



DKSH

DKSH HOLDINGS (MALAYSIA) BERHAD

(Registration No. 199101021067 (231378-A))
(Incorporated in Malaysia)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting of DKSH Holdings (Malaysia) Berhad ("**DKSH (Malaysia)**") will be held at Ballroom I & II, Jalan Kelab Tropicana, Tropicana Golf & Country Resort, 47410 Petaling Jaya, Selangor Darul Ehsan on Thursday, April 2, 2026 at 10.00 a.m. or at any adjournment thereof for the purpose of considering and, if thought fit, passing the following special resolution:

SPECIAL RESOLUTION

PROPOSED SELECTIVE CAPITAL REDUCTION AND REPAYMENT EXERCISE OF DKSH (MALAYSIA) UNDER SECTION 116 OF THE COMPANIES ACT, 2016 ("ACT") ("PROPOSED SCR")

THAT, subject to the relevant approvals and consents being obtained from all relevant authorities and parties and subject to the order granted by the High Court of Malaysia ("**High Court**") for the Proposed SCR pursuant to Section 116 of the Act, approval be and is hereby given to DKSH (Malaysia) to undertake and effect the Proposed SCR in the following manner:

(i) to undertake a bonus issue of up to 125,498,912 new ordinary shares of DKSH (Malaysia) ("**Share(s)**") ("**Bonus Shares**") to be issued as fully paid-up to all the shareholders of DKSH (Malaysia) (other than DKSH Resources (Malaysia) Sdn Bhd ("**Non-Entitled Shareholder**")) whose names appear in the Record of Depositors of DKSH (Malaysia) on the entitlement date to be determined and announced later by the board of directors of DKSH (Malaysia) (save for the interested Directors) ("**Board**") in respect of the Proposed SCR ("**Entitlement Date**") ("**Entitled Shareholders**"), by way of capitalising up to RM125,498,912 from the capital reserve of DKSH (Malaysia), in order to increase the share capital of DKSH (Malaysia) up to a level which is sufficient for the capital reduction ("**Proposed Bonus Issue**"). The Proposed Bonus Issue is purely to facilitate the implementation of the Proposed SCR.

The Non-Entitled Shareholder will waive its entitlement to the Bonus Shares to be issued pursuant to the Proposed Bonus Issue. The Bonus Shares issued under the Proposed Bonus Issue will be cancelled immediately after issuance to facilitate the implementation of the Proposed SCR. As such, the Bonus Shares will not be credited into the Central Depository System accounts of the Entitled Shareholders and will not be listed on the Official List of Bursa Malaysia Securities Berhad;

(ii) immediately after the Proposed Bonus Issue, to undertake a selective capital reduction to cancel all Shares, including the Bonus Shares, save for the Shares which are held by the Non-Entitled Shareholder as at the Entitlement Date, and

(iii) thereafter, to effect the capital repayment of RM249,093,450 in cash, based on the offer price of RM6.15 for each existing DKSH (Malaysia) Share held by the Entitled Shareholders on the Entitlement Date.

THAT pursuant to the Proposed SCR, the Board be and is hereby authorised to take all such steps as they may deem necessary in connection with the Proposed SCR including:

- (i) to determine the Entitlement Date;
- (ii) to allot the Bonus Shares and to deal with any and all fractions of a share and of a share that may arise in connection with the Proposed Bonus Issue, where applicable, in the best interest of DKSH (Malaysia);
- (iii) to file an application to seek the confirmation from the High Court for the reduction of share capital under Section 116 of the Act;
- (iv) to lodge a copy of the order of the High Court granted pursuant to Section 116 of the Act confirming the reduction of share capital with the Registrar of Companies pursuant to Section 116(6) of the Act on such date as the Board may determine;
- (v) subject to the confirmation of the High Court being granted pursuant to Section 116 of the Act with regard to the Proposed SCR and after the Proposed Bonus Issue, to effect the capital repayment of RM6.15 in cash for each DKSH (Malaysia) Share held by the Entitled Shareholders on the Entitlement Date;
- (vi) to assent to any terms, conditions, stipulations, modifications, variations and/or amendments as the Board may deem fit, necessary and/or expedient in the best interests of DKSH (Malaysia) or as a consequence of any requirements imposed by the relevant authorities, the High Court and/or by the Registrar of Companies and/or as may be required to comply with any applicable laws, in relation to the Proposed SCR; and
- (vii) to do all such acts, deeds and/or things as the Board may consider fit, necessary and/or expedient in the best interest of DKSH (Malaysia) in order to implement, finalise, complete and to give full effect to the Proposed SCR, including to execute any documents, to enter into any arrangements and/or agreements with any party and to give any undertakings.

BY ORDER OF THE BOARD

Serene Lee Huey Fei (LS0009912)
(SSM PC No. 202208000450)

Thin Pui Leng (LS0009933)
(SSM PC No. 202208000271)
Company Secretaries

Selangor Darul Ehsan
March 9, 2026

NOTES:

1. A member of the Company entitled to attend and vote at a general meeting of the Company is entitled to appoint proxy(ies) to attend, vote and speak on such member's behalf. A proxy may but need not be a member of the Company; there shall be no restriction as to the qualification of the proxy.
2. Where a member of the Company is an exempt authorized 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 authorized nominee may appoint in respect of each Omnibus Account it holds.
3. The instrument appointing a proxy shall:
 - (i) in the case of an individual, be signed by the appointer or by his/her attorney; and
 - (ii) in the case of a corporation, be either under its common seal or under the hand of an officer or attorney duly authorised.
4. Where a member appoints more than one (1) proxy: such appointment shall be invalid unless the member specifies the proportion of the shareholdings to be represented by each proxy in the instrument appointing the proxies.
5. The instrument appointing the proxy must be deposited at 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 or its drop-in box at Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8 Jalan Kerinchi, 59200 Kuala Lumpur, Wilayah Persekutuan, not less than 48 hours before the time appointed for holding the meeting or any adjournment thereof; otherwise the instrument of proxy shall not be treated as valid and person so named shall not be entitled to vote in respect thereof. Only original copies of the duly executed form of proxy are acceptable. Alternatively, you may submit the proxy appointment electronically via Vistra Share Registry and IPO (MY) Portal ("**The Portal**") at <https://smy.vistra.com> before the proxy form cut off time as mentioned above.
6. The lodging of a form of proxy does not preclude a member from attending and voting in person at the meeting should the member subsequently decide to do so.
7. Only the Company's members whose names appear in the Record of Depositors on March 26, 2026, shall be entitled to attend the said meeting or appoint proxies to attend, vote and speak on their behalf.
8. Pursuant to Paragraph 8.29A (1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, the resolution set out in the Notice of Extraordinary General Meeting will 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 Extraordinary General Meeting and/or any adjournment thereof, a member of DKSH (Malaysia) (i) consents to the collection, use and disclosure of the member's personal data by DKSH (Malaysia) (or its agents) for the purpose of the processing and administration by DKSH (Malaysia) (or its agents) of proxies and representatives appointed for the Extraordinary General Meeting (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the Extraordinary General Meeting (including any adjournment thereof), and in order for DKSH (Malaysia) (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 DKSH (Malaysia) (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 DKSH (Malaysia) (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 DKSH (Malaysia) in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member's breach of warranty.