SCANWOLF CORPORATION BERHAD
[Registration No. 200601021156 (740909-T)]
(Incorporated in Malaysia)

NOTICE OF 20TH ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the Twentieth Annual General Meeting ("20th AGM") of Scanwolf Corporation Berhad ("Scanwolf" or "the Company") will be held and convened at Fox Hotels, Level 8, Pusat Komersil Vestland (The GLENZ) East 6, Jalan Juruanalisis U1/35, Seksyen U1, 40150 Shah Alam, Selangor Darul Ehsan, Malaysia on Thursday 3 December 2026 at 10.00 a.m. for the following purposes:-

AGENDA

Ordinary Business

1. To receive the Audited Financial Statements for the financial year ended 30 June 2026 together with the Reports of the Directors and the Auditors thereon.
(Please refer to Explanatory Note 1)

2. To re-elect the following Directors who are retiring by rotation pursuant to Clause 95 of the Constitution of the Company:
   2.1. Mr. Teoh Wei Loong **Ordinary Resolution 1**
   2.2. Ms. Lee Pei Fen **Ordinary Resolution 2**

3. To approve the payment of Directors' fees and benefits of RM222,000 payable to the Directors for the financial year ending 30 June 2027.
Ordinary Resolution 3

4. To re-appoint Messrs. PKF PLT as Auditors of the Company and to authorise the Directors to fix their remuneration. **Ordinary Resolution 4**

AS SPECIAL BUSINESS

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

5. **PROPOSED AUTHORITY TO ALLOT AND ISSUE SHARES BY DIRECTORS PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT 2016**
Ordinary Resolution 5

"THAT pursuant to Sections 75 and 76 of the Companies Act 2016 ("**Act**"), the Directors be and are hereby authorised to allot and issue shares in the Company from time to time until the conclusion of the next Annual General Meeting ("**AGM**") 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 for the time being, subject always to the approval of all relevant regulatory authorities, if required, being obtained for such allotment and issuance.

THAT in connection with the above, pursuant to Section 85 of the Act and Clause 57 of the Constitution of the Company, the shareholders do hereby waive the statutory pre-emptive rights of the offered shares in proportion of their holdings at such price and at such terms to be offered arising from any issuance of new shares above by the Company.

AND THAT the new shares to be issued shall, upon allotment and issuance, rank equally in all respects with the existing shares of the Company, save and except that they shall not be entitled to any dividends, rights, allotments and/or any other forms of distribution that which may be declared, made or paid before the date of allotment of such new shares."

6. **PROPOSED RENEWAL OF SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE WITH HALLSON CONSTRUCTION SDN BHD *(FORMERLY KNOWN AS FIXUS CONSTRUCTION SDN BHD)* AND SPEED CONCRETE INDUSTRIES SDN BHD**
Ordinary Resolution 6

"THAT subject to Paragraph 10.09 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, the Company and its subsidiaries ("**Group**") be and are hereby authorised to enter into the recurrent related party transactions of a revenue or trading nature with Hallson Construction Sdn Bhd *(formerly known as Fixus Construction Sdn Bhd)* and Speed Concrete Industries Sdn Bhd as set out in the Circular to Shareholders dated 30 October 2026, PROVIDED THAT such transactions are necessary for the Group's day-to-day operations and are in the ordinary course of business of the Group and at 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 and are not to the detriment of the minority shareholders of the Company ("**Proposed Renewal of Shareholders' Mandate**"):-

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

(i) the conclusion of the next AGM of the Company following the general meeting at which this Ordinary Resolution shall be passed, at which time it will lapse, unless by a resolution passed at the general meeting, the authority conferred by this resolution is renewed; or
(ii) the expiration of the period within which the next AGM of the Company after the date it is required to be held pursuant to Section 340(2) of the Act (but shall not extend to such extensions as may be allowed pursuant to Section 340(4) of the Act); or
(iii) revoked or varied by a resolution passed by the shareholders of the Company in a general meeting,

whichever is earlier;

THAT the breakdown of the aggregate value of the recurrent related party transactions based on the type of recurrent transaction made and the names of the related parties involved in each type of the recurrent related party transaction made and their relationship with the Group, shall be disclosed in the Annual Report of the Company as may be required by the governing authority.

AND THAT the Directors of the Company and its subsidiaries be and are hereby authorised to complete and do all such acts and things as they may consider expedient or necessary to give effect to the Proposed Renewal of Shareholders' Mandate as authorised by this Ordinary Resolution."

7. **PROPOSED RENEWAL OF SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE WITH MERCU MAJUNIAGA SDN BHD AND SG. BESI CONSTRUCTION SDN BHD**
Ordinary Resolution 7

"THAT subject to Paragraph 10.09 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, the Company and its subsidiaries be and are hereby authorised to enter into the recurrent related party transactions of a revenue or trading nature with Mercu Majuniaga Sdn Bhd and Sg. Besi Construction Sdn Bhd as set out in the Circular to Shareholders dated 30 October 2026, PROVIDED THAT such transactions are necessary for the Group's day-to-day operations and are in the ordinary course of business of the Group and at 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 and are not to the detriment of the minority shareholders of the Company;

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

(i) the conclusion of the next AGM of the Company following the general meeting at which this Ordinary Resolution shall be passed, at which time it will lapse, unless by a resolution passed at the general meeting, the authority conferred by this resolution is renewed; or
(ii) the expiration of the period within which the next AGM of the Company after the date it is required to be held pursuant to Section 340(2) of the Act (but shall not extend to such extensions as may be allowed pursuant to Section 340(4) of the Act); or
(iii) revoked or varied by a resolution passed by the shareholders of the Company in a general meeting,

whichever is the earlier.

THAT the breakdown of the aggregate value of the recurrent related party transactions based on the type of recurrent transaction made and the names of the related parties involved in each type of the recurrent related party transaction made and their relationship with the Group, shall be disclosed in the Annual Report of the Company as may be required by the governing authority.

AND THAT the Directors of the Company and its subsidiaries be and are hereby authorised to complete and do all such acts and things as they may consider expedient or necessary to give effect to the Proposed Renewal of Shareholders' Mandate as authorised by this Ordinary Resolution."

8. **PROPOSED RENEWAL OF SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE WITH ARMANI HALLSON KLCC SDN BHD**
Ordinary Resolution 8

"THAT subject to Paragraph 10.09 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, the Company and its subsidiaries be and are hereby authorised to enter into the recurrent related party transactions of a revenue or trading nature with Armani Hallson KLCC Sdn Bhd as set out in the Circular to Shareholders dated 30 October 2026, PROVIDED THAT such transactions are necessary for the Group's day-to-day operations and are in the ordinary course of business of the Group and at 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 and are not to the detriment of the minority shareholders of the Company;

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

(i) the conclusion of the next AGM of the Company following the general meeting at which this Ordinary Resolution shall be passed, at which time it will lapse, unless by a resolution passed at the general meeting, the authority conferred by this resolution is renewed; or
(ii) the expiration of the period within which the next AGM of the Company after the date it is required to be held pursuant to Section 340(2) of the Act (but shall not extend to such extensions as may be allowed pursuant to Section 340(4) of the Act); or
(iii) revoked or varied by a resolution passed by the shareholders of the Company in a general meeting,

whichever is the earlier.

THAT the breakdown of the aggregate value of the recurrent related party transactions based on the type of recurrent transaction made and the names of the related parties involved in each type of the recurrent related party transaction made and their relationship with the Group, shall be disclosed in the Annual Report of the Company as may be required by the governing authority.

AND THAT the Directors of the Company and its subsidiaries be and are hereby authorised to complete and do all such acts and things as they may consider expedient or necessary to give effect to the Proposed Renewal of Shareholders' Mandate as authorised by this Ordinary Resolution."

9. **PROPOSED RENEWAL OF SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE WITH TAFI INDUSTRIES BERHAD AND ITS SUBSIDIARY COMPANIES**
Ordinary Resolution 9

"THAT subject to Paragraph 10.09 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, the Company and its subsidiaries be and are hereby authorised to enter into the recurrent related party transactions of a revenue or trading nature with TAFI Industries Berhad and its subsidiary companies as set out in the Circular to Shareholders dated 30 October 2026, PROVIDED THAT such transactions are necessary for the Group's day-to-day operations and are in the ordinary course of business of the Group and at 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 and are not to the detriment of the minority shareholders of the Company;

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

(i) the conclusion of the next AGM of the Company following the general meeting at which this Ordinary Resolution shall be passed, at which time it will lapse, unless by a resolution passed at the general meeting, the authority conferred by this resolution is renewed; or
(ii) the expiration of the period within which the next AGM of the Company after the date it is required to be held pursuant to Section 340(2) of the Act (but shall not extend to such extensions as may be allowed pursuant to Section 340(4) of the Act); or
(iii) revoked or varied by a resolution passed by the shareholders of the Company in a general meeting,

whichever is the earlier.

THAT the breakdown of the aggregate value of the recurrent related party transactions based on the type of recurrent transaction made and the names of the related parties involved in each type of the recurrent related party transaction made and their relationship with the Group, shall be disclosed in the Annual Report of the Company as may be required by the governing authority.

AND THAT the Directors of the Company and its subsidiaries be and are hereby authorised to complete and do all such acts and things as they may consider expedient or necessary to give effect to the Proposed Renewal of Shareholders' Mandate as authorised by this Ordinary Resolution."

10. **PROPOSED RENEWAL OF SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE WITH MAGNA PRIMA BERHAD AND ITS SUBSIDIARY COMPANIES**
Ordinary Resolution 10

"THAT subject to Paragraph 10.09 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, the Company and its subsidiaries be and are hereby authorised to enter into the recurrent related party transactions of a revenue or trading nature with Magna Prima Berhad and its subsidiary companies as set out in the Circular to Shareholders dated 30 October 2026, PROVIDED THAT such transactions are necessary for the Group's day-to-day operations and are in the ordinary course of business of the Group and at 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 and are not to the detriment of the minority shareholders of the Company;

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

(i) the conclusion of the next AGM of the Company following the general meeting at which this Ordinary Resolution shall be passed, at which time it will lapse, unless by a resolution passed at the general meeting, the authority conferred by this resolution is renewed; or
(ii) the expiration of the period within which the next AGM of the Company after the date it is required to be held pursuant to Section 340(2) of the Act (but shall not extend to such extensions as may be allowed pursuant to Section 340(4) of the Act); or
(iii) revoked or varied by a resolution passed by the shareholders of the Company in a general meeting,

whichever is the earlier.

THAT the breakdown of the aggregate value of the recurrent related party transactions based on the type of recurrent transaction made and the names of the related parties involved in each type of the recurrent related party transaction made and their relationship with the Group, shall be disclosed in the Annual Report of the Company as may be required by the governing authority.

AND THAT the Directors of the Company and its subsidiaries be and are hereby authorised to complete and do all such acts and things as they may consider expedient or necessary to give effect to the Proposed Renewal of Shareholders' Mandate as authorised by this Ordinary Resolution."

11. To transact any other business for which due notice shall have been given.

BY ORDER OF THE BOARD

Tai Yit Chan (MAICSA 7009143)(SSM PC No.: 202008001023)
Lim Wei Xiong (MAICSA 7074639) (SSM PC No.: 202508000299)

Company Secretaries

30 October 2026
Perak

Notes:

Members Entitled to Attend

In respect of deposited securities, only members whose names appear on the Record of Depositors on Thursday, 26 November 2026 (General Meeting Record of Depositors) shall be eligible to attend, speak and vote at the meeting or appoint proxy(ies) to attend and/or vote on his/her behalf.

Appointment of Proxy

1. A member of the Company entitled to attend and vote at the 20th AGM is entitled to appoint not more than two (2) proxies to attend and vote instead of him/her. Where a member appoints two (2) proxies to attend the same meeting, the member 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.
2. If two (2) proxies are appointed, the entitlement of those proxies to vote on a show of hands shall be *determined in accordance with the Main Market Listing Requirements of Bursa Malaysia Securities Berhad.*
3. Where a member is an authorised nominee, it may appoint not more than two (2) proxies in respect of each securities account it holds with ordinary shares of the Company standing to the credit of the said securities account.
4. Where a member 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.
5. 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 appointer is a corporation, either under seal or under the hand of an officer or attorney duly authorised. The instrument appointing a proxy shall be deemed to confer authority to demand or join in demanding a poll.
6. The appointment of proxy may be made in hardcopy or by electronic means as specified below and must be received by the Company not less than forty-eight (48) hours before the time appointed for holding the 20th AGM:-
   - In hardcopy form
     The original shall be deposited at the Share Registrar of the Company, Vistra Investor & Issuing House Services Sdn Bhd *(formerly known as 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, at the drop box located at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia., not less than forty-eight (48) hours before the time set for holding the meeting or any adjournment thereof, and in default the instrument of proxy shall not be treated as valid. 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 meeting as his/their proxy, provided always that the rest of the proxy form, other than the particulars of the proxy have been duly completed by the member(s).
   - By electronic form
     The proxy form can be electronically lodged with Vistra Investor & Issuing House Services Sdn Bhd *(formerly known as Tricor Investor & Issuing House Services Sdn Bhd) via Vistra Share Registry and IPO (MY) portal ("**Vistra Portal**")* at *https://srmy.vistra.com*. Please refer to the Administrative Details for the 20th AGM on the procedures for electronic submission of proxy form via Vistra Portal.
7. The appointment of the proxy(ies) will be **INVALID** if the Form of Proxy is not completed correctly in accordance with the instructions stated in the form.
8. Shareholders are advised to check the Company's website at *http://www.scanwolf.com* and announcements from time to time for any changes to the administration of the 20th AGM.

EXPLANATORY NOTES

1. Audited Financial Statements

This Agenda item 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. Hence, this item is not put forward for voting.

2. Re-election of Directors

The profiles of the Directors who are standing for re-election under item 2 of this Agenda are set out in the Board of Directors' profile of the Annual Report 2026.

The Board has, through the Nomination Committee ("**NC**"), considered the evaluation of the Directors and concurred that they have met the criteria as prescribed by paragraph 2.20A of the Main Market Listing Requirements ("**MMLR**") of Bursa Securities on character, experience, integrity, competence and time commitment to effectively discharge their roles as Directors. In addition, the NC has also conducted an assessment on the fitness and propriety of the retiring directors including the review of their fit and proper declarations and results of their background checks in accordance with the Fit & Proper Policy. The said retiring directors have abstained from deliberations and decisions on their own eligibility and suitability to stand for re-election.

Based on the recommendation of the NC, the Board is satisfied with the performance and contribution of the following Directors and supports the re-election based on the following justifications:

(a) Re-election of Mr. Teoh Wei Loong as Independent Non-Executive Director

Mr. Teoh Wei Loong fulfills the requirement of independence set out in the MMLR of Bursa Securities as well as the prescribed criteria under the Malaysian Code on Corporate Governance 2021 ("**MCCG**"). As Chairperson of the NC and member of Audit and Risk Management Committee ("**ARMC**") as well as Remuneration Committee ("**RC**"), he has demonstrated sound leadership and independence through his engagement in the meetings by providing constructive feedback and valuable insights to the Management in developing the Group's business strategies. He has demonstrated professional excellence, exercised due care and discharged his professional duties proficiently during his tenure as an Independent Non-Executive Director of the Company.

Shareholders' approval is sought for the re-election of Mr. Teoh Wei Loong under Ordinary Resolution 1. The profile of Mr. Teoh Wei Loong is listed in the Profile of Directors section.

(b) Re-election of Ms. Lee Pei Fen as Independent Non-Executive Director

Ms. Lee Pei Fen fulfills the requirement of independence set out in the MMLR of Bursa Securities as well as the prescribed criteria under the MCCG. As Chairperson of the RC and member of ARMC as well as NC, she has demonstrated sound leadership and independence through her engagement in the meetings by proactively giving valuable insights to the Management in developing the Group's business strategies. She also exercised her due care and carried out her professional duties proficiently during her tenure as an Independent Non-Executive Director of the Company.

Shareholders' approval is sought for the re-election of Ms. Lee Pei Fen under Ordinary Resolution 2. The profile of Ms. Lee Pei Fen is listed in the Profile of Directors section.

3. Payment of Directors' Fees and Benefits

Payment of Directors' fees under Section 230(1) of the Act provides amongst others that the Directors' fees and benefits payable to the Directors of the Company and its subsidiaries shall be approved at a general meeting.

The proposed Ordinary Resolution 3 is to facilitate payment of Directors' fees and benefits for the financial year ending 30 June 2027. The payment of Directors' fees and benefits is calculated based on the current board size and the number of scheduled Board and Board Committee meetings for the financial year ending 30 June 2027. In the event the Directors' fees and benefits proposed are insufficient (due to enlarge Board size or more meetings), approval will be sought at the next annual general meeting for the shortfall.

4. Re-appointment of Auditors

The Board is satisfied that Messrs. PKF PLT has met the relevant criteria prescribed under Paragraph 15.21 of the Main Market Listing Requirements of Bursa Securities which was concluded through the assessment carried out by the ARMC on the suitability of Messrs. PKF PLT and hence, supports the ARMC's recommendation to re-appoint Messrs. PKF PLT as the Auditors of the Company.

5. Proposed Authority to allot and issue shares pursuant to Sections 75 and 76 of the Act

The proposed Ordinary Resolution 5, if passed, serves as a measure to meet the Company's immediate working capital needs in the short term without relying on conventional debt financing which will result in higher finance cost to be incurred for the purpose of funding investment project(s), working capital and/or acquisitions. This authority, unless revoked or varied by the Company at a general meeting, will expire at the conclusion of the next AGM of the Company.

The waiver of pre-emptive rights pursuant to Section 85 of the Act and Clause 57 of the Constitution will allow the Directors of the Company to issue new shares of the Company which rank equally to existing issued shares of the Company, to any person without having to offer the new shares to all existing shareholders of the Company prior to issuance of new shares in the Company under the General Mandate.

As at the date of this Notice, there was no new shares issued pursuant to the mandate granted to the Directors of the Company at the previous AGM held on 27 November 2025 and which will lapse at the conclusion of the 20th AGM. If there should be a decision to issue new shares after the general mandate is obtained, the Company will make an announcement in respect thereof.

6. Proposed Renewal of Shareholders' Mandate

The proposed Ordinary Resolution 6 to Ordinary Resolution 10, if passed, will empower the Group to enter into recurrent related party transactions of a revenue or trading nature with the Related Parties as set out the Circular to Shareholders dated 30 October 2026, which are necessary for the Group's day-to-day operations and/or in the ordinary course of business of the Group on normal commercial terms and to facilitate the conduct of the Group's business in a timely manner. Details of the Proposed Renewal of Shareholders' Mandate are set out in the Circular to Shareholders dated 30 October 2026.

7. Voting Procedures

Pursuant to Paragraph 8.29(A) of MMLR of Bursa Malaysia Securities Berhad, voting at the 20th AGM will be conducted by poll. Poll Administrator and Scrutineer will be appointed to conduct the polling process and to verify the results.

8. Annual Report 2026

The softcopy of the Annual Report 2026, Corporate Governance Report 2026 and Circular to Shareholders are available on the Company's website at http://www.scanwolf.com.

Shareholders of the Company may request for the printed copy of the Annual Report 2026 and Circular to Shareholders at https://srmy.vistra.com by selecting "Request for Annual Report/Circular" under the "Investor Services". Nevertheless, we hope you would consider the environment before you decide to request for the printed copy.

PERSONAL DATA PRIVACY

By submitting an instrument appointing proxy(ies) and/or representative(s) to attend, participate and vote at the 20th AGM and/or any adjournment thereof, 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 the 20th AGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the 20th AGM (including any adjournment thereof), 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.