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 does not exceed ten per centum (10%) of the total number of issued Shares of the Company (excluding treasury shares) at any point of time.

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 3rd AGM held on 26 June 2025, which will lapse at the conclusion of the Meeting, and accordingly, no proceeds were raised.

5. Item 7 of the Agenda – Proposed Renewal of Existing Shareholders’ Mandate

The Ordinary Resolution 7 proposed under item 7 of the Agenda, if passed, will give the mandate for the Group to enter into recurrent related party transactions of a revenue and/or trading nature pursuant to Rule 10.09 of the Listing Requirements. The mandate, unless revoked or varied by the Company at a general meeting, will expire at the next AGM of the Company.

Please refer to the Circular to Shareholders dated 30 April 2026 for further details.

Administrative Guide

For the Fourth (4th) Annual General Meeting

Day, Date and Time : Friday, 26 June 2026 at 10.00 a.m.
Meeting Venue : Meeting Room, Lot 11-10, Level 11, Wisma Trax, No. 1 Jalan Lima, Off Jalan Chan Sow Lin, 55200 Kuala Lumpur

REGISTRATION

The registration counter starts at 9.00 a.m. on Friday, 26 June 2026 and will open until the conclusion of the 4th AGM or such time may be determined by the Chairman of the Meeting.

Shareholders or proxies are requested to produce/show their original MyKAD or Passport (for non-Malaysians) to the registration staff for verification purposes. Please ensure the original MyKAD or Passport is returned to you thereafter. Please take note that no person will be allowed to register on behalf of another person, even with the original MyKAD or Passport of that person.

Upon verification, shareholders or proxies will also be given the identification wristbands for voting purposes. No person will be allowed to enter the meeting hall without the identification wristband. There will be no replacement for the identification wristband if it is lost or misplaced.

CORPORATE MEMBERS

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 Tricor Investor & Issuing House Services Sdn. Bhd. on or before the Annual General Meeting.

Attorneys appointed by power of attorney are required to deposit their power of attorney with Tricor not later than Wednesday, 24 June 2026 at 10.00 a.m. to attend and vote at the 4th AGM.

PROXY(IES)

The appointment of proxy may be made in hard copy form or by electronic form in the following manner and must be received by the Company at least forty-eight (48) hours before the time appointed for holding the 4th AGM or any adjournment thereof, otherwise the Proxy Form shall not be treated as valid:

i) In hard copy form

In case of an appointment made in hard copy form, the proxy form must be deposited at the Share Registrar of the Company at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur or its drop in box located at Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur.

ii) In electronic form

You may also submit your proxy appointment electronically via Vistra Share Registry and IPO (MY) portal (“**The Portal**”) at <https://srmy.vistra.com>. Please do read and follow the procedures below to submit proxy form electronically.

ELECTRONIC LODGMENT OF PROXY FORM

The procedures to lodge your proxy form electronically via The Portal are summarised below:

Procedure	Action
i. Steps for Individual Shareholders	
Register as a User with The Portal	<ul style="list-style-type: none"> • Visit the website at https://srmy.vistra.com. • Click “Register” and select “Individual Holder” and complete the New User Registration Form. • For guidance, you may refer to the tutorial guide available on the homepage. • Once registration is completed, you will receive an email notification to verify your registered email address. • After verification, your registration will be reviewed and approved within one (1) working day. A confirmation email will be sent once approved. • Once you receive the confirmation, activate your account by creating your password. <p><i>If you are an existing user with The Portal or our TIIH Online portal previously, you are not required to register again.</i></p>
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 email address and password. • Select the corporate event: “EVERGREEN MAX CASH CAPITAL BERHAD 4TH AGM”. • Navigate to the 3 dots at the end of the corporate event and choose • “SUBMISSION OF PROXY FORM”. • Read and agree to the Terms and Conditions and confirm the Declaration. • Indicate the total number of shares assigned to your proxy(s) to vote on your behalf. • Appoint your proxy(ies) and insert the required details of your proxy(ies) or appoint the Chairman as your proxy. • Indicate your voting instructions – FOR or AGAINST or ABSTAIN. • Print the proxy form for your record.
ii. Steps for corporate or institutional shareholders	
Register as a User with The Portal	<ul style="list-style-type: none"> • Visit the website at https://srmy.vistra.com. • Click “Register” and select “Representative of Corporate Holder” and complete the New User Registration Form. • Complete the registration form with your personal details. • Once registration is completed, you will receive an email notification to verify your registered email address. • After verification, your registration will be reviewed and approval within two (2) working days. A confirmation email will be sent once approved. • Once you receive the confirmation, activate your account by creating your password <p><i>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 Tricor if you need clarifications on the user registration.</i></p>

Procedure	Action
ii. Steps for corporate or institutional shareholders (cont'd)	
Proceed with submission of form of proxy	<ul style="list-style-type: none"> • Login to https://srmy.vistra.com with your email address and password. • Select the corporate event: “EVERGREEN MAX CASH CAPITAL BERHAD 4TH AGM” • Navigate to the icon “>” at the end of the corporate event. • Read and agree to the Terms and Conditions and confirm the Declaration. • Select the corporate holder’s name. • Proceed to download the submission file. • Prepare the file for the appointment of proxy(ies) by inserting the required data. • Proceed to upload the duly completed proxy appointment file. • Select “Confirm” to complete your submission. • Print the confirmation report of your submission for your record.

GENERAL MEETING RECORD OF DEPOSITORS

For the purpose determining who shall be entitled to attend the 4th AGM, the Company will be requesting Bursa Malaysia Depository Sdn. Bhd. to issue a General Meeting Record of Depositors as at 19 June 2026 and only a depositor whose name appears on such Record of Depositors shall be entitled to attend the said meeting.

Kindly check the Company’s website or announcements from time to time for the latest updates on the status or changes to the 4th AGM arrangement.

POLL VOTING

Voting at the 4th AGM will be conducted by poll in accordance with Paragraph 8.31A of Ace Market Listing Requirements of Bursa Malaysia Securities Berhad. The Company has appointed Tricor as Poll Administrator to conduct the poll by way of electronic voting (e-voting).

During the 4th AGM, the Chairman will invite the Poll Administrator to brief on the Voting procedures. The voting session will commence as soon as the Chairman calls for the poll to be opened.

Upon completion of the voting session for the 4th AGM, the Scrutineers will verify the poll results followed by the Chairman’s declaration whether the resolutions are duly passed.

DOOR GIFT/VOUCHER

There will be **no distribution** of door gifts or vouchers for the 4th AGM.

RECORDING OR PHOTOGRAPHY

Strictly **NO** unauthorised recording or photography of the proceedings of the 4th AGM are allowed.

ENQUIRY

If you have any enquiry prior to the meeting, you may contact the Share Registrar during office hours on Mondays to Fridays from 9.00 a.m. to 5.30 p.m. (except public holidays) at:

Tricor Investor & Issuing House Services Sdn. Bhd.		
Telephone Number	General Line	603-2783 9299
Email	is.enquiry@vistra.com	