



MUDAJAYA GROUP BERHAD

Registration No. 200301003119 (605539-H)
(Incorporated in Malaysia)

30 April 2025

Dear Shareholders of Mudajaya Group Berhad (“Mudajaya”),

NOTIFICATION TO SHAREHOLDERS OF THE 22ND ANNUAL GENERAL MEETING (“AGM”)

We are pleased to invite you to participate in the AGM of Mudajaya, which will be held physically at Crystal Plaza, Ground Floor, Lobby 1, Hall 2, No. 4A, Jalan 51A/223, 46100 Petaling Jaya, Selangor Darul Ehsan, Malaysia on **Wednesday, 4 June 2025 at 2.30 p.m.**

If you wish to appoint a proxy, please complete, sign and return the Proxy Form not less than forty-eight (48) hours before the time appointed for taking of the poll or at any adjournment thereof, in accordance with the instructions printed therein. The duly completed Proxy Form should be deposited to the Company Share Registrar’s office at Boardroom Share Registrars Sdn Bhd (“**Boardroom**”), 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor, Malaysia or alternatively, electronically lodged through Boardroom’s website, Boardroom Smart Investor Portal at <https://investor.boardroomlimited.com> or email to Boardroom at bsr.helpdesk@boardroomlimited.com **no later than Monday, 2 June 2025 at 2.30 p.m.** Please refer to the Administrative Guide for the AGM for further information.

In our efforts of going green and in preserving the environment, the following documents are available to be downloaded from Mudajaya’s corporate website at www.mudajaya.com under the “Investor Relations” section and Bursa Malaysia Securities Berhad’s website at www.bursamalaysia.com under “Company Announcements”:

1. Annual Report 2024
2. Corporate Governance Report 2024
3. Share Buy-Back Statement on the proposed renewal of authority for the purchase by Mudajaya of its own shares
4. Notice of the AGM; Administrative Guide for the AGM; Proxy Form; and Request Form for printed copy of Annual Report 2024 and/or Share Buy-Back Statement

Should you need a copy of the printed Annual Report 2024 and/or Share Buy-Back Statement, please complete the Request Form and send it to our office at PH1, Menara Mudajaya, No. 12A, Jalan PJU 7/3, Mutiara Damansara, 47810 Petaling Jaya, Selangor Darul Ehsan, Malaysia; or email to puganeswary.raman@mudajaya.com or abby.beh@mudajaya.com. Alternatively, you may submit your request in the Boardroom Smart Investor Portal at <https://investor.boardroomlimited.com> under “Investor Services”. However, please consider the environment before making a request for a printed copy.

We thank you for your continued support to Mudajaya. If you need any assistance, kindly contact our Company Secretary at tel no: +603-7806 7899 or our Share Registrar, Boardroom Share Registrars Sdn Bhd at tel no: +603-7890 4700 during office hours, or email to bsr.helpdesk@boardroomlimited.com.

Yours faithfully,
For and on behalf of Mudajaya Group Berhad

JAMES WONG TET FOH
Executive Chairman



NOTICE OF 22ND ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the 22nd Annual General Meeting (“AGM”) of Mudajaya Group Berhad (“the Company”) will be held physically at Crystal Plaza, Ground Floor, Lobby 1, Hall 2, No. 4A, Jalan 51A/223, 46100 Petaling Jaya, Selangor Darul Ehsan, Malaysia on **Wednesday, 4 June 2025 at 2.30 p.m.** for the following purposes:

AS ORDINARY BUSINESS

- To receive the Audited Financial Statements for the financial year ended 31 December 2024 together with the Directors’ and Auditors’ Reports thereon.
(Please refer to Explanatory Note 1)
- To re-elect Ms Oei Su Lee who retires by rotation pursuant to Clause 106 of the Company’s Constitution and being eligible, has offered herself for re-election.
(Ordinary Resolution 1)
- To re-elect Datuk Wira Arham Bin Abdul Rahman who retires pursuant to Clause 89 of the Company’s Constitution and being eligible, has offered himself for re-election.
(Ordinary Resolution 2)
- To re-elect Mr Leong Choon Meng who retires pursuant to Clause 89 of the Company’s Constitution and being eligible, has offered himself for re-election.
(Ordinary Resolution 3)
- To approve the payment of Directors’ fees payable to the Directors of the Company up to an aggregate amount of RM135,000 for the period from 5 June 2025 until the conclusion of the next AGM of the Company to be held in 2026.
(Ordinary Resolution 4)
- To re-appoint Messrs Deloitte PLT as Auditors of the Company for the ensuing year and to authorise the Directors to fix their remuneration.
(Ordinary Resolution 5)

AS SPECIAL BUSINESS

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

7. ORDINARY RESOLUTION:

Authority to Issue and Allot Shares pursuant to Sections 75 and 76 of the Companies Act 2016

“THAT subject always to the Companies Act 2016 (“the Act”), the Main Market Listing Requirements of Bursa Malaysia Securities Berhad (“Bursa Securities”), the Company’s Constitution and the approvals of the relevant government and/or regulatory authorities, the Directors be and are hereby authorised and empowered pursuant to Sections 75 and 76 of the Act:

- to issue and allot new shares in the Company; and/or
 - to grant rights to subscribe for shares in the Company; and/or
 - to convert any security into shares in the Company; and/or
 - to allot shares under an agreement or option or offer,
- at any time and from time to time at such price, upon such terms and conditions, for such purposes and to such person(s) whomsoever as the Directors may in their absolute discretion deem fit and expedient in the interest of the Company, provided that the aggregate number of new shares issued pursuant to this resolution, when aggregated with the total number of any such shares issued during the preceding 12 months does not exceed 10% of the total number of issued shares of the Company for the time being (excluding treasury shares, if any) (“**10% General Mandate**”).

THAT such approval of the 10% General Mandate shall continue to be in force until:

- the conclusion of the next AGM of the Company held after the approval was given;
- the expiration of the period within which the next AGM of the Company is required to be held after the approval was given; or
- revoked or varied by resolution passed by the shareholders of the Company in a general meeting, whichever is the earlier.

THAT the Directors be and are hereby empowered to obtain the approval from Bursa Securities for the listing of and quotation for such new shares on the Main Market of Bursa Securities.

THAT the Directors be further authorised to implement, finalise, complete and take all necessary steps and to do all acts, deeds and things as may be necessary or expedient (including executing such documents as may be required) in order to give full effect to the 10% General Mandate, with full powers to assent to any conditions, modifications, variations and/or amendments as they may deem fit in the best interest of the Company and/or as may be imposed by the relevant authorities.

THAT pursuant to Section 85 of the Act, read together with Clause 49(1) of the Company’s Constitution, approval be and is hereby given for the waiver of the statutory pre-emptive rights of the shareholders of the Company to be offered new shares of the Company ranking equally to the existing issued shares, arising from any issuance of new shares pursuant to this general mandate AND THAT the Directors of the Company are exempted from the obligation to offer such new shares first to the existing shareholders of the Company in proportion to their respective shareholdings in the Company, provided however that if following the passing of this resolution, this paragraph is or is found to be in any way void, invalid or unenforceable, then this paragraph shall be ineffective to the extent of such voidness, invalidity or unenforceability and the remaining provisions of this resolution shall remain in full force and effect.”
(Ordinary Resolution 6)

8. ORDINARY RESOLUTION:

Proposed Renewal of Authority for the Purchase by the Company of its Own Shares

“THAT subject to compliance with the Act, the Company’s Constitution, the Main Market Listing Requirements of Bursa Securities and any other relevant rules and regulations that may be in force from time to time, the Company be and is hereby authorised 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, 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 ordinary shares in the Company which may be purchased and/or held by the Company shall not exceed 10% of the total number of issued shares of the Company at any point in time; and
- the maximum funds to be allocated by the Company for the purpose of purchasing the ordinary shares shall not exceed the latest audited retained profits of the Company.

THAT such authority shall commence upon the passing of this ordinary resolution and shall remain in force until:

- the conclusion of the next AGM of the Company at which time such authority 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 after that date 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.

THAT authority be and is hereby given to the Directors of the Company to decide in their discretion to retain the ordinary shares in the Company so purchased by the Company as treasury shares and/or to cancel them and/or to resell the treasury shares and/or to distribute them as share dividends and/or subsequently cancel them or such other manner as may be allowed under the Act and the Main Market Listing Requirements of Bursa Securities.

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 to give full effect to the aforesaid with full power 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 interest of the Company.”
(Ordinary Resolution 7)

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

By Order of the Board

TAN CHIN BOO (MIA 46824/SSM PC No. 202408000126)
BEH SIEW SIEW (MAICSA 7066637/SSM PC No. 202008001904)
Company Secretaries

Petaling Jaya
30 April 2025

NOTES:

- A member of the Company who is entitled to attend, speak and vote at a general meeting of the Company, may appoint not more than 2 proxies to exercise all or any of his/her rights to attend, speak and vote at the same meeting on his/her behalf. A proxy need not be a member of the Company. There shall be no restriction as to the qualification of the proxy and the proxy shall have the same rights as the member.
- Where a member appoints more than one (1) proxy, the proportion of shareholdings to be presented by each proxy must be specified in the instrument appointing the proxies.
- Where a member is an authorised nominee as defined in the Securities Industry (Central Depositories) Act, 1991 (“**SICDA**”), it may appoint not more than 2 proxies in respect of each securities account it holds in ordinary shares of the Company standing to the credit of the said securities account.
- 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. An exempt authorised nominee refers to an authorised nominee defined under the SICDA which is exempted from compliance with the provisions of subsection 25A(1) of the SICDA.
- Where a member or the authorised nominee appoints 2 proxies, or where an exempt authorised nominee appoints 2 or more proxies, the proportion of shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies, otherwise the appointment shall be invalid. An exempt authorised nominee which intends to appoint multiple proxies, must submit separate instruments of proxy.
- The instrument appointing a proxy shall be in writing under the hand of the appointer or of his attorney duly authorised in writing, or if such appointer is a corporation, either under its common seal or under the hand of its officer or attorney duly authorised.
- The appointment of proxy may be made in a hardcopy form 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 the taking of the poll:
 - In hardcopy form**
The original proxy form shall be deposited at the Company Share Registrar’s office, Boardroom Share Registrars Sdn Bhd (“**Boardroom**”), 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor, Malaysia.

- Electronically**
The proxy form can be electronically lodged with Boardroom via Boardroom Smart Investor Portal at <https://investor.boardroomlimited.com>. Please follow the procedures set out in the Administrative Guide for such lodgement. Alternatively, the proxy form can be emailed to Boardroom at bsr.helpdesk@boardroomlimited.com.
- If the proxy form is submitted without any instructions as to how the proxy shall vote, the proxy will vote in his/her discretion. If no name is stated in the space provided for the name of your proxy, the Chairman of the Meeting will act as your proxy.
 - For the purpose of determining who shall be entitled to attend this AGM, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd to issue a Record of Depositors as at **28 May 2025** and only members whose names appear in the Record of Depositors shall be entitled to attend, speak and vote at this AGM.
 - Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Securities, all resolutions set out in the Notice of AGM shall 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, speak and vote at the 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 AGM (including any adjournment thereof), and the preparation and compilation of the attendance lists, minutes and other documents relating to the 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.

EXPLANATORY NOTES ON ORDINARY AND SPECIAL BUSINESSES

1. Item 1 of the Agenda – Audited Financial Statements for the financial year ended 31 December 2024

This agenda item is meant for discussion only as the provision of Section 340(1)(a) of the Act requires the Audited Financial Statements to be laid at the AGM. As such, this agenda item does not require shareholders’ approval and hence, is not put forward for voting.

2. Ordinary Resolution 1 – Re-Election of Retiring Director pursuant to Clause 106 of the Company’s Constitution

Pursuant to Clause 106 of the Company’s Constitution, one-third or the number nearest to one-third of the Directors of the Company shall retire from office by rotation annually and subject to re-election at the AGM. All Directors shall retire from office once at least in each 3 years but shall be eligible for re-election.

Ms Oei Su Lee is standing for re-election as Director of the Company and being eligible, has offered herself for re-election at this AGM.

For the purpose of determining the eligibility of the Director to stand for re-election at this AGM and in line with the Main Market Listing Requirements of Bursa Securities and Practice 5.1 of the Malaysian Code on Corporate Governance 2021 issued by the Securities Commission Malaysia, the Combined Nomination and Remuneration Committee (“**CNRC**”) has reviewed and assessed the retiring Director from the annual assessment and evaluation of the Board for the financial year 2024. The retiring Director has provided the fit and proper declaration in accordance with the Directors’ Fit and Proper Policy. Accordingly, the CNRC has recommended the re-election of the retiring Director based on the following considerations:

- demonstrated diligence and commitment, satisfactory performance and has met the Board’s expectation in discharging her duties and responsibilities;
- met the fit and proper criteria with reference to the Directors’ Fit and Proper Policy; and
- her ability to act in the best interest of the Company in decision-making.

The Board has endorsed the CNRC’s recommendation subject to the shareholders’ approval at this AGM. The retiring Director had abstained from deliberation and decision on her eligibility to stand for re-election at the relevant CNRC and Board Meetings. The profile of Ms Oei Su Lee is set out in the Directors’ Profile section of this Annual Report.

3. Ordinary Resolutions 2 to 3 – Re-Election of Retiring Directors pursuant to Clause 89 of the Company’s Constitution

Pursuant to Clause 89 of the Company’s Constitution, any Director who is newly appointed by the Board either to fill a casual vacancy or as an additional Director, shall hold office only until the next AGM and shall be eligible for re-election at the AGM of the Company.

Datuk Wira Arham Bin Abdul Rahman and Mr Leong Choon Meng who were appointed as Independent Non-Executive Directors of the Company on 31 December 2024, would be retiring under Clause 89 of the Company’s Constitution. Datuk Wira Arham Bin Abdul Rahman and Mr Leong Choon Meng are standing for re-election as Directors of the Company and being eligible, has offered themselves for re-election at this AGM.

The appointments of Datuk Wira Arham Bin Abdul Rahman and Mr Leong Choon Meng were duly considered by the CNRC taking into account their backgrounds, qualifications, experiences, competency, integrity, time commitment and independence. Upon the recommendation of the CNRC, the Board approved the said appointments. Their profiles are set out in the Directors’ Profile section of this Annual Report.

4. Ordinary Resolution 4 – Payment of Directors’ Fees

Section 230(1) of the Act provides amongst others, that the Directors’ fees and benefits payable to the Directors of a listed company shall be approved by the shareholders at a general meeting. The proposed Resolution 4 is to facilitate the payment of Directors’ fees on a current financial year basis, calculated based on the current board size. In the event the Directors’ fees proposed are insufficient (due to enlarge Board size), approval will be sought at the next AGM to be held in 2026 for additional fees to meet the shortfall.

5. Ordinary Resolution 5 – Re-Appointment of Auditors

The Audit, Risk Management and Sustainability Committee (“**ARMSC**”) has undertaken an annual assessment of the suitability and independence of Messrs Deloitte PLT (“**Deloitte**”) as Auditors of the Company based on the criteria as prescribed under Paragraph 15.21 of the Main Market Listing Requirements of Bursa Securities.

In its assessment, the ARMSC considered several factors which include the following:

- Adequacy of experience and resources of Deloitte and the level of knowledge, capabilities and experience of the staff assigned to the audit;
- Ability to provide constructive observations, implications and recommendations in areas requiring improvements;
- Appropriateness of audit approach and the effectiveness of audit planning;
- Ability to perform audit work within agreed timeframe; and
- Independence and objectivity of Deloitte when interpreting standards/policies adopted by the Company.

The ARMSC was satisfied with the suitability of Deloitte based on the quality of audit, performance, competency and sufficiency of resources that Deloitte provided to the Group. The ARMSC was also satisfied in its review that the provision of non-audit services by Deloitte to the Company for the financial year 2024 did not in any way impair their objectivity and independence as the external auditors.

The Board has approved the ARMSC’s recommendation for the shareholders’ approval to be sought at this AGM on the re-appointment of Deloitte as Auditors of the Company.

6. Ordinary Resolution 6 – Authority to Issue and Allot Shares pursuant to Sections 75 and 76 of the Act

This Resolution is to empower the Directors to issue and allot shares in the Company, grant rights to subscribe for shares in the Company, convert any security into shares in the Company and/or allot shares under an agreement or option or offer, at any time at such price, upon such terms and conditions, for such purposes and to such person(s) as they consider would be in the interest of the Company, provided that the aggregate number of new shares issued, when aggregated with the total number of any such shares issued during the preceding 12 months, does not exceed 10% of the total number of issued shares of the Company for the time being.

The Board is of the view that the general mandate would be in the best interest of the Company and its shareholders as it would allow the Company to raise funds efficiently and expeditiously to meet its funding requirements, should the Company be required to do so. It will provide flexibility to the Company for any possible fund raising activities, including but not limited to placement of shares for the purpose of funding current and future investment(s), project(s), acquisition(s) and/or working capital. The general mandate is sought to avoid any delay and cost involved in convening a general meeting merely to approve such issue of shares.

The authority for this general mandate will, unless revoked or varied by the Company in a general meeting, 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.

Pursuant to Section 85 of the Act, read together with Clause 49(1) of the Company’s Constitution, shareholders of the Company have pre-emptive rights to be offered new shares in the Company which rank equally to the existing issued shares of the Company. By voting in favour of this Resolution, shareholders of the Company agree to waive their preemptive rights and thus will allow the Directors to issue new shares to any person under this general mandate without having to offer the new shares to all existing shareholders of the Company prior to the issuance of the new shares.

7. Ordinary Resolution 7 – Proposed Renewal of Authority for the Purchase by the Company of its Own Shares

This Resolution, if passed, will renew the shareholders’ mandate for the Company to purchase and/or hold up to 10% of the total number of issued shares of the Company. The details on the proposed renewal of authority for the purchase by the Company of its own shares are set out in the Share Buy-back Statement dated 30 April 2025.

STATEMENT ACCOMPANYING NOTICE OF 22ND ANNUAL GENERAL MEETING

(Pursuant to Paragraph 8.27(2) of the Main Market Listing Requirements of Bursa Securities)

- Details of persons who are standing for election as Directors (excluding Directors standing for re-election)**
No individual is seeking for election as a Director at the 22nd AGM of the Company.

- A statement relating to general mandate for issue of securities in accordance with Paragraph 6.03(3) of the Main Market Listing Requirements of Bursa Securities**

The proposed Ordinary Resolution 6 on the general mandate for issue of securities is a renewal mandate. As at the date of this Notice, no new shares or securities were issued pursuant to the said mandate granted to the Directors at the last AGM held on 13 June 2024.



Administrative Guide

for 22nd Annual General Meeting

Day and Date	: Wednesday, 4 June 2025
Time	: 2.30 p.m.
Venue	: Crystal Plaza, Ground Floor, Lobby 1, Hall 2, No. 4A, Jalan 51A/223, 46100 Petaling Jaya, Selangor Darul Ehsan, Malaysia

1. REGISTRATION

- Registration will commence at **1.00 p.m.** at Ground Floor, Lobby 1, Crystal Plaza and will close at a time directed by the Chairman of the AGM.
- Please produce your original MyKad/Passport (for foreigners) at the registration counter for verification and registration. Please ensure to collect your MyKad/Passport thereafter.
- Please note that no person will be allowed to register on behalf of another person even with the original MyKad/Passport of that person.
- Upon completion of the registration process, you will be given an identification barcode wristband to enter the meeting hall.
- After registration, please proceed to the meeting hall.
- **Please be reminded that there will be no replacement if you lose or misplace the barcode wristband.**
- Note: You will not be allowed to enter the meeting hall without wearing the barcode wristband.
- The registration counter will handle only verification of identity and registration. For enquiries, please proceed to the Help Desk.

2. HELP DESK

- Please proceed to the Help Desk located at the Ground Floor, Lobby 1, Crystal Plaza for any clarification or enquiries.
- The Help Desk will also handle revocation of proxy appointments.

3. ENTITLEMENT TO PARTICIPATE IN THE AGM

- Only members whose names appear on the Register of Members or General Meeting Record of Depositors as at **28 May 2025** will be entitled to attend, speak and vote at the AGM or appoint a proxy to attend, speak and vote on his/her behalf.

4. ANNUAL REPORT 2024

- The Company's Annual Report 2024 is available at the websites of the Company, www.mudajaya.com and Bursa Malaysia Securities Berhad, www.bursamalaysia.com.
- Printed copies will be available for collection on a first come, first served basis at the registration counter on the day of AGM.
- If you wish to request a printed copy of the Annual Report 2024 prior to the AGM, you may:
 - (i) submit the Request Form to us via post; or
 - (ii) contact Ms Pugeswary Raman at +603-7806 7868 or e-mail your request to pugeswary.raman@mudajaya.com or abby.beh@mudajaya.com; or
 - (iii) submit your request online through the Boardroom Smart Investor Portal at <https://investor.boardroomlimited.com> under "Investor Services".
- We encourage members to consider environmental sustainability and opt for digital copies of the Annual Report where possible.

5. APPOINTMENT OF PROXY

- A member of the Company entitled to attend and vote at the AGM is entitled to appoint not more than two (2) proxies to exercise all or any of his/her rights to attend, speak and vote at the AGM.
- If you are unable to attend the AGM and wish to appoint a proxy to vote on your behalf, please submit your proxy form in accordance with the notes and instructions stated in the notice of AGM.
- If you wish to attend the AGM yourself, please do not submit any proxy form. You will not be allowed to attend the AGM together with a proxy appointed by you.
- You may submit your proxy form at the Company Share Registrar's office, Boardroom Share Registrars Sdn Bhd ("**Boardroom**") or by email to bsr.helpdesk@boardroomlimited.com not less than forty-eight (48) hours before the time appointed for the taking of the poll.
- The proxy form may also be electronically lodged with Boardroom via Boardroom Smart Investor Portal ("**BSIP**") at <https://investor.boardroomlimited.com>. For further information, kindly refer to Table 1 below for proxy appointment via BSIP.

Table 1 – Proxy Appointment via BSIP:

<p>Step 1 – Register Online with BSIP (for first time registration only)</p>	<p>Note: If you have already signed up with BSIP, you are not required to register again. You may proceed to Step 2.</p> <ul style="list-style-type: none"> • Access the website at https://investor.boardroomlimited.com. • Click "Register" to sign up as a user. • Complete registration with all the required information. Upload and attach a softcopy of your Identity Card ("NRIC") (front and back) or Passport. Click "Register". • You will receive an email from BSIP Online for email address verification. Click on "Verify Email Address" from the email received to continue with the registration. • For corporate shareholder, kindly upload the authorisation letter as well. Click "Sign up". • 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. • Once your mobile number is verified, registration of your new BSIP account will be pending for final verification. • An email will be sent to you to inform the approval of your BSIP account within one (1) business day. Subsequently, you can login at https://investor.boardroomlimited.com with the email address and password filled up by you during the registration to proceed.
<p>Step 2 – Appointment of Proxy</p>	<p>Individual and Corporate Shareholder</p> <ul style="list-style-type: none"> • Log in to https://investor.boardroomlimited.com using your user ID and password from Step 1 above. • Select "MUDAJAYA GROUP BERHAD (22nd) ANNUAL GENERAL MEETING" from the list of Meeting Event and click "Enter". • Click "Submit eProxy form". • Read and accept the General Terms and Conditions and enter your CDS account number. • Enter your CDS account number and number of securities held. • Select your proxy — either the Chairman of the meeting or individual named proxy(ies) and enter the required particulars of your proxy(ies). • Indicate your voting instructions — FOR or AGAINST or ABSTAIN. If you wish to have your proxy(ies) to act upon his/her discretion, please indicate DISCRETIONARY. • Review and confirm your proxy(ies) appointment. Click "Apply". Download or print the eProxy form as acknowledgement.

	<p>Authorised Nominee and Exempt Authorised Nominee</p> <p><u>Via Email</u></p> <ul style="list-style-type: none"> • Write in to bsr.helpdesk@boardroomlimited.com by providing the name of member, CDS account number accompanied with the certificate of appointment of corporate representative or proxy form (as the case may be) to submit the request latest by 2 June 2025 at 2.30 p.m. • Please provide a copy of corporate representative's or proxy's NRIC (front and back) or passport, as well as his/her email address. <p><u>Via BSIP</u></p> <ul style="list-style-type: none"> • Login to https://investor.boardroomlimited.com using your user ID and password from Step 1 above. • Select "MUDAJAYA GROUP BERHAD (22nd) ANNUAL GENERAL MEETING" from the list of Meeting Event and click "Enter". • Click on "Submit eProxy Form". • Select the company you would like to represent. • Proceed to download the file format for "Submission of Proxy Form" from the investor portal. • Prepare the file for the appointment of proxy(ies) by inserting the required data. • Proceed to upload the duly completed proxy(ies) appointment file. • Review and confirm your proxy(ies) appointment and click "Submit". • Download or print the eProxy Form as acknowledgement.
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6. VOUCHERS / DOOR GIFT

There will be **NO vouchers or door gift** for shareholders/proxies who participate in the AGM.

7. ENQUIRY

If you have any queries prior to the AGM, please contact the following during office hours (Mondays to Fridays, 9.00 a.m. to 5.30 p.m., except public holidays):

- **Mudajaya Group Berhad**
Corporate Secretarial Department

Tel : +603-7806 7899
Fax : +603-7806 7900
Email : abby.beh@mudajaya.com or puganeswary.raman@mudajaya.com

- **Share Registrar**
Boardroom Share Registrars Sdn Bhd

Tel : +603-7890 4700
Fax : +603-7890 4670
Email : bsr.helpdesk@boardroomlimited.com

PERSONAL DATA PRIVACY

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

MUDAJAYA GROUP BERHAD

Registration No. 200301003119 (605539-H)

Incorporated in Malaysia

No. of Shares held	
CDS Account No.	

PROXY FORM

I/We _____ NRIC No./Company No. _____ Tel No. _____

of _____

being a member of the Company, hereby appoint _____ NRIC No. _____

Email: _____ of _____

and/or _____ NRIC No. _____ Email: _____ of _____

or failing him/her, the Chairman of the Meeting as my/our proxy to attend and vote on my/our behalf at the 22nd Annual General Meeting ("AGM") of the Company to be held physically at Crystal Plaza, Ground Floor, Lobby 1, Hall 2, No. 4A, Jalan 51A/223, 46100 Petaling Jaya, Selangor Darul Ehsan, Malaysia on **Wednesday, 4 June 2025 at 2.30 p.m.** and at any adjournment thereof.

Please indicate with 'X' in the space below how you wish your votes to be cast. If no specific direction as to voting is given, the proxy/proxies will vote or abstain from voting at his/their discretion.

ORDINARY RESOLUTIONS		FOR	AGAINST
Resolution 1	Re-election of Ms Oei Su Lee		
Resolution 2	Re-election of Datuk Wira Arham Bin Abdul Rahman		
Resolution 3	Re-election of Mr Leong Choon Meng		
Resolution 4	Payment of Directors' fees		
Resolution 5	Re-appointment of Messrs Deloitte PLT as Auditors		
Resolution 6	Authority to issue and allot shares pursuant to Sections 75 and 76 of the Companies Act 2016		
Resolution 7	Proposed renewal of authority for the purchase by the Company of its own shares		

Dated this _____ day of _____ 2025

Signature of Member _____

For appointment of 2 proxies, the percentage of shareholdings to be represented by the proxies:		
	No. of Shares	Percentage
1st Proxy		%
2nd Proxy		%
Total:		100 %

Common
Seal
(for Corporate
Members)

NOTES:

- A member of the Company who is entitled to attend, speak and vote at a general meeting of the Company, may appoint not more than 2 proxies to exercise all or any of his/her rights to attend, speak and vote at the same meeting on his/her behalf. A proxy need not be a member of the Company. There shall be no restriction as to the qualification of the proxy and the proxy shall have the same rights as the member.
- Where a member appoints more than one (1) proxy, the proportion of shareholdings to be presented by each proxy must be specified in the instrument appointing the proxies.
- Where a member is an authorised nominee as defined in the Securities Industry (Central Depositories) Act, 1991 ("SICDA"), it may appoint not more than 2 proxies in respect of each securities account it holds in ordinary shares of the Company standing to the credit of the said securities account.
- 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. An exempt authorised nominee refers to an authorised nominee defined under the SICDA which is exempted from compliance with the provisions of subsection 25A(1) of the SICDA.
- Where a member or the authorised nominee appoints 2 proxies, or where an exempt authorised nominee appoints 2 or more proxies, the proportion of shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies, otherwise the appointment shall be invalid. An exempt authorised nominee which intends to appoint multiple proxies, must submit separate instruments of proxy.
- The instrument appointing a proxy shall be in writing under the hand of the appointer or of his attorney duly authorised in writing, or if such appointer is a corporation, either under its common seal or under the hand of its officer or attorney duly authorised.
- The appointment of proxy may be made in a hardcopy form 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 the taking of the poll:
 - In hardcopy form**
The original proxy form shall be deposited at the Company Share Registrar's office, Boardroom Share Registrars Sdn Bhd ("Boardroom"), 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor, Malaysia.
 - Electronically**
The proxy form can be electronically lodged with Boardroom via Boardroom Smart Investor Portal at <https://investor.boardroomlimited.com>. Please follow the procedures set out in the Administrative Guide for such lodgement. Alternatively, the proxy form can be emailed to Boardroom at bsr.helpdesk@boardroomlimited.com.
- If the proxy form is submitted without any instructions as to how the proxy shall vote, the proxy will vote in his/her discretion. If no name is stated in the space provided for the name of your proxy, the Chairman of the Meeting will act as your proxy.
- For the purpose of determining who shall be entitled to attend this AGM, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd to issue a Record of Depositors as at **28 May 2025** and only members whose names appear in the Record of Depositors shall be entitled to attend, speak and vote at this AGM.
- Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Securities, all resolutions set out in the Notice of AGM shall be put to vote by way of poll.

Personal Data Privacy:

By submitting an instrument appointing a proxy(ies) and/or representative(s), the member accepts and agrees to the Personal Data Privacy terms set out in the Notice of AGM dated 30 April 2025.

Fold This Flap For Sealing

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AFFIX
STAMP

MUDAJAYA GROUP BERHAD
Registration No. 200301003119 (605539-H)

c/o Boardroom Share Registrars Sdn Bhd
Registration No. 199601006647 (378993-D)
11th Floor, Menara Symphony
No. 5, Jalan Prof. Khoo Kay Kim
Seksyen 13, 46200 Petaling Jaya
Selangor Darul Ehsan
Malaysia

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MUDAJAYA GROUP BERHAD

Registration No. 200301003119 (605539-H)
(Incorporated in Malaysia)

REQUEST FORM

for Annual Report 2024 and/or Share Buy-Back Statement dated 30 April 2025

Dear Shareholder,

Please complete your particulars below and return this Request Form to us through post should you wish to receive a printed copy of the Annual Report 2024 and/or Share Buy-Back Statement. You may also contact Ms Pugeswary Raman at **+603-7806 7868** or e-mail your request to **pugeswary.raman@mudajaya.com** or **abby.beh@mudajaya.com**. Alternatively, you may submit your request in the Boardroom Smart Investor Portal at **<https://investor.boardroomlimited.com>** under "Investor Services".

The printed copy of the Annual Report 2024 and/or Share Buy-Back Statement will be posted to you within 4 market days from the date of receipt of your verbal or written request.

You may also view the Annual Report 2024 and Share Buy-Back Statement from our website at **www.mudajaya.com** under the "Investor Relations" section or Bursa Malaysia Securities Berhad's website at **www.bursamalaysia.com** under "Company Announcements".

Please tick (✓) to indicate the document(s) you wish to receive:

☐

Annual Report 2024

☐

Share Buy-Back Statement dated 30 April 2025

Full Name :

NRIC / Passport / Company No :

CDS Account No. :

Mailing Address :

.....

.....

Tel / Mobile No. :

.....

Signature of Shareholder

FOLD THIS FLAP TO SEAL

2ND FOLD HERE

AFFIX
STAMP
HERE

The Company Secretary
MUDAJAYA GROUP BERHAD
Registration No. 200301003119 (605539-H)
PH1, Menara Mudajaya
No. 12A, Jalan PJU 7/3
Mutiara Damansara
47810 Petaling Jaya
Selangor Darul Ehsan
Malaysia

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