



AGMO HOLDINGS BERHAD
(Registration No. 201701000550 (1214700-W))
(Incorporated in Malaysia)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the Fifth Annual General Meeting ("AGM") of **AGMO HOLDINGS BERHAD** ("Agmo" or the "Company") will be held at Golden Screen Cinemas (GSC), Onyx Hall, Lot 3F-01, Third Floor, IOI Mall Damansara (formerly Tropicana Gardens Mall), No. 2A Persiaran Surian, Tropicana Indah, Kota Damansara, 47810 Petaling Jaya, Selangor Darul Ehsan on Tuesday, 22 September 2026 at 10.00 a.m. or at any adjournment thereof, to transact the following businesses: -

AS ORDINARY BUSINESS

- To receive the Audited Financial Statements for the financial year ended 31 March 2026 together with the Reports of the Directors and Auditors thereon.
- To re-elect the following Directors who are retiring by rotation pursuant to Clause 130.1 of the Company's Constitution and who being eligible, have offered themselves for re-election:
 - Dato' Low Hann Yong
 - Tan Aik Keong
- To approve the payment of Directors' fees and other benefits of up to RM220,000.00 to the Directors from the conclusion of the Fifth AGM up to the conclusion of the next AGM.
- To re-appoint Messrs. Grant Thornton Malaysia PLT as Auditors of the Company until the conclusion of the next AGM and to authorise the Directors to fix their remuneration.

AS SPECIAL BUSINESS

To consider and if thought fit, to pass the following Ordinary Resolutions: -

5. AUTHORITY TO ALLOT AND ISSUE SHARES PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT 2016

"THAT pursuant to Sections 75 and 76 of the Companies Act 2016 ("the Act") and subject to the approvals of the relevant governmental and/or regulatory authorities, the Directors be and are hereby empowered to allot and issue shares in the capital of the Company from time to 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 pursuant to this resolution does not exceed 10% of the total number of issued shares of the Company for the time being.

THAT the Directors be and are hereby also empowered to obtain approval from Bursa Malaysia Securities Berhad ("Bursa Securities") for the listing and quotation of the additional shares so issued and that such authority shall continue to be in force until the conclusion of the next AGM of the Company.

AND THAT in connection with the above, pursuant to Section 85(1) of the Act, read in conjunction with Clause 75.1 of the Company's Constitution, the shareholders of the Company by approving this resolution are deemed to have waived their pre-emptive rights over all new shares, options over or grants of new shares or any other convertible securities in the Company and/or any new shares to be issued pursuant to such options, grants or other convertible securities, such new shares when issued, to rank pari passu with the existing shares in the Company."

6. PROPOSED AUTHORITY FOR AGMO TO PURCHASE ITS OWN SHARES OF UP TO TEN PERCENT (10%) OF THE TOTAL NUMBER OF ISSUED SHARES OF THE COMPANY ("PROPOSED SHARE BUY-BACK AUTHORITY")

"THAT, subject to the Act, the Constitution of the Company, the Main Market Listing Requirements ("MMLR") of Bursa Securities and the approvals of the relevant government and/or regulatory authorities where necessary, the Company be and is hereby authorised to purchase such number of ordinary shares of the Company as may be determined by the Directors of the Company from time to time through Bursa Securities upon such terms and conditions as the Directors may deem fit and expedient in the interest of the Company provided that:

- the aggregate number of shares purchased or held does not exceed ten percent (10%) of the total number of issued shares of the Company as quoted on Bursa Securities as at the point of purchase;
- the maximum fund to be allocated by the Company for the purpose of purchasing such number of ordinary shares shall not exceed the total retained profits of the Company;
- the authority conferred by this resolution will commence immediately upon passing of this ordinary resolution and will continue to be in force until:
 - at the conclusion of the next AGM of the Company following the general meeting in which the authorisation is obtained, at which time it shall lapse, unless by ordinary resolution passed at that meeting, the authority is renewed, either unconditionally or subject to conditions; or
 - the expiration of the period within which the next AGM of the Company is required by law to be held; or
 - revoked or varied by ordinary resolution passed by the shareholders of the Company in a general meeting; whichever occurs first;

AND THAT upon completion of the purchase(s) of the ordinary shares of the Company, the Directors of the Company be and are hereby authorised to deal with the ordinary shares so purchased in the following manner:

- to cancel the ordinary shares so purchased; or
- to retain the ordinary shares so purchased as treasury shares for distribution as dividends to shareholders and/or resale on Bursa Securities or subsequently cancelled; or
- to retain part of the ordinary shares so purchased as treasury shares and cancel the remainder; or
- in any other manner prescribed by the Act, rules, regulations and orders under the Act, the MMLR and any other relevant authorities for the time being in force.

AND THAT the Directors of the Company be and are hereby authorised to take all such steps as are necessary or expedient to implement, finalise or effect the aforesaid share buy-back with full powers to assent to any conditions, modifications, variations, and/or amendments as may be required or imposed by the relevant authorities and to do all such acts and things (including executing all documents) as the Directors may deem fit and expedient in the best interests of the Company."

7. PROPOSED NEW AND RENEWAL OF SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE ("PROPOSED SHAREHOLDERS' MANDATE")

"THAT pursuant to Paragraph 10.09(2) of the MMLR of Bursa Securities, the Company and/or its subsidiaries ("Group") be and are hereby authorised to enter into any of the recurrent related party transactions as set out in the Circular to Shareholders dated 31 July 2026, provided that such transactions are:-

- undertaken in the ordinary course of business on an arm's length basis and on normal commercial terms which are not more favourable to the related parties than those generally available to the public;
- necessary for the Group's day-to-day operations; and
- not to the detriment of the Company's minority shareholders.

THAT such approval shall continue to be in force until:-

- the conclusion of the next AGM of the Company, unless the mandate is renewed by a resolution passed at a general meeting;
- the expiration of the period within which the next AGM of the Company is required to be held pursuant to Section 340(2) of the Act (but must not extend to such extension as may be allowed pursuant to Section 340(4) of the Act); or
- revoked or varied by a resolution passed by the shareholders at a general meeting, whichever is the earlier.

Please refer to Explanatory Note

**Ordinary Resolution 1
Ordinary Resolution 2
Ordinary Resolution 3**

Ordinary Resolution 4

Ordinary Resolution 5

Ordinary Resolution 6

Ordinary Resolution 7

AND THAT the Directors be and are hereby authorised to complete and do all such acts and things (including executing such documents as may be required) to give effect to the transactions contemplated and/or authorised by this Ordinary Resolution."

- To transact any other business of which due notice shall have been given.

BY ORDER OF THE BOARD

TAN TONG LANG (MAICSA 7045482/SSM PC NO. 202208000250)
LOW VEN SIN (MAICSA 7076080/SSM PC NO. 202208000340)
Company Secretaries

W.P. Kuala Lumpur
Dated: 31 July 2026

Notes:-

- A member (other than an exempt authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991) who is entitled to attend, participate, speak and vote at the meeting shall be entitled to appoint more than one (1) proxy to attend, participate, speak and vote at the meeting in his/her stead. Where a member appoints more than one (1) proxy, he/she shall specify the proportion of his/her shareholdings to be represented by each proxy.
- A proxy may but need not be a member of the Company. A proxy appointed to attend, participate, speak and vote at the meeting shall have the same rights as the member to speak at the meeting.
- 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 seal or under the hand of an officer or attorney duly authorised.
- 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 (1) proxy in respect of each security 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 (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.
- The instrument appointing a proxy shall be deposited or submitted not less than forty-eight (48) hours before the time set for holding the meeting (no later than Sunday, 20 September 2026 at 10.00 a.m.) or at any adjourned meeting at which the person named in the appointment proposes to vote, in the following manner:
 - In hard copy form ("Proxy Form"), to be deposited in the **drop box located at UG Floor, Zetrix Tower, Empire City Damansara, Jalan PJU 8, Damansara Perdana, 47820 Petaling Jaya, Selangor Darul Ehsan;** or
 - In electronic form ("e-Proxy Form") via Vote2U at <https://web.vote2u.my> for individual shareholders. Please refer to the Administrative Guide for shareholders for the procedures to submit the Proxy Form/e-Proxy Form.
- 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. to issue a General Meeting Record of Depositors as at 14 September 2026. Only members whose names appear in the General Meeting Record of Depositors as at 14 September 2026 shall be entitled to attend, participate, speak and vote at the meeting.
- Pursuant to Paragraph 8.29A(1) of the MMLR of Bursa Securities, all resolutions set out in this Notice of AGM will be put to vote by way of poll.

Personal data privacy:-

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, participate, speak and vote at this meeting, a member of the Company (i) consents to the collection, use and disclosure of the member's personal data by the Company (or its agents) for the purpose of the processing and administration by the Company (or its agents) of proxies and representatives appointed for this meeting and the preparation and compilation of the attendance lists, minutes and other documents relating to this meeting, and in order for the Company (or its agents) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "Purposes"), (ii) warrants that where the member discloses the personal data of the member's proxy(ies) and/or representative(s) to the Company (or its agents), the member has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, and (iii) agrees that the member will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member's breach of warranty.

Explanatory Notes:

Ordinary Business

Item 1 of the Agenda - Audited Financial Statements for the financial year ended 31 March 2026

This item of the Agenda is meant for discussion purposes only, as Section 340(1)(a) of the Act does not require the shareholders to formally approve the Audited Financial Statements. Therefore, this item will not be put forward for voting.

Ordinary Resolutions 1 & 2: Re-election of Directors who retire pursuant to Clause 130.1 of the Company's Constitution

Clause 130.1 of the Constitution of the Company provides as follows:

"130.1 An election of Directors shall take place each year. At each annual general meeting one-third of the Directors for the time being, or, if their number is not 3 or a multiple of 3, then the number nearest to one-third, shall retire from office PROVIDED ALWAYS that all Directors including Managing Director and Executive Directors shall retire from office once at least in each 3 years as required by the MMLR but shall be eligible for re-election. A retiring Director shall retain office until the close of the meeting at which he retires."

The following Directors who are standing for re-election as Directors of the Company pursuant to Clause 130.1 of the Company's Constitution at the Fifth AGM of the Company and being eligible, have offered themselves for re-election in accordance with the Company's Constitution:-

- Dato' Low Hann Yong
- Tan Aik Keong

(collectively referred to as "Retiring Directors")

The Board of Directors through the Nomination Committee has deliberated on the suitability of the Retiring Directors to be re-elected as Directors. Upon deliberation, the Board (except for the respective Director concerned) collectively agreed that the Retiring Directors meet the criteria of character, experience, integrity, competence and time commitment to effectively discharge their respective roles as Directors of the Company and recommended the Retiring Directors be re-elected as the Directors of the Company.

Special Business

Ordinary Resolution 5 - Authority to allot and issue shares in general pursuant to Sections 75 and 76 of the Companies Act 2016

The proposed Ordinary Resolution 5, if passed, will empower the Directors to allot and issue shares up to an amount not exceeding 10% of the total number of issued 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, unless revoked or varied by the Company at a general meeting, will expire at the next AGM of the Company ("General Mandate").

The General Mandate will provide flexibility to the Company for any possible fund-raising activities, including but not limited to further placing of shares, for the purpose of funding future investment project(s), working capital and/or acquisitions at any time without convening a general meeting as it would be both costly and time consuming to organise a general meeting.

Pursuant to Section 85(1) of the Act read together with Clause 75.1 of the Constitution of the Company, shareholders have pre-emptive rights to be offered any new shares in the Company which rank equally to the existing issued shares in the Company or other convertible securities.

The proposed Ordinary Resolution 5, if passed, will waive the shareholders' pre-emptive rights to be offered any new shares and/or convertible securities issued by the Company pursuant to this resolution.

As at the date of this Notice, no new shares in the Company were issued pursuant to the previous General Mandate granted to the Directors at the Fourth AGM held on 30 September 2025.

Ordinary Resolution 6 - Proposed Share Buy-Back Authority

The proposed Ordinary Resolution 6, if passed, will empower the Directors of the Company to purchase the Company's shares up to ten percent (10%) of the total number of issued shares of the Company by utilising the funds allocated which shall not exceed the total retained profits of the Company. This authority, unless revoked or varied at a general meeting, will expire at the conclusion of the next AGM of the Company. Further information on the Proposed Share Buy-Back is set out in the Share Buy-Back Statement dated 31 July 2026.

Ordinary Resolution 7 - Proposed Shareholders' Mandate

The proposed Ordinary Resolution 7, if passed, will allow the Company and/or its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature pursuant to the provisions of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad. This authority will expire at the conclusion of the next AGM of the Company or the expiry of the period within which the next AGM is required by law to be held, unless revoked or varied by an ordinary resolution of the shareholders of the Company in a general meeting, whichever is earlier. Further information on the Proposed Shareholders' Mandate is set out in the Circular to Shareholders dated 31 July 2026.



AGMO HOLDINGS BERHAD
(Registration No. 201701000550 (1214700-W))
(Incorporated in Malaysia)

ADMINISTRATIVE GUIDE FOR SHAREHOLDERS

General Meeting	: Fifth Annual General Meeting (“AGM”)
Day & Date	: Tuesday, 22 September 2026
Time of Meeting	: 10:00 a.m.
Venue	: Golden Screen Cinemas (GSC), Onyx Hall Lot 3F-01, Third Floor, IOI Mall Damansara (formerly Tropicana Gardens Mall) No. 2A Persiaran Surian, Tropicana Indah, Kota Damansara 47810 Petaling Jaya Selangor Darul Ehsan

The Fifth AGM of Agmo Holdings Berhad will be held solely in physical format. All members, proxies and/or corporate representatives who wish to attend the AGM are required to adhere to the procedures set out below.

REGISTRATION

1. Registration will start at **9:00 a.m.** on 22 September 2026 at the venue stated above, and the AGM will start at 10:00 a.m. sharp. You are encouraged to come early to facilitate and ensure smooth registration and verification processes.
2. Please produce your original MyKad/National Registration Identification Card (“**NRIC**”) or valid passport (for non-Malaysians) during registration. Only original MyKad/NRIC or valid passport will be accepted for the purpose of identity verification.

For corporate representatives, please produce original MyKad/NRIC with proxy form and Corporate Representative appointment letter. Only original MyKad/NRIC with valid Corporate Representative appointment letter will be accepted for the purpose of identity verification.

3. No person will be allowed to register on behalf of another person with the original MyKad/NRIC or valid passport of that other person.
4. Upon registration and verification:
 - a. Please sign the Attendance List at the registration counter, after which you will be provided with a unique e-voting ballot bearing a QR code, to be scanned using your own smartphone/tablet to access the e-polling system;
 - b. If you are attending the AGM as a shareholder as well as a proxy, you will be registered once; and
 - c. No person shall be permitted to enter the meeting hall unless the registration process has been duly completed. No replacement will be issued for your unique e-voting ballot that is lost, misplaced or stolen.
5. The registration counter will only handle registration of attendance and verification of identity.
6. Help desk support is available for any other enquiries or assistance.

VOTING AT MEETING

1. The voting at the AGM will be conducted by poll in accordance with Paragraph 8.29A of the MainMarket Listing Requirements of Bursa Malaysia Securities Berhad. The Company has appointed Agmo Digital Solutions Sdn. Bhd. as the Poll Administrator to conduct the poll by way of electronic means and Aegis Communication Sdn. Bhd. as the Scrutineers to verify the poll results.
2. Voting for all the resolutions set out in the Notice of AGM will take place concurrently after the relevant questions in respect of these resolutions have been addressed.
3. Scan the QR code on the e-voting ballot or visit the support counter for assistance.

Note: If your device does not have a built-in QR scanner, you will need to download third-party software to scan the QR code.
4. After scanning the QR code, you will be directed to the AGM landing page. Please verify your details, then scroll down and click **"Confirm Details & Start Voting"**.
5. To vote, select your voting choice from the options provided. A confirmation screen will appear to show your selected vote. Click **"Next"** to continue voting for all resolutions.
6. To change your vote, click the **"Back"** button and select another voting choice.
7. After you have completed voting, a Voting Summary page appears to show all the resolutions with your voting choices. Click **"Confirm"** to submit your vote.

Note: Please note that you are not able to change your voting choices after you have confirmed and submitted your votes.

The support team will be available to assist you if you encounter any difficulties.

VIEW VOTING RESULTS

1. Scan the QR code on the e-voting ballot.

Note: If your device does not have a built-in QR scanner, you will need to download third-party software to scan the QR code.
2. After scanning the QR code, you will be directed to the AGM landing page. Scroll down and click **"View Voting Result"**.
3. On the voting results page, you will be able to see the detailed results.

BEFORE MEETING DAY

A. Registration of Proxy		
Description		Procedure
i	Electronic Lodgement of Proxy Form (e-Proxy Form) • Individual Shareholders only	<u>A: Registration as Shareholder</u> Shareholders to Register with Vote2U • Access website at https://web.vote2u.my. • Select "Sign Up" to sign up as user. • Read and indicate your acceptance of the 'Privacy Policy' and 'Terms & Conditions' by clicking on a small box ☐. Then select "Next". • Fill-in your details (note: (i) ensure your email address is valid & (ii) create your own password). Then select "Continue". • Upload a clear softcopy of your MyKAD/NRIC (front only) (for Malaysian) or passport (for non-Malaysian). • Click "Submit" to complete the registration. • Your registration will be verified and an email notification will be sent to you.

		<u>Note:</u> If you have already registered as a user with Vote2U previously, you are not required to register again. B. Registration of Proxy Individual shareholders log in to Vote2U with your email address and password that you have registered with Vote2U. - Click “Register Proxy Now” for e-Proxy registration. - Select the general meeting event. - Select/ add your Central Depository System (“CDS”) account number and number of shares. - Select “Appoint Proxy”. - Fill in the details of your proxy(ies) – ensure email address(es) of the proxy(ies) is/are valid. - Indicate your voting instruction should you prefer to do so. - Thereafter, select “Submit”. - Your submission will be verified. <u>Note:</u> - You need to register as a shareholder before you can register a proxy and submit the e-Proxy form. Please refer above ‘A: Registration’ to register as shareholder.
ii.	Submit Proxy Form (hard copy) - Individual Shareholders - Corporate Shareholders - Authorised Nominee - Exempt Authorised Nominee	- Fill in the details on the hard copy Proxy Form by providing the following information: - Proxy(ies) & Corporate Representative - Name - MyKAD/NRIC number (for Malaysian) or passport number (for non-Malaysian) - Address and email address – ensure email address is valid - Corporate Representative only – deposit the hard copy Proxy Form together with the following document to the address as stated on the Proxy Form: - A copy of Certificate of Appointment as corporate representative - Individual shareholders, authorised nominee and exempt authorised nominee - deposit the hard copy Proxy Form to the address as stated on the Proxy Form. - The submitted Proxy Form will be verified.
B. Revocation of Proxy		
	Description	Procedure
i.	Revoke a Proxy Electronically ➤ Individual Shareholders only	- Log in to Vote2U using your registered email address and password. - Select the general meeting event. - Scroll down and select “Revoke a Proxy” <u>Note:</u> Only applicable to individual shareholders who have appointed proxy(ies) through e-Proxy form.
ii.	Revoke a Proxy ➤ Individual Shareholders ➤ Corporate Shareholders ➤ Authorised Nominees ➤ Exempt Authorised Nominees	Email to Agmo Digital Solutions Sdn. Bhd. (“Poll Administrator”) at vote2u@agmostudio.com to revoke the appointment of your proxy(ies). <u>Note:</u> Applicable to individual shareholders/ corporate shareholders/ authorised nominee/ exempt authorised nominee who have appointed proxy(ies)/ corporate representative using hard copy Proxy Form.

Shareholders who wish to appoint Proxy(ies) to participate in the AGM must ensure that the hardcopy proxy form or e-proxy form is deposited/submitted not less than forty-eight (48) hours before the time of holding the meeting i.e. **latest by Sunday, 20 September 2026 at 10:00 a.m.** or any adjourned meeting at which the person named in the instrument proposes to vote and in default, the instrument of proxy shall not be treated as valid.

Shareholders who wish to revoke the Proxy(ies) appointed must ensure that the revocation request is submitted not less than forty-eight (48) hours before the time of holding the meeting i.e. **latest by Sunday, 20 September 2026 at 10:00 a.m.** or any adjourned meeting.

If you wish to participate in the AGM yourself, please do not submit any Proxy Form. You will not be allowed to participate in the AGM together with the proxy(ies) appointed by you.

CORPORATE MEMBER

Any corporate member who wishes to appoint a representative instead of a proxy to attend the AGM should submit the original certificate of appointment under the seal of the corporation or affixed with the corporation's rubber stamp and executed by at least two (2) authorised signatories/officers, to the office of the Company not less than forty-eight (48) hours before the time of holding the AGM i.e. **latest by Sunday, 20 September 2026 at 10:00 a.m.**

SUBMISSION OF QUESTIONS

Prior to the AGM, shareholders may submit questions to the Board of Directors at ir@agmostudio.com latest by Tuesday, 8 September 2026 and the response will be addressed during the meeting.

NO RECORDING AND PHOTOGRAPHY

Strictly NO recording or photography of the proceedings of the AGM is allowed.

NO SMOKING POLICY

A no smoking policy is maintained inside the AGM venue. Your co-operation is much appreciated.

DOOR GIFT

No door gifts would be provided at the AGM.

REFRESHMENT

Light refreshments will be served at the foyer before the commencement of the AGM.

PERSONAL BELONGINGS

Please take care of your personal belongings. The Company will not be held responsible for any lost item.

ENQUIRY

For enquiries relating to the general meeting, please contact our Share Registrar during office hours (8:30 a.m. to 5:30 p.m.) on Mondays to Fridays (except public holidays) as follows:

General Line : 03-7890 4700
Email : BSR.Helpdesk@boardroomlimited.com

For enquiries relating to e-voting or issues encountered during registration or log-in, please contact Vote2U helpdesk during office hours (8:30 a.m. to 5:30 p.m.) on Mondays to Fridays (except public holidays) as follows:

General Line : 603 7664 8521 / 603 7664 8520
Email : vote2U@agmostudio.com