

**THIS STATEMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION**

If you are in any doubt as to the course of action to be taken, you should consult your stockbroker, bank manager, solicitor, accountant or other professional adviser immediately.

Bursa Malaysia Securities Berhad ("**Bursa Securities**") has not perused the contents of this Statement prior to its issuance as it is an exempt circular pursuant to Practice Note 18 of Bursa Securities Main Market Listing Requirements.

Bursa Securities takes no responsibility for the contents of this Statement, makes no representation as to its accuracy or completeness and expressly disclaims any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this Statement.



**DS SIGMA HOLDINGS BERHAD**

[Registration No. 202101030362 (1430662-K)]  
(Incorporated in Malaysia)

**STATEMENT TO SHAREHOLDERS**

in relation to the

**PROPOSED SHARE BUY-BACK AUTHORITY FOR THE COMPANY TO PURCHASE OF  
UP TO 10% OF THE TOTAL NUMBER OF ISSUED SHARES OF THE COMPANY**

The above proposal will be tabled as Special Business at DS Sigma Holdings Berhad ("**DS Sigma**" or "**the Company**")'s Fourth Annual General Meeting ("**4<sup>th</sup> AGM**") to be held at Promenade 6, Level 3A, KSL Esplanade Hotel, No. 1, Persiaran Bestari 2/KS09, Bandar Bestari, 41200 Klang, Selangor Darul Ehsan on **Thursday, 27 November 2025 at 10:00 a.m.** (Malaysian time).

Should you not be able to participate and vote at the 4<sup>th</sup> AGM, you are entitled to appoint one (1) or more proxies to participate and vote on your behalf. The Proxy Form should be lodged and deposited with the Company's Share Registrar, Tricor Investor & Issuing House Services Sdn. Bhd. at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or alternatively, deposit in the drop-in box at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or by electronic means via Vistra Share Registry and IPO (MY) portal at <https://srmy.vistra.com>, not less than 48 hours before the time appointed for holding the 4<sup>th</sup> AGM or at any adjournment thereof. The lodgement of the Proxy Form will not preclude you from attending and voting in person should you subsequently wish to do so, in which case the Proxy Form deposited shall be deemed withdrawn and the proxy shall not be entitled to be present or vote at the 4<sup>th</sup> AGM.

Last date and time for lodging the Form of Proxy : Tuesday, 25 November 2025 at 10:00 a.m.  
Date and time of the 4<sup>th</sup> AGM : Thursday, 27 November 2025 at 10:00 a.m.

This Statement is dated 29 October 2025

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## DEFINITIONS

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Unless the context otherwise requires, the following definitions shall apply throughout this Statement:-

"Act" or "CA 2016"	: Companies Act 2016 as amended from time to time and any re-enactment thereof
"AGM"	: Annual General Meeting
"Board"	: Board of Directors of DS Sigma
"Bursa Securities"	: Bursa Malaysia Securities Berhad [Registration No. 200301033577 (635998-W)]
"Director(s)"	: Director(s) of DS Sigma and shall have the meaning given in Section 2 of CA 2016 and Section 2(1) of the Capital Markets and Services Act 2007
"EPS"	: Earnings per share
"DS Sigma" or "the Company"	: DS Sigma Holdings Berhad [Registration No. 202101030362 (1430662-K)]
"DS Sigma Group" or "Group"	: DS Sigma and its subsidiaries as defined in the relevant section of the Act
"DS Sigma Share(s)" or "Share(s)"	: Ordinary share(s) in DS Sigma
"Listing Requirements"	: Bursa Securities Main Market Listing Requirements, including any amendments thereto that may be made from time to time
"LPD"	: 30 September 2025, being the latest practicable date prior to the printing of this Statement
"NA"	: Net assets

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**DEFINITIONS (CONT'D)**

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- "Person(s) Connected" : In relation to any person (referred to as "said Person") means such person who falls under any one of the following categories:-
- (i) a family member of the said Person. Family in relation to a person means such person who falls within any one of the following categories:-
    - (a) spouse;
    - (b) parent;
    - (c) child including an adopted child and step-child;
    - (d) brother or sister; and
    - (e) spouse of the person referred to in subparagraphs (c) and (d) above.
  - (ii) a trustee of a trust (other than a trustee for a share scheme for employees or pension scheme) under which the said Person, or a family member of the said Person, is the sole beneficiary;
  - (iii) a partner of the said Person. Partner in relation to any person means such person who falls within any one of the following categories:-
    - (a) a person with whom the said Person, is in or proposes to enter into partnership with. "Partnership" for this purpose refers to a "partnership" as defined in Section 3 of the Partnership Act 1961 or "limited liability partnership" as defined in Section 2 of the Limited Liability Partnerships Act 2012, as the case may be; or
    - (b) a person with whom the said Person has entered or proposes to enter into a joint venture, whether incorporated or not.
  - (iv) a person, or where the person is a body corporate, the body corporate or its directors, who is/are accustomed or under an obligation, whether formal or informal, to act in accordance with the directions, instructions or wishes of the said Person;
  - (v) a person, or where the person is a body corporate, the body corporate or its directors, in accordance with whose directions, instructions or wishes the said Person is accustomed or is under an obligation, whether formal or informal, to act;
  - (vi) a body corporate in which the said Person, or persons connected with the said Person are entitled to exercise, or control the exercise of, not less than 20% of the votes attached to voting shares in the body corporate; or
  - (vii) a body corporate which is a related corporation of the said Person.

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**DEFINITIONS (CONT'D)**

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"Prevailing Laws"	: Any prevailing laws, rules, regulations, orders, guidelines and requirements issued by the relevant authorities including but not limited to the Listing Requirements
"Proposed Share Buy-Back Authority"	: Proposed share buy-back authority to enable the Company to purchase its own Shares up to ten percent (10%) of the total number of issued shares of the Company
"Purchased Shares"	: DS Sigma Shares purchased pursuant to Proposed Share Buy-Back Authority
"RM" and "sen"	: Ringgit Malaysia and sen respectively
"Rules"	: Rules on Take-Overs, Mergers and Compulsory Acquisitions as issued by the SC, as amended from time to time and any re-enactment thereof
"Statement"	: Share Buy-Back Statement dated 29 October 2025
"SC"	: Securities Commission Malaysia
"Substantial Shareholder(s)"	: A person who has an interest or interests in one (1) or more voting shares in the Company and the number or the aggregate number of such shares is not less than 5% of the total number of all the voting shares included in the Company as defined under Section 136 of the CA 2016
"Treasury Shares"	: The Shares purchased by the Company which are or will be retained in treasury and shall have the meaning given under Section 127 of the CA 2016

Words incorporating the singular shall, where applicable, include the plural and vice versa and words incorporating the masculine gender shall, where applicable, include the feminine and neuter genders and vice versa. Reference to persons shall include a corporation, unless otherwise specified.

All references to "you" in this Statement are to the shareholders of the Company.

Any reference in this Statement to any enactment is a reference to that enactment as for the time being amended or re-enacted. Any reference to a time of a day in this Statement shall be a reference to Malaysian time, unless otherwise stated.

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**DS SIGMA HOLDINGS BERHAD**

[Registration No. 202101030362 (1430662-K)]  
(Incorporated in Malaysia)

**Registered Office**

Level 7, Menara Milenium,  
Jalan Damanlela,  
Pusat Bandar Damansara,  
Damansara Heights,  
50490 Kuala Lumpur  
Wilayah Persekutuan

29 October 2025

**Board of Directors**

Mohamad Ismail bin Abu Bakar (*Independent Non-Executive Chairman*)  
Lucille Teoh Soo Lien (*Managing Director*)  
Beh Seng Lee (*Executive Director*)  
Beh Le Hao (*Executive Director*)  
Lee Yew Weng (*Independent Non-Executive Director*)  
Maznida binti Mokhtar (*Independent Non-Executive Director*)  
Hanani Hayati binti Mohd Adhan (*Independent Non-Executive Director*)

**To: The Shareholders of DS Sigma**

Dear Sir/Madam,

**PROPOSED SHARE BUY-BACK AUTHORITY**

**INTRODUCTION**

On 15 October 2025, the Company announced that it intends to seek shareholders' approval for the Proposed Share Buy-Back Authority.

The purpose of this Statement is to provide you with details of the Proposed Share Buy-Back Authority and to seek your approval on the ordinary resolution pertaining to the Proposed Share Buy-Back Authority pursuant to an agenda under Special Business to be tabled at the forthcoming 4<sup>th</sup> AGM. The Notice of the forthcoming 4<sup>th</sup> AGM together with the proxy form are available on the Company's website at <https://www.dssigma.com.my>.

**SHAREHOLDERS OF DS SIGMA ARE ADVISED TO READ AND CONSIDER THE CONTENTS OF THIS STATEMENT TOGETHER WITH THE APPENDICES CAREFULLY BEFORE VOTING ON THE RESOLUTION PERTAINING TO THE PROPOSED SHARE BUY-BACK AUTHORITY AT THE FORTHCOMING 4<sup>TH</sup> AGM.**

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## **1.0 INFORMATION ON THE PROPOSED SHARE BUY-BACK AUTHORITY**

### **1.1 Details of the Proposed Share Buy-Back Authority**

The Board proposes to seek approval from the Company's shareholders for the authority for the Company to purchase its own Shares of up to ten percent (10%) of the total number of issued shares of the Company as quoted on Bursa Securities at any point of time.

The Proposed Share Buy-Back Authority shall be effective upon the passing of the ordinary resolution at the forthcoming 4<sup>th</sup> AGM of the Company and shall continue to be in force until:-

- (a) the conclusion of the next AGM of the Company following the general meeting at which such resolution is passed, at which time it will lapse, unless by an ordinary resolution passed at that meeting, the authority is renewed, either unconditionally or subject to conditions; or
- (b) the expiration of the period within which the next AGM after that date is required by law to be held; or
- (c) revoked or varied by an ordinary resolution passed by the shareholders in a general meeting,

whichever occurs first.

### **1.2 Maximum Limit**

The maximum aggregate number of Shares which may be purchased by the Company shall not exceed ten percent (10%) of the total number of issued shares of the Company at any point of time.

The Company may purchase up to 48,000,000 Shares based on total number of issued shares of the Company of 480,000,000 Shares as at LPD.

The actual number of Shares to be purchased and the timing of such purchase will depend on, among others, the prevailing equity market conditions and sentiments of the stock market, as well as the retained profits and financial resources available to the Company at the time of the purchase(s).

### **1.3 Treatment of Purchased Shares**

In accordance with Section 127 of the CA 2016, the Directors would be able to deal with any DS Sigma Shares so purchased by the Company in the following manner:-

- (i) to cancel the Purchased Shares; or
- (ii) to retain the Purchased Shares in treasury for distribution as dividend to the shareholders and/or resale on the market of Bursa Securities and/or transfer under an employees' share scheme (if any) and/or transfer as purchase consideration; or
- (iii) to retain part of the Purchased Shares as Treasury Shares and cancel the remainder; or
- (iv) to deal in such other manner as prescribed by CA 2016, rules, regulations and guidelines made pursuant to CA 2016 and the requirements of Bursa Securities and any other relevant authority for the time being in force.

The decision whether to retain the Purchased Shares as Treasury Shares, or to cancel the Purchased Shares or a combination of both, or any alternatives as mentioned above, will be made by the Board at the appropriate time.

If such Purchased Shares were held as Treasury Shares, the rights attaching to them in relation to voting, dividends and participation in any other distribution or otherwise would be suspended and the Treasury Shares would not be taken into account in calculating the number or percentage of shares or a class of shares in the Company for any purposes including the determination of substantial shareholdings, take-overs, notices, the requisitioning of meetings, the quorum for meetings and the result of a vote on resolution(s) at shareholders' meetings.

#### **1.4 Purchase Price**

In accordance with Paragraph 12.17 of the Listing Requirements, DS Sigma may only purchase its own shares on Bursa Securities at a price which is not more than 15% above the weighted average market price of DS Sigma Shares for the past 5 market days immediately preceding the date of purchase(s).

#### **1.5 Resale or Transfer Price**

In the case of resale or transfer of Treasury Shares (if any), the Company may only resell the Treasury Shares on Bursa Securities or transfer the Treasury Shares pursuant to Section 127(7) of CA 2016 at:-

- (i) a price which is not less than the weighted average market price for the shares for the 5 market days immediately before the resale or transfer; or
- (ii) a discounted price of not more than 5% to the weighted average market price for the shares for the 5 market days immediately before the resale or transfer provided that:-
  - (a) the resale or transfer takes place not earlier than 30 days from the date of purchase; and
  - (b) the resale or transfer price is not less than the cost of purchase of the shares being resold or transferred.

### **2.0 REASONS/RATIONALE FOR THE PROPOSED SHARE BUY-BACK AUTHORITY**

The Proposed Share Buy-Back Authority will enable DS Sigma to utilise any of its surplus financial resources to purchase its own shares from the open market. The Company may be able to stabilise the supply and demand of the DS Sigma Shares traded on the Main Market of Bursa Securities and thereby support its fundamental value. Further, the increase in EPS, if any, arising from the Proposed Share Buy-Back Authority is expected to benefit the shareholders of the Company.

The Purchased Shares can be held as Treasury Shares and resold or transferred on Bursa Securities with the intention of realising a potential gain without affecting the total number of issued shares of the Company. Should any Treasury Shares be distributed as share dividends, this would serve to reward the shareholders of the Company.



### **3.0 RETAINED PROFITS**

In accordance with the Listing Requirements, the total maximum amount of funds to be allocated for the Proposed Share Buy-Back Authority must be made wholly out of the Company's retained profits only based on the latest audited and unaudited financial statements, where applicable. As at 30 June 2025, being the latest available audited financial statements, the Company's audited retained profits amounted to RM4,623,638/-.

### **4.0 POTENTIAL ADVANTAGES AND DISADVANTAGES OF THE PROPOSED SHARE BUY-BACK AUTHORITY**

#### **4.1 Potential Advantages**

The potential advantages of the Proposed Share Buy-Back Authority are as follows:-

- (i) DS Sigma may be able to stabilise the supply and demand of DS Sigma Shares in the open market and thereby support its fundamental value;
- (ii) General investors' confidence in the stability of DS Sigma Shares' price is expected to be enhanced as DS Sigma is empowered to implement the Proposed Share Buy-Back Authority;
- (iii) DS Sigma Group will be able to utilise its financial resources for which it has no immediate usage for the purchase of DS Sigma Shares;
- (iv) Provides DS Sigma flexibility in achieving the desired capital structure, in terms of debt and equity composition and the size of equity;
- (v) The Proposed Share Buy-Back Authority will help enhance value for shareholders from a resultant reduction in the number of shares in the market, all things being equal. Further, it may increase the EPS when the Purchased Shares are cancelled, thereby making the shares more attractive to investors; and
- (vi) DS Sigma may utilise the Treasury Shares as future dividend payout to DS Sigma shareholders and/or for resale in the open market should opportunities arise in the future.

#### **4.2 Potential Disadvantages**

The potential disadvantages of the Proposed Share Buy-Back Authority are as follows:-

- (i) The Proposed Share Buy-Back Authority will reduce the financial resources of the Company, which may result in the Company foregoing other investment opportunities that may emerge in the future; and
- (ii) As Proposed Share Buy-Back Authority can only be made out of the retained profits of the Company, it may result in the reduction of financial resources available for distribution to shareholders in the immediate future.

Nevertheless, the Proposed Share Buy-Back Authority is not expected to have any potential material disadvantage to the Company and the shareholders, as it will be implemented only after careful consideration of the financial resources of the Group and its resultant impact.

## **5.0 SOURCE OF FUNDS**

The amount allocated for the Proposed Share Buy-Back Authority would be financed by internally generated funds and/or bank borrowings.

In the event that the Company decides to utilise external borrowings to finance the purchase of DS Sigma Shares, the Board will ensure that the Company has sufficient funds to repay the external borrowings and such repayment will not have a material effect on the Company's cash flow.

Depending on the quantum and the purchase price, the Proposed Share Buy-Back Authority may reduce the working capital of the DS Sigma Group.

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## 6.0 DIRECTORS' AND SUBSTANTIAL/MAJOR SHAREHOLDERS' SHAREHOLDINGS

The following tables show the proforma effects of the Proposed Share Buy-Back Authority on the direct and indirect interests of the Directors and Substantial/Major Shareholders and any person connected with the Directors and/or Substantial/Major Shareholders as at LPD:-

	As at LPD				After full implementation of the Proposed Share Buy-Back Authority*			
	Direct		Indirect		Direct		Indirect	
	No. of Shares	%	No. of Shares	%	No. of Shares	%	No. of Shares	%
<b><u>Directors</u></b>								
Mohamad Ismail bin Abu Bakar	305,000	0.06	-	-	305,000	0.07	-	-
Lucille Teoh Soo Lien	163,141,900	33.99	-	-	163,141,900	37.76	-	-
Beh Seng Lee	7,272,900	1.52	158,354,900 <sup>(1)</sup>	32.99	7,272,900	1.68	158,354,900 <sup>(1)</sup>	36.66
Beh Le Hao	1,000,000	0.21	-	-	1,000,000	0.23	-	-
Lee Yew Weng	300,000	0.06	-	-	300,000	0.07	-	-
Maznida binti Mokhtar	50,000	0.01	-	-	50,000	0.01	-	-
Hanani Hayati binti Mohd Adhan	-	-	-	-	-	-	-	-
<b><u>Substantial/Major Shareholders</u></b>								
ONI (L) Foundation	158,112,000	32.94	-	-	158,112,000	36.60	-	-
Lucille Teoh Soo Lien	163,141,900	33.99	-	-	163,141,900	37.76	-	-
Beh Seng Lee	7,272,900	1.52	158,354,900 <sup>(1)</sup>	32.99	7,272,900	1.68	158,354,900 <sup>(1)</sup>	36.66

Notes:

\* Assuming that 48,000,000 Shares, being the maximum number of shares of not more than ten percent (10%) of the total number of issued shares of the Company as at LPD, are bought back and subsequently cancelled or retained as Treasury Shares, and there is no change in the number of shares held by Directors and Substantial/Major Shareholders.

<sup>(1)</sup> Deemed interested by virtue of his position as the founder, council member and beneficiary of ONI (L) Foundation and his daughter, Beh Le Shen's shareholdings in the Company.

Save for the resulting increase in percentage shareholdings as a consequence of the Proposed Share Buy-Back Authority, none of the Directors, Substantial/Major Shareholders or Persons connected to them has any interest, direct or indirect, in the Proposed Share Buy-Back Authority or the resale of Treasury Shares, if any.

## **7.0 PUBLIC SHAREHOLDINGS SPREAD**

Pursuant to Paragraph 8.02(1) of the Listing Requirements, a listed issuer must ensure that at least 25% of its total listed shares (excluding treasury shares) are in the hands of public shareholders.

As at LPD, the public shareholdings spread of the Company was 31.16%.

In any case, the Board will ensure that the share buy-back exercise of the Company be implemented in such a manner so as not to cause the public shareholdings spread to fall below the minimum 25% threshold as required under Paragraph 8.02 of the Listing Requirements.

## **8.0 IMPLICATIONS RELATING TO THE RULES**

As it is not intended for the Proposed Share Buy-Back Authority to trigger the obligation to undertake a mandatory general offer by any of its Substantial Shareholders and/or persons acting in concert with them, the Company is mindful that only such number of shares are purchased, retained as Treasury Shares, cancelled or distributed such that the Rules will not be triggered. However, in the event that an obligation to undertake a mandatory offer should arise with respect to any parties from the Proposed Share Buy-Back Authority, the relevant parties shall make necessary application to SC for an exemption from undertaking a mandatory offer under the Rules before a mandatory offer is triggered.

## **9.0 FINANCIAL EFFECTS OF THE PROPOSED SHARE BUY-BACK AUTHORITY**

On the assumption that the Proposed Share Buy-Back Authority is carried out in full, the effects of the Proposed Share Buy-Back Authority on the share capital, NA, working capital and EPS of the Company are set out below:-

### **a) Share Capital**

The effects of the Proposed Share Buy-Back Authority on the share capital of the Company will depend on the intention of the Board as to the treatment of the Shares purchased.

If the Shares so purchased are retained as Treasury Shares, the issued share capital of the Company will not be reduced but the rights attaching to the Treasury Shares as to voting, dividends and participation in other distributions or otherwise will be suspended. While these shares remain as Treasury Shares, the Act prohibits the taking into account of such shares in calculating the number of percentage of shares for a purpose whatsoever including substantial shareholdings, takeovers, notices, requisitioning of meetings, quorum for meetings and the result of vote(s) on resolutions at shareholders' meetings.

In the event that all the Shares purchased are cancelled and on the assumption that the Proposed Share Buy-Back Authority is exercised in full, the proforma effects of the Proposed Share Buy-Back Authority on the total number of issued shares of DS Sigma as at LPD, are as follows:-

	<b>No. of Shares</b>
Total number of issued shares as at LPD	480,000,000
Less: Shares purchased amounting to 10% of the total number of issued shares pursuant to the Proposed Share Buy-Back Authority and cancelled	(48,000,000)
Total number of issued shares after the Proposed Share Buy-Back Authority	432,000,000

However, the Proposed Share Buy-Back Authority will have no effect on the total number of issued shares of DS Sigma if all DS Sigma Shares bought back are to be retained as Treasury Shares, resold or distributed to the shareholders.

b) Net Assets

The Proposed Share Buy-Back Authority may increase or decrease the NA per share of the DS Sigma Group depending on the purchase price in comparison to the NA per share of the DS Sigma Group at the time that the Shares are purchased.

In the event the Shares which are retained as Treasury Shares are resold, the NA of the DS Sigma Group will increase or decrease depending on whether a gain or a loss is realised upon the resale. The quantum of the increase or decrease in NA will depend on the actual disposal price and the number of the Shares purchased, retained as Treasury Shares, which are resold.

c) Working Capital

The Proposed Share Buy-Back Authority will reduce the working capital and cash flow of the DS Sigma Group, the quantum of which depends on, amongst others, the number of Shares eventually purchased and the purchase price of the Shares.

For Shares purchased which are kept as Treasury Shares, upon resale of such shares, the working capital and cash flow of the DS Sigma Group will increase assuming that a gain has been realised. The quantum of the increase in the working capital will depend on the actual selling price of the Treasury Shares and the number of Treasury Shares resold.

d) EPS

The effect of the Proposed Share Buy-Back Authority on the EPS of the DS Sigma Group will depend on, inter-alia, actual number of Shares bought back and the price paid and the effective cost of funding to DS Sigma Group, or any loss in interest income to DS Sigma.

In the event the Shares which are retained as Treasury Shares are resold, the extent of the effect on the earnings of the DS Sigma Group will depend on the actual selling prices, the number of Treasury Shares resold and effective gain or interest savings arising therefrom.

## **10.0 PURCHASE, RESALE, TRANSFER OR CANCELLATION OF TREASURY SHARES MADE IN THE PREVIOUS TWELVE (12) MONTHS**

DS Sigma does not have an existing authority to purchase DS Sigma Shares. Hence, the Company does not currently hold any Treasury Shares and has not purchased, resold, transferred or cancelled any DS Sigma Shares during the last twelve (12) months preceding the LPD.

## **11.0 HISTORICAL SHARE PRICES**

The monthly highest and lowest prices of Shares as traded on Bursa Securities for the preceding twelve (12) months from October 2024 to September 2025 are as follows:-

<b>Month</b>	<b>Shares</b>	
	<b>High (RM)</b>	<b>Low (RM)</b>
<b>2024</b>		
October	0.375	0.330
November	0.340	0.300
December	0.365	0.320
<b>2025</b>		
January	0.350	0.305
February	0.330	0.285
March	0.285	0.215
April	0.250	0.205
May	0.275	0.235
June	0.250	0.215
July	0.240	0.225
August	0.255	0.215
September	0.270	0.240

*(Source: Wall Street Journal)*

The last transacted price of DS Sigma Shares on 30 September 2025, being LPD before printing of this Statement is RM0.260.

## **12.0 DIRECTORS' RECOMMENDATION**

The Directors, having considered the rationale for the Proposed Share Buy-Back Authority, is of the opinion that it is in the best interest of the Company and its shareholders and accordingly, recommends that the shareholders of DS Sigma vote in favour of the resolution for the Proposed Share Buy-Back Authority to be tabled at the forthcoming 4<sup>th</sup> AGM.

### **13.0 4<sup>th</sup> AGM**

The 4<sup>th</sup> AGM of the Company will be held at Promenade 6, Level 3A, KSL Esplanade Hotel, No. 1, Persiaran Bestari 2/KS09, Bandar Bestari, 41200 Klang, Selangor Darul Ehsan on Thursday, 27 November 2025 at 10:00 a.m. The Notice of the 4<sup>th</sup> AGM, a copy of this Statement to Shareholders together with the Proxy Form are available on the Company's website at <https://www.dssigma.com.my>.

Should you not be able to participate and vote at the 4<sup>th</sup> AGM, you are entitled to appoint one (1) or more proxies to participate and vote on your behalf. The Proxy Form should be lodged and deposited with the Company's Share Registrar, Tricor Investor & Issuing House Services Sdn. Bhd. at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or alternatively, deposit in the drop-in box at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or by electronic means via Vistra Share Registry and IPO (MY) portal at <https://srmy.vistra.com>, not less than 48 hours before the time appointed for holding the 4<sup>th</sup> AGM or at any adjournment thereof. The lodgement of the Proxy Form will not preclude you from attending and voting in person should you subsequently wish to do so, in which case the Proxy Form deposited shall be deemed withdrawn and the proxy shall not be entitled to be present or vote at the 4<sup>th</sup> AGM.

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**DS SIGMA HOLDINGS BERHAD**

[Registration No. 202101030362 (1430662-K)]  
(Incorporated in Malaysia)

**EXTRACT OF NOTICE OF THE FOURTH ANNUAL GENERAL MEETING ("4<sup>TH</sup> AGM") OF DS SIGMA HOLDINGS BERHAD ("THE COMPANY") WILL BE HELD AT PROMENADE 6, LEVEL 3A, KSL ESPLANADE HOTEL, NO. 1, PERSIARAN BESTARI 2/KS09, BANDAR BESTARI, 41200 KLANG, SELANGOR DARUL EHSAN ON THURSDAY, 27 NOVEMBER 2025 AT 10:00 A.M. (MALAYSIAN TIME)**

**ORDINARY RESOLUTION**

**- PROPOSED SHARE BUY-BACK AUTHORITY**

**"THAT** subject to the compliance with Section 127 of the Act, the Constitution of the Company, the Listing Requirements of Bursa Securities and all other applicable laws, rules and regulations and guidelines for the time being in force and the approvals of all relevant governmental and/or regulatory authority, approval be and is hereby given to the Company to purchase such number of ordinary shares in the Company as may be determined by the Directors of the Company from time to time through Bursa Securities as the Directors may deem and expedient in the interest of the Company, provided that:-

- (i) the aggregate number of ordinary shares to be purchased and/or held by the Company pursuant to this resolution shall 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; and
- (ii) the maximum funds to be allocated by the Company for the purpose of purchasing its own shares shall not exceed the aggregate of the retained profits of the Company based on the latest audited financial statements and/or the latest unaudited financial statements (where applicable) available at the time of the purchase.

**THAT** upon completion of the purchase by the Company of its own shares, the Directors of the Company be authorised to deal with the shares purchased in their absolute discretion in the following manner:-

- (i) cancel all the shares so purchased; or
- (ii) retain the shares so purchased in treasury for distribution as dividend to the shareholders and/or resell on the market of Bursa Securities; or
- (iii) retain part thereof as treasury shares and cancel the remainder; or in any other manner as prescribed by the Act, rules, regulations and orders made pursuant to the Act and the requirements of Bursa Securities and any other relevant authority for the time being in force.

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

- (a) the conclusion of the next AGM of the Company following this AGM at which such resolution was passed, at which time it will lapse, unless by an ordinary resolution passed at that meeting, the authority is renewed, either unconditionally or subject to conditions; or
- (b) the expiration of the period within which the next AGM of the Company after that date is required by law to be held; or



- (c) revoked or varied by an ordinary resolution passed by the shareholders of the Company at a general meeting; whichever occurs first.

**AND THAT** the Directors of the Company be authorised to give effect to the Proposed Share Buy-Back Authority with full power to assent to any conditions, modifications, variations and/or amendments as may be required by the relevant authorities and to take such steps and do all such acts and things as they may deem fit and expedient in the best interest of the Company.”

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**FURTHER INFORMATION**

**1. DIRECTORS' RESPONSIBILITY STATEMENT**

This Statement has been seen and approved by the Board, who collectively and individually, accept full responsibility for the accuracy of the information contained in this Statement and confirm that, after making all reasonable enquiries and to the best of their knowledge and belief, there are no other facts, the omission of which would make any statement herein misleading.

**2. DOCUMENTS AVAILABLE FOR INSPECTION**

The following documents (or copies thereof) in respect of the Company are available for inspection at the Registered Office at Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, Wilayah Persekutuan during the normal business hours from Mondays to Fridays but excluding public holidays for the period commencing from the date of this Statement up to and including the date of the forthcoming 4<sup>th</sup> AGM:-

- (i) Constitution; and
- (ii) Audited financial statements for the past two (2) financial years ended 30 June 2024 and 30 June 2025.

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