EMPIRE
PREMIUM FOOD

EMPIRE PREMIUM FOOD BERHAD

(Registration No. 202301037567 (1531490-W))
(Incorporated in Malaysia under the Companies Act 2016)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Second Annual General Meeting ("2nd AGM" or "Meeting") of EMPIRE PREMIUM FOOD BERHAD ("Empire Premium" or "the Company") will be held at The Gardens Ballroom, Level 5, St. Giles Mid Valley Kuala Lumpur, Mid Valley City, Lingkaran Syed Putra, 59200 Kuala Lumpur, Malaysia on Wednesday, 23 September 2026 at 10.00 a.m. or at any adjournment thereof, to transact the following businesses, with or without modifications:-

AGENDA

AS ORDINARY BUSINESS:

1. To receive the Audited Financial Statements for the financial year ended 31 March 2026 together with the Reports of the Directors and Auditors thereon. — **Please Refer To Explanatory Note 1**
2. To approve the distribution of a Final Single-Tier dividend of 0.65 sen per ordinary share for the financial year ended 31 March 2026. — **Ordinary Resolution 1**
3. To approve the payment of Directors' fees and/or benefits of up to RM348,000 for the period from the date immediately after the 2nd AGM until the next Annual General Meeting ("AGM") of the Company. — **Ordinary Resolution 2**
4. To re-elect the following Directors who retire by rotation in accordance with Clause 92 of the Company's Constitution:
   i. Rohaiza Binti Mohamed Basir — **Ordinary Resolution 3**
   ii. Lim Xui Jhi — **Ordinary Resolution 4**
5. To re-appoint Grant Thornton 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 with or without modifications, the following resolution:

6. **GENERAL AUTHORITY FOR THE DIRECTORS TO ISSUE AND ALLOT SHARES 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 Main Market Listing Requirements ("Listing Requirements") of Bursa Malaysia Securities Berhad ("Bursa Securities") and the approvals of the relevant governmental/ 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 ordinary shares in the Company ("Shares") 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 and expedient in the interest of the Company, 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, if any) at any point of time ("Mandate") AND the Directors be and also empowered to obtain the approval for the listing of and quotation for the additional shares so issued on Bursa Securities AND such authority shall continue in force until the conclusion of the next Annual General Meeting ("AGM") of the Company held next after the approval was given or at the expiry of the period within which the next AGM is required to be held after the approval was given, whichever is the earlier.

   AND 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 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."
7. To transact any other business of which due notice shall have been given.

NOTICE OF DIVIDEND ENTITLEMENT

NOTICE IS ALSO HEREBY GIVEN that a Final Single-Tier dividend of 0.65 sen per ordinary share in respect of the financial year ended 31 March 2026, if approved by the shareholders at the 2nd AGM of the Company, will be paid on 9 October 2026 to the shareholders whose names appear in the Record of Depositors of the Company at the close of business on 25 September 2026.

A depositor shall qualify for entitlement to the dividend only in respect of:-

i) Shares transferred into the Depositor's Securities Account before 4.30 p.m. on 25 September 2026 in respect of ordinary transfers; and
ii) Shares bought on the Bursa Malaysia Securities Berhad on a cum-entitlement basis according to the Rules of the Bursa Malaysia Securities Berhad.

By order of the Board

TEA SOR HUA (MACS 01324) (SSM PC No.: 201908001272)
LIM KEE SAN (MAICSA 7067348) (SSM PC No.: 202308000295)
Company Secretaries

Petaling Jaya, Selangor Darul Ehsan
31 July 2026

Notes:

a) A member who is entitled to present, participate, speak and to vote at the Meeting shall be entitled to appoint more than one (1) proxy to attend and vote at the Meeting. Where a member appoints more than one (1) proxy, the member shall specify the proportion of his/her shareholdings to be represented by each proxy.
b) A proxy may, but need not be a member of the Company. A member may appoint any person to be his proxy. A proxy appointed to attend and vote at the Meeting shall have the same rights as the member to speak and vote at the Meeting.
c) The instrument appointing a proxy shall be in writing signed by the appointor or of his attorney duly authorised in writing, or if the appointor is a corporation, either under the corporation's common seal or signed by an officer or attorney so authorised.
d) Where a member of the Company is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991, it may appoint 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.
e) 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.
f) 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 66(b) of the Company's Constitution to issue a General Meeting Record of Depositors as at 15 September 2026. Only members whose names appear in the General Meeting Record of Depositors as at 15 September 2026 shall be regarded as members and entitled to attend, speak and vote at the Meeting.
g) To be valid, the instrument appointing 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 adjourned meeting:
   (i) In hardcopy form
   In the case of an appointment made in hardcopy form, the proxy form must be deposited at the Company's Share Registrars, Boardroom Share Registrars Sdn. Bhd. at 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia.
   (ii) By electronic means
   The proxy form can be electronically lodged via the Boardroom Smart Investor Portal at https://investor. boardroomlimited.com. Please refer to the Administrative Notes on the procedures for electronic lodgement of proxy forms via the Boardroom Smart Investor Portal. To be valid, the instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority shall be deposited at the office of the Share Registrar situated at 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia not less than forty-eight (48) hours before the time for holding the Meeting or adjourned Meeting at which the person named in the instrument proposes to vote.
h) All the resolutions set out in this Notice of Meeting will be put to vote by poll.
i) Kindly check Bursa Securities' website and the Company's website at https://empirepremiumfood.com/ 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 March 2026**

   The Agenda is meant for discussion only, as the provision of Section 340(1)(a) of the Companies Act 2016 ("Act") does not require a formal approval of members for the Audited Financial Statements. Hence, this Agenda is not put forward for voting.
2. **Item 3 of the Agenda – Directors' Fees and/or Benefits**

   Pursuant to Section 230(1) of the Act, the directors' fees and any 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 payment of Directors' fees and/or benefits to the Non-Executive Directors, for the period from the date immediately after the 2nd AGM until the next AGM of the Company. In the event the proposed amount is insufficient due to more meetings or an enlarged Board size, approval will be sought at the next AGM for the shortfall.
3. **Item 4 of the Agenda – Re-election of Directors**

   Clause 92 of the Company's Constitution provides that at the first annual general meeting of the Company, all the Directors shall retire from office and an election of Directors shall take place each year at the annual general meeting in every subsequent year where one-third (1/3) of the Directors for the time being or, if their number is not three or a multiple of three, then the number nearest to one-third 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. A retiring Director shall retain office until the close of the meeting at which he retires.

   Following thereto, Puan Rohaiza Binti Mohamed Basir and Ms. Lim Xui Jhi will retire by rotation pursuant to Clause 92 of the Company's Constitution (collectively referred to as "Retiring Directors"). The Retiring Directors being eligible, have offered themselves for re-election at the 2nd AGM.

   The Board has endorsed the Nomination and Remuneration Committee's recommendation to seek 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 profiles of the Retiring Directors are provided in the Directors' Profile contained in the Company's Annual Report 2026.
4. **Item 5 of the Agenda – Re-appointment of Auditors**

   The Audit and Risk Management Committee ("ARMC") has undertaken an annual assessment of the suitability, effectiveness, and independence of Grant Thornton Malaysia PLT as Auditors. Based on the outcome of the assessment, the ARMC is satisfied that Grant Thornton Malaysia PLT has maintained its independence and has performed its duties effectively. Accordingly, the ARMC recommended to the Board that Grant Thornton Malaysia PLT be re-appointed as the Auditors of the Company.

   The Board has endorsed the ARMC's recommendation and will seek shareholders' approval for the re-appointment of Grant Thornton Malaysia PLT as Auditors for the financial year ending 31 March 2027, and to hold office until the conclusion of the next AGM.
5. **Item 6 of the Agenda – General Authority for the Directors to issue and allot shares ("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. This Ordinary Resolution, if passed, will empower the Directors to issue and allot Shares in the Company up to an amount not exceeding in total ten per centum (10%) of the total number of issued Shares of the Company for such purposes as the Directors consider would be in the interest of the Company. This would avoid any delay and cost involved in convening a general meeting to approve the issuance and allotment of such new Shares. 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.

   This general mandate will provide flexibility to the Company for issuance and allotment of new Shares for any possible fund raising 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 repayment of borrowings or debt settlement/repayment or such other applications as the Directors may deem fit and expedient in the best interest of the Company.

   The Company had at its First AGM held on 30 September 2025 ("1st AGM"), obtained a 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 10% of the total number of issued Shares of the Company (excluding treasury shares) at any point of time ("General Mandate"). This General Mandate will expire at the conclusion of the 2nd AGM.

   As at the date of this Notice of Meeting, no new shares in the Company were issued and allotted pursuant to the General Mandate granted to the Directors at the 1st AGM which will lapse at the conclusion of the 2nd AGM.

ADMINISTRATIVE DETAILS

Day & Date : Wednesday, 23 September 2026
Time : 10.00 a.m.
Venue : The Gardens Ballroom, Level 5,
St. Giles Mid Valley Kuala Lumpur,
Mid Valley City, Lingkaran Syed Putra,
59200 Kuala Lumpur, Malaysia

A. APPOINTMENT OF PROXY

1. A member who is entitled to present, participate, speak and to vote at the Meeting is entitled to appoint more than one (1) proxy to attend and vote in his/her stead. If you are not able to participate in the 2nd AGM, you are encouraged to appoint the Chairman of the Meeting as your proxy and indicate the voting instructions in the Proxy Form.

2. To be valid, the instrument appointing 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 for holding the Meeting or adjourned meeting:

   (i) In hardcopy form
   In the case of an appointment made in hardcopy form, the proxy form must be deposited at the Company's Share Registrars, Boardroom Share Registrars Sdn. Bhd. at 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia.

   (ii) By electronic means
   The proxy form can be electronically lodged via the Boardroom Smart Investor Portal at https://investor.boardroomlimited.com. Please refer to the Administrative Notes on the procedures for the electronic lodgement of Proxy Forms via the Boardroom Smart Investor Portal.

3. Kindly follow the steps below to register online with Boardroom Smart Investor Portal and to lodge the Proxy Form electronically.

Step 1 – Register Online with Boardroom Smart Investor Portal (for first time registration only)

[Note: If you have already signed up with Boardroom Smart Investor Portal, you are not required to register again. You may proceed to Step 2 to lodge your Proxy Form electronically.]

a. Access website at https://investor.boardroomlimited.com.

b. Click <<**Register**>> to sign up as a user, by creating your own user ID and password.

c. Complete registration and upload a softcopy of your MyKad/Identification Card (front and back) or Passport in JPEG, PNG or PDF format.

d. Please enter a valid email address and wait for Boardroom's email verification.

e. Once your email address is verified, you will be re-directed to BSIP Online for verification of mobile number. Click on "Request OTP Code" and an OTP code will be sent to the registered mobile number. You will need to enter the OTP Code and click "Enter" to complete the process.

f. Your registration will be verified and approved within one (1) business day and an email notification will be sent to you.

Step 2 – E-Proxy Lodgement

a. Access the website at https://investor.boardroomlimited.com.

b. Login with your user ID and password which you have created in Step 1(b) above.

c. Select "EMPIRE PREMIUM FOOD BERHAD (2nd) ANNUAL GENERAL MEETING" from the list of Corporate Meetings and click "Enter".

d. Go to "PROXY" and click on "Submit eProxy Form".

e. Read the Terms & Conditions and confirm the Declaration.

f. Enter your CDS Account number and the total number of securities held.

g. Select your proxy – either the Chairman of the Meeting or individual named proxy(ies) and enter the required particulars of your proxy(ies).

h. Indicate your voting instructions – FOR or AGAINST, otherwise your proxy will decide your votes.

i. Review and confirm your proxy(ies) appointment.

j. Click submit.

k. Download or print the eProxy Form acknowledgement.

4. If you wish to participate in the Meeting yourself, please do not submit any Proxy Form for the Meeting. You will not be allowed to participate in the 2nd AGM together with the proxy(ies) appointed by you.

5. If you have submitted your Proxy Form prior to the Meeting and subsequently decide to personally participate in the Meeting, please write to bsr.proxy@boardroomlimited.com to revoke the earlier appointment of your proxy(ies) at least forty-eight (48) hours before the commencement of the Meeting. Upon revocation, your proxy(ies) will not be allowed to participate in the 2nd AGM. In such an event, kindly advise your proxy(ies) accordingly.

B. GENERAL MEETING RECORD OF DEPOSITORS

For the purpose of determining who shall be entitled to attend the 2nd AGM, the Company will be requesting Bursa Malaysia Depository Sdn. Bhd. to issue a General Meeting Record of Depositors as at 15 September 2026 and only a depositor whose name appears on such Record of Depositors shall be eligible to attend the 2nd AGM.

C. NO RECORDING OR PHOTOGRAPHY

By participating in this 2nd AGM, you agree that no part of the 2nd AGM proceedings may be recorded, photographed, stored in any retrieval systems, reproduced, transmitted or uploaded in any form, platform or social media or by any means whether it is mechanical, electronic, photocopying, recording or otherwise without the prior written consent of the Company. The Company reserves the right to take appropriate legal actions against anyone who violates this rule.

D. ENQUIRY

If you have any questions regarding the Meeting, please contact the following persons during office hours on Monday to Friday from 8.30 a.m. to 5.30 p.m. (except public holidays) prior to the Meeting:-

BSR Helpdesk Team
Helpdesk No. : 603-7890 4700
Fax : 603-7890 4670
Email : bsr.proxy@boardroomlimited.com