



**TWL HOLDINGS BERHAD**  
Registration No. 199401039944 (325631-V)  
(Incorporated in Malaysia)

**NOTICE OF EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN THAT** an Extraordinary General Meeting ("**EGM**" or "**Meeting**") of TWL Holdings Berhad ("**TWL**" or the "**Company**") will be held at 8<sup>th</sup> Floor, Wisma TWL, No. 19, Jalan Melaka, 50100 Kuala Lumpur, Wilayah Persekutuan Kuala Lumpur on 10 December 2025 at 3:00 p.m. for the purpose of considering and, if thought fit, passing the following resolutions with or without modification: -

**ORDINARY RESOLUTION 1**

**PROPOSED RATIFICATION OF THE ALLOCATION OF EMPLOYEES' SHARE OPTION SCHEME ('ESOS') ON 1 JULY 2025 AT AN EXERCISE PRICE OF RM0.027 EACH TO AN ELIGIBLE DIRECTOR, DATO' TAN WEI LIAN ("PROPOSED RATIFICATION")**

**THAT** subject to the approval of all relevant parties and/or authorities being obtained (if required), including but not limited to the approval of Bursa Malaysia Securities Berhad ("**Bursa Securities**"), approval be and is hereby given to the Company to ratify the Company the specific grant of 192,000,000 ESOS options on 1 July 2025 at an exercise price of RM0.027 each to an Eligible Director of the Company, Dato' Tan Wei Lian in the manner and to the extent as set out in Section 2 of the circular to the shareholders of the Company dated 07<sup>th</sup> November 2025.

**AND THAT** the Board of Directors of the Company ("**Board**" or "**Directors**") be and is hereby authorized and empowered to give full effect to the Proposed Ratification with full power to deal with all matters incidental, ancillary to, and/or relating thereof and take all such steps and to execute and deliver and/or caused to be executed and delivered all the necessary documents and all such other agreements, deeds, arrangements, undertakings, indemnities, transfers, extensions, assignments, confirmations, declaration, and/or guarantee to or with any party or parties, and to do all acts, deeds, and things as they may consider necessary or expedient or in the best interest of the Company with full power to assent to any conditions, variations, modifications and/or amendments in any manner as may be required or permitted by any relevant authorities and to deal with all matters relating thereto and to take such steps and do all acts and things in manner as they may deem necessary or expedient to implement, finalise, and give full effect to the Proposed Variation.

By Order of the Board  
**TWL HOLDINGS BERHAD**

Company Secretary  
**HENG CHIANG POOH FCIS (CS)(CGP) MAICSA 7009923**

Kuala Lumpur Dated: 07.11.2025

## **Notes**

1. *Only a depositor whose name appears in the Record of Depositors on **2 December 2025** ("General Meeting Record of Depositors") shall be entitled to attend the meeting or appoint proxies to attend and/or vote on his/her behalf.*
2. *A member is entitled to attend and vote or to appoint any person as his proxy to attend and vote instead of him. A proxy appointed to attend and vote shall have the same rights as the member to speak at the meeting.*
3. *Where a member appoints more than one (1) proxy, the appointments shall be invalid unless he specifies the proportions of his shareholdings to be represented by each proxy.*
4. *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 with ordinary shares of the Company standing to the credit of the said securities account.*
5. *Where a member is an authorised nominee as defined in the Securities Industry (Central Depositories) Act, 1991, it may appoint up to 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.*
6. *If a corporation is a member of the Company, it may vote by any person authorised by resolution of its directors or other governing body to act as its representative at any meeting in accordance with Article 86 of the Constitution of the Company or pursuant to Section 333(5) of the Companies Act 2016.*
7. *If you were unable to attend and vote in person at the EGM, you may appoint a proxy or proxies to vote on your behalf. If you wish to do so, you must complete the Proxy Form in accordance with the instruction thereon and deposit the same at the registered office of TWL Holdings Berhad at 4th Floor, Wisma TWL, No.19, Jalan Melaka, 50100 Kuala Lumpur, Wilayah Persekutuan Kuala Lumpur, Malaysia not less than 48 hours before the time appointed for holding the meeting or adjourned meeting, at which the person named in such instrument proposes to vote.*
8. *Alternatively, you may deposit your Form of Proxy by electronic means through the Company's email at [twl@twlholdings.com.my](mailto:twl@twlholdings.com.my), also not less than 48 hours before the time appointed for holding the meeting or adjourned meeting, at which the person named in such instrument proposes to vote. The lodgment of the Proxy Form will not preclude you from attending and voting in person at the EGM should be subsequently decide to do so.*
9. *All resolutions are to be voted by way of poll in accordance with Main Market Listing Requirements of Bursa Malaysia Securities Berhad.*