



TALAM TRANSFORM BERHAD

Registration No: 192001000012 (1120-H)
(Incorporated in Malaysia)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting ("EGM") of Talam Transform Berhad ("TTB" or the "Company") will be held at D'RAKSH Golden Ballroom, Lot 1.01, Level 1, Menara Maxisegar, Jalan Pandan Indah 4/2, Pandan Indah, 55100 Kuala Lumpur ("Meeting Venue") on Thursday, 14 May 2026 at 11.00 a.m. or at any adjournment thereof, for the purpose of considering and, if thought fit, passing the following resolutions with or without modifications:

AGENDA

"**THAT** approval be and is hereby given for the following ordinary resolutions:

1. **Proposed non-binding recommendation for appointment of a Qualified Auditor to review the transactions/deals (as mentioned in the Circular to Shareholders) and report their findings to the Board of Directors ("Proposed Non-binding Recommendation for Appointment of a Qualified Auditor")** **Ordinary Resolution 1**
(Please refer to Explanatory Note)

To appoint a qualified auditor on such terms that the Board of Directors deems fit in the interest of the Company to review the following transactions/deals and report their findings to the Board of Directors for further consideration:

- (i) The debt that is due to IJM Properties Sdn Bhd;
- (ii) The joint venture in Trident Treasure Sdn Bhd;
- (iii) The investment in Oaxis Sdn Bhd;
- (iv) The investment in Million Tiara (M) Sdn Bhd; and
- (v) The balance sale consideration owed by Xtra Touch Sdn Bhd.

2. **Proposed non-binding recommendation for appointment of an audit firm to undertake the review mentioned in the Proposed Appointment of a Qualified Auditor ("Proposed Non-binding Recommendation for Auditors Firm to be Appointed")** **Ordinary Resolution 2**
(Please refer to Explanatory Note)

In the event that Ordinary Resolution 1 is approved, the shareholders hereby make further non-binding recommendation that one of the following auditor firms, namely Ernst & Young, Deloitte, KPMG or PricewaterhouseCoopers, be appointed to undertake the review mentioned in the Ordinary Resolution 1.

AND THAT the Board of Directors be and is hereby empowered and authorised to sign and execute all documents, do all acts, deeds and things and take all such decisions as they may in their absolute discretion deem fit, necessary, expedient and/or appropriate in the best interest of the Company and to take all such steps and to execute, sign, deliver and cause to be delivered on behalf of the Company all such documents and/or arrangements as may be necessary or expedient in connection with the above resolutions, with full powers to assent to any condition, modification, variation and/or amendment in any manner as may be required and to deal with all matters relating thereto and to take all such steps and do all acts and things in any manner or as the Board of Directors may deem necessary or expedient in the best interest of the Company."

BY ORDER OF THE BOARD OF TALAM TRANSFORM BERHAD

SOO KAH PIK (MIA 8102)
(SSM PC No. 201908004099)
Company Secretary

Kuala Lumpur
29 April 2026

NOTES:

- (a) A member of the Company entitled to attend and vote at the meeting is entitled to appoint not more than two (2) proxies to attend and vote in his stead. A proxy may but need not be a member of the Company. There shall be no restrictions as to the qualification of the proxy. A proxy appointed to attend and vote at a meeting of the Company shall have the same rights as the members to speak at the meeting.
- (b) Where a member is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991, it may appoint at least one (1) proxy but 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.
- (c) Where a member appoints two (2) proxies, the member shall specify the proportions of his shareholdings to be represented by each proxy.
- (d) Where a member of the Company 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. Where an exempt authorised member appoints two (2) or more proxies, the member shall specify the proportions of his shareholdings to be represented by each proxy.
- (e) The instrument appointing a proxy shall be in writing under the hand of the appointor or his attorney duly authorised in writing, or if the appointor is a corporation under its common seal or the hand of an officer or attorney duly authorised.
- (f) The appointment of a proxy may be made in a hardcopy form or by electronic form in the following manner and must be received by the Company not less than forty-eight (48) hours before the time appointed for holding the Meeting or any adjournment thereof:
 - (i) In hardcopy form
The Form of Proxy shall be deposited at the Registered Office of the Company situated at Unit 17.02, Level 17, Menara Maxisegar, Jalan Pandan Indah 4/2, Pandan Indah, 55100 Kuala Lumpur, Malaysia.
 - (ii) By electronic form
The Form of Proxy shall be electronically lodged via fax to +603-20949940/+603-20950292 or by email to info@sshb.com.my.
- (g) For the purpose of determining members who shall be entitled to attend this EGM, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd to issue a Record of Depositors as at 6 May 2026. Only members whose names appear therein shall be entitled to attend the said meeting or appoint a proxy to attend and vote on their behalf.
- (h) Pursuant to Paragraph 8.29(A)(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all the resolutions set out in the Notice of this EGM will be put to vote by poll.

EXPLANATORY NOTE TO THE ORDINARY RESOLUTIONS:

On 2 December 2025, 17 December 2025, 23 January 2026, 11 February 2026, 2 April 2026 and 3 April 2026, the Company announced in relation to, amongst others, the Notice of EGM dated 23 January 2026 ("Notice of EGM") issued by the shareholders, namely Mr Ang Lam Poah, Mr Loo Leong Fatt and Ms Loo Foong Luan (collectively referred to as the "Requisitionists") and the *interim* injunction dated 11 February 2026 granted by the High Court to restrain the calling, convening, holding or proceeding of any general meeting for the purpose of tabling, considering or passing the proposed resolutions contained in the Notice of EGM issued by the Requisitionists, or any other resolutions having the same or substantially similar effect, pending the final disposal of the originating summons ("Injunction Order").

As a result of negotiations with the Requisitionists, on 8 April 2026, the Company recorded a Consent Order before the High Court ("Consent Order"), on the terms mutually agreed between the Company (as Plaintiff) and the Requisitionists (as Defendants), *inter alia*, as follows:

- (1) The Board of Directors of the Plaintiff will convene an EGM not later than 30-6-2026 ("Proposed EGM") by giving a notice of at least 14 days before the Proposed EGM, for the shareholders to consider and if deemed fit, to approve a non-binding recommendation to the Board of Directors pursuant to Section 195(2) of the Companies Act 2016 by way of ordinary resolution as follows:

Recommendation 1

To appoint a qualified auditor on such terms that the Board of Directors deem fit in the interest of the Company to review the following transactions/deals and report their findings to the Board of Directors for further consideration:

- (i) The debt that is due to IJM Properties Sdn Bhd;
- (ii) The joint venture in Trident Treasure Sdn Bhd;
- (iii) The investment in Oaxis Sdn Bhd;
- (iv) The investment in Million Tiara (M) Sdn Bhd; and
- (v) The balance sale consideration owed by Xtra Touch Sdn Bhd.

Recommendation 2

In the event that Recommendation 1 is approved, the shareholders hereby make further non-binding recommendation that one of the following auditors firms, namely Ernst & Young, Deloitte, KPMG or PricewaterhouseCoopers, be appointed to undertake the review mentioned in Recommendation 1 above.

The Proposals, even if approved, shall not be binding on the Board, and (i) whether or not the Proposals will be implemented and (ii) if so, the manner of implementation, shall remain subject to the Board's discretion.

Please refer to the Circular to Shareholders dated 29 April 2026 for detailed information in respect of the Proposals.